

FORM 603

**Corporations Act 2001
Section 671B**

Notice of initial substantial holder

To: **Ventnor Resources Limited**
ACN: **142 014 873**

1. Details of substantial holder

Name: **Australian Silica Pty Ltd**
ACN: **613 775 287**

The holder became a
substantial holder on: **19 September 2018**

2. Details of 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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Ordinary shares	65,000,000	65,000,000	17.83%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Australian Silica Pty Ltd	Relevant interest pursuant to sec 608(1) of Corporations Act	65,000,000 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Australian Silica Pty Ltd	Australian Silica Pty Ltd	Australian Silica Pty Ltd	65,000,000 ordinary shares

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5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial shareholder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
Australian Silica Pty Ltd	1 August 2018		Acquisition of Muchea silica sand tenement E70/4886	10,000,000 ordinary shares
Australian Silica Pty Ltd	19 September 2018		Acquisition of Muchea silica sand tenement E70/4886	55,000,000 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN (if applicable)	Nature of association

7. Addresses

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

Name	Address
Australian Silica Pty Ltd	Suite 6, Level 2, 11 Ventnor Avenue, West Perth WA 6005

Signature

Print name: Mark Balfour

Capacity: Company Secretary

Sign here: 

Date: 21 September 2018

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