



ASX Announcement

10 December 2009

The Manager  
Company Announcements Office  
ASX Ltd  
4th Floor, 20 Bridge Street  
SYDNEY, NSW 2000

Dear Sir,

### SHARE PLACEMENT COMPLETED

Verus Investments Limited (ASX: VIL) is pleased to announce completion of a private placement, to professional and sophisticated investor clients of Alto Capital, raising approximately \$2 million after costs.

Verus has completed the allotment of 81,363,273 million shares at an issue price of 2.6 cents per share. This placement falls within the Company's 15% placement capacity under ASX Listing Rule 7.1 and as such was not subject to shareholder approval.

The funds raised will be used to finance the development costs associated with the Fausse Point opportunity in Louisiana.

Chairman Andrew McIlwain commented on the capital raising stating *"Whilst conscious of expanding the shareholder base, the Board considered it prudent to raise capital at this time. The Company has sufficient funds available to develop the first Fausse Point well, if successful. In addition, the funds raised provide the Company with the capacity to potentially participate in drilling of additional wells in the highly prospective Fausse Point onshore oil and gas prospect in Louisiana"*.

In respect of the 81,363,273 shares issued:

(a) an Appendix 3B is attached; and

(b) the Company gives notice that:

- it issued the securities without disclosure to investors under Part 6D.2 of the Corporations Act 2001 ("Act");
- this notice is being given under section 708A (5) (e) of the Act;
- as at today's date, the Company has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
  - (ii) section 674 of the Act; and
- as at today's date there is no other information that is excluded information which is required to be set out in this notice pursuant to section 708A(6)(e) of the Act.

Yours faithfully



**Andrew McIlwain**  
**Chairman**

**For further information, contact either;**

*Mr. Andrew McIlwain (03) 9817 5067, or*

*Mr. Paul Jurman / Mr. Craig Nelmes (08) 9240 2836*

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

**Verus Investments Limited**

ABN

**59 009 575 035**

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | 1. Ordinary shares<br>2. Incentive Options  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 1. 81,363,273<br>2. 500,000   |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | 1. Rank equally with existing ordinary shares<br>2. The options are exercisable at \$0.04 on or before the 9 December 2012. |

+ See chapter 19 for defined terms.

**Appendix 3B**  
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<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<ol style="list-style-type: none"> <li>1. Yes</li> <li>2. If the incentive options are exercised, the shares issued as a result will rank equally in all respects with the existing ordinary fully paid shares.</li> </ol>
<p>5 Issue price or consideration</p>	<ol style="list-style-type: none"> <li>1. ordinary shares – \$0.026</li> <li>2. Incentive options – nil consideration</li> </ol>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<ol style="list-style-type: none"> <li>1. Further investment in the development of the first Fausse Point well, potential future participation to drill additional wells in the highly prospective Fausse Point onshore oil and gas prospect in Louisiana, as well as for working capital and general corporate purposes.</li> <li>2. Incentive options issued to staff under Employees Option Plan</li> </ol>
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p> <p>Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<ol style="list-style-type: none"> <li>1. ordinary shares <ul style="list-style-type: none"> <li>• 1 Dec 2009 (11,000,000)</li> <li>• 4 Dec 2009 (34,680,770)</li> <li>• 8 Dec 2009 (35,682,503)</li> </ul> </li> <li>2. Incentive options - 9 Dec 2009</li> </ol> <p>630,451,589 VIL Ordinary Shares  239,196,107 VILO Options exercisable at \$0.10 on or before 30 June 2010</p>

<sup>+</sup> See chapter 19 for defined terms.

9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX (including the securities in clause 2 if applicable)	<div style="border: 1px solid black; padding: 5px;"> 1,000,000 Options exercisable at \$0.015 on or before 1 March 2012.  12,000,000 Director options exercisable at \$0.015 on or before 1 March 2012.  500,000 Options exercisable at \$0.04 on or before 9 December 2009 </div>
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No plans to pay dividends at this stage.

## Part 2 - Bonus issue or pro rata issue

N/A

11	Is security holder approval required?	<div style="border: 1px solid black; height: 30px;"></div>
12	Is the issue renounceable or non-renounceable?	<div style="border: 1px solid black; height: 30px;"></div>
13	Ratio in which the <sup>+</sup> securities will be offered	<div style="border: 1px solid black; height: 30px;"></div>
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	<div style="border: 1px solid black; height: 30px;"></div>
15	<sup>+</sup> Record date to determine entitlements	<div style="border: 1px solid black; height: 30px;"></div>
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	<div style="border: 1px solid black; height: 30px;"></div>
17	Policy for deciding entitlements in relation to fractions	<div style="border: 1px solid black; height: 30px;"></div>
18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	<div style="border: 1px solid black; height: 80px;"></div>
19	Closing date for receipt of acceptances or renunciations	<div style="border: 1px solid black; height: 30px;"></div>

<sup>+</sup> See chapter 19 for defined terms.

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20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	
25	If the issue is contingent on +security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

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+ See chapter 19 for defined terms.

- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of securities  
(tick one)
- (a) ☒ Securities described in Part 1 – only with respect to 81,363,273 ordinary shares
- (b) ☐ All other securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over
- 37 ☐ A copy of any trust deed for the additional <sup>+</sup>securities

<sup>+</sup> See chapter 19 for defined terms.

**Entities that have ticked box 34(b)**

38	Number of securities for which +quotation is sought	
39	Class of +securities for which quotation is sought	
40	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?  If the additional securities do not rank equally, please state: <ul style="list-style-type: none"><li>• the date from which they do</li><li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li><li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li></ul>	
41	Reason for request for quotation now  Example: In the case of restricted securities, end of restriction period  (if issued upon conversion of another security, clearly identify that other security)	
42	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in clause 38)	

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+ See chapter 19 for defined terms.



## All entities

### Fees

43 Payment method (tick one)

☐

Cheque attached

☐

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

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Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

### Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

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- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Date: 10 December 2009

Print name:

Company Secretary  
Paul Jurman

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