

**604**  
**Corporations Act 2001**  
**Section 671B**

## Notice of change of interests of substantial holder

To: Company Name/Scheme                      Venturex Resources Limited  
ACN/ARSN    122 180 205

### 1. Details of substantial holder (1)

Name    Straits Mineral Investments Pty Ltd  
ACN/ARSN (if applicable)                              124 028 271

There was a change in the interests of the

substantial holder on                                      19 / 01 / 2011 & 1/2/2011

The previous notice was given to the company on      18 / 08 / 2010

The previous notice was dated                              18 / 08 / 2010

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid Shares	106,700,000	16.286%	102,700,000	13.22%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme, are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
23/11/2011	Straits Mineral Investments Pty Ltd	On market sale of 2,000,000 ordinary shares	\$200,000	Ordinary shares 104,700,000	104,700,000
25/11/2010	Straits Mineral Investments Pty Ltd	On market sale of 2,000,000 ordinary shares	\$200,000	Ordinary shares 102,700,000	102,700,000
19/01/2011	Straits Mineral Investments Pty Ltd	% diluted as a result of conversion of 23,157,895 options as announced to the ASX on 20 January 2011 (3B).	NA	Ordinary Shares. 102,700,000	102,700,000
1/2/2011	Straits Mineral Investments Pty Ltd	% diluted as a result of Venturex Resources Limited placement of 98,275,311 shares – 3B announced to the ASX on 31 January 2011.	NA	Ordinary Shares. 102,700,000	102,700,000

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Straits Mineral Investments Pty Ltd	Straits Mineral Investments Pty Ltd	Straits Mineral Investments Pty Ltd	NA	Ordinary Shares. 102,700,000	102,700,000

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Refer Annexure A	

**6. Addresses**

The addresses of the persons named in this form are as follows:

Name	Address
Straits Resources Limited ACN 147 131 977 formerly known as Straits Metals Limited	Level 1, 35 Ventnor Avenue West Perth WA 6005
Straits Subsidiaries	Level 1, 35 Ventnor Avenue West Perth WA 6005

**Signature**

print name

Mark Hands

capacity

Company Secretary

sign here



date 04/02 /2011

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of one page referred to in Form 604 – Notice of change of interests of substantial shareholder dated 4 February 2011 and signed by me.



Mark Hands  
Company Secretary  
Straits Resources Limited formerly known as Straits Metals Limited

#### STRAITS SUBSIDIARIES

Registered Officer for all listed below: Level 1, 35 Ventnor Avenue West Perth WA 6005

STRAITS MINING LTD	055 020 614
TRITTON RESOURCES PTY LTD	100 095 494
GIRILAMBONE COPPER COMPANY PTY LTD	057 083 637
STRAITS GOLD PTY LTD	072 498 081
STRAITS (HILLGROVE) GOLD PTY LTD	102 660 506
STRAITS INDO GOLD PTY LTD	104 934 321
INDO MURO PTY LTD	100 135 000
MURO OFFSHORE PTY LTD	050 028 389
STRAITS MINERAL INVESTMENTS PTY LTD	124 028 271
STRAITS EXPLORATION (AUSTRALIA) PTY LTD	061 614 695
STRAITS MINE MANAGEMENT PTY LTD	083 686 033

The above companies are all subsidiaries of Straits Resources Limited pursuant to section 9 of the Corporations Act.