

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

This short form prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

The securities offered hereby have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any state securities laws. Accordingly, the securities offered hereby may not be offered or sold in the United States except in certain transactions exempt from the registration requirements of the U.S. Securities Act and applicable state securities laws. This short form prospectus does not constitute an offer to sell or a solicitation of an offer to buy any of the securities offered hereby within the United States. See “**Plan of Distribution**”.

This short form prospectus is not a disclosure document under the Corporations Act 2001 (Cth) (the “**Australian Corporations Act**”). In relation to the ordinary shares to be issued pursuant to this short form prospectus, investors in Australia are advised that an offering of ordinary shares in Australia is being made to certain investors on the basis that they are either “professional investors” or “sophisticated investors for the purposes of the Australian Corporations Act. Disclosure for the issue of those ordinary shares is not required under Australian law. However, a prospectus prepared in accordance with the Australian Corporations Act has been prepared and lodged with the Australian Securities and Investments Commission in connection with offers of warrants received in Australia and to facilitate trading in the warrants and ordinary shares issued upon exercise of the warrants, in accordance with section 707(3) of the Australian Corporations Act.

Information has been incorporated by reference in this short form prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request without charge from the secretary of the issuer at 46-50 Kings Park Road, West Perth, Western Australia, 6005, telephone: +61 8 9429 3300 and are also available electronically at www.sedar.com.

New Issue

October 7, 2009

SHORT FORM PROSPECTUS



MOLY MINES LIMITED

C\$31,500,000
42,000,000 Units

(Each Unit consisting of one ordinary share and one-third of an ordinary share purchase warrant)

This short form prospectus qualifies for distribution (the “**Offering**”) up to 42,000,000 units (the “**Units**”) of Moly Mines Limited (“**Moly Mines**” or the “**Company**”) at a price of \$0.75 per Unit (the “**Offering Price**”). Each Unit consists of one ordinary share of the Company (a “**Share**”) and one-third of a Share purchase warrant (each whole warrant, a “**Warrant**”). Each Warrant will entitle the holder thereof to purchase one Share at an exercise price of \$1.00 per Share at any time on or before 5:00 p.m. (Toronto time) on the date that is 36 months following the closing date of this Offering.

The Offering is made pursuant to an agency agreement (the “**Agency Agreement**”) dated October 7, 2009 among the Company and Paradigm Capital Inc. and GMP Securities L.P. (together, the “**Agents**”). The Offering Price has been determined by negotiation between the Company and the Agents.

Subject to receiving approval of the holders of Shares (the “**Shareholders**”) for the issuance of the Shares pursuant to the Offering (see “**Plan of Distribution**”), it is expected that closing of the Offering will occur on or about October 27, 2009 (the “**Closing Date**”), or such other date as the Company and the Agents may agree upon, but in any event no later than the date that is 42 days after the date a final receipt is issued for this short form prospectus.

The outstanding Shares of the Company are listed and posted for trading on the Toronto Stock Exchange (the “TSX”) and ASX Limited (the “ASX”) under the trading symbol “MOL”. On October 6, 2009, the closing price of the Shares was \$0.920 on the TSX and A\$0.985 on the ASX. The TSX has conditionally approved the listing of the Shares (including the Shares issuable upon exercise of the Warrants). The Company will apply for the listing of the Shares (including the Shares issuable upon exercise of the Warrants) on the ASX. Listing of the Shares will be subject to the Company fulfilling all of the listing requirements of the TSX and the ASX.

An investment in the Units is speculative and involves significant risk. In particular, the issuance of Shares under the Offering is subject to the approval of the Shareholders. See “Risk Factors” and “Caution Regarding Forward-Looking Statements”. Prospective investors should carefully review and evaluate these factors before investing in the Units.

Price: C\$0.75 per Unit

	<u>Price to Public</u>	<u>Agents’ Fee⁽¹⁾</u>	<u>Net Proceeds to the Company⁽²⁾</u>
Per Unit.....	\$0.750	\$0.037	\$0.713
Total.....	\$31,500,000	\$1,575,000	\$29,925,000

NOTES:

- (1) The Agents will be paid a fee (the “Agents’ Fee”) equal to five percent (5%) of the gross proceeds of the Offering. See “Plan of Distribution”. No commission or fees will be payable by the Company in connection with the Shares issuable upon exercise of the Warrants.
- (2) After deducting the Agents’ Fee but before deducting the expenses of the Offering, estimated to be approximately \$857,000, which will be paid from the proceeds of the Offering.

The Agents conditionally offer the Units under the Offering on a best efforts basis and, subject to prior sale, if, as and when issued by the Company and delivered and accepted by the Agents in accordance with the conditions contained in the Agency Agreement referred to under “Plan of Distribution” and subject to approval of certain legal matters relating to the Offering by Blake, Cassels & Graydon LLP, on behalf of the Company, and by Fraser Milner Casgrain LLP, on behalf of the Agents.

Subscriptions for Units will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books at any time without notice. On the Closing Date, the Units issuable pursuant to the Offering will be available for delivery in book-entry only form through CDS Clearing and Depository Services Inc. (“CDS”) or its nominee and a definitive certificate representing the Units issuable pursuant to the Offering will be issued in registered form to CDS & CO. and deposited with CDS. Purchasers of Units will receive only a customer confirmation from a registered dealer that is a CDS participant and from or through which the Units are purchased. The Company also participates in the Clearing House Electronic Sub-register System (“CHESS”), operated by ASX Settlement and Transfer Corporation Pty Ltd in accordance with the ASX Listing Rules and ASTC Settlement Rules. Where appropriate, confirmations may be sent to purchasers of Units under CHESS.

The registered and head office of the Company is located at 46-50 Kings Park Road, West Perth, Western Australia, 6005.

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ELIGIBILITY FOR INVESTMENT

In the opinion of Blake, Cassels & Graydon LLP, counsel to the Company and Fraser Milner Casgrain LLP, counsel to the Agents, provided that the Shares are listed on a “designated stock exchange”, as defined in the Income Tax Act (Canada) (the “**Tax Act**”), which includes the TSX, on the date of the Offering, the Shares will on that date be qualified investments under the Tax Act and the regulations thereunder for trusts governed by registered retirement savings plans, registered retirement income funds, registered disability savings plans, deferred profit sharing plans, registered education savings plans and tax-free savings accounts (“**TFSA**s”), each as defined in the Tax Act (collectively, “**Plans**”).

Provided that the Shares are qualified investments for Plans as described above on the date of the Offering, the Warrants will also be qualified investments on that date for any Plan provided that on that date neither the Company, nor any person with whom the Company does not deal at arm’s length for purposes of the Tax Act, is an annuitant, a beneficiary, an employer or a subscriber under or a holder of, such Plan.

Notwithstanding the foregoing, a holder of Shares or Warrants will be subject to a penalty tax if the Shares or Warrants, as the case may be, are held in a TFSA and are a “prohibited investment” for a TFSA under the Tax Act. However, the Shares and Warrants will not be prohibited investments for a TFSA held by a particular holder provided that the holder deals at arm’s length with the Company for purposes of the Tax Act, and does not have a “significant interest” (as defined in the Tax Act) in either the Company or a person or partnership that does not deal at arm’s length with the Company for purposes of the Tax Act. Holders should consult their own tax advisors as to whether the Shares and the Warrants will be a “prohibited investment” in their particular circumstances.

DOCUMENTS INCORPORATED BY REFERENCE

Information has been incorporated by reference in this short form prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request without charge from the Company, at 46-50 Kings Park Road, West Perth, Western Australia, 6005. These documents are also available on SEDAR at www.sedar.com.

The following documents, which the Company has filed with the securities commissions or similar authorities in Canada, are specifically incorporated by reference and form an integral part of this short form prospectus:

- (a) the Company's annual information form ("AIF") for the year ended June 30, 2009, dated September 2, 2009;
- (b) the Company's audited consolidated financial statements, the notes thereto and the auditors' report thereon as at June 30, 2009 and for the year ended June 30, 2009, together with the related management's discussion and analysis for such audited consolidated financial statements;
- (c) the NI 43-101 Technical Report for the Spinifex Ridge Iron Resource Western Australia dated September 29, 2009;
- (d) the material change report of the Company dated September 2, 2009 announcing an agreement with the Trust Company of the West ("TCW") for a one month extension to the maturity of its US\$150 million Interim Financing Facility (the "**Interim Financing Facility**") to November 30, 2009 and the execution of a term sheet (the "**Restructuring Term Sheet**") describing the basis of the restructure of the Interim Financing Facility (the "**Debt Restructuring**");
- (e) the Company's notice of meeting and information circular dated October 17, 2008 in respect of the annual general meeting of Shareholders held on November 27, 2008; and
- (f) the Company's notice of meeting and information circular dated September 21, 2009 in respect of the general meeting of Shareholders to be held on October 26, 2009.

The NI 43-101 Updated Technical Report for the Spinifex Ridge Mo-Cu Deposit Western Australia dated August 25, 2009 (incorporated by reference in the Company's AIF) is the current and complete technical report for the Company's Spinifex Ridge Molybdenum Project.

Any annual information form, annual or interim financial statements and related management's discussion and analysis, material change report (other than a confidential material change report), business acquisition report, information circular or disclosure document filed pursuant to an undertaking to a Canadian securities regulatory authority filed by the Company with any securities commission or similar regulatory authority in Canada subsequent to the date of this short form prospectus and prior to the termination of the Offering shall be deemed to be incorporated by reference into this short form prospectus, as well as any other document so filed by the Company which expressly states it to be incorporated by reference into this short form prospectus.

Any statement contained in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded, for purposes of this short form prospectus, to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or replaces such statement. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document that it modifies or supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation, an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made. Any statement so modified or superseded shall not be deemed in its unmodified or superseded form to constitute part of this short form prospectus.

CAUTION REGARDING FORWARD LOOKING STATEMENTS

Certain statements in this short form prospectus which are not historical facts may constitute forward-looking statements or forward-looking information within the meaning of applicable securities laws ("**forward-looking statements**"). Any statements related to the Company's projected revenues, earnings, growth rates, revenue mix, staffing and resources, and product plans are forward looking statements as are any statements relating to future

events, conditions or circumstances. The use of terms such as “believes”, “maintains”, “anticipate”, “continue”, “expects”, “projected”, “targeted”, “estimate”, “intend”, “may”, “will”, “should” and similar expressions are intended to assist in identification of these forward-looking statements. Readers are cautioned not to place undue reliance upon any such forward-looking statements. Such forward looking statements are not promises or guarantees of future performance and involve both known and unknown risks and uncertainties that may cause the actual results, performance, achievements or developments of the Company to differ materially from the results, performance, achievements or developments expressed or implied by such forward-looking statements.

In particular, this short form prospectus and the documents incorporated by reference contain forward-looking information pertaining to the following:

- the estimates of the Company’s mineral reserves and mineral resources;
- estimated iron ore and molybdenum production levels;
- capital expenditure programs, estimated production costs, exploration expenditures and reclamation costs;
- expectations of market prices and costs;
- supply and demand for iron ore and molybdenum;
- exploration, development and expansion plans and objectives; and
- the Company’s expectations regarding raising capital.

The Company’s actual results could differ materially from those anticipated in this forward-looking information as a result of the following and as a result of the risk factors set forth below and elsewhere in this short form prospectus and the documents incorporated by reference herein:

- volatility in market prices for iron ore and molybdenum;
- changes in foreign currency exchange rates and interest rates;
- liabilities inherent in mining operations;
- uncertainties associated with estimating mineral reserves and resources;
- failure to obtain industry partner and other third party consents and approvals, when required;
- competition for, among other things, capital, acquisitions of mineral reserves, undeveloped lands and skilled personnel;
- incorrect assessments of the value of acquisitions;
- geological, technical and processing problems; and
- the other factors discussed under “Risk Factors” in this short form prospectus and the documents incorporated by reference herein.

Many factors could cause the actual results of the Company to differ materially from the results, performance, achievements or developments expressed or implied by such forward-looking statements, including, without limitation, each of the factors under the section “*Risk Factors*” in this short form prospectus and under the section “*Risk Factors*” in the Company’s AIF, incorporated by reference in this short form prospectus.

All written forward-looking statements or information attributable to the Company are expressly qualified in their entirety by the foregoing cautionary statements.

Forward-looking statements speak only as of the date the statements are made. Investors should not put undue reliance on any forward-looking statements. The Company assumes no obligation to update publicly or otherwise revise any forward-looking statements to reflect actual results, changes in assumptions or changes in other factors affecting forward-looking information, except to the extent required by applicable securities laws.

CURRENCY AND EXCHANGE RATE INFORMATION

Unless otherwise specified, in this short form prospectus, all dollar amounts are stated in Canadian dollars and all references to “dollars” or “\$” or “C\$” are to Canadian dollars. All references to “US\$” are to U.S. dollars. All

references to “A\$” are to Australian dollars. On October 6, 2009, the noon buying rate for one Australian dollar in Canadian dollars specified by the Bank of Canada was \$0.9420.

THE COMPANY

Summary of Description of Business

Moly Mines is an exploration and feasibility stage mining company with interests in a number of properties in Western Australia and New South Wales, Australia. Its principal assets are a 100 percent interest in the Spinifex Ridge Molybdenum Project and the Spinifex Ridge Iron Ore Project located approximately 140 km east-southeast of Port Hedland and 50 km northeast of Marble Bar in the Pilbara region of Western Australia. Moly Mines also owns three molybdenum exploration prospects in New South Wales. Moly Mines also holds a 11.8 percent interest in Cortona Resources Limited.

The Company’s registered office and principal place of business is located at 46-50 Kings Park Road, West Perth, Western Australia, 6005.

The Company’s telephone number is +61 8 9429 3300 and the facsimile number is +61 8 9429 3399.

RECENT DEVELOPMENTS

The Company intends to introduce a share purchase plan to provide each of its Shareholders the right to increase their investment in the Company. The terms of the share purchase plan (including size of offering, record date and offer price) have yet to be determined, but are expected to be determined after the lodgment of this short form prospectus.

CONSOLIDATED CAPITALIZATION

Except as described below, there has been no material change in the share or loan capital of the Company since June 30, 2009. The following table sets forth the consolidated capitalization of the Company as at June 30, 2009 before and after giving effect to the Offering and the Debt Restructuring.

	As at June 30, 2009	Unaudited as at June 30, 2009 following completion of the Offering and the Debt Restructuring ⁽³⁾ ⁽⁴⁾
	A\$000	A\$000
Cash	64,012	30,811
Short Term Debt ⁽²⁾ ⁽⁴⁾	205,644	14,789
Long Term Debt ⁽²⁾	-	159,639
Shareholders Equity (including Reserves)	163,160	194,153
Retained Earnings (Deficit)	(47,674)	(47,674)
Total Capitalization	115,486	306,118

Notes:

- (1) These figures do not include shares issuable upon the exercise of options.
- (2) US\$ denominated debt translated at 0.8114:1 (US\$:A\$), being the foreign exchange rate as at June 30, 2009.
- (3) Net proceeds of the Offering, after deducting the Agents’ Fee and estimated expenses of \$857,000.
- (4) The short term debt of the Company consists of the Interim Financing Facility with various funds associated with the TCW (TCW together with its associated funds, the “**Noteholders**”). The Company’s 100% owned subsidiary Moly Metals Australia Pty Ltd issued notes with an aggregate principal value of US\$150 million (the “**Notes**”). The Notes bear interest at the rate of 20 percent per annum

compounded quarterly and were originally due for repayment on October 31, 2009. The Noteholders have agreed to a one month extension to allow the Company to complete a minimum US\$25 million equity raising before November 30, 2009. The total debt repayable is estimated at US\$174.3 million comprising the amount of the facility due as at November 30, 2009 of US\$186.4 million less US\$12.1 million that was repaid from proceeds from the sale of camp accommodation after June 30, 2009. As a consequence of the Interim Financing Facility, the Company issued 17,874,118 warrants to the Noteholders. Each warrant has a 10 year maturity and is exercisable into one new Share at an exercise price of \$0.0001.

The long term debt of the Company will consist of a restructure of the short term debt with approximately US\$143 million to be repaid over varying maturity dates being US\$40 million by April 30, 2011 (the “**Surplus Equipment Debt**”), US\$59 million by October 31, 2011 (the “**Equity Debt**”), US\$24 million by October 31, 2011 (the “**Equipment Debt**”) and US\$20 million by October 31, 2014 (the “**Iron Ore Debt**”). The Surplus Equipment Debt will be reduced dollar for dollar from the proceeds from the sale of surplus equipment from the Spinifex Ridge Molybdenum Project and is expected to be fully repaid from proceeds of sale of the relevant equipment before April 30, 2011. The Equipment Debt is for the equipment already purchased and allocated to the 10 mt/a Spinifex Ridge Molybdenum Project. The Iron Ore Debt is applied against the Spinifex Ridge Iron Ore Project at an interest rate of 15 percent (15%) per annum. The Noteholders will be issued 5,958,039 warrants in Moly Mines at an issue price of \$0.0001 per warrant. The warrants will not be issuable if the Company fully repays the US\$186 million by November 30, 2009.

- (5) After June 30, 2009, 989,000 options to purchase Shares were exercised to acquire 989,000 Shares at an exercise price of \$0.40 per Share.

The following table sets forth the effect of the Offering on the share capital of the Company:

Security	As at date of Short Form Prospectus	Immediately following the Offering⁽²⁾	Following conversion of all Warrants⁽²⁾
Shares	94,680,677	136,680,677	150,680,677
Warrants (issued under the Offering)	N/A	14,000,000	N/A
Existing unlisted warrants exercisable at A\$0.0001 on or before October 31, 2018	12,928,751	12,928,751	12,928,751
Existing unlisted warrants exercisable at A\$0.0001 on or before November 30, 2018	4,945,367	4,945,367	4,945,367

Notes:

- (1) This table assumes that no other warrants or options on issue as at June 30, 2009 are exercised, and does not include existing employee options on issue.
- (2) This table excludes the 5,958,039 warrants that may be issued to Noteholders at an issue price of \$0.0001 per warrant. The warrants will not be issuable if the Company fully repays the Interim Financing Facility of US\$186 million, including accrued interest, by November 30, 2009.

PRICE RANGE AND TRADING VOLUME OF THE SHARES

The Shares are listed for trading on the TSX and the ASX under the symbol “MOL”. The following table sets forth the high and low prices at which the Shares were traded and the trading volumes of the Company’s Shares on the TSX and the ASX for the twelve-month period before the date of this short form prospectus.

Date	ASX				TSX			
	Trading Price (A\$) Close	Price Range (A\$)		Trading Volume	Trading Price (\$) Close	Price Range (\$)		Trading Volume
		High	Low			High	Low	
2009								
October ⁽¹⁾	0.985	0.985	0.860	2,294,126	0.920	0.920	0.810	3,053,691
September	0.965	1.500	0.910	13,073,025	0.94	1.300	0.940	11,372,408
August	1.450	1.880	0.655	46,322,283	1.100	1.680	0.810	40,037,325
July	0.540	0.540	0.430	8,957,516	0.520	0.520	0.365	5,773,651
June	0.550	0.660	0.390	19,986,716	0.480	0.540	0.345	11,822,099
May	0.375	0.500	0.370	13,906,547	0.340	0.445	0.320	11,843,768
April	0.415	0.475	0.255	14,709,651	0.385	0.425	0.210	10,362,708

Date	ASX				TSX			
	Trading Price (A\$) Close	Price Range (A\$)		Trading Volume	Trading Price (\$) Close	Price Range (\$)		Trading Volume
		High	Low			High	Low	
March	0.260	0.280	0.205	4,532,452	0.210	0.240	0.165	3,932,685
February	0.250	0.330	0.245	2,106,889	0.185	0.260	0.185	3,793,577
January	0.275	0.440	0.275	3,763,835	0.200	0.350	0.200	5,180,811
2008								
December	0.375	0.375	0.220	2,884,925	0.270	0.270	0.180	2,544,317
November	0.285	0.435	0.220	11,163,621	0.235	0.315	0.130	19,711,830
October	0.360	1.130	0.335	10,779,699	0.280	0.700	0.220	22,137,361

Note:

(1) Price range and trading information for October 2009 only includes information for October 1 to October 6, 2009.

On October 6, 2009, the closing price of the Shares was \$0.92 on the TSX and A\$0.985 on the ASX.

USE OF PROCEEDS

The net proceeds to the Company from the Offering hereunder will be \$29,068,000 after deducting the Agents' Fee of \$1,575,000 and the estimated expenses of the Offering of \$857,000.

The initial US\$25 million of net proceeds raised by the Offering will be primarily used to develop the Spinifex Ridge Iron Ore Project, to progress the development of the Spinifex Ridge Molybdenum Project and for general corporate and working capital purposes. Any surplus net proceeds will be used to pay down, in the first instance, the US\$80 million notes due October 31, 2011 under the Interim Financing Facility, and then the US\$20 million notes due October 30, 2014 under the Interim Financing Facility (the proceeds of which were primarily used to finalize the engineering, design and construction of key long-lead items of plant and equipment for the Spinifex Ridge Molybdenum Project, to progress the development of the Spinifex Ridge Molybdenum Project and for general working capital purposes agreed with the lender).

There may be circumstances where a reallocation of the net proceeds of the Offering is advisable for business reasons that management, in its sole determination, may consider to be in the best interests of the Company.

DESCRIPTION OF SECURITIES BEING DISTRIBUTED

The Offering consists of up to 42,000,000 Units at an Offering Price of \$0.75 per Unit. Each Unit consists of one Share and one-third of a Warrant. Each Warrant will entitle the holder thereof to purchase one Share at an exercise price of \$1.00 per Share at any time on or before 5:00 p.m. (Toronto time) on the date that is 36 months following the Closing Date.

Warrants

The following summary of the material attributes and characteristics of the Warrants does not include a description of all of the terms of the Warrants, and reference should be made to the Warrant Indenture (as defined herein) for a complete description of the terms of the Warrants.

The Warrants will be issued in registered form pursuant to, and will be governed by, the terms of a warrant indenture (the "**Warrant Indenture**") to be entered into between the Company and Computershare Trust Company of Canada (the "**Warrant Agent**"). The Company will designate the principal transfer office of the Warrant Agent in Toronto, Ontario as the location at which the Warrants may be surrendered for exercise, transfer or exchange. Each whole Warrant will entitle the holder thereof to purchase one Share at a price of \$1.00 per Share for a period of 36 months following the Closing Date, at which time the Warrants will become null and void. The exercise price for the Warrants will be payable in Canadian dollars.

The Warrant Indenture will provide for adjustments to the number of the Shares issuable upon the exercise of the Warrants and/or the exercise price per Share upon the occurrence of certain events, including:

- (i) the issuance of Shares or securities exchangeable for or convertible into Shares to all or substantially all of the holders of Shares as a stock dividend or other distribution (other than a “dividend paid in the ordinary course”, as defined in the Warrant Indenture, or a distribution of Shares upon the exercise of the Warrants);
- (ii) the subdivision, redivision or change of Shares into a greater number of shares;
- (iii) the consolidation, reduction or combination of Shares into a lesser number of shares;
- (iv) the issuance to all or substantially all of the holders of Shares of rights, options or warrants under which such holders are entitled, during a period expiring not more than 45 days after the record date for such issuance, to subscribe for or purchase Shares, or securities exchangeable for or convertible into Shares, at a price per share to the holder (or at an exchange or conversion price per share) of less than 95 percent of the “current market price”, as defined in the Warrant Indenture, for Shares on such record date; and
- (v) the issuance or distribution to all or substantially all of the holders of Shares, of shares of any class other than Shares, rights, options or warrants to acquire Shares or securities exchangeable or convertible into Shares (other than an issuance referred to in (iv) above), of evidences of indebtedness or cash, securities or any property or other assets (other than an issuance or distribution of a dividend paid in the ordinary course).

The Warrant Indenture will also provide for adjustment in the class and/or number of securities issuable upon the exercise of the Warrants and/or exercise price per security upon the occurrence of the following additional events:

- (i) the reclassification of the Shares; (ii) the consolidation, amalgamation, arrangement pursuant to a plan of arrangement or merger of the Company with or into another entity (other than consolidations, amalgamations, plans of arrangement or mergers which do not result in any reclassification of the Shares or a change of Shares into other shares); or (iii) the transfer of any of the Company’s undertaking or assets as an entirety or substantially as an entirety to another company or other entity.

Any adjustment to the terms of the Warrants (including an adjustment to the exercise price or number of Shares over which the Warrants can be exercised) will be made in accordance with the ASX Listing Rules applying to the Warrants at the time of the relevant event. In the event of any reorganization of the issued capital of the Company, all rights of Warrant holders will be changed to the extent necessary to comply with the Listing Rules at the time of the reorganization.

No adjustment in the exercise price or the number of Shares issuable upon the exercise of the Warrants will be required to be made unless the cumulative effect of such adjustment or adjustments would result in a change of the exercise price by at least 1 percent.

Warrant holders will not be eligible to participate in future new issues by the Company without exercising some or all of their Warrants.

The Company will also covenant in the Warrant Indenture that, during the period in which the Warrants are exercisable, the Company will give notice to holders of Warrants of certain stated events, including events that would result in an adjustment to the exercise price for the Warrants or the number of Shares issuable upon exercise of the Warrants, at least 10 days prior to the record date or effective date, as the case may be, of such event.

No fractional Shares will be issuable upon the exercise of any Warrants, and no cash or other consideration will be paid in lieu of fractional shares. Any subscription for fractional Shares will be deemed to be a subscription for the next smallest whole number of Shares. Holders of Warrants will not have any voting or pre-emptive rights or any other rights which a holder of Shares would have.

Pursuant to the terms of the Warrant Indenture, the Company will be entitled to purchase in the market, by private contract or otherwise, any or all of the Warrants then outstanding, and any Warrants so purchased will be cancelled.

The Warrant Indenture will provide that the Company and the Warrant Agent, without the consent of the holders of Warrants, may from time to time amend or supplement the Warrant Indenture for certain purposes, including curing defects or inconsistencies or making any change that does not adversely affect the rights of holders of Warrants. Any amendment or supplement to the Warrant Indenture that adversely affects the interests of holders of Warrants may only be made by “extraordinary resolution”, which is defined in the Warrant Indenture as a resolution either: (1) passed at a meeting of the holders of Warrants at which there are holders of Warrants present in person or represented by proxy representing at least 10 percent of the aggregate number of the Shares which may be purchased pursuant to all the then outstanding Warrants and passed by the affirmative vote of holders of Warrants representing not less than 66 $\frac{2}{3}$ percent of the aggregate number of all the then outstanding Warrants represented at the meeting and voted on the poll upon such resolution; or (2) adopted by an instrument in writing signed by the holders of Warrants representing not less than 66 $\frac{2}{3}$ percent of the aggregate number of all the then outstanding Warrants.

Shares

As at June 30, 2009, the Company had an aggregate of 93,691,677 fully paid Shares issued and outstanding and no other shares in the capital of the Company of any other classes are issued or outstanding. Under the Australian Corporations Act, the Company is authorized to issue an unlimited number of Shares. However, under the ASX Listing Rules, in order to issue greater than 15 percent of the existing shares on issue in any 12 month period (which is calculated in accordance with a prescribed formula), the Company must, subject to certain exceptions, seek separate Shareholder approval. One of the aforementioned exceptions is an issue of securities that is subsequently approved by shareholders at a general meeting. Accordingly, a meeting of the Shareholders will be held on or around October 26, 2009, at which the Shareholders will vote on a resolution to approve the issuance of up to 125,000,000 Shares pursuant to the Offering (the “**Shareholder Approval**”). The resolution to be presented to the Shareholders in this regard must be passed by a simple majority of the votes cast thereon, either in person or by proxy.

The Shares are listed on the TSX and the ASX under the symbol “MOL”.

PRIOR SALES

The following table presents the distributions of Shares during the twelve-month period before the date of this short form prospectus:

<u>Date of Transaction</u>	<u>Number of Shares Issued</u>	<u>Issue Price (A\$)</u>
06/10/09	20,000	0.40
05/10/09	390,000	0.40
02/10/09	25,000	0.40
23/09/09	50,000	0.40
03/09/09	200,000	0.40
19/08/09	66,000	0.40
14/08/09	238,000	0.40
20/02/09	7,500,000	0.20

PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Agency Agreement, the Company has agreed to sell and the Agents have agreed to act as agents to offer for sale to the public on a reasonable best efforts basis, on the Closing Date, being October 27, 2009 or any later date as may be agreed upon by the parties but not later than the date that is 42 days after the date a final receipt is issued for this short form prospectus, up to 42,000,000 Units at a price of \$0.75 per Unit, payable in cash to the Agents against delivery of certificates representing the Units offered under the Offering. The Units are being offered to the public in all of the provinces of Canada other than Québec and Prince Edward Island and on a private placement basis in the United States. Subject to applicable law, the Agents may also offer the Units outside Canada and the United States.

The Agency Agreement provides that the Company will pay the Agents' Fee to the Agents in consideration for their services in connection with the Offering. Further, the Company has also agreed to reimburse the Agents for their expenses, legal fees and disbursements incurred in connection with the Offering.

The Agents have agreed to use their reasonable best efforts to sell the Units offered hereby, but they are not obligated to purchase any such Units. The obligations of the Agents under the Agency Agreement are conditional and may be terminated at their discretion on the basis of their assessment of the state of the financial markets and may also be terminated in certain stated circumstances and upon the occurrence of certain stated events.

The Agents may not, throughout the period of distribution, bid for or purchase Units or Shares of the Company. The foregoing restriction is subject to certain exemptions as long as the bid or purchase is not engaged in for the purpose of creating actual or apparent active trading in, or raising the price of, the Units or Shares. These exceptions include a bid or purchase permitted under the by-laws and rules of the TSX relating to market stabilization and passive market making activities and a bid or purchase made for and on behalf of a customer where the order was not solicited during the period of distribution.

Subscriptions for Units will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books at any time without notice.

The TSX has conditionally approved the listing of the Shares (including the Shares issuable upon exercise of the Warrants). The Company will apply for the listing of the Shares (including the Shares issuable upon exercise of the Warrants) on the ASX. Listing of the Shares will be subject to the Company fulfilling all of the listing requirements of the TSX and the ASX. **There is no market through which the Units may be sold and purchasers may not be able to resell Units purchased under this short form prospectus.**

It is expected that one or more global certificates for the Units distributed by this short form prospectus in Canada will be issued in registered form to CDS and will be deposited with CDS on the Closing Date. No certificate evidencing the Units will be issued to Canadian resident purchasers, except in certain limited circumstances, and registration will be made in the depository service of CDS. Canadian resident purchasers of the Units will receive only a customer confirmation from the Agents or other registered dealer who is a CDS participant and from or through whom a beneficial interest in the Units is purchased.

The Units, the Warrants and the Shares (including the Shares issuable upon exercise of the Warrants) have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws and, subject to certain exemptions, may not be offered or sold in the United States or to, or for the account or benefit of, any U.S. person (as defined in Regulation S under the U.S. Securities Act) except in transactions exempt from the registration requirements of the U.S. Securities Act. Each Agent has agreed that, except as permitted by the Agency Agreement, it will not offer or sell the Units within the United States or to, or for the account or benefit of, U.S. persons. This short form prospectus does not constitute an offer to sell or solicitation of an offer to buy any of the Units in the United States. In addition, until 40 days after the closing date, an offer or sale of Units within the United States by a dealer (whether or not participating in the Offering) may violate the registration requirements of the U.S. Securities Act.

RISK FACTORS

An investment in the Units offered under this short form prospectus involves a significant degree of risk and should be considered speculative in nature. In particular, the issuance of Shares under the Offering is subject to the approval of the Shareholders. An investment in the Units offered under this short form prospectus should only be made by those persons who can afford the loss of their entire investment.

All statements regarding the Company's business should be viewed in light of the risk factors listed below. Investors should consider carefully whether investment in the Units and/or the Shares is suitable for them in the light of the information in this short form prospectus and in the documents incorporated by reference and their personal circumstances. Such information does not purport to be an exhaustive list. If any of the identified risks were to materialize, the Company's business, financial position, results and/or future operations may be materially adversely affected. Additional risks and uncertainties not presently known to the Company, or which the Company currently deems immaterial, may also have an adverse effect upon the Company. There can be no certainty that the Company will be able to implement successfully the business strategy set out in this short form prospectus and in the documents incorporated by reference. No representation is or can be made as to the future performance of the Company and there can be no assurance that the Company will achieve its objectives. **Investors should consult their own professional advisers to assess the tax, legal and other aspects of an investment in Units and/or Shares.**

Risks relating to the Company

Prospective investors should consider carefully all of the information set out in this short form prospectus and in the documents incorporated by reference and the risks attaching to an investment in the Units and/or Shares including, in particular, the specific risk factors disclosed under the heading "**Risk Factors**" in the Company's AIF dated September 2, 2009, in the MD&A of the Company for the year ended June 30, 2009 and in the other documents incorporated by reference herein. See "**Documents Incorporated by Reference**".

Risks relating to the Offering

Failure to Obtain Shareholder Approval

The Agency Agreement requires the Shareholder Approval as a pre-condition to the closing of the Offering. ASX Listing Rule 7.1 provides that a company must not, without the approval of its ordinary security holders (and subject to a number of exceptions), issue or agree to issue securities that, in any rolling 12-month period, amount to more than 15 percent of its ordinary securities. As the Company proposes to issue more than 15 percent of its ordinary shares on issue under the Offering, it requires the Shareholder Approval.

Details of the Shareholder Approval are contained in the notice of meeting (and accompanying explanatory memorandum and management information circular) convening a general meeting of Shareholders, dispatched to Shareholders.

There can be no certainty, nor can the Company provide any assurance whatsoever, that the Shareholder Approval will be obtained. If it is not, the Company will be unable to issue the Shares to complete the Offering. The failure to receive the Shareholder Approval could have a material adverse effect on the market price and value of the Shares and on the financial condition of the Company.

No market for Units

The Company has applied for the listing of the Shares (including the Shares issuable upon exercise of the Warrants) on the TSX and will apply for listing of those Shares on the ASX. However, there is no market through which the Units may be sold and purchasers may not be able to resell the Units distributed under this short form prospectus. Listing will be subject to the Company fulfilling all the listing requirements of the TSX and the ASX.

Moly Mines has discretion in the use of net proceeds from the Offering

The Company currently intends to allocate the net proceeds it will receive from the Offering as described under “*Use of Proceeds*”. However, management will have discretion in the actual application of the net proceeds and may elect to allocate net proceeds differently from that described in “*Use of Proceeds*” if they believe that it would be in the best interests of the Company to do so. Shareholders may not agree with the manner in which management chooses to allocate and spend the net proceeds. The failure by management to apply these funds effectively could have a material adverse effect on the Company’s business.

CANADIAN FEDERAL INCOME TAX CONSIDERATIONS FOR CANADIAN HOLDERS OF SHARES AND WARRANTS

The following is, as of the date of this short form prospectus, a general summary of the principal Canadian federal income tax considerations generally applicable to an investor (a “**Holder**”) who acquires Shares and Warrants pursuant to the Offering who, for purposes of the Tax Act at all relevant times, is or is deemed to be resident in Canada, will hold the Shares and Warrants issued under this prospectus and the Shares issuable pursuant to the Warrants (collectively, “**Securities**”) as capital property and deals at arm’s length with, and is not affiliated with, the Company. Generally, Securities will be considered to be capital property to a Holder provided that the Holder does not hold such Securities in the course of carrying on a business of buying and selling securities and has not acquired such Securities as an adventure in the nature of trade.

This summary is not applicable to a Holder (i) that is a “financial institution”, as defined in the Tax Act for purposes of the mark-to-market rules; (ii) an interest which would be a “tax shelter investment” as defined in the Tax Act; (iii) that is a “specified financial institution” as defined in the Tax Act; (iv) in relation to which the Company is a “foreign affiliate” as defined in the Tax Act; or (v) that reports its Canadian tax results in a currency other than Canadian currency. **Such Holders should consult their own tax advisors.**

This summary is of general nature only and is not intended to be, nor should it be construed to be, legal or tax advice to any particular investor. This summary is not exhaustive of all Canadian federal income tax considerations. There may also be tax considerations for investors under the laws of Australia or the laws of any other jurisdiction in which the investor resides or to which the investor is subject that are not addressed by this summary. Accordingly, prospective purchasers are urged to consult their own tax advisors with respect to their particular circumstances.

This summary is based on the current provisions of the Tax Act and the regulations thereunder. This summary takes into account all specific proposals to amend the Tax Act and the regulations publicly announced by or on behalf of the Minister of Finance (Canada) prior to the date hereof (the “**Proposals**”) and counsel’s understanding of the current administrative policies and assessing practices of the Canada Revenue Agency (the “**CRA**”) publicly available prior to the date hereof. No assurance can be given that the Proposals will be enacted in their current form or at all. This summary does not otherwise take into account any changes in law or in the administrative policies or assessing practices of the CRA, whether by legislative, governmental or judicial decision or action, nor does it take into account or consider any provincial, territorial or foreign income tax considerations. The provisions of provincial income tax legislation vary from province to province in Canada and in some cases differ from federal income tax legislation.

For the purposes of the Tax Act, all amounts relating to the acquisition, holding or disposition of Securities (including dividends received or deemed to have been received, adjusted cost base and proceeds of disposition) must generally be converted into Canadian dollars using the relevant exchange rate quoted by the Bank of Canada at noon on the relevant day or such other rate or rates of exchange acceptable to the Minister of National Revenue (Canada).

Allocation of Unit Purchase Price

The total purchase price of a Unit to a purchaser must be allocated on a reasonable basis between the Share and the one-third of a Warrant to determine the cost of each to the purchaser for purposes of the Tax Act.

For its purposes, the Company intends to allocate approximately \$0.71 of the Offering Price of each Unit as consideration for the issue of each Share and \$0.04 of the Offering Price of each Unit as consideration for the issue of the one-third of a Warrant. Although the Company believes that its allocation is reasonable, it is not binding on the CRA or the Holder. The Holder's adjusted cost base of the Share comprising a part of each Unit will be determined by averaging the cost allocated to the Share with the adjusted cost base to the Holder of all Shares owned by the Holder as capital property immediately prior to such acquisition.

Exercise of Warrants

No gain or loss will be realized by a Holder upon the exercise of a Warrant to acquire a Share. The Holder's cost of the Share acquired on the exercise of a Warrant will be the aggregate of the Holder's adjusted cost base of such Warrant and the exercise price paid for the Share. The Holder's adjusted cost base of the Share so acquired will be determined by averaging such cost with the adjusted cost base to the Holder of all Shares owned by the Holder as capital property immediately prior to such acquisition.

Disposition and Expiry of Warrants

A disposition or deemed disposition by a Holder of a Warrant (other than upon the exercise thereof) will generally give rise to a capital gain (or capital loss) equal to the amount by which the proceeds of disposition, net of any reasonable costs of disposition, are greater (or less) than such Holder's adjusted cost base of the Warrant. In the event of the expiry of an unexercised Warrant, the Holder will realize a capital loss equal to the Holder's adjusted cost base of such Warrant. The tax treatment of capital gains and capital losses is discussed in greater detail below under the subheading "*Capital Gains and Capital Losses*".

Dividends on Shares

Any dividends received or deemed to be received on the Shares by a Holder who is an individual will be included in the individual's income and will not be subject to the gross-up and dividend tax credit rules in the Tax Act normally applicable to taxable dividends received from taxable Canadian corporations. Dividends received or deemed to be received on the Shares by a Holder that is a corporation will be included in computing the corporation's income and generally will not be deductible in computing the corporation's taxable income.

Australian non-resident withholding tax or other Australian income tax payable by a Holder in respect of dividends received on the Shares may be eligible for a foreign tax credit or deduction under the Tax Act to the extent and under the circumstances prescribed in the Tax Act.

Dispositions of Shares

A Holder who disposes of or is deemed to dispose of Shares (including on a purchase of Shares for cancellation by Moly Mines) will generally realize a capital gain (or a capital loss) to the extent that the Holder's proceeds of disposition, net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of such Shares to the Holder immediately before the disposition. The tax treatment of capital gains and capital losses is discussed in greater detail below under the subheading "*Capital Gains and Capital Losses*".

Capital Gains and Capital Losses

One-half of any capital gain (the "**taxable capital gain**") realized by a Holder will be included in the Holder's income for the year of disposition. One-half of any capital loss realized (the "**allowable capital loss**") generally must be deducted by the Holder against taxable capital gains realized by the Holder for the year of disposition. Any excess of allowable capital losses over taxable capital gains for the year of disposition generally may be carried back up to three taxation years or forward indefinitely and deducted against net taxable capital gains in those other years to the extent and in the circumstances prescribed in the Tax Act.

Australian tax, if any, levied on any gain realized on the disposition of the Shares may be eligible for a foreign tax credit under the Tax Act to the extent and under the circumstances prescribed in the Tax Act.

Capital gains realized by a Holder that is an individual or trust, other than certain specified trusts, may give rise to alternative minimum tax under the Tax Act.

Additional Refundable Tax

Corporations that are “Canadian-controlled private corporations”, as defined in the Tax Act, may be subject to an additional refundable 6⅓ percent tax on their “aggregate investment income” which is defined in the Tax Act to include an amount in respect of taxable capital gains, interest and certain dividends.

Proposals Regarding Foreign Investment Entities

The Department of Finance (Canada) proposed amendments to the Tax Act generally applicable for taxation years commencing after 2006 (unless a taxpayer elects to have the proposed legislation apply to years after 2002 and before 2007), regarding the taxation of certain interests held by Canadian residents in non-resident entities that constitute “foreign investment entities” (the “**FIE Proposals**”). A corporation not resident in Canada is not a foreign investment entity if the “carrying value” of all of its “investment property” is not greater than one-half of the “carrying value” of all of its property or if, throughout the taxation year, its principal undertaking is not an “investment business” within the meaning of those terms in the FIE Proposals.

In the event that the FIE Proposals are enacted as proposed and do apply to the Securities, a Holder may be required to include in income for each taxation year an amount of income or gains relating to the Securities computed in accordance with the FIE Proposals, regardless of whether or not the Holder actually receives any income from, or realizes any gains relating to, the Securities.

The determination of whether or not the Company is a foreign investment entity must be made on an annual basis at the end of each taxation year of the Company, and no assurances can be given that the Company will not be a foreign investment entity at the end of any of its taxation years.

The FIE Proposals are complex and have been subject to extensive commentary and amendment. No assurances can be given that the FIE Proposals will be enacted in the form currently proposed. On January 27, 2009, the Department of Finance (Canada) announced that it had received submissions on the FIE Proposals and would be reviewing the FIE Proposals in light of those submissions. Holders should consult their own tax advisors regarding the application of the FIE Proposals in their particular circumstances.

In any event, the FIE Proposals will not apply in a taxation year of a Holder of Shares in respect of those Shares if, at the end of the taxation year of Moly Mines that ends in such year, the Shares are an “exempt interest” to the Holder. Generally, the Shares will constitute an exempt interest to a Holder at a particular time if:

- (i) it is reasonable to conclude that the Holder has, at that time, no “tax avoidance motive” (within the meaning of the FIE Proposals) in respect of the Shares;
- (ii) throughout the period of Moly Mines’ taxation year that includes that time, during which the Holder held the Shares, either (i) the Company is governed by and exists under the laws of Australia, and the Company is a resident of Australia for purposes of the Australia-Canada Income Tax Convention, or (ii) the Company is a resident of Australia for purposes of the Tax Act and the Shares are listed on a designated stock exchange (which currently includes the TSX and ASX); and
- (iii) throughout such period, the Shares are an “arm’s length interest” of the Holder within the meaning of the FIE Proposals.

The determination of whether a Holder will have a tax avoidance motive in respect of the Shares within the meaning of the FIE Proposals will depend upon the particular circumstances of the Holder. Holders should consult their own tax advisors regarding the determination of whether they may be considered, under the FIE Proposals, to have such a tax avoidance motive. The Shares will qualify as an arm’s length interest at any time in respect of a Holder for purposes of the FIE Proposals provided (i) it is reasonable to conclude that there are at least 150 persons each of

which holds at that time Shares having a total fair market value of at least \$500, or that the Shares are listed on a designated stock exchange and were traded on at least 10 consecutive trading days on that stock exchange in the period that began 30 days before that time, (ii) it is reasonable to conclude that the Shares can normally be acquired and sold by members of the public in the open market, and (iii) the aggregate fair market value at that time of the Shares that are held by the Holder, or an entity or individual with whom the Holder does not deal at arm's length for purposes of the Tax Act, does not exceed 10 percent of the aggregate fair market value of all the Shares at that time. No assurances can be given that the Shares will qualify as an arm's length interest upon the closing of the Offering or at any time in the future.

Foreign Property Information Reporting

In general, a "specified Canadian entity", as defined in the Tax Act, for a taxation year or fiscal period whose total cost amount of "specified foreign property", as defined in the Tax Act, at any time in the taxation year or fiscal period exceeds \$100,000, is required to file an information return for the taxation year or fiscal period disclosing prescribed information, including the cost amount and any income in the year, in respect of such property. With some exceptions, a taxpayer resident in Canada in the year, other than a corporation or trust exempt from tax under Part I of the Tax Act, will be a specified Canadian entity. The Warrants and the Shares will be specified foreign property to a Holder. The reporting rules in the Tax Act are complex and this summary does not purport to explain all circumstances in which reporting may be required by any investor. Accordingly, Holders should consult their own tax advisors regarding compliance with these rules.

INTERNATIONAL ISSUER

The Company is incorporated and organized under the laws of a foreign jurisdiction and resides outside of Canada. Although the Company has appointed Blakes Extra Provincial Services Inc. of 199 Bay Street, Suite 2800, Commerce Court West, Toronto, Ontario M5L 1A9 as its agent for service of process in Canada, it may not be possible for investors to collect from the Company judgments obtained in Canadian courts predicated on the civil liability provisions of securities legislation.

INTEREST OF EXPERTS

Certain legal matters relating to the Offering will be passed upon by Blake, Cassels & Graydon LLP, on behalf of the Company and by Fraser Milner Casgrain LLP, on behalf of the Agents. As at the date hereof, the partners and associates of Fraser Milner Casgrain LLP, as a group, and Blake, Cassels & Graydon LLP, as a group, own, directly or indirectly, less than one percent of the Shares.

Ernst & Young is the auditor of the Company and is independent of the Company in accordance with the applicable rules of professional conduct.

AUDITORS

The Company's auditors are Ernst & Young, The Ernst & Young Building, 11 Mounts Bay Road, Perth, Western Australia.

REGISTRAR AND TRANSFER AGENT

The registrar and transfer agent for the Company's Shares in Canada is Computershare Investor Services Inc. at its principal offices located at 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1. The Company's registrar and transfer agent for its Shares in Australia is Computershare at its offices located at Level 2, 45 St Georges Terrace, Perth, WA 6000, Australia.

STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in certain of the provinces of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. This right may be exercised within two business days after receipt or deemed

receipt of a prospectus and any amendment. In several of the provinces, the securities legislation further provides a purchaser with remedies for rescission or damages if the prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission or revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of these rights or consult with a legal adviser.

CERTIFICATE OF THE COMPANY

Dated October 7, 2009

This short form prospectus, together with the documents incorporated by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this short form prospectus as required by the securities legislation of the Provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick and Newfoundland and Labrador.

(Signed) DEREK FISHER
Chief Executive Officer and Managing Director

(Signed) JOHN MCEVOY
Chief Financial Officer

On behalf of the Board of Directors of Moly Mines Limited

(Signed) DAVID CRAIG
Chairman

(Signed) DAVID NIXON
Director

CERTIFICATE OF THE AGENTS

Dated October 7, 2009

To the best of our knowledge, information and belief, this short form prospectus, together with the documents incorporated by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this short form prospectus as required by the securities legislation of the Provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick and Newfoundland and Labrador.

PARADIGM CAPITAL INC.

(Signed) ANDREW PARTINGTON

GMP SECURITIES L.P.

(Signed) MARK WELLINGS