



14 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)**

On behalf of Atlas Iron Limited, we **enclose** a notice in relation to this takeover bid that has today been given to Giralia Resources NL under section 650F of the *Corporations Act 2001* (Cth).

Yours faithfully

**On behalf of
ATLAS IRON LIMITED**

Tony Walsh
Company Secretary

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

TO: ASX Limited

Giralia Resources NL ACN 009 218 204 (**Giralia**)

BY THIS NOTICE, Atlas Iron Limited ABN 63 110 396 168 (**Atlas**) **DECLARES** the offers dated 7 January 2011 made by it under an off-market takeover bid for the fully paid ordinary shares in Giralia (**Offers**) and the contracts (if any) formed by the acceptance of any of those Offers free from the conditions set out in section 11.12 of the bidder's statement dated 7 January 2011 issued by Atlas (**Conditions**).

The Offers are now free of the Conditions.

Atlas's voting power in Giralia at the time of giving this notice is 55.73%.

DATED 14 February 2011

**On behalf of
ATLAS IRON LIMITED**



David Flanagan
Director