



## IVANHOE MINES LTD. (IVN) - RIGHTS DISTRIBUTION

**DESCRIPTION:**

Ivanhoe Mines Ltd. (IVN) has declared a Rights distribution to IVN Common Shareholders, as described below:

**RIGHTS:** Transferable Rights (Rights) to purchase three (3) New IVN Common Shares per twenty (20) Rights.

**PRICE:** \$13.88 per IVN Common Share

**DISTRIBUTION RATIO:** One (1) transferable Right per each IVN Common Share.

**RECORD DATE:** Friday, December 31, 2010

**EXPIRATION:** 5:00 PM Eastern Standard Time on Wednesday, January 26, 2011, unless extended

**DEPOSITARY:** CIBC Mellon

**GUARANTY PERIOD:** Three (3) Business Days

**Contract Adjustments:**

Pursuant to the By-Laws of the Options Clearing Corporation ("OCC"), the below Ivanhoe Mines Ltd. options will be adjusted as follows.

<b>Adjustment Date:</b>	<b>Wednesday, December 29, 2010</b>
<b>Option Symbol:</b>	<b>IVN becomes IVN1</b>
<b>Underlying Security:</b>	IVN Becomes IVN1
<b>Contract Multiplier:</b>	1
<b>Strike Prices:</b>	unchanged
<b>Multiplier:</b>	100 (e.g. Premium of 1.00 = \$100)
<b>Settlement</b>	5%, 95%
<b>CUSIP:</b>	46579N137, 46579N103
<b>New Deliverable:</b>	<b>1) 100 Rights (IVNR) to Purchase 15 (New) IVN Common Shares (subject to delayed settlement until the end of when issued trading on January 6, 2011)</b> <b>2) 100 Ivanhoe Mines Ltd. (IVN) Common Shares</b>

**GTC Order Cancellation:**

On Tuesday, December 28, 2010, immediately after the BOX close, all resting orders for IVN in the order book will be canceled by the BOX Market Operations Center. If a BOX Participant wishes to enter orders for the adjusted IVN1 series, the BOX Participant will need to reenter the orders before the open on Wednesday, December 29, 2010.

**Additional Exchange Info:**

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
IVN	C/P	2.50	01/22/2011	IVN1	C/P	2.50	01/22/2011
IVN	C/P	5.00	01/22/2011	IVN1	C/P	5.00	01/22/2011
IVN	C/P	7.50	01/22/2011	IVN1	C/P	7.50	01/22/2011
IVN	C/P	9.00	01/22/2011	IVN1	C/P	9.00	01/22/2011
IVN	C/P	10.00	01/22/2011	IVN1	C/P	10.00	01/22/2011
IVN	C/P	11.00	01/22/2011	IVN1	C/P	11.00	01/22/2011

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
IVN	C/P	12.50	01/22/2011	IVN1	C/P	12.50	01/22/2011
IVN	C/P	14.00	01/22/2011	IVN1	C/P	14.00	01/22/2011
IVN	C/P	15.00	01/22/2011	IVN1	C/P	15.00	01/22/2011
IVN	C/P	16.00	01/22/2011	IVN1	C/P	16.00	01/22/2011
IVN	C/P	17.50	01/22/2011	IVN1	C/P	17.50	01/22/2011
IVN	C/P	19.00	01/22/2011	IVN1	C/P	19.00	01/22/2011
IVN	C/P	20.00	01/22/2011	IVN1	C/P	20.00	01/22/2011
IVN	C/P	21.00	01/22/2011	IVN1	C/P	21.00	01/22/2011
IVN	C/P	22.50	01/22/2011	IVN1	C/P	22.50	01/22/2011
IVN	C/P	24.00	01/22/2011	IVN1	C/P	24.00	01/22/2011
IVN	C/P	25.00	01/22/2011	IVN1	C/P	25.00	01/22/2011
IVN	C/P	26.00	01/22/2011	IVN1	C/P	26.00	01/22/2011
IVN	C/P	27.00	01/22/2011	IVN1	C/P	27.00	01/22/2011
IVN	C/P	28.00	01/22/2011	IVN1	C/P	28.00	01/22/2011
IVN	C/P	29.00	01/22/2011	IVN1	C/P	29.00	01/22/2011
IVN	C/P	30.00	01/22/2011	IVN1	C/P	30.00	01/22/2011
IVN	C/P	31.00	01/22/2011	IVN1	C/P	31.00	01/22/2011
IVN	C/P	32.00	01/22/2011	IVN1	C/P	32.00	01/22/2011
IVN	C/P	33.00	01/22/2011	IVN1	C/P	33.00	01/22/2011
IVN	C/P	35.00	01/22/2011	IVN1	C/P	35.00	01/22/2011
IVN	C/P	40.00	01/22/2011	IVN1	C/P	40.00	01/22/2011
IVN	C/P	20.00	02/19/2011	IVN1	C/P	20.00	02/19/2011
IVN	C/P	21.00	02/19/2011	IVN1	C/P	21.00	02/19/2011
IVN	C/P	22.00	02/19/2011	IVN1	C/P	22.00	02/19/2011
IVN	C/P	23.00	02/19/2011	IVN1	C/P	23.00	02/19/2011
IVN	C/P	24.00	02/19/2011	IVN1	C/P	24.00	02/19/2011
IVN	C/P	25.00	02/19/2011	IVN1	C/P	25.00	02/19/2011
IVN	C/P	26.00	02/19/2011	IVN1	C/P	26.00	02/19/2011
IVN	C/P	27.00	02/19/2011	IVN1	C/P	27.00	02/19/2011
IVN	C/P	28.00	02/19/2011	IVN1	C/P	28.00	02/19/2011
IVN	C/P	29.00	02/19/2011	IVN1	C/P	29.00	02/19/2011
IVN	C/P	5.00	03/19/2011	IVN1	C/P	5.00	03/19/2011
IVN	C/P	7.50	03/19/2011	IVN1	C/P	7.50	03/19/2011
IVN	C/P	10.00	03/19/2011	IVN1	C/P	10.00	03/19/2011
IVN	C/P	12.00	03/19/2011	IVN1	C/P	12.00	03/19/2011
IVN	C/P	13.00	03/19/2011	IVN1	C/P	13.00	03/19/2011
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IVN	C/P	15.00	03/19/2011	IVN1	C/P	15.00	03/19/2011
IVN	C/P	16.00	03/19/2011	IVN1	C/P	16.00	03/19/2011
IVN	C/P	17.00	03/19/2011	IVN1	C/P	17.00	03/19/2011
IVN	C/P	18.00	03/19/2011	IVN1	C/P	18.00	03/19/2011
IVN	C/P	19.00	03/19/2011	IVN1	C/P	19.00	03/19/2011
IVN	C/P	20.00	03/19/2011	IVN1	C/P	20.00	03/19/2011
IVN	C/P	21.00	03/19/2011	IVN1	C/P	21.00	03/19/2011
IVN	C/P	22.00	03/19/2011	IVN1	C/P	22.00	03/19/2011

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IVN	C/P	26.00	03/19/2011	IVN1	C/P	26.00	03/19/2011
IVN	C/P	27.00	03/19/2011	IVN1	C/P	27.00	03/19/2011
IVN	C/P	28.00	03/19/2011	IVN1	C/P	28.00	03/19/2011
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IVN	C/P	40.00	03/19/2011	IVN1	C/P	40.00	03/19/2011
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IVN	C/P	17.50	06/18/2011	IVN1	C/P	17.50	06/18/2011
IVN	C/P	19.00	06/18/2011	IVN1	C/P	19.00	06/18/2011
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IVN	C/P	22.00	06/18/2011	IVN1	C/P	22.00	06/18/2011
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IVN	C/P	31.00	06/18/2011	IVN1	C/P	31.00	06/18/2011
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IVN	C/P	40.00	01/21/2012	IVN1	C/P	40.00	01/21/2012

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IVN	C/P	20.00	01/19/2013	IVN1	C/P	20.00	01/19/2013
IVN	C/P	25.00	01/19/2013	IVN1	C/P	25.00	01/19/2013
IVN	C/P	30.00	01/19/2013	IVN1	C/P	30.00	01/19/2013
IVN	C/P	35.00	01/19/2013	IVN1	C/P	35.00	01/19/2013

**Questions regarding this memo can be addressed to the BOX Market Operations Center at 617-235-2291 or toll free at 1-866-768-8845.**