



Mineral Resources Limited

ABN 33 118 549 910

SIXTH SUPPLEMENTARY BIDDER'S STATEMENT

by Mineral Resources Limited (ACN 118 549 910) in respect of the offer to acquire all of the fully paid ordinary shares in Mesa Minerals Limited (ACN 009 113 160).

1. INTRODUCTION

This document is the sixth supplementary bidder's statement (**Sixth Supplementary Bidder's Statement**) by Mineral Resources Limited (**MRL**) dated 18 June 2010 under section 643 of the *Corporations Act 2001* (**Corporations Act**) in relation to the off-market takeover offer (**Offer**) by MRL to acquire all of the issued fully paid ordinary shares (**Shares**) in Mesa Minerals Limited (**Mesa**) as set out in MRL's bidder's statement dated and lodged with the Australian Securities and Investments Commission (**ASIC**) on 6 April 2010 (**Original Bidder's Statement**).

This Sixth Supplementary Bidder's Statement has been prepared by MRL to ensure that full information has been provided to Mesa Shareholders in respect of the Offer made by MRL.

A copy of this Sixth Supplementary Bidder's Statement was lodged with the ASIC on 18 June 2010. Neither the ASIC nor any of its officers takes any responsibility for the contents of this Sixth Supplementary Bidder's Statement.

This Sixth Supplementary Bidder's Statement supplements, and must be read together with, the Original Bidder's Statement and MRL's first supplementary bidder's statement dated 12 April 2010, second supplementary bidder's statement dated 16 April 2010, third supplementary bidder's statement dated 22 April 2010, fourth supplementary bidder's statement dated 7 May 2010 and fifth supplementary bidder's statement dated 26 May 2010.

Unless the context otherwise requires, defined terms in the Original Bidder's Statement (as amended) have the same meaning in this Sixth Supplementary Bidder's Statement. This Sixth Supplementary Bidder's Statement will prevail to the extent of any inconsistency with the Original Bidder's Statement.

2. VARIATIONS TO EXTEND OFFER

On 2 June 2010, MRL varied the Offer so that it closed at 5.00pm WST/Perth time) on 16 June 2010 (unless further extended or withdrawn).

On 16 June 2010, MRL varied the Offer so that **it now closes at 5.00pm WST/Perth time) on 2 July 2010** (unless further extended or withdrawn).

3. ACCEPTANCES ABOVE 50%

On 2 June 2010, MRL acquired a relevant interest in more than 50% of Mesa's Shares under the Offer.

As at 5.00pm (WST/Perth) 17 June 2010, **MRL had received acceptances for 56.7% of Mesa's Shares.**

4. YILGARN DEVELOPMENT

As announced to the ASX on 14 June 2010, MRL has entered into a Heads of Agreement with QR Freight for the transportation of iron ore from project to Kwinana Port, with operations scheduled to commence in January 2011. The initial annual haulage is 4mtpa, with a provision to rise up to 10mtpa with the Yilgarn Stage 2 expansion.

5. APPROVAL OF THE SIXTH SUPPLEMENTARY BIDDER'S STATEMENT

This Sixth Supplementary Bidder's Statement has been approved unanimously by a resolution passed by all of the directors of MRL on 18 June 2010.

Signed for and on behalf of
Mineral Resources Limited



Mr Bruce Goulds
Company Secretary