



4 February 2011

Company Announcements Office
ASX Limited
Level 8, Exchange Plaza
2 The Esplanade
Perth, WA 6000

**Atlas Iron Limited (Atlas, ASX: AGO) –
off-market takeover bid for Giralia Resources NL (Giralia, ASX: GIR)**

We refer to Atlas' off-market takeover bid for all the fully paid ordinary shares in Giralia (**Offer**). Atlas has today varied the Offer by extending the period during which the Offer remains open for acceptance until 5.00pm (AWST) on 28 February 2011. The Offer was previously scheduled to close at 5.00pm (AWST) on 14 February 2011.

We attach copies of the following documents relating to the extension of the Offer:

- a notice of variation under section 650D(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**); and
- a notice under section 630(2)(b) of the *Corporations Act* specifying 18 February 2011 as the new date for notifying the status of conditions to the Offer.

A copy of the notice of variation was today lodged with the Australian Securities and Investments Commission and sent to Giralia and each person to whom the Offer was made. A copy of the notice of the new date for notifying the status of conditions has also been sent to Giralia today.

Yours faithfully

**On behalf of
ATLAS IRON LIMITED**

Tony Walsh
Company Secretary

**Notice under Section 650D(1)
of the Corporations Act 2001 (Cth)**

**NOTICE OF VARIATION OF TAKEOVER OFFER
FOR BID CLASS SECURITIES IN GIRALIA RESOURCES NL**

TO: Australian Securities and Investments Commission (**ASIC**)

The Directors
Giralia Resources NL
ABN 64 009 218 204 (**Giralia**)

Each person to whom offers were made under the off-market takeover bid by Atlas Iron Limited ABN 63 110 396 168 (**Atlas**) to acquire their fully paid ordinary shares in Giralia (**Offerees**).

1. EXTENSION OF OFFER PERIOD

By this notice Atlas **VARIES** its offers dated 7 January 2011 for all of the fully paid ordinary shares in Giralia by:

- (a) extending the period during which the offers remain open for acceptance until 5pm AWST on Monday, 28 February 2011, unless extended or withdrawn; and
- (b) substituting the date "28 February 2011" for the date "14 February 2011", in section 11.6 of the bidder's statement dated 7 January 2011 issued by Atlas (**Bidder's Statement**) and in all other sections of the Bidder's Statement where the date "14 February 2011" appears.

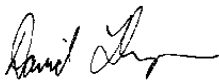
2. DATE FOR GIVING NOTICE AS TO STATUS OF CONDITIONS

The new date in section 11.17 of the Bidder's Statement for giving notice under section 630 of the Corporations Act as to the status of conditions in section 11.12 of the Bidder's Statement is Friday, 18 February 2011.

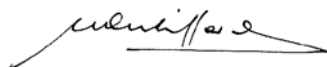
A copy of this notice was lodged with the ASIC on 4 February 2011. ASIC takes no responsibility for the contents of the notice.

DATED 4 February 2011

SIGNED on behalf of Atlas Iron Limited by David Flanagan and Geoff Clifford being two directors of Atlas Iron Limited who are authorised to so sign by a resolution passed at a meeting of the directors of Atlas Iron Limited.



Managing Director



Director

**Notice under section 630(2)(b)
of the Corporations Act 2001 (Cth)**

NEW DATE FOR GIVING NOTICE OF STATUS OF DEFEATING CONDITIONS

TO: Australian Securities Exchange

The Directors
Giralia Resources NL
ABN 64 009 218 204 (**Giralia**)

Atlas Iron Limited ABN 63 110 396 168 **GIVES NOTICE** under section 630(2)(b) of the *Corporations Act 2001* (Cth) that:

- (a) as a result of extension of the period for which the offers dated 7 January 2011 by it under its off-market takeover bid to acquire all of the fully paid ordinary shares in Giralia (**Offers**) are open for acceptance, the date for giving notice on the status of conditions in section 11.12 the bidder's statement dated 7 January 2011 issued by Atlas (**Conditions**) is postponed to 18 February 2011;
- (b) the Bidder has not declared the Offers free from the Conditions; and
- (c) so far as the Bidder knows, the Conditions were, at the time of giving this notice, unfulfilled.

DATED 4 February 2011

**On behalf of
ATLAS IRON LIMITED**



David Flanagan
Managing Director