

14 December 2016

Company Announcements Office  
ASX Limited

**FITZROY RIVER CORPORATION ANNOUNCES REVISED AND RECOMMENDED  
TAKEOVER OFFER FOR ROYALCO RESOURCES**

Fitzroy River Corporation Limited (**Fitzroy**) is pleased to announce a recommended off-market takeover offer (**Offer**) to acquire Royalco Resources Limited (**Royalco**). The Offer is recommended by the board of Royalco in the absence of a superior proposal.

The Offer is 20 cents cash for each Royalco share and values Royalco at approximately \$10.54 million.

Fitzroy already controls 19.99% of Royalco, having increased its shareholding yesterday by just over 5.0% when it acquired 2.669 million shares from an associate of Royalco Chairman, Mr Peter Topham.

In response to Fitzroy's Offer Mr Topham said:

*"I support the Offer by Fitzroy to Royalco shareholders. This new Offer is 2 cents higher than the previous offer. I intend to sell the remaining Royalco shares I control into the Offer in the absence of a superior proposal."*

The Chairman of Fitzroy, Mr Malcolm McComas, welcomed the board recommendation and said:

*"Fitzroy's 20 cents a share Offer represents a premium to Royalco's net assets and fully values Royalco's royalty portfolio. It represents an 11% increase on our previous on-market offer and we welcome the board's recommendation of the Offer."*

Yours faithfully,

**JUSTIN B CLYNE**

Non-Executive Director & Company Secretary