



September 28, 2012

Dear Shareholder:

RE: Exchange of Non-Voting Common Shares of VA URANIUM HOLDINGS, INC.

At the special meeting of the shareholders of VA Uranium Holdings, Inc. ("**Holdco**") held on August 20, 2012, the shareholders of Holdco voted in favour of the resolution authorizing a plan of arrangement under the *Business Corporations Act* (British Columbia) (the "**Arrangement**") involving Virginia Energy Resources Inc. (now Anthem Resources Inc.) ("**VAE**"), Virginia Uranium Ltd. ("**VUL**"), Holdco and 0942845 B.C. Ltd., which Arrangement was completed effective September 27, 2012. Pursuant to the Arrangement, among other things:

1. VAE transferred certain of its assets to VUL;
2. the name of VAE was changed from "Virginia Energy Resources Inc." to "Anthem Resources Incorporated";
3. VUL and Holdco completed an amalgamation to form "**Amalco**", the name of which is "Virginia Energy Resources Inc." (TSX.V: **VUI**); and
4. shareholders of Holdco are entitled to receive, in exchange for each non-voting common share held in Holdco (a "**Holdco Non-Voting Share**"), 0.1817 of a common share of Amalco (an "**Amalco Share**").

Holders of Holdco Non-Voting Shares are requested to surrender their certificate(s) to Computershare Investor Services Inc. in exchange for new certificate(s) representing Amalco Shares.

Enclosed please find a Letter of Transmittal with instructions on how to exchange your old share certificate(s) for new share certificate(s) representing Amalco Shares. Please read the instructions carefully, complete the Letter of Transmittal and return it with your certificate(s) to Computershare Investor Services Inc. at their office as specified in the Letter of Transmittal. We are also requesting that U.S. shareholders of Holdco submit a completed U.S. Internal Revenue Service Form W-9 (which form is available at <http://www.irs.gov/pub/irs-pdf/fw9.pdf>) with their completed Letter of Transmittal.

We thank you for supporting the Arrangement and look forward to your support and participation in the future of Virginia Energy Resources Inc.

Yours truly,

VIRGINIA ENERGY RESOURCES INC.

"Walter Coles, Sr."

By: (signed) Walter Coles, Sr.
President & CEO