

# REDSTONE CORPORATION PTY LTD

ACN 625 680 159

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West Perth 6872  
Western Australia

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9 November 2018

## BY FACSIMILE

Company Announcements  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Madam/Sir

### **Off-market takeover bid by Redstone Corporation Pty Ltd for Atlas Iron Limited (ASX: AGO) – Notice of Compulsory Acquisition**

I refer to the off-market takeover bid by Hancock Prospecting Pty Ltd ACN 008 676 417, through its wholly-owned subsidiary, Redstone Corporation Pty Ltd ACN 625 680 159 (**Redstone**), for all of the ordinary shares in Atlas Iron Limited ACN 110 396 168 (**Atlas**) in which Redstone did not have a relevant interest (**Offer**).

On 9 October 2018, Redstone gave notice that it had achieved relevant interests in Atlas shares of more than 90%. The Offer closed at 5:00pm Perth time on 12 October 2018.

In accordance with section 661B(1)(d) of the *Corporations Act 2001* (Cth) (**Corporations Act**), I **attach** a notice of compulsory acquisition (**Notice**).

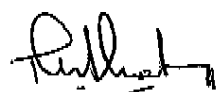
In accordance with sections 661B(1)(b) and 661B(1)(c) of the *Corporations Act*, the Notice:

- was lodged with the Australian Securities and Investments Commission (**ASIC**) today (ASIC takes no responsibility for the contents of the Notice); and
- will be sent to each holder of ordinary shares in Atlas (other than Redstone).

For completeness, I also **attach** a pro-forma of the covering letter to be despatched to each holder of ordinary shares in Atlas (other than Redstone).

Redstone understands that ASX will suspend quotation of Atlas shares five business days after today, in accordance with ASX Listing Rule 17.4.

Yours faithfully  
**Redstone Corporation Pty Ltd**



**Jabez Huang**  
**Company Secretary**  
Att

**Australian Securities & Investments Commission**

**Form 6021**  
Corporations Act 2001  
661B(1)(a)

# Notice of compulsory acquisition following takeover bid

## Notice

### To each holder of:

Description of class of securities to which the bid relates

Fully paid ordinary shares  
(Bid Class Securities)

Name of target company or body

in  
Name ('the Company')  
Atlas Iron Limited

ACN/ARBN/ARSN  
ACN 110 396 168

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid relates.
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by  
Redstone Corporation Pty Ltd (ACN 625 680 159)

in respect of the acquisition of Bid Class Securities in the company.

The offers

Tick one box

- closed
- are scheduled to close

Date offers closed or are scheduled to close

on

Date  
1 2 / 1 0 / 1 8  
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).  
(See subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following
- securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
  - securities to which the bid related issued after the end of the offer period and before the date of this notice
  - securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
  - securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being

Description of securities

[Empty box]

Description of securities

the following securities in the bid class in which the bidder has a relevant interest  
[Empty box]

Tick one box

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection
- 661A(1)
  - 661A(3)
- of the Act to compulsorily acquire your securities and desires to acquire those securities.

# Continued... Notice

- 4 Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date

0	9	/	1	1	/	1	8
[D]	[D]		[M]	[M]		[Y]	[Y]

Date of lodgement

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

Details of alternative terms.

N/A

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply

N/A

- 5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

- 6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

this notice was given.

the end of the offer period.

- 7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

- 8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

## Signature

Name of person signing

Jay Eliot Newby

Capacity

Director

Signature



Date signed

0	9	/	1	1	/	1	8
[D]	[D]		[M]	[M]		[Y]	[Y]

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9 November 2018

Dear Atlas Shareholder

## Off-market takeover bid by Redstone Corporation Pty Ltd for Atlas Iron Limited (ASX: AGO) – Notice of Compulsory Acquisition

I refer to the off-market takeover bid by Hancock Prospecting Pty Ltd ACN 008 676 417, through its wholly-owned subsidiary, Redstone Corporation Pty Ltd ACN 625 680 159 (**Redstone**), for all of the ordinary shares in Atlas Iron Limited ACN 110 396 168 (**Atlas**) in which Redstone did not have a relevant interest (**Offer**) and note that the Offer closed at 5:00pm Perth time on 12 October 2018.

The formal notice **enclosed** with this letter relates to Redstone's intention to compulsorily acquire your outstanding Atlas shares (**Notice**) under the compulsory acquisition provisions of the *Corporations Act 2001* (Cth) (**Corporations Act**). The compulsory acquisition of your Atlas shares will be on the same terms as the Offer, namely, \$0.046 per Atlas share.

Atlas will give notice to Atlas shareholders once it has received the consideration from Redstone for the Atlas shares that it compulsorily acquires and advise as to how you may claim the consideration payable to you for your Atlas shares. Subject to the Corporations Act, this is expected to occur within six to seven weeks of the date of this letter.

The Notice was lodged with the Australian Securities and Investments Commission (**ASIC**) on 9 November 2018. ASIC takes no responsibility for the contents of the Notice.

Please contact the Redstone Offer Information Line on 1300 853 598 (for Australian callers) or +61 1300 853 598 (for international callers) if you have any queries.

Yours faithfully  
**Redstone Corporation Pty Ltd**

**Jabez Huang**  
Company Secretary

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