



MILLENNIUM

MINERALS LIMITED

ABN 85 003 257 556

7 January 2010

Dear Shareholder

## RIGHTS ISSUE

As you may be aware, Millennium Minerals Limited ("Company"), is currently undertaking a pro rata non-renounceable rights issue pursuant to a prospectus dated 23 December 2009 ("Prospectus"). The Company expects that the rights Issue will close on 11 February 2010.

The rights Issue is open to existing shareholders in Australia and New Zealand on the basis of two (2) New Shares and one (1) Option for every eight (8) Shares held at an issue price of AU\$0.045 per New Share, to raise up to a maximum of AU\$5,242,067.

The Company has determined, pursuant to Listing Rule 7.7.1(a) of the Listing Rules of ASX Limited ("ASX Listing Rules"), that it would be unreasonable to make offers under the Prospectus to all countries outside of Australia and New Zealand. Accordingly, in compliance with ASX Listing Rule 7.7.1 (b), the Company wishes to advise you that it will not be extending the rights Issue to you.

In compliance with section 615 of the Corporations Act 2001 (Cth) the Company has, subject to the approval of the Australian Securities and Investments Commission, appointed Argonaut Securities Pty Limited ("Nominee") as nominee for foreign holders of the Company's securities. The Company advises these foreign holders that the Nominee's role is to subscribe for, and be issued with, the New Shares that would otherwise have been issued to foreign shareholders if the rights issue offer had been made available to them and they had accepted. The Nominee will arrange for the sale of those New Shares and if they are sold arrange for the net proceeds to be sent to the foreign holders.

Please note that it is possible no net proceeds will be available for distribution to foreign holders, after the costs of the sale have been paid to the Nominee. We will inform you in due course of the outcome of the sale of the abovementioned New Shares.

Should you have any queries in connection with the matter, please do not hesitate to contact the Company Secretary, Mr Mark Killmier, on 0437 518 168.

Yours faithfully

MARK KILLMIER  
Company Secretary