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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)**

## **DISCLOSEABLE TRANSACTION**

### **IN RELATION TO A DISPOSAL OF LISTED SECURITIES**

#### **DISPOSAL OF LISTED SECURITIES**

The Directors announce that the Company has tendered for disposal its entire interest of 37,272,287 shares in Equinox by accepting and depositing the Deposited Shares under the Barrick Offer for an aggregate consideration of approximately C\$303.8 million (equivalent to approximately US\$310.5 million and approximately HK\$2,454.5 million) at a price of C\$8.15 per Equinox Share (equivalent to approximately US\$8.33 per Equinox Share and approximately HK\$65.90 per Equinox Share) on 25 May 2011.

As one of the applicable percentage ratios for the Disposal is more than 5% but less than 25%, the Disposal constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

#### **DISPOSAL OF LISTED SECURITIES**

Reference is made to the announcement of the Company dated 26 April 2011 in relation to its decision not to pursue its planned bid for Equinox following the announcement by Equinox on 25 April 2011 that Equinox will recommend to its shareholders to accept the Barrick Offer.

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The Deposited Shares represent approximately 4.2% of the entire issued share capital of Equinox as at 25 May 2011 on a fully-diluted basis. The consideration for the Disposal is cash. The selling price of the Deposited Shares represents the price offered by Barrick for all of the Equinox Shares.

To the best of the Directors' belief, Barrick and Barrick Canada Inc. are independent of and not connected with the Company and its connected persons.

## **REASONS FOR AND BENEFITS OF THE DISPOSAL**

The Directors consider that the Disposal represents a good opportunity to realise a gain from its investment in Equinox. Subject to final audit, the Disposal would result in an estimated net gain of approximately US\$150.4 million (equivalent to approximately HK\$1,170 million). This is calculated based on the sales proceeds minus the carrying value attributable to the Deposited Shares and transaction costs. As the Disposal was conducted by accepting the Barrick Offer, the Directors are of the view that the terms of the Disposal are fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **USE OF PROCEEDS**

The net proceeds of approximately C\$303.8 million (equivalent to approximately US\$310.5 million and approximately HK\$2,454.5 million) arising from the Disposal will be used by the Company for general corporate purposes.

## **INFORMATION ON EQUINOX**

Equinox is an international mining and exploration company, incorporated in Canada with its registered office in Toronto, Canada. Equinox shares are listed on the TSX under the symbol "EQN" and trade as CDIs on the ASX under the symbol "EQN".

The principal assets of Equinox include a 100% interest (held through its subsidiary) in the Lumwana copper mine and a 70% interest (held through its subsidiary) in the Jabal Sayid copper-gold project.

According to publicly available information, for the year ended 31 December 2009, Equinox had a loss before income tax of US\$240.0 million (equivalent to approximately HK\$1,867.2 million) and a net loss after income tax of US\$183.1 million (equivalent to approximately HK\$1,424.5 million), and for the year ended 31 December 2010, Equinox had a profit before tax of US\$406.5 million (equivalent to approximately HK\$3,162.6 million) and a net profit after tax of US\$269.1 million (equivalent to approximately HK\$2,093.6 million). As at 31 December 2010, Equinox reported a net assets value of US\$1.975 billion (equivalent to approximately HK\$15.367 billion).

## **INFORMATION ABOUT THE GROUP**

The Group owns and operates a portfolio of world-class base metal mining operations, development projects and exploration fields. It is one of the world's largest producers of zinc, as well as a substantial producer of copper, lead, gold, silver and bauxite, and currently has mining operations located in Australia and Asia and a large portfolio of advanced and early stage exploration projects in Australia, Asia and North America.

The Group's operations include:

- (i) the Century mine in Queensland, Australia, which is Australia's largest open pit zinc mine which produced approximately 511,000 tonnes of zinc in 2010;
- (ii) the Sepon copper and gold operations in Laos, which, in 2010, produced approximately 64,000 tonnes of copper cathode and 105,000 ounces of gold dore;
- (iii) the Golden Grove underground base and precious metals mine in Western Australia, which produces concentrates of zinc, copper and other base and precious metals and in 2010 produced approximately 73,000 tonnes of zinc and 34,000 tonnes of copper; and
- (iv) the Rosebery mine in Tasmania, Australia, a polymetallic underground mine, in operation since 1936, which in 2010, produced approximately 86,000 tonnes of zinc and, based on the current mine plan, will continue in operation until 2020.

## **GENERAL**

As one of the applicable percentage ratios for the Disposal is more than 5% but less than 25%, the Disposal constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

“ASX”	Australian Securities Exchange
“Barrick”	Barrick Gold Corporation, a company existing under the laws of the Province of Ontario, Canada
“Barrick Offer”	the offer made by Barrick Canada Inc., a wholly-owned subsidiary of Barrick, on 26 April 2011 to purchase all of the issued and outstanding shares of Equinox at a price of C\$8.15 per Equinox Share
“C\$”	Canadian dollars, the lawful currency of Canada
“Company”	Minmetals Resources Limited (五礦資源有限公司), a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Hong Kong Stock Exchange
“Deposited Shares”	37,272,287 shares in Equinox, representing the Company's entire interest in Equinox
“Directors”	the board of directors of the Company
“Disposal”	the acceptance of the Barrick Offer by the Company and depositing the Deposited Shares under the Barrick Offer for an aggregate consideration of approximately C\$303.8 million at a price of C\$8.15 per Equinox Share

“Equinox”	Equinox Minerals Limited, a company incorporated under the Canada Business Corporation Act on 19 January 2004, the shares of which are listed and traded on the TSX (symbol: EQN) and the CDIs of which are listed and traded on the ASX (symbol: EQN)
“Equinox Shares”	common shares in Equinox
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
“PRC”	the People's Republic of China (for the purpose of this announcement, excluding Hong Kong, Taiwan and the Macau Special Administrative Region of the PRC)
“Share(s)”	ordinary shares of HK\$0.05 each in the share capital of the Company
“TSX”	Toronto Stock Exchange
“US\$”	United States dollars, the lawful currency of the United States

*Unless otherwise stated, conversion of C\$ and US\$ into HK\$ in this announcement is based on the exchange rate of C\$1.00 = HK\$8.08, C\$1.00 = US\$1.022 and US\$1.00 = HK\$7.78 for the purpose of illustration only. No representation is made and there is no assurance that C\$, US\$ or HK\$ can be purchased or sold at such rate.*

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

Hong Kong, 26 May 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.*