

Company Announcements Platform
 ASX Limited
 Exchange Plaza
 2 The Esplanade
 PERTH WA 6000

By Electronic Lodgement System

14 December 2010

Dear Sir/Madam

FOR IMMEDIATE RELEASE TO THE MARKET

Takeover Offer by Equinox Resources Limited for Citadel Resource Group Limited – Notice of Change

We refer to the acceptance facility (**Acceptance Facility**) established by Equinox Resources Limited (ACN 060 581 777) (**EQR**), a wholly owned subsidiary of Equinox Minerals Limited (ARBN 108 066 986), in relation to its off-market takeover offer (**Offer**) for all the ordinary shares in Citadel Resource Group Limited (ACN 009 727 959) (**CGG**). The terms of the Acceptance Facility are set out in EQR's First Supplementary Bidder's Statement dated 3 December 2010.

As at 10 December 2010, the number and percentage of CGG shares:

	Number		Percentage	
	Previous Update	Current	Previous Update	Current
subject to the Acceptance Facility is	290,118,788	309,588,828	12.12%	12.93%
subject to acceptance under the Offer is	519,782,089	532,874,130	21.71%	22.26%
TOTAL	809,900,877	842,462,958	33.83%	35.19%

Acceptance instructions deposited under the Acceptance Facility do not constitute acceptances of the Offer under the takeover bid and accordingly the number of CGG shares subject to acceptance under the Offer (as disclosed above) do not include shares in relation to which acceptance instructions are held by the Acceptance Facility operator (being Computershare Investor Services Pty Ltd) in accordance with the terms of the Acceptance Facility.

In accordance with the Corporations Act 2001, we attach an ASIC Form 604 (Notice of change of interests of substantial holder) issued by EQR in relation to the shares in CGG.

Any questions from shareholders in relation to the Offer should be directed to the Offer Information Line on 1300 035 673 (toll free) from within Australia or +61 3 9938 4382 (not toll free) from outside Australia.

Yours faithfully



Mike Klessens
 Vice President and Chief Financial Officer
 Equinox Minerals Limited