



20 April 2011

ASX Compliance Pty Limited
91 King William Street
ADELAIDE SA 5000

Dear Sirs

Musgrave Minerals Limited (Company)

We refer to your letter dated 11 April 2011 (**letter**), and in accordance with paragraphs 2.2.5 and 2.2.6, confirm that:

1. completion pursuant to each of:
 - (a) the Tenement Sale Agreement dated 20 October 2010 between Mithril Resources Limited (**Mithril**), Minex (Aust) Pty Ltd and the Company (as varied by Deed of Variation dated 21 February 2011) in respect of ELAs 156/08, 154/08, 40/97, 31/01 and 41/97 and the issue of 5,000,000 shares and 2,500,000 options each with an exercise price of \$0.25 expiring 5 years after the date of grant to Mithril Resources Investments Pty Ltd as consideration;
 - (b) the Tenement Sale Agreement dated 25 October 2010 between Integra Mining Limited (**Integra**), Mithril and the Company (as varied by Deed of Variation dated 21 February 2011) in respect of ELAs 297/97, 364/97, 380/97, 468/97 and 605/97 and the issue of 3,000,000 shares and 1,500,000 options each with an exercise price of \$0.25 expiring 5 years after the date of grant to Integra;
 - (c) the Tenement Sale Agreement dated 9 November 2010 between Kelaray Pty Ltd, Mithril and the Company in respect of ELAs 143/97, 144/97, 186/97 and 321/97 and the issue of 2,500,000 shares to Argonaut Resources NL;
 - (d) the Tenement Sale Agreement dated 20 August 2010 between Barrick (PD) Australia Limited, Mithril, Delta Gold Exploration Pty Ltd, Delta Gold Limited and the Company in respect of ELs 3939, 3940, 3941 and 3942 and the issue of 6,000,000 shares to Barrick (Australia Pacific) Limited as consideration; and
 - (e) the Tenement Sale Agreement dated 20 October 2010 between Independence Group NL (**Independence Group**), Goldsearch Limited (**Goldsearch**), Miltonpak Pty Ltd and the Company in respect of ELs 3954, 3955 and ELAs 340/96, 341/96, 342/96, 35/99, 534/96, 260/96, 262/96, 336/96, 337/96, 338/96 and 339/96 and the issue of 3,825,000 shares and 1,912,500 options each with an exercise price of \$0.25 expiring 5 years after the date of grant to Independence Group and 3,675,000 shares and 1,837,500 options each with an exercise price of \$0.25 expiring 5 years after the date of grant to Goldsearch as consideration;

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(being the Tenement Sale Agreements as set out in paragraphs 1.4 to 1.8 of the letter),
was effected on 19 April 2011.

2. the conditions attaching to the Deed of Assignment and Assumption dated 15 February 2011 between Mithril, Pitjantjatjara Mining Company Pty Ltd, Zeil No 1 Pty Ltd and the Company have been satisfied.

Please let me know if you have any queries.

Yours faithfully
Musgrave Minerals Limited

A handwritten signature in black ink, appearing to read "Robert Waugh", with a stylized flourish at the end.

Robert Waugh
Managing Director