

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about what action to take, it is recommended that you immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 or in the case of recipients outside the United Kingdom your stockbroker, bank manager, solicitor, accountant or other financial adviser.

If you have sold or transferred all of your Ordinary Shares in EMED Mining Public Limited, please forward this document at once, together with the accompanying Form of Proxy or Form of Instruction (as appropriate), to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

EMED MINING PUBLIC LIMITED

(Incorporated and registered in Cyprus with Registered No. 152217)

Proposed grant of Options

Authority to disapply pre-emption rights

Notice of Extraordinary General Meeting

Notice of an Extraordinary General Meeting of EMED Mining Public Limited to be held at the Company's offices at 3 Agios Demetrios Street, Acropolis, Strovolos, 2012 Nicosia, Cyprus at 10.00 a.m. on 25 January 2010 is set out at the end of this document. A Form of Proxy is enclosed with this document for use in relation to the Extraordinary General Meeting. To be valid, the Form of Proxy must be completed in accordance with the instructions set out in the form and returned as soon as possible to the offices of the Company at 3 Agios Demetrios Street, Acropolis, Strovolos, 2012 Nicosia, Cyprus so as to be received no later than 10.00 a.m. on 23 January 2010.

Holders of Depositary Interests should complete the enclosed Form of Instruction in accordance with the instructions printed thereon to direct Computershare Company Nominees Limited as the custodian of their shares how to exercise their votes or (by following the instructions on the Form of Instruction) indicate that they intend to attend the Extraordinary General Meeting in person. If a holder of Depositary Interests indicates, in this manner, that they intend to attend the Extraordinary General Meeting, Computershare Company Nominees Limited shall issue a letter of representation to the holder of Depositary Interests giving them authorisation to attend the Extraordinary General Meeting and vote. If any holder of Depositary Interests attends the Extraordinary General Meeting without a letter of representation they will only be allowed to enter the Extraordinary General Meeting as a guest and will not be allowed to vote.

Save as otherwise disclosed, all references to times in this document are to Cyprus time.

Copies of this document will be available, free of charge, at the registered office of the Company, 1 Lampousas Street, 1095 Nicosia, Cyprus during normal business hours on any weekday until 25 January 2010 (Saturdays, Sundays and public holidays excepted) and from www.emed-mining.com.

DEFINITIONS

The following definitions apply throughout this document, unless the context otherwise requires:

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| “AIM” | AIM, a market operated by London Stock Exchange |
| “AIM Rules for Companies” | the AIM Rules for Companies published by London Stock Exchange from time to time |
| “Board” or “Directors” | the directors of the Company whose names are set out on page 3 of this document |
| “Company” or “EMED” | EMED Mining Public Limited, a company registered in Cyprus with registered number 152217 and having its registered office at 1 Lampousas Street, 1095 Nicosia, Cyprus |
| “Depository Interests” | depository interests representing Ordinary Shares |
| “Extraordinary General Meeting” or “EGM” | the extraordinary general meeting of the Company convened for 10.00 a.m. on 25 January 2010 |
| “Form of Instruction” | the form of instruction for use by Depository Interest holders in connection with the EGM |
| “Form of Proxy” | the form of proxy for use by Shareholders in connection with the EGM |
| “Law” | the Cyprus Companies Law, Cap. 113 including any modification or re-enactment thereof for the time being in force |
| “London Stock Exchange” | London Stock Exchange plc |
| “Options” | options to subscribe for up to 10 million Ordinary Shares at a price of 13.4p per share to be granted to the Directors, employees, consultants and advisers of the Company as set out in this document |
| “Ordinary Shares” | ordinary shares of 0.25 pence each in the Company |
| “Resolution” | the resolution set out in the notice of EGM at the end of this document |
| “Shareholders” | holders of Ordinary Shares |
| “UK” or “United Kingdom” | the United Kingdom of Great Britain and Northern Ireland |

EXPECTED TIMETABLE

| | |
|--|-------------------------------|
| Circular posted to Shareholders | 6 January 2010 |
| Latest time and date for receipt of Forms of Instruction | 10.00 a.m. on 22 January 2010 |
| Latest time and date for receipt of Forms of Proxy | 10.00 a.m. on 23 January 2010 |
| Extraordinary General Meeting | 10.00 a.m. on 25 January 2010 |

Letter from the Chairman

EMED MINING PUBLIC LIMITED

(Incorporated and registered in Cyprus with Registered No. 152217)

Directors

Ronnie Beevor (*Non-executive Chairman*)
Aristidis Anagnostaras-Adams (*Managing Director*)
John Leach (*Finance Director*)
Gordon Toll (*Non-executive Director*)
Ashwath Mehra (*Non-executive Director*)
Ross Bhappu (*Non-executive Director*)

Registered Office

1 Lampousas Street
1095 Nicosia
Cyprus

6 January 2010

Dear Shareholder

Proposed grant of Options

Authority to disapply pre-emption rights

Notice of Extraordinary General Meeting

Introduction

An Extraordinary General Meeting of EMED Mining Public Limited is to be held at 10.00 a.m. on 25 January 2010 at the offices of the Company, which are located at 3 Agios Demetrios Street, Acropolis, Strovolos, 2012 Nicosia, Cyprus. At this meeting, Shareholders will be asked to approve a resolution which will enable the Company to grant options to subscribe for up to 10 million Ordinary Shares to Directors, the Company's employees and consultants and advisers to the Company.

The Board believes that the grant of such options is in line with the policy adopted by the Board at the time of the Company's admission to AIM in May 2005. That policy envisaged that options may be granted over Ordinary Shares representing up to 20 per cent of the Company's issued share capital from time to time, but that the intention would be to reduce this to 10 per cent as the Company's market capitalisation exceeded £100 million.

This letter provides information concerning the background to and the reasons for the grant of the Options. The notice convening the EGM is set out at the end of this document.

The Options and the Extraordinary General Meeting

On 24 December 2009 the Company announced that, subject to Shareholder approval, the Board had allocated options to subscribe for up to 10 million Ordinary Shares. The allocation was made by the Board at its meeting on 22 December 2009 and the Company's closing share price on that date was 10.75p per Ordinary Share.

The Resolution being put to Shareholders is to authorise the Board to grant such Options at an exercise price of 13.4 pence per share to Directors, employees, consultants or advisers of the Company. The Directors consider that the exercise price of 13.4 pence, which is a 20 per cent premium to the volume weighted average price of the market price of an Ordinary Share on AIM between 1 December 2009 and 23 December 2009 inclusive, to be fair and reasonable. The Options will be exercisable for a period of four years from the date of grant. The number of Ordinary Shares to which the Options relate equates to approximately three per cent of the issued share capital of the Company, and the total number of options over Ordinary Shares granted to Directors, employees and consultants equates to approximately 16.4 per cent of the current issued share capital of the Company and 9.9 per cent of the diluted issued share capital of the Company (assuming full conversion of the convertible loans provided by Resource Capital Fund IV L.P. and RMB Australia Holdings Limited and exercise of all other options and warrants, including all options granted to Directors, employees, consultants and advisers).

The Board is proposing to grant the Options in order to incentivise the Directors and the Company's employees, consultants and advisers, and to reward the contribution to the success of the Company made by each person being granted an Option.

Of the 10,000,000 Options that have been allocated, 4,700,000 have been allocated to the Directors and the balance, being 5,300,000, have been allocated to employees of, and consultants and advisers to, the Company.

Details of the Options proposed to be granted to each Director and their revised option entitlements are set out below.

| <i>Name</i> | <i>Existing Options</i> | <i>New Options</i> | <i>Aggregate Options</i> |
|------------------------------|-------------------------|--------------------|--------------------------|
| Ronnie Beevor | 3,850,000 | 600,000 | 4,450,000 |
| Aristidis Anagnostaras-Adams | 14,000,000 | 1,800,000 | 15,800,000 |
| John Leach | 5,000,000 | 1,200,000 | 6,200,000 |
| Gordon Toll | 400,000 | 366,000 | 766,000 |
| Ashwath Mehra | 750,000 | 367,000 | 1,117,000 |
| Ross Bhappu | 750,000 | 367,000 | 1,117,000 |

The existing options referred to above have been granted at exercise prices of between 4.13 pence and 22 pence per Ordinary Share.

Action to be Taken

You will find enclosed with this document a Form of Proxy, or in the case of holders of Depositary Interests, a Form of Instruction, for use at the EGM. Whether or not you propose to attend the EGM in person, Shareholders are requested to complete and return the Form of Proxy to the Company's office, which is located at 3 Agios Demetrios Street, Acropolis, Strovolos, 2012 Nicosia, Cyprus in accordance with the instructions printed thereon as soon as possible and in any event, so as to be received no later than 10.00 a.m. on 23 January 2010. Please note that completion and return of the Form of Proxy will not preclude you from attending the EGM and voting in person if you so wish.

In the case of holders of Depositary Interests, a Form of Instruction must be completed and returned in accordance with the instructions printed thereon in order to appoint Computershare Company Nominees Limited to vote on the holder's behalf at the Extraordinary General Meeting.

Please note that it is important that you complete the Form of Instruction if you hold Depositary Interests and the Form of Proxy if you hold Ordinary Shares in certificated form.

The Directors consider that the granting of the Options is in the best interests of the Company and its Shareholders and they intend to vote in favour of the Resolution in respect of a total of 19,877,000 Ordinary Shares (representing approximately 5.84 per cent of the current issued ordinary share capital of the Company).

Yours sincerely

Ronnie Beevor

Non-executive Chairman

EMED Mining Public Limited (the “Company”)

(Incorporated and registered in Cyprus with company registration number 152217)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held at 3 Agios Demetrios Street, 2012 Nicosia, Cyprus at 10.00 a.m. on Monday 25 January 2010 to consider and if thought fit to pass the following resolution:

That in accordance with the provisions of Sections 60B(5) and 59A of the Cyprus Companies Law, Cap. 113 (the “Law”) the Directors be authorised to grant to directors, employees, consultants or advisers of the Company options to subscribe for ordinary shares in the capital of the Company, at an exercise price of 13.4p per share as if section 60B of the Law did not apply to the grant of such options or the issue of such shares pursuant thereto up to a maximum aggregate nominal amount of £25,000, provided that such authority shall, unless previously revoked or renewed, expire at the next Annual General Meeting of the Company.

Nicosia, 6 January 2010

By order of the Board

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For INTER JURA CY (SERVICES) LTD
Secretary

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. A form of proxy is enclosed.
2. To be effective, completed forms of proxy and the power of attorney or other authority (if any) under which they are signed or a copy of that power or authority certified notarially or in accordance with the Cyprus Companies Law, Cap. 113 must be lodged in accordance with the instructions printed thereon not later than 48 hours before the time appointed for the meeting or any adjourned meeting.
3. Completion and return of a form of proxy will not preclude a member from attending and voting at the meeting in person should he wish to do so.
4. In the case of holders of depositary interests representing shares in the Company, a form of instruction must be completed in order to appoint Computershare Company Nominees Limited to vote on the holder’s behalf at the Meeting. To be effective, a completed and signed form of instruction (and any power of attorney or other authority under which it is signed or a notarially certified or office copy of such power of attorney) must be deposited at Computershare Investor Services PLC, PO Box 1075, The Pavilions, Bridgwater Road, Bristol BS99 3FA no later than 72 hours before the time appointed for the meeting or any adjourned meeting. Should a holder of depositary interests, wish to attend the meeting and/or vote at the meeting please ensure the relevant box is completed on the form of instruction. Upon receipt of this instruction, the registered holder, shown above, will receive a Letter of Representation from Computershare Company Nominees Limited authorising the person detailed overleaf to attend on behalf of the holder.
5. The Company, pursuant to the Cyprus Companies Law, Cap. 113, specifies that only those members registered in the register of members of the Company as at 10.00 a.m. on 23 January 2010 shall be entitled to attend and vote at this meeting in respect of the number of shares registered in their name at that time. Changes to entries in the register of members after that time shall be disregarded in determining the rights of any person to attend or vote at this meeting.
6. **Note constituting a written report pursuant to section 60B(5) of the Cyprus Companies Law, Cap. 113:** The resolution above authorises the directors of the Company to grant options to directors, employees, consultants or advisers of the Company to subscribe for ordinary shares with an aggregate nominal amount of up to £25,000, which is equivalent to approximately three per cent of the issued share capital of the Company. Such options will be granted in order to incentivise the grantee, and will be granted at an exercise price of 13.4p per ordinary share, being a 20 per cent premium over the volume weighted average price of the market price of an ordinary share on AIM between 1 December 2009 and 23 December 2009 inclusive, which the Directors consider to be fair and reasonable.

