

5 April 2019

**RIVERSDALE'S FOUNDING SHAREHOLDERS HAVE ACCEPTED HANCOCK'S OFFER**

Dear Riversdale Shareholders,

We write to inform you of several key developments in relation to our offer for your shares in Riversdale Resources Limited (**Offer**). The Offer is scheduled to close at **7pm** (Sydney time) on **14 April 2019** (unless extended in accordance with the Corporations Act). We urge you to **ACCEPT THE OFFER WITHOUT DELAY**.

**Founding Shareholders have accepted the Offer**

We are pleased to advise that Mr Michael O'Keeffe (former Riversdale Chairman), Mr Steve Mallyon (former Riversdale Managing Director) and Mr Anthony Martin (Riversdale Chief Financial Officer), who together held approximately 16.53% of all Riversdale Shares, have accepted our Offer.

Hancock now has an interest in approximately 36.7% of Riversdale Shares.

**The Offer is unconditional**

As announced on 3 April 2019, the Offer is **UNCONDITIONAL**. This means that Riversdale Shareholders who accept the Offer of \$2.20 per share will be paid within 7 days of receipt of their valid acceptance. To meet Canadian tax requirements, an amount \$0.55 per share will be withheld pending the Riversdale Shareholder's provision of a tax clearance certificate, at which time those funds will be released to you (see the Second Supplementary Bidder's Statement dated 27 March 2019 and below for details).

Any Riversdale Shareholder that accepts the Offer now will also be paid a further \$0.30 per share<sup>1</sup> (for a total of \$2.50 per share), if Hancock's voting power in Riversdale exceeds 50% on a fully diluted basis before the Offer closes.

**How to accept the Offer**

The Offer is scheduled to close at **7pm** (Sydney time) on **14 April 2019** (unless extended in accordance with the Corporations Act). To ensure your acceptance is received prior to that time, we urge you to **ACCEPT THE OFFER WITHOUT DELAY**.

You should refer to the instructions on the Acceptance Form when accepting the Offer. If you have lost your Acceptance Form, please email: [mail@hancockprospecting.com.au](mailto:mail@hancockprospecting.com.au)

**Assistance with Canadian Withholding Tax Processes**

Hancock is finalising an information pack and contact to help Riversdale Shareholders understand their Canadian tax obligations. Details will be released in the coming days through the Hancock website. This will not include the provision of tax advice and will not be a replacement for Riversdale Shareholders obtaining their own tax advice.

**Questions**

Riversdale Shareholders who have questions on the Offer can contact the Hancock Offer Information Line during the hours of 12.00pm and 8.00pm (Sydney time), Monday to Friday on +61 8 9429 8222.

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<sup>1</sup> Canadian withholding tax requirements will also apply to this amount