



Mineral Resources Limited

ACN 118 549 910

25 May 2010

Company Announcements Office
ASX Limited
Exchange Centre
4th Floor, 20 Bridge Street
SYDNEY NSW 2000

By E-Lodgement

Dear Sir / Madam,

Mineral Resources declares Mesa Takeover Offer Unconditional

Mineral Resources Limited (**MRL**) (ASX:MIN) today declared its off market takeover offer for all of the fully paid ordinary shares in Mesa Minerals Limited (**Mesa**) (**Offer**) to be free of all defeating conditions. **The Offer is now unconditional.**

As at 5.00pm (WST/Perth) Tuesday 25th May 2010, **MRL had received acceptances for 39.07% of Mesa's shares.**

MRL will seek to complete the issue of MRL shares to Mesa shareholders who have already accepted the Offer by Wednesday 2 June 2010 and will use its best endeavours to issue the MRL shares owed as consideration to Mesa shareholders who accept the Offer after the date of this announcement within 5 business days of acceptance.

MRL encourages all remaining Mesa shareholders to **ACCEPT** MRL's Offer and take advantage of the accelerated payment terms to become an MRL Shareholder. **The Offer is scheduled to close at 5.00pm (WST/Perth) Wednesday 2nd June 2010** (unless extended in accordance with the *Corporations Act 2001*).

As a result of the Offer being declared unconditional, MRL is now entitled to attend and vote on behalf of Mesa shareholders who have accepted the Offer at the extraordinary general meeting of Mesa scheduled for 10am (Perth time) on Friday 28th May 2010. **MRL intends to attend the meeting and vote against all of the resolutions.**

Yours Sincerely,

A handwritten signature in black ink, appearing to read 'Bruce Goulds'.

Bruce Goulds
CFO and Company Secretary