

HANCOCK HAS ACHIEVED AN INTEREST IN MORE THAN 85% OF RIVERSDALE SHARES

Hancock Corporation Pty Ltd (**Hancock**), a wholly-owned subsidiary of Hancock Prospecting Pty Ltd, refers to its all-cash unconditional offer to acquire all of the ordinary shares in Riversdale Resources Limited (**Riversdale**) in which Hancock does not already have a relevant interest (**Offer**).

Hancock's interest moves above 85%, triggering Offer Price increase

Hancock advises that it has achieved an interest in more than 85% of Riversdale Shares on a fully diluted basis, following further acceptances received from remaining Riversdale Shareholders, including RCF.

As a result, the Offer Price has been increased to \$2.70 per Riversdale Share. The increased Offer Price will now be payable¹ to all Riversdale Shareholders who accept the Offer (including those who have already accepted into the Offer to date).

Hancock Chair, Mrs Gina Rinehart stated "I am delighted to be able to confirm that Hancock has achieved an interest in more than 85% of Riversdale. For a long time, Hancock has wanted to find a good metallurgical coal opportunity to complement our iron ore projects – both commodities being critical for steelmaking. Grassy Mountain is a good strategic fit for Hancock that adds to our existing iron ore interests in Hope Downs, Roy Hill and Atlas Iron. We look forward to working with Riversdale's staff and other stakeholders to deliver this exciting project."

Garry Korte, Hancock's CEO added "We are very pleased to have been able to achieve control, and look forward to working with Riversdale's employees, the Canadian Federal and Alberta governments, First Nations and the local community to progress this outstanding project."

Extension of Offer Period

The Offer Period has been automatically extended by 14 days under the Corporations Act, and is now scheduled to close at 7.00pm (Sydney time) on 21 May 2019 (unless extended).

Canadian tax obligations

Hancock reminds Riversdale Shareholders that an information package is available to assist them, should they so wish, to understand and complete their Canadian tax obligations, and is available at: www.hancockprospecting.com.au. PwC can also be engaged by Riversdale Shareholders for a flat fee to assist with the completion of the relevant Canadian Revenue Agency (**CRA**) filings and forms.

Those Riversdale Shareholders who had already accepted into the Offer will need to lodge some updated CRA forms and supplementary information given the increased Offer Price that they will now receive. Riversdale Shareholders should consult their tax advisor for advice.

Remaining Riversdale Shareholders are encouraged to accept the Offer to ensure timely payment

Hancock is approaching the 90% interest threshold for compulsory acquisition. Consistent with statements made in its bidder's statement, should 90% be achieved then Hancock intends to proceed to compulsorily acquire all Riversdale Shares that it does not already own (in accordance with the Corporations Act).

To ensure they are paid in a timely manner, Riversdale Shareholders are therefore encouraged to accept the Offer without delay. Riversdale Shareholders who choose not to accept the Offer (and where Hancock is subsequently entitled to exercise compulsory acquisition rights), are likely to be paid much later than Riversdale Shareholders who accept the Offer.

¹ The Offer Price you receive will be reduced by any amounts which Hancock is to withhold under applicable tax legislation, see section 13.7 of the Bidder's Statement and the Second Supplementary Bidder's Statement (in particular sections 6 to 8) for further details on the process for payment of the Offer consideration

Background to Hancock's investment in Riversdale

Hancock Corporation is an Australian proprietary company limited by shares and is a wholly owned subsidiary of Hancock Prospecting.

In 2018, Hancock entered the register of Riversdale, through a placement for 19.99% of the company at a weighted average subscription price of \$1.70 per share, for a total cost of approximately \$100M.

Hancock's Offer for the remaining shares in Riversdale was announced in February 2019. Should the Offer result in Hancock achieving 100% ownership of Riversdale, the cost of the Offer will total approximately \$644M, for a total Hancock investment of approximately \$744M, at a weighted average price of \$2.50 per share.

Riversdale's Target Statement included an Independent Expert Report, which valued Riversdale shares within the range of \$2.56 to \$3.05 per share.

Hancock Prospecting

Hancock Prospecting is a privately held Australian company that has a long and important association with the mining industry, primarily through its involvement in the Pilbara region of West Australia and with the iron ore sector.

Hancock Prospecting holds a 50% interest in the 47mtpa Hope Downs Project (in a joint venture with Rio Tinto) and a 70% interest in the mega Roy Hill Project, a substantial integrated iron ore mine, railway and port project. Roy Hill has ramped up its production and shipments of iron ore to a rate of 55 million tonnes per annum and has recently obtained approvals and is continuing to ramp up to further increase production to 60 million tonnes per annum. In addition to its initial investment into Riversdale, during 2018 Hancock also completed the acquisition of Atlas Iron Limited. The company has various iron ore exploration projects in the Pilbara, including its Mulga Downs project, along with various other mining interests and tenements in Australia, Europe and the Americas.

Riversdale Resources Limited

Riversdale Resources Limited (Riversdale) ABN 63 152 669 291 is an Australian incorporated hard coking coal development company which is focused on the permitting and development of the Grassy Mountain project and surrounding exploration tenements in the Crowsnest Pass region of Alberta, Canada.

More detail on the company is available on the company's website: <http://www.rivresources.com>

Ends.