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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)

ANNOUNCEMENT
IN RELATION TO RECOMMENDED TAKEOVER OFFER TO ACQUIRE ALL
OF THE COMMON SHARES IN ANVIL MINING LIMITED

FORMAL CANADIAN NOTICE OF FURTHER EXTENSION

References are made to (i) the announcement of Minmetals Resources Limited (the "**Company**") dated 30 September 2011 (the "**Announcement**") in relation to the Support Agreement, pursuant to which the Offeror (a wholly-owned subsidiary of the Company) will make an all-cash recommended takeover offer to acquire all of the Common Shares in Anvil Mining Limited ("**Anvil**") on a fully-diluted basis (the "**Offer**"); (ii) the announcement of the Company dated 20 October 2011 in relation to the offer and circular issued by the Offeror in respect of the Offer; (iii) the announcement of the Company dated 11 November 2011 in relation to the delay in despatch of the circular (the "**Circular**") regarding the major transaction in relation to the Offer from a date falling on or before 11 November 2011 to a date falling on or before 7 December 2011; (iv) the announcement of the Company dated 23 November 2011 in relation to the extension of the Offer until 8:00 p.m. on 9 December 2011 (Toronto time); and (v) the announcement of the Company dated 7 December 2011 (the "**Second Offer Period Extension and Delay in Despatch Announcement**") in relation to the further extension of the Offer until 8:00 p.m. on 11 January 2012 (Toronto time) and the delay in despatch of the Circular from a date falling on or before 7 December 2011 to a date falling on or before 11 January 2012. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

Attached is a regulatory overseas announcement, containing a formal Canadian notice of further extension of the Offer (the "**Formal Notice of Further Extension**"). The extension of the offer period as set out in the Formal Notice of Further Extension is consistent with the extension details announced by the Company in the Second Offer Period Extension and Delay in Despatch Announcement.

A copy of the Formal Notice of Further Extension is also available on SEDAR (the System for Electronic Document Analysis and Retrieval) at www.sedar.com.

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 Document contains important information about the Offer, including the terms and conditions of the Offer, and should be read carefully by shareholders of Anvil.

The Offer is not and will not be made in, nor will deposits of shares of Anvil 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, 12 December 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. Loong Ping Kwan, Dr. Peter William Cassidy and Mr. Anthony Charles Larkin.

This document is important and requires your immediate attention. If you are in doubt as to how to deal with it, you should consult your investment advisor, stockbroker, bank manager, trust company manager, accountant, lawyer or other professional advisor.

This Offer has not been approved or disapproved by any securities regulatory authority, nor has any securities regulatory authority passed upon the fairness or merits of this Offer or upon the adequacy of the information contained in this document. Any representation to the contrary is an offence.

This document does not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful. The Offer is not being made to, nor will deposits be accepted from or on behalf of, Shareholders in any jurisdiction in which the making or acceptance thereof would not be in compliance with the Laws of such jurisdiction. However, the Offeror may, in its sole discretion, take such action as it may deem necessary to extend the Offer to Shareholders in any such jurisdiction.

December 9, 2011

NOTICE OF VARIATION AND EXTENSION
by
MMG MALACHITE LIMITED
a wholly-owned indirect subsidiary of



五礦資源有限公司
MINMETALS RESOURCES LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1208)

of its

OFFER TO PURCHASE FOR CASH
all of the outstanding Common Shares

of

ANVIL MINING LIMITED

for

Cdn.\$8.00 PER COMMON SHARE

MMG Malachite Limited (the “Offeror”), a wholly-owned indirect subsidiary of Minmetals Resources Limited (“MMR”), hereby gives notice that it is amending and supplementing its offer dated October 19, 2011 (the “Original Offer”), as amended and supplemented by the notice of extension dated November 24, 2011 (the “First Notice of Extension”), to purchase all of the issued and outstanding common shares of Anvil Mining Limited (“Anvil”) (including those common shares that are subject to CHESSE Depository Interests (“CDIs”)) (the “Common Shares”), other than Common Shares owned by the Offeror or any of its affiliates, and including Common Shares that may become issued and outstanding after the date of the Original Offer but before the Expiry Time (as defined below) upon the conversion, exchange or exercise of options issued under Anvil’s share incentive plan (the “Options”), warrants or other securities of Anvil that are convertible into or exchangeable or exercisable for Common Shares (collectively, the “Convertible Securities”), at a price of Cdn.\$8.00 in cash per Common Share, in order to, among other things, extend the expiry of the Offer (as defined below) to 8:00 p.m. (Toronto time) on January 11, 2012 (the “Expiry Time”), as described in more detail below.

**THE OFFER HAS BEEN EXTENDED AND IS NOW OPEN FOR ACCEPTANCE
UNTIL 8:00 P.M. (TORONTO TIME) ON JANUARY 11, 2012,
UNLESS THE OFFER IS FURTHER EXTENDED OR WITHDRAWN.**

The Board of Directors of Anvil (the “Anvil Board”), after consultation with its financial and legal advisors and on receipt of a recommendation from its independent committee, has UNANIMOUSLY DETERMINED that the Offer is in the best interests of Anvil and the holders of Common Shares (the “Shareholders”) and, accordingly, the Anvil Board UNANIMOUSLY RECOMMENDS that Shareholders ACCEPT the Offer and DEPOSIT their Common Shares under the Offer.

This notice of variation and extension (the “Second Notice of Extension”) should be read in conjunction with the Original Offer and the accompanying circular dated October 19, 2011 (the “Original Circular” and together with the Original Offer, the “Original Offer and Circular”), the First Notice of Extension and the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular. Except as otherwise set forth herein, the terms and conditions previously set forth in the Original Offer and Circular, the First Notice of Extension, the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular and the CDI Acceptance Form continue to be applicable in all respects.

All references to the “Offer” in the Original Offer and Circular, the First Notice of Extension, the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular, the CDI Acceptance Form and this Second Notice of Extension mean the Original Offer, as amended and supplemented by the First Notice of Extension and this Second Notice of Extension, and all references in such documents to the “Circular” mean the Original Circular, as amended and supplemented by the First Notice of Extension and this Second Notice of Extension, and all references in such documents to the “Offer and Circular” mean the Original Offer and Circular, as amended and supplemented by the First Notice of Extension and this Second Notice of Extension. Unless the context requires otherwise, capitalized terms used in this Second Notice of Extension and not otherwise defined herein or amended hereby have the respective meanings given to such terms in the Original Offer and Circular, as amended and supplemented by the First Notice of Extension.

The Information Agent for the Offer is:
KINGSDALE SHAREHOLDER SERVICES INC.

The Depository for the Offer is:
COMPUTERSHARE INVESTOR SERVICES INC.

Shareholders who have validly deposited and not withdrawn their Common Shares need take no further action to accept the Offer. A Shareholder who wishes to accept the Offer must properly complete and execute the Letter of Transmittal (printed on YELLOW paper) that accompanied the Original Offer and Circular or a manually executed facsimile thereof and deposit it, at or prior to the Expiry Time, together with certificate(s) representing its Common Shares and all other required documents, with Computershare Investor Services Inc. (the “**Depository**”) at its office in Toronto, Ontario specified in the Letter of Transmittal, in accordance with the instructions in the Letter of Transmittal. Alternatively, a Shareholder may (i) accept the Offer by following the procedures for book-entry transfer of Common Shares set out in Section 3 of the Original Offer, “Manner of Acceptance — Acceptance by Book-Entry Transfer”, or (ii) follow the procedure for guaranteed delivery set out in Section 3 of the Original Offer, “Manner of Acceptance — Procedure for Guaranteed Delivery”, using the Notice of Guaranteed Delivery (printed on PINK paper) that accompanied the Original Offer and Circular, or a manually executed facsimile thereof. The Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular, which were previously amended and supplemented to reflect the terms and conditions of the First Notice of Extension, are hereby further amended and supplemented to reflect the terms and conditions of this Second Notice of Extension.

Holders of CDIs (“CDI Holders”) who have provided a valid CDI Acceptance (as defined below) to CHESSE Depository Nominees Pty Limited (the “CDI Nominee”) to accept the Offer on their behalf need take no further action to accept the Offer. A CDI Holder may accept the Offer by instructing the CDI Nominee to accept the Offer on its behalf. The Offeror has engaged Computershare Investor Services Pty Limited (the “**Australian Share Registry**”) to receive and collate the acceptances of the Offer from CDI Holders and to request the CDI Nominee to tender to the Offer on behalf of accepting CDI Holders. CDI Holders should contact their broker or the Information Agent (as defined below) for further information about their CDIs and the way in which to instruct the CDI Nominee to accept the Offer on their behalf. CDI Holders should also refer to Section 3 of the Original Offer, “Manner of Acceptance — CDI Holders”. In connection with the extension of the Expiry Date in this Second Notice of Extension, the CDI Expiry Time has been automatically extended to 7:00 p.m. (Sydney time) on January 9, 2012, unless the Offer is further extended or withdrawn. The CDI Acceptance Form provided to CDI Holders, which was previously amended and supplemented to reflect the terms and conditions of the First Notice of Extension, is hereby further amended and supplemented to reflect the terms and conditions of this Second Notice of Extension.

All payments under the Offer will be made in Canadian dollars. However, a Shareholder can elect to receive the consideration for its Common Shares (including Common Shares subject to CDIs) in Australian dollars by checking the appropriate box in the Letter of Transmittal and, if applicable, in the Notice of Guaranteed Delivery. A CDI Holder can elect to receive the consideration for the Common Shares subject to its CDIs in Australian dollars by checking the appropriate box in the CDI Acceptance Form or, if applicable, instructing its Controlling Participant to receive payment in Australian dollars. If an election or instruction to receive payment in Australian dollars is not made or given, Shareholders and CDI Holders will receive payment in Canadian dollars. The exchange rate that will be used to convert payments from Canadian dollars into Australian dollars will be based on the prevailing market rate(s) available to the Depository on the date the funds are converted. See Section 3 of the Original Offer, “Manner of Acceptance — Currency of Payment”.

Shareholders will not be required to pay any fee or commission if they accept the Offer by depositing their Common Shares directly with the Depository.

Shareholders whose Common Shares are registered in the name of an investment advisor, stockbroker, bank, trust company or other nominee should immediately contact that nominee for assistance if they wish to accept the Offer in order to take the necessary steps to be able to deposit such Common Shares under the Offer. Intermediaries are likely to have established tendering cut-off times that are up to 48 hours (or more) prior to the Expiry Time. Shareholders should instruct their brokers or other intermediaries promptly if they wish to deposit their Common Shares under the Offer.

The Offeror has engaged Kingsdale Shareholder Services Inc. to act as information agent (the “**Information Agent**”) for the Offer. You may contact the Information Agent with any questions or requests for assistance at 1-866-581-1392 toll free in North America or at (+1) 416-867-2272 outside of North America (collect calls accepted) or by e-mail at contactus@kingsdaleshareholder.com. Questions and requests for assistance may also be directed to the Depository, whose contact details are provided on the back cover of this Second Notice of Extension. Additional copies of this Second Notice of Extension, the Original Offer and Circular, the First Notice of Extension and the Letter of Transmittal and the Notice of Guaranteed Delivery that accompanied the Original Offer and Circular may be obtained without charge on request from the Depository or the Information Agent and are accessible on the Canadian Securities Administrators’ SEDAR website at www.sedar.com. This website address is provided for informational purposes only and no information contained on, or accessible from, such website is incorporated by reference herein.

No broker, dealer, salesperson or other person has been authorized to give any information or make any representation other than those contained in this Second Notice of Extension, the Original Offer and Circular and the First Notice of Extension and, if given or made, such information or representation must not be relied upon as having been authorized by the Offeror, MMR, the Depository or the Information Agent.

NOTICE TO SHAREHOLDERS AND CDI HOLDERS IN AUSTRALIA

THE OFFER HAS NOT BEEN APPROVED OR DISAPPROVED BY THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION OR THE AUSTRALIAN SECURITIES EXCHANGE NOR HAS THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION OR THE AUSTRALIAN SECURITIES EXCHANGE PASSED UPON THE ACCURACY OR ADEQUACY OF THE OFFER AND CIRCULAR.

The Offer is not regulated by Chapter 6 of the *Corporations Act 2001* (Commonwealth of Australia), but rather pursuant to the applicable requirements of Canadian securities Laws. Australian Shareholders and CDI Holders should be aware that these requirements may be different to those which apply to a takeover offer regulated by Australian Law.

CDIs are units of beneficial ownership in the Common Shares. Legal title to the Common Shares represented by the CDIs is held by the CDI Nominee. That is, the CDI Nominee is a Shareholder for the purposes of the Offer. CDI Holders are not technically Shareholders for the purposes of the Offer but can instruct the CDI Nominee to accept the Offer on their behalf in respect of the Common Shares corresponding with the CDIs they hold. CDI Holders may only accept the Offer by giving an instruction to the CDI Nominee. The CDI Nominee is prohibited by the ASX Settlement Operating Rules from accepting the Offer in respect of particular Common Shares unless it is instructed to do so by the CDI Holder whose CDIs correspond with those Common Shares.

To give an instruction to the CDI Nominee to accept the Offer on their behalf, CDI Holders who hold CDIs through: (i) Anvil's Issuer Sponsored Subregister should complete and sign the CDI Acceptance Form provided to CDI Holders and return it to the address noted on the form; or (ii) Anvil's CHESS Subregister should (a) if they are not a Participant, instruct their Controlling Participant (usually their broker) to initiate acceptance of the Offer on their behalf in accordance with Rule 14.14 of the ASX Settlement Operating Rules; (b) if they are a Participant, initiate acceptance of the Offer in accordance with Rule 14.14 of the ASX Settlement Operating Rules; (c) as an alternative to (a), complete and sign the CDI Acceptance Form and return it to the address noted on the form, in which case the Australian Share Registry will liaise with the CDI Holder's Controlling Participant and request them to initiate acceptance of the Offer in accordance with Rule 14.14 of the ASX Settlement Operating Rules (each method, a "CDI Acceptance"). The Australian Share Registry will collate CDI Acceptances, present these to the CDI Nominee and request the CDI Nominee to accept the Offer on behalf of CDI Holders in respect of the relevant Common Shares. To enable the Australian Share Registry to carry out this process, CDI Acceptances must be received by the Australian Share Registry in sufficient time to allow the CDI Holder's instruction to be acted upon prior to the CDI Expiry Time (being 7:00 p.m. (Sydney time) on January 9, 2012, unless the Offer is extended or withdrawn).

CDI Holders should make such enquiries and take such actions as are necessary to ensure that the CDI Holder's CDI Acceptance is received by the Australian Share Registry in sufficient time to allow the CDI Holder's instruction to be acted upon prior to the CDI Expiry Time. CDI Holders should contact their brokers or the Information Agent for further information.

Shareholders and CDI Holders in Australia should be aware that the deposit of Common Shares (including Common Shares subject to CDIs) by them as described herein may have tax consequences both in Australia and in Canada. Such consequences may not be fully described herein and such holders are urged to consult their tax advisors. See Section 19 of the Original Circular, "Certain Australian Income Tax Considerations".

NOTICE TO SHAREHOLDERS IN THE UNITED STATES

The Offer is being made for the securities of a Canadian company that does not have securities registered under Section 12 of the United States Securities Exchange Act of 1934, as amended (the “U.S. Exchange Act”). Accordingly, the Offer is not subject to Section 14(d) of the U.S. Exchange Act, or Regulation 14D promulgated by the United States Securities and Exchange Commission (the “SEC”) thereunder. The Offer is made in the United States with respect to securities of a “foreign private issuer”, as such term is defined in Rule 3b-4 under the U.S. Exchange Act, in accordance with Canadian corporate and tender offer rules. Shareholders resident in the United States should be aware that such requirements are different from those of the United States applicable to tender offers under the U.S. Exchange Act and the rules and regulations promulgated thereunder.

Shareholders in the United States should be aware that the disposition of Common Shares by them as described herein may have tax consequences in the United States, in Canada and in Australia. Such consequences may not be fully described herein and such holders are urged to consult their tax advisors. See Section 18 of the Original Circular, “Certain Canadian Federal Income Tax Considerations”, Section 19 of the Original Circular, “Certain Australian Income Tax Considerations” and Section 20 of the Original Circular, “Certain United States Federal Income Tax Considerations”.

Shareholders in the United States should be aware that the Offeror, MMR or their respective affiliates, directly or indirectly, may bid for or make purchases of Common Shares or Convertible Securities during the period of the Offer other than pursuant to the Offer, as permitted by applicable Laws in Canada. See Section 12 of the Original Offer, “Market Purchases and Sales of Common Shares”.

It may be difficult for Shareholders in the United States to enforce their rights and any claim they may have arising under United States federal securities laws because the Offeror and Anvil are incorporated under the laws of the Northwest Territories, Canada, and MMR is incorporated under the laws of the Hong Kong Special Administrative Region of the People’s Republic of China, the majority of the officers and directors of each of the Offeror, MMR and Anvil reside outside the United States and all or a substantial portion of the assets of the Offeror, MMR and Anvil and the other above-mentioned persons are located outside the United States. Shareholders in the United States may not be able to sue the Offeror, MMR, Anvil or their respective officers or directors in a non-United States court for violation of United States federal securities laws. It may be difficult to compel such parties to subject themselves to the jurisdiction of a court in the United States or to enforce a judgment obtained from a court of the United States.

NOTICE TO HOLDERS OF OPTIONS, WARRANTS AND OTHER CONVERTIBLE SECURITIES

The Offer is being made only for Common Shares and is not made for any Options, warrants or other Convertible Securities. Any holder of Options, warrants or other Convertible Securities who wishes to accept the Offer must, to the extent permitted by the terms of the security and applicable Laws, convert, exchange or exercise the Options, warrants or other Convertible Securities in order to obtain certificates representing Common Shares and deposit those Common Shares in accordance with the terms of the Offer.

Any such conversion, exchange or exercise must be completed sufficiently in advance of the Expiry Time to ensure that the holder of such Options, warrants or other Convertible Securities will have certificates representing the Common Shares received on such conversion, exchange or exercise available for deposit at or prior to the Expiry Time, or in sufficient time to comply with the procedures referred to in Section 3 of the Original Offer, “Manner of Acceptance — Procedure for Guaranteed Delivery”.

The tax consequences to holders of Options of converting, exercising or exchanging their Options, warrants or other Convertible Securities are not described in Section 18 of the Original Circular, “Certain Canadian Federal Income Tax Considerations”, Section 19 of the Original Circular, “Certain Australian Income Tax Considerations” or Section 20 of the Original Circular, “Certain United States Federal Income Tax Considerations”. Holders of Options, warrants or other Convertible Securities should consult their tax advisors for advice with respect to potential income tax consequences to them in connection with the decision whether to convert, exercise or exchange such Options, warrants or other Convertible Securities.

CURRENCY

All dollar references in this Second Notice of Extension are in Canadian dollars, except where otherwise indicated. On December 8, 2011, the Bank of Canada noon rate of exchange for U.S. dollars was Cdn.\$1.00 = U.S.\$0.9811 and for Australian dollars was Cdn.\$1.00 = A\$0.9631.

FORWARD-LOOKING STATEMENTS

Certain statements contained in this Second Notice of Extension are “forward-looking statements” and are prospective in nature. The words “expect”, “will”, “may”, “should”, “could”, “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 Offeror and MMR, 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 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: actions taken by Anvil; inaccuracies or material omissions in Anvil’s publicly available information or the failure of Anvil to disclose events or facts which may affect the significance or accuracy of such information; changes in applicable Laws; 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; the ability of MMR and the Offeror to complete or successfully integrate the acquisition; 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 this Second Notice of Extension.

The Offeror and MMR disclaim 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.

NOTICE OF VARIATION AND EXTENSION

December 9, 2011

TO: THE HOLDERS OF COMMON SHARES OF ANVIL MINING LIMITED

This Second Notice of Extension amends and supplements the Original Offer and Circular, which was previously amended and supplemented by the First Notice of Extension, pursuant to which the Offeror is offering to purchase all of the issued and outstanding Common Shares (including Common Shares that are subject to CDIs), other than Common Shares owned by the Offeror or any of its affiliates, and including Common Shares that may become issued and outstanding after the date of the Original Offer but before the Expiry Time upon the conversion, exchange or exercise of Options, warrants or other Convertible Securities, at a price of Cdn.\$8.00 in cash per Common Share. This Second Notice of Extension also amends and supplements the Letter of Transmittal and the Notice of Guaranteed Delivery that accompanied the Original Offer and Circular and the CDI Acceptance Form, which were previously amended and supplemented to reflect the terms and conditions of the First Notice of Extension.

Except as otherwise set forth in this Second Notice of Extension, the terms and conditions previously set forth in the Original Offer and Circular, the First Notice of Extension, the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular and the CDI Acceptance Form continue to be applicable in all respects. This Second Notice of Extension should be read in conjunction with the Original Offer and Circular, the First Notice of Extension and the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular.

All references to the “**Offer**” in the Original Offer and Circular, the First Notice of Extension, the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular, the CDI Acceptance Form and this Second Notice of Extension mean the Original Offer, as amended and supplemented by the First Notice of Extension and this Second Notice of Extension, and all references in such documents to the “**Circular**” mean the Original Circular, as amended and supplemented by the First Notice of Extension and this Second Notice of Extension, and all references in such documents to the “**Offer and Circular**” mean the Original Offer and Circular, as amended and supplemented by the First Notice of Extension and this Second Notice of Extension. Unless the context requires otherwise, capitalized terms used in this Second Notice of Extension and not otherwise defined herein or amended hereby have the respective meanings given to such terms in the Original Offer and Circular, as amended and supplemented by the First Notice of Extension.

1. Recent Developments

On December 6, 2011, MMR, the Offeror and Anvil entered into an amendment (the “**Amending Agreement**”) to the Support Agreement. The Amending Agreement, among other things, extends: (a) the date on which either Anvil and MMR can terminate the Support Agreement if the Offeror has not taken up and paid for the Common Shares deposited under the Offer; and (b) the date on which Anvil can terminate the Support Agreement if MMR Shareholder Approval has not been obtained. See Section 3 of this Second Notice of Extension, “Revisions to the Circular” and Section 6 of the Original Circular, as amended and supplemented by this Second Notice of Extension, “Support Agreement — Termination of the Support Agreement”. The Amending Agreement has been filed by the Offeror with the Securities Regulatory Authorities and is available under Anvil’s issuer profile at www.sedar.com.

As set out in the First Notice of Extension, during consultations with Gécamines, Anvil was advised by Gécamines that completion of the acquisition of Anvil by MMR will result in a review of the financial terms of the lease agreement for the Kinsevere Project and a review of the joint venture agreement in respect of the Mutoshi Project. Gécamines also advised Anvil that it believes that the Anvil group is not in compliance with its obligations in respect of the Mutoshi Project for failing to deliver a “complementary feasibility study”. There are conditions to the Offer that MMR and the Offeror believe will fail unless the issues raised by Gécamines are

resolved on terms satisfactory to MMR and the Offeror. Discussions with Gécamines are ongoing. See Section 1 of the First Notice of Extension, “Recent Developments”, Section 16 of the Original Circular, “Regulatory Matters — Democratic Republic of Congo” and Section 4 of the Original Offer, “Conditions of the Offer”.

In addition, it is a condition of the Offer that MMR Shareholder Approval shall have been obtained. To date, such MMR Shareholder Approval has not been obtained. See Section 16 of the Original Circular, “Regulatory Matters — The People’s Republic of China” and Section 4 of the Original Offer, “Conditions of the Offer”.

There can be no assurance that the conditions of the Offer will be satisfied, or that the Offer will be completed as proposed or at all.

2. Extension of the Offer

By notice to the Depositary given on December 6, 2011 and as set forth in this Second Notice of Extension, the Offeror has extended the expiry of the Offer to **8:00 p.m. (Toronto time) on January 11, 2012**, unless the Offer is further extended or withdrawn. Accordingly, the definitions of “Expiry Date” and “Expiry Time” in the “Glossary” section of the Original Offer and Circular, as previously amended by the First Notice of Extension, are deleted in their entirety and replaced by the following definitions:

“**Expiry Date**” means January 11, 2012 or such later date or dates as may be fixed by the Offeror from time to time as provided in Section 5 of the Offer, “Extension, Variation or Change in the Offer”, unless the Offer is withdrawn by the Offeror;

“**Expiry Time**” means 8:00 p.m. (Toronto time) on January 11, 2012 or such later time or times and date or dates as may be fixed by the Offeror from time to time pursuant to Section 5 of the Offer, “Extension, Variation or Change in the Offer”;

As a result of the extension of the Expiry Date to January 11, 2012, the CDI Expiry Time is now 7:00 p.m. (Sydney time) on January 9, 2012, unless the Offer is further extended or withdrawn.

In addition, all references to “8:00 p.m. (Toronto time) on December 9, 2011” and to “7:00 p.m. (Sydney time) on December 7, 2011” in the Original Offer and Circular, the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular and the CDI Acceptance Form, each as previously amended by the First Notice of Extension, are further amended to refer to “8:00 p.m. (Toronto time) on January 11, 2012” and to “7:00 p.m. (Sydney time) on January 9, 2012”, respectively.

3. Revisions to the Circular

The first paragraph of Section 6 of the Original Circular, “Support Agreement” is deleted in its entirety and replaced by the following paragraph:

On September 29, 2011, the Offeror, MMR and Anvil entered into the Support Agreement, as amended pursuant to an amending agreement dated December 6, 2011, which sets out, among other things, the terms and conditions upon which Anvil agrees to recommend to Shareholders the acceptance of the Offer. The following is a summary of certain provisions of the Support Agreement. It does not purport to be complete and is subject to, and is qualified in its entirety by reference to, all of the provisions of the Support Agreement. The Support Agreement and all amendment thereto have been filed with the Securities Regulatory Authorities and are available under Anvil’s issuer profile at www.sedar.com.

Paragraph (e) of Section 6 of the Original Circular, “Support Agreement — Termination of the Support Agreement” is deleted in its entirety and replaced by the following paragraph:

- (e) by either Anvil or MMR, if the Offeror does not take up and pay for the Common Shares deposited under the Offer by April 16, 2012 otherwise than as a result of the material breach by the party seeking to terminate the Support Agreement of any covenant or obligation under the Support Agreement (or,

where such covenant is itself qualified by materiality or Material Adverse Effect, any breach of such covenant), or as a result of any representation or warranty made by such party in the Support Agreement being untrue or incorrect in any material respect (or, where any such representation or warranty is itself qualified by materiality or a Material Adverse Effect, being untrue or incorrect in any respect), provided further, however, that if the Offeror's take up and payment for Common Shares deposited under the Offer is delayed by (i) an injunction or order made by a Governmental Entity of competent jurisdiction, or (ii) the Offeror not having obtained any governmental or regulatory approval, including any Required Regulatory Approvals, then, provided that such injunction or order is being contested or appealed or such governmental or regulatory approval is being actively sought, as applicable, the Support Agreement shall not be terminated until the earlier of (A) the fifth business day following the date on which such injunction or order ceases to be in effect or such governmental or regulatory approval is obtained, and (B) July 16, 2012;

Paragraph (k) of Section 6 of the Original Circular, "Support Agreement — Termination of the Support Agreement" is deleted in its entirety and replaced by the following paragraph:

(k) by Anvil, if the MMR Shareholder Approval has not been obtained by April 6, 2012.

4. Time for Acceptance

The Offer is now open for acceptance until 8:00 p.m. (Toronto time) on January 11, 2012 or such later time or times and date or dates as may be fixed by the Offeror from time to time pursuant to Section 5 of the Original Offer, "Extension, Variation or Change in the Offer".

5. Manner of Acceptance

Common Shares may be deposited under the Offer in accordance with the provisions of Section 3 of the Original Offer, "Manner of Acceptance".

6. Take-Up and Payment for Deposited Common Shares

If all of the conditions described in Section 4 of the Original Offer, "Conditions of the Offer", have been satisfied or waived by the Offeror at or prior to the Expiry Time, the Offeror will take up and pay for the Common Shares validly deposited under the Offer and not properly withdrawn not later than ten days after the Expiry Time. Any Common Shares taken up will be paid for as soon as possible, and in any event not later than the earlier of (i) three business days after they are taken up, and (ii) ten days after the Expiry Time. Any Common Shares deposited under the Offer after the date on which Common Shares are first taken up by the Offeror under the Offer but prior to the Expiry Time will be taken up and paid for not later than ten days after such deposit.

Shareholders and CDI Holders should refer to Section 6 of the Original Offer, "Take-Up and Payment for Deposited Common Shares" for further details as to the take-up and payment of Common Shares deposited under the Offer.

7. Withdrawal of Deposited Common Shares

Except as otherwise stated in this Section 7 of the Original Offer "Withdrawal of Deposited Common Shares" or as otherwise required by applicable Laws, all deposits of Common Shares under the Offer are irrevocable. Unless otherwise required or permitted by applicable Laws, any Common Shares deposited in acceptance of the Offer may be withdrawn by or on behalf of the depositing Shareholder:

- (a) at any time before the Common Shares have been taken up by the Offeror under the Offer;
- (b) if the Common Shares have not been paid for by the Offeror within three business days after having been taken up; or

- (c) at any time before the expiration of ten days from the date upon which either:
- (i) a notice of change relating to a change which has occurred in the information contained in the Offer or the Circular, or in a notice of change or a notice of variation, that would reasonably be expected to affect the decision of a Shareholder to accept or reject the Offer (other than a change that is not within the control of the Offeror or of an affiliate of the Offeror), in the event that such change occurs before the Expiry Time or after the Expiry Time but before the expiry of all rights of withdrawal in respect of the Offer; or
 - (ii) a notice of variation concerning a variation in the terms of the Offer (other than a variation consisting solely of an increase in the consideration offered for the Common Shares where the Expiry Time is extended for at least ten days or a variation consisting solely of a waiver of one or more conditions of the Offer, or both);

is mailed, delivered or otherwise properly communicated to the Depository (subject to abridgement of that period pursuant to such order or orders or other forms of relief as may be granted by applicable courts or Regulatory Authorities) and only if such deposited Common Shares have not been taken up by the Offeror in advance of the receipt of such communication by the Depository.

Withdrawals cannot be rescinded and any Common Shares withdrawn will be deemed not validly deposited for the purposes of the Offer, but may be re-deposited at any subsequent time at or prior to the Expiry Time by following any of the procedures described in Section 3 of the Original Offer, "Manner of Acceptance".

Shareholders and CDI Holders should refer to Section 7 of the Original Offer, "Withdrawal of Deposited Common Shares" for a description of the procedures for exercising their respective right to withdraw Common Shares deposited under the Offer.

8. Consequential Amendments to the Original Offer and Circular and Other Documents

The Original Offer and Circular, the Letter of Transmittal and Notice of Guaranteed Delivery that accompanied the Original Offer and Circular and the CDI Acceptance Form, each as amended and supplemented by the First Notice of Extension, are further amended and supplemented to the extent necessary to reflect the amendments and supplements contemplated by, and the information contained in, this Second Notice of Extension.

9. Statutory Rights

Securities legislation in the provinces and territories of Canada provides securityholders of Anvil with, in addition to any other rights they may have at law, one or more rights of rescission, price revision or to damages, if there is a misrepresentation in a circular or notice that is required to be delivered to these securityholders. However, such rights must be exercised within prescribed time limits. Shareholders should refer to the applicable provisions of the securities legislation of their province or territory for particulars of those rights or consult a lawyer.

10. Directors' Approval

The contents of this Second Notice of Extension have been approved, and the sending of this Second Notice of Extension to the Shareholders, CDI Holders and holders of Convertible Securities has been authorized, by the board of directors of the Offeror and by the board of directors of MMR.

CERTIFICATE OF MMG MALACHITE LIMITED

The foregoing, together with the Original Offer and Circular and the First Notice of Extension, contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.

DATED: December 9, 2011

(Signed) Andrew Gordon Michelmore

Chief Executive Officer

(Signed) David Mark Lamont

Chief Financial Officer

On behalf of the board of directors

(Signed) Michael Nossal

Director

(Signed) Nicholas Marshall Myers

Director

CERTIFICATE OF MINMETALS RESOURCES LIMITED

The foregoing, together with the Original Offer and Circular and the First Notice of Extension, contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.

DATED: December 9, 2011

(Signed) Andrew Gordon Michelmore

Chief Executive Officer

(Signed) David Mark Lamont

Chief Financial Officer

On behalf of the board of directors

(Signed) Wang Lixin

Director

(Signed) Dr. Peter William Cassidy

Director

Any questions and requests for assistance may be directed to the Depository or the Information Agent:

The Depository for the Offer is:

Computershare Investor Services Inc.



By Mail

P.O. Box 7021
31 Adelaide Street East
Toronto, Ontario M5C 3H2
Canada
Attention: Corporate Actions

By Registered Mail, Hand or by Courier

100 University Avenue, 9th Floor
Toronto, Ontario M5J 2Y1
Canada
Attention: Corporate Actions

North American Toll Free Phone:

1-800-564-6253

Outside North America, Banks and Brokers: (+1) 514-982-7555 (collect calls accepted)

E-mail: corporateactions@computershare.com

The Information Agent for the Offer is:

Kingsdale Shareholder Services Inc.



North American Toll Free Phone:

1-866-581-1392

Outside North America, Banks and Brokers: (+1) 416-867-2272 (collect calls accepted)

E-mail: contactus@kingsdaleshareholder.com