



auvex resources LTD

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Dear Shareholders

SUBSCRIPTION AGREEMENT TO RAISE EXPLORATION FUNDING AND WORKING CAPITAL

Auvex Resources Limited ("**Company**") wishes to announce that on 28 November 2009 it entered into a Subscription Agreement ("**Subscription Agreement**") with an Australian based investment company ("**Investco**") under which the Company has agreed to issue, and Investco agreed to subscribe for, 4,285,714 fully paid ordinary shares ("**Shares**") in the capital of the Company at an issue price of \$0.35 each. The subscription monies are payable to the Company by 19 December 2009. The Company intends to use the \$1.5m raised for working capital purposes and for exploration in relation to its interests outside of the Ant Hill and Sunday Hill Project.

If the Company raises any further funds prior to the Company lodging a Prospectus with the Australian Securities and Investment Commission ("**ASIC**") by the issue of Shares at an issue price less than \$0.35 per Share, the issue price for the Shares issued to Investco under the Subscription Agreement will be deemed to be reduced to that lower issue price. In this event, the Company will adjust the total number of Shares issued to Investco under the Subscription Agreement so that Investco will be issued that number of Shares that is equal to the total subscription monies of \$1.5m divided by the lower issue price.

Under the Subscription Agreement, the Company also granted Investco a right to offer to subscribe for additional Shares, valued at up to \$2m, at an issue price to be determined by the Company in the event that the Company elects to raise further funds prior to lodging a Prospectus with ASIC in connection with any application by the Company to list on the ASX.

Investco has agreed to execute such restriction agreements in relation to the Shares to be issued to Investco under the Subscription Agreement as may be required by ASX in the event that the Company is admitted to the official list of the ASX.

Nothing in this document constitutes an offer to subscribe for securities in the Company. If an offer is made to the public by the Company to subscribe for securities in the Company a prospectus for the offer will be made available when the securities are offered. Anyone who wishes to acquire securities offered under any such prospectus will need to complete the application form that will be in or will accompany the prospectus.

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