Ventnor Resources Limited

27 February 2014

Dear Shareholder,

RENOUNCEABLE RIGHTS ISSUE

On 24 February 2014, Ventnor Resources Ltd (**Company**) announced a renounceable pro rata offer to shareholders with a registered address in Australia or New Zealand (**Eligible Shareholders**) of approximately 47,334,687 fully paid ordinary shares on the basis of 2 new shares for every 3 existing shares held as at 5:00pm (WST) on 6 March 2014 (**Record Date**), at an issue price of $0.042 per new share (**Rights Issue**). Pursuant to the Rights Issue, the Company may raise a maximum of approximately $1.99 million (before costs).

The Rights Issue is conditionally fully underwritten by Patersons Securities Limited.

The proposed use of funds is as follows:

Use of Funds	$
Exploration	100,000
Part satisfaction of the Loans	1,036,000
General Working Capital	735,000
Costs of the Offer	115,000
Total	1,988,000

The Company expects the Rights Issue to be conducted in accordance with the following timetable:

Event	Date
Existing Shares quoted on "ex" basis and Rights trading commences	28 February 2014
Record Date to determine Entitlements under the Offer	6 March 2014
Prospectus and Entitlement and Acceptance Forms dispatched to Eligible Shareholders	12 March 2014
Rights trading ends	19 March 2014
Final date and time for receipt of acceptance and payment in full	26 March 2014
Trading on ASX in new shares to commence	4 April 2014

The above dates are indicative only. The Company reserves the right to vary the above dates, subject to ASX Listing Rules and the Corporations Act.

The new shares issued pursuant to the Rights Issue will rank equally with existing fully paid ordinary shares in the Company.

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The Rights Issue is offered under a prospectus lodged with ASIC on 25 February 2014, a copy of which will be sent to Eligible Shareholders. Eligible Shareholders should consider the prospectus carefully in deciding whether to acquire new shares offered under the Rights Issue, and will need to complete the personalised entitlement and acceptance form accompanying the prospectus to take up their entitlement. Eligible Shareholders may also apply for shortfall shares in excess of their entitlement.

The capital structure of the Company before and after completion of the Rights Issue is set out below (assuming full subscription):

	Shares	Options
Securities on issue at the date of the announcement of the Rights Issue	71,002,030	3,300,000
Securities offered under this Rights Issue	47,334,687	-
Total securities on issue post-completion of Rights Issue	118,336,717	3,300,000

Patersons Securities Limited will be paid a corporate advisory fee of $60,000 and an underwriting fee on the Underwritten Amount less the principal amount owing under loans (announced to ASX on 20November 2013):

(a) 3% on underwritten amounts attributable to sub-underwriters introduced by the Company; and

(b) 6% on the balance of the underwritten amount (less the principal amounts owning under loans, as announced to ASX on 20 November 2013),

if the Offer completes.

The Offer is only made to Shareholders with a registered address in Australia and New Zealand. Non-eligible shareholders are not required to take any action in respect of the Offer. In accordance with ASX Listing Rule 7.7(c), the Company has appointed Patersons Securities Limited as nominee to sell the non-eligible Shareholders' rights. The nominee will arrange for the sale of entitlement which would have been given to non-eligible foreign Shareholders, and to account to them for the net proceeds of the sale.

Should you have any questions regarding the Rights Issue you may contact the Company on +61 8 9226 3780 or consult your stockbroker or professional adviser. A copy of the prospectus may be viewed on the ASX Limited website at www.asx.com.au, or alternatively at the Company's website at www.ventnorresources.com.au.

We look forward to your participation in the Rights Issue.

Yours sincerely

Bruce Maluish
Managing Director