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**五礦資源有限公司**

**MINMETALS RESOURCES LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 1208)**

**VOLUNTARY ANNOUNCEMENT  
IN RELATION TO THE INTENTION TO MAKE A CONDITIONAL  
TAKEOVER OFFER  
TO ACQUIRE ALL THE SHARES IN EQUINOX MINERALS LIMITED  
NOT ALREADY OWNED, DIRECTLY OR INDIRECTLY, BY  
MINMETALS RESOURCES LIMITED**

Reference is made to the announcement (the “**Announcement**”) of Minmetals Resources Limited (the “**Company**”) dated 4 April 2011 in relation to the Company’s intention to make an all-cash takeover offer to acquire all the outstanding common shares in Equinox Minerals Limited (“**Equinox**”) not already owned, directly or indirectly, by the Company (the “**Offer**”).

The Company advised at that time that the Offer, if made, would be subject to certain conditions including, among other things, the receipt of applicable regulatory approvals (including approval under the Australian Foreign Acquisitions and Takeovers Act 1975 (Cth)).

The board of directors of the Company is pleased to announce that on 5 April 2011 the Company received written notice from the Foreign Investment Review Board of Australia (“**FIRB**”) that the Australian Government has no objection to the proposed acquisition by the Company of all the outstanding common shares in Equinox not already owned, directly or indirectly, by it pursuant to the Offer.

In the Announcement, the Company indicated that the Offer may in part be financed by way of equity including financial investments in the Company by Chinese institutions. In that context, the Company notes that FIRB approval may be required by some third parties in connection with the Offer.

The Offer has not yet been commenced. This announcement is for information purposes only and is not an offer to buy or the solicitation of an offer to sell any securities. The Offer (as the same may be varied or extended in accordance with applicable law) will be made exclusively by means of, and subject to the terms and conditions set out in, the offer and circular, which will be delivered to Equinox, filed with Canadian provincial securities regulators and mailed to shareholders of Equinox by the Company. The offer and circular will contain important information about the Offer, including the terms and conditions of the Offer, and should be read carefully by shareholders of Equinox.

The Offer will not be made in, nor will deposits of shares of Equinox be accepted in, any jurisdiction in which the making or acceptance thereof would not be in compliance with the laws of such jurisdiction. However, the Company may, in its sole discretion, take such action as it deems necessary to extend the Offer in any such jurisdiction.

This announcement contains certain statements that are "forward-looking statements". The words "expect", "will", "intend", "estimate", "propose" and similar expressions identify forward-looking statements. Such forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Readers are cautioned that such forward-looking statements are subject to known and unknown risks, uncertainties and other factors, certain of which are beyond the Company's control, that may cause the actual results, performance or achievements to be materially different from those expressed or implied by the forward-looking statements and the forward-looking statements are not guarantees of future performance or achievement. These risks, uncertainties and other factors include, but are not limited to: general business and economic conditions; the failure to meet certain conditions of the Offer; the timing and receipt of governmental approvals necessary to complete the Offer and any related transactions; legislative and/or regulatory changes; and the behaviour of other market participants. No assurance can be given that such forward-looking statements will prove to have been correct. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of announcement. The Company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable laws.

By order of the Board  
**Minmetals Resources Limited**  
**Andrew Gordon Michelmore**  
*CEO and Executive Director*

Hong Kong, 6 April 2011

*As at the date of this announcement, the Board comprises eleven directors, of which four are executive directors, namely Mr. Hao Chuanfu (Vice Chairman), Mr. Andrew Gordon Michelmore, Mr. David Mark Lamont and Mr. Li Liangang; four are non-executive directors, namely Mr. Wang Lixin (Chairman), Mr. Jiao Jian, Mr. Xu Jiqing and Mr. Gao Xiaoyu; and three are independent non-executive directors, namely Mr. Ting Leung Huel, Stephen, Mr. Loong Ping Kwan and Dr. Peter William Cassidy.*