Ventnor Resources Limited

24 February 2014

ASX ANNOUNCEMENT

Renounceable Rights Issue

Ventnor Resources Ltd ("**Ventnor**" or the "**Company**") is pleased to announce a renounceable pro rata rights issue on the basis of 2 fully paid ordinary shares ("**New Shares**") for every 3 fully paid ordinary shares held by shareholders of Ventnor with a registered address in Australia or New Zealand (**Eligible Shareholders**) at 5pm Perth time on or about 6 March 2014 ("**Record Date**"), at an issue price of 4.2 cents per New Share ("**Rights Issue**").

Rights Issue

The maximum number of New Shares that may be issued under the Rights Issue is 47,334,687 to raise approximately $1.99 million before expenses (based on the current capital structure of the Company).

Optionholders may participate in the Rights Issue by first exercising their options and being registered as an Eligible Shareholder on the Record Date, in accordance with the options' terms.

The Company will apply funds from the issue to ongoing review and evaluation on the Company's existing projects, for additional working capital and to repay amounts owing under loan facilities of $1 million (announced on 20 November 2013) ("Loans").

It is intended that the Rights Issue will be underwritten by Patersons Securites Limited.

The Company and lenders under the Loans have agreed to vary the terms of the Loans so that the loan fee of $100,000, which was to be satisfied through the issue of 1 million options with an exercise price linked to the 10 day VWAP of the Company's shares, will instead be set off against the lenders' sub-underwriting obligations under the Rights Issue.

Thaduna/Green Dragon Copper Project with Sandfire Resources

Following the settlement of the Farm in and JV Agreement between Ventnor and Sandfire Resources NL ("Sandfire") for the Thaduna/Green Dragon Copper Project ("Project"), Sandfire has commenced data integration and validation of previous drilling and assaying. Sandfire believes that there may be an opportunity, subject to further evaluation and technical studies, to process both the sulphide and oxide material contained within the Thaduna Project at its DeGrussa operations. Initial focus is being placed on understanding the geological and metallurgical properties of the upper portion of the resource which will be amenable to open pit mining. It is expected that drilling of shallow geological and metallurgical holes below the existing Thaduna open pit will be undertaken before June 2014.

ASX: VRX

Capital Structure

Shares on Issue 71.0 million

Unlisted Options 3.3 million

Market Cap @ 5¢ $3.5 million (Fully Diluted)

Corporate Directory

Paul Boyatzis

Non-Executive Chairman

Bruce Maluish

Managing Director

John Geary

Executive Director

Peter Pawlowitsch

Non-Executive Director

Company Projects

Thaduna/Green Dragon Copper Project in the Doolgunna district subject to Farm-in and JV Agreement with Sandfire Resources, WA

Warrawanda Nickel Project south of Newman, WA

Georgina Basin IOCG Project in western Queensland

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ABN 59 142 014 873

A Prospectus will be lodged with ASIC and ASX shortly and will be available on ASX's and the Company's websites. The Prospectus and personalised entitlement and acceptance form will be sent to Eligible Shareholders following the Record Date.

INDICATIVE TIMETABLE[1]

Prospectus Lodged with ASX/ASIC	25-Feb-14
Ex-Date – Shares trade ex-Entitlement	28-Feb-14
Rights Trading Commences	28-Feb-14
Record date to determine Entitlement	06-Mar-14
Prospectus with Entitlement and Acceptance Form dispatched	12-Mar-14
Offer opens for receipt of Applications	12-Mar-14
Last day for Rights Trading	19-Mar-14
Closing date for Acceptances[2]	26-Mar-14
Issue of New Shares under the Offer	03-Apr-14
Dispatch of shareholding statements	03-Apr-14
Trading of New Shares expected to commence	04-Apr-14

[1] Indicative and subject to change.

[2] The Directors may extend the Closing Date by giving at least 6 Business Days' notice to ASX prior to the Closing Date, subject to such date being no later than 3 months after the date of the Prospectus. As such the date the New Shares are expected to commence trading on ASX may vary.

Eligible Shareholders should consider the Prospectus in deciding whether to acquire New Shares, and will need to complete the personalised entitlement and acceptance form that will accompany the Prospectus.

For further information please contact:

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Ventnor Resources Limited

ABOUT VENTNOR

Ventnor Resources is a base-metals focused explorer with copper targets at the historic Thaduna/Green Dragon project, 170 km north of Meekatharra in Western Australia which is now subject to a Farm-in and JV Agreement with Sandfire Resources NL. Also in Western Australia, 40 km south of Newman is the Warrawanda Nickel Project. In western Queensland, the Georgina Basin project lies within the Mt Isa Inlier, which is well endowed with Iron Oxide Copper Gold ("IOCG") systems and sulphide base-metal deposits.

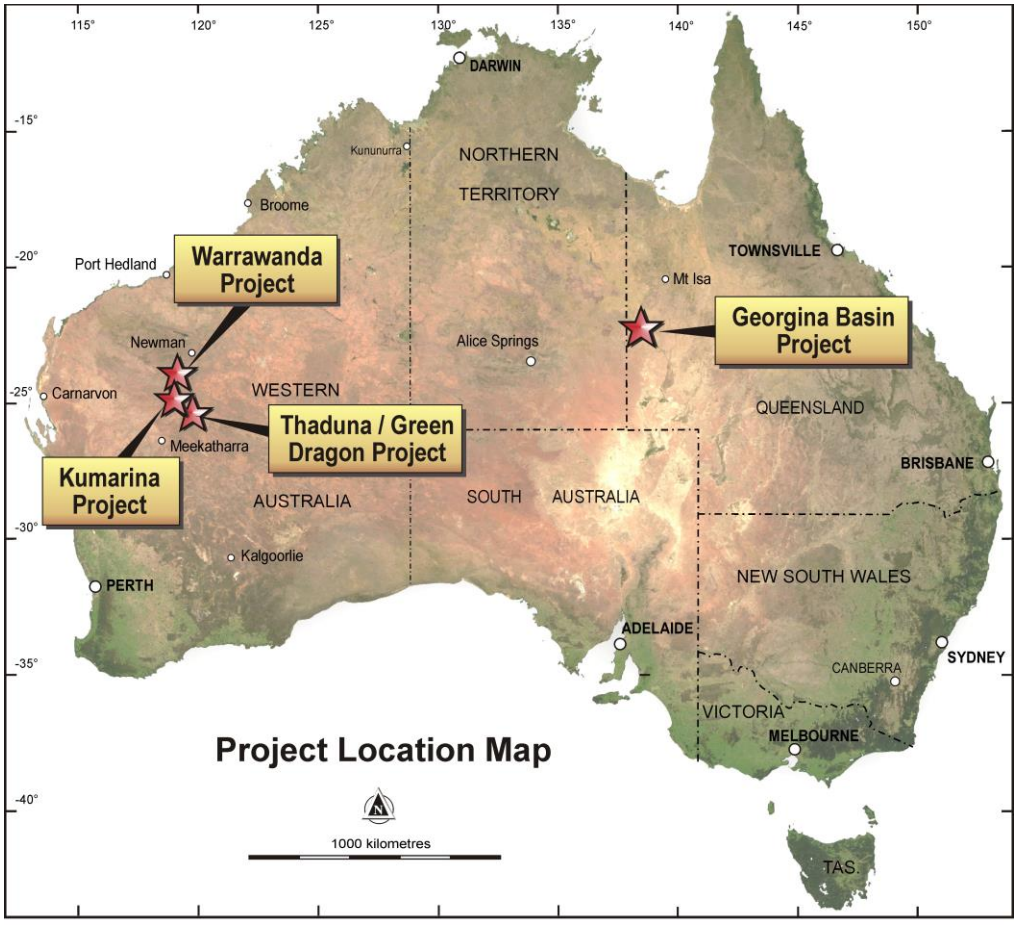
Known Copper and Nickel Mineralisation

The Thaduna/Green Dragon copper project has historic mine production. Copper mineralisation has been confirmed with four phases of exploration drilling; a Scoping Study has confirmed the economic potential of the project. A deal has recently been transacted with Sandfire Resources to develop the project and to treat ore. The prospectivity of the Warrawanda nickel project was increased when nickel gossans were identified in recent years. Further work is planned for early 2014. The HyMap survey at Kumarina has identified areas of interest that were followed up with reconnaissance work in 2013 to be re-visited with ground surveys in 2014.

Proven Management

The Ventnor directors have extensive experience in the management of publicly listed mining and exploration companies.

PROJECT LOCATIONS



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