

28 September 2018



Company Secretary
Atlas Iron Limited
Level 17, Raine Square
300 Murray Street
Perth WA 6000

Copy to:
The Companies Officer
Australian Securities Exchange Ltd
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Madam or Sir

Fortescue announces sale of shareholding Atlas Iron Limited

Fortescue Metals Group (ASX: FMG, Fortescue) advises that it has sold its 11% shareholding in Atlas Iron Limited (ASX: AGO, Atlas Iron) to Hancock Prospecting subsidiary, Redstone Corporation, pursuant to its takeover offer following the announced increase in Redstone's offer price to 4.6c per share.

A Notice of Cessation of Substantial Shareholding accompanies this announcement.

Yours sincerely
Fortescue Metals Group Ltd

Cameron Wilson
Company Secretary

Media contact:
Michael Vaughan
Fivemark Partners
E: mediarelations@fmgl.com.au
M: +61 422 602 720

Investor Relations contact:
Stuart Gale
E: investorrelations@fmgl.com.au

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Atlas Iron Limited

ACN/ARSN 110 396 168

1. Details of substantial holder (1)

Name Fortescue Metals Group Limited (**FMG**), NCZ Investments Pty Ltd (**NCZ Investments**) and FMG's other subsidiaries as set out in Annexure A (**FMG Group**); Andrew John Forrest; Munderoo Group Pty Ltd, Forrest Family Investments Pty Ltd and its subsidiaries as set out in Annexure B (**Munderoo Group**)

ACN/ARSN (if applicable) 002 594 872

The holder ceased to be a substantial holder on 28/09/2018

The previous notice was given to the company on 06/08/2018

The previous notice was dated 06/08/2018

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
28/09/2018	NCZ Investments, FMG and each other member of the FMG Group, Andrew John Forrest and each member of the Munderoo Group.	Sale of shares by accepting the off market takeover bid made by Redstone Corporation Pty Ltd	\$0.046 per share	1,058,086,927 Ordinary Shares	1,058,086,927

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
FMG, NCZ Investments and each other member of the FMG Group	Level 2, 87 Adelaide Terrace, East Perth, Western Australia, 6004
Andrew John Forrest and each member of the Munderoo Group	80 Birdwood Parade, Dalkeith, WA 6009

Signature

print name Cameron Wilson capacity Company Secretary

sign here



date 28/09/2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure "A"

This is Annexure "A" of 2 pages (including this page) referred to in the Form 605 (Notice of Ceasing to be a Substantial Holder), signed by me and dated 28 September 2018.



.....
Cameron Wilson
Company Secretary

Entity	ACN
NCZ Investments Pty Ltd	625 711 373
Chichester Metals Pty Ltd	109 264 262
FMG International Pte Ltd	N/A (incorporated in Singapore)
FMG International Shipping Pte Ltd	N/A (incorporated in Singapore)
FMG Iron Bridge Ltd	N/A (incorporated in Hong Kong)
FMG Magnetite Pty Ltd	125 124 405
FMG North Pilbara Pty Ltd	125 154 243
FMG Pilbara Pty Ltd	106 943 828
FMG Procurement Services Pty Ltd	166 797 244
FMG Resources (August 2006) Pty Ltd	118 887 835
FMG Solomon Pty Ltd	128 959 179
Karribi Developments Pty Ltd	120 560 830
Pilbara Housing Services Pty Ltd	131 823 115
Pilbara Power Pty Ltd	150 739 978
The Pilbara Infrastructure Pty Ltd	103 096 340
FMG Hong Kong Shipping Ltd	N/A (incorporated in Hong Kong)
GMF Insurance Limited	N/A (incorporated in Guernsey)
CSRP Pty Ltd	146 577 737
International Bulk Ports Pty Ltd	120 560 849
FMG Resources Pty Ltd	095 546 428
Pilbara Mining Alliance Pty Ltd	120 024 946
FMG JV Company Pty Ltd	161 548 956
Fortescue Services Pty Ltd	153 845 562
FMG Personnel Pty Ltd	153 846 774
FMG America Finance Inc.	N/A (incorporated in Delaware)
FMG Nyidinghu Pty Ltd	162 576 678
Pilbara Gas Pipeline Pty Ltd	163 526 207
Pilbara Marine Pty Ltd	160 019 205
FMG Ashburton Pty Ltd	161 551 873
FMG Personnel Services Pty Ltd	159057646
FMG Training Pty Ltd	158710395
FMG Iron Bridge (Aust) Pty Ltd	150 848 025
SS IB Pty Ltd	166 301 588
IB Operations Pty Ltd	165 513 557
Pilbara Water and Power Pty Ltd	157 870 829
Pilbara Energy Company Pty Ltd	624 732 878
Pilbara Iron Ore Pty Ltd	100 410 295
FMG Pacific Ltd	N/A (incorporated in New Zealand)
FMG Air Pty Ltd	147 336 481
Masters Way Homes Pty Ltd	127 368 076
FMG IOC Pty Ltd	153 849 426
VTEC Services Pty Ltd	159 058 303
FMG Chichester Personnel Pty Ltd	165 943 126
Fortescue International Marketing Pte Ltd	N/A (incorporated in Singapore)
FMG Exploration Pty Ltd	153 445 786

FMG South America Pte Ltd	N/A (incorporated in Singapore)
FMG Ecuador Tenements Pte Ltd	N/A (incorporated in Singapore)
FMG Ecuador Operations Pte Ltd	N/A (incorporated in Singapore)
FMG Colombia Operations Pte Ltd	N/A (incorporated in Singapore)
Ecuador Fortescue SA	N/A (incorporated in Ecuador)
Colombia Fortescue SAS	NA (incorporated in Colombia)
FMG Nullagine Pty Ltd	153 447 646
Argentina Fortescue S.A.U	N/A (incorporated in Argentina)

Annexure "B"

This is Annexure "B" of 1 page (including this page) referred to in the Form 605 (Notice of Ceasing to be a Substantial Holder), signed by me and dated 28 September 2018.



.....
Cameron Wilson
Company Secretary

Entity	ACN/ABN
Forrest Family Investments Pty Limited	055 961 361
Tattarang Springs Pty Ltd	82 610 512 939
Indo Pacific Championships Pty Ltd	19 621 620 522
Sea of Blue Pty Ltd	76 623 508 574
Northwest Resorts Pty Ltd	39 618 479 593
Expedition Investments Pty Ltd	163 595 515
Septimus Property Pty Ltd	67 604 832 742
Squadron Energy Pty Ltd	13 615 221 559
Squadron Resources Pty Ltd	69 604 832 751
FEAC Holdings Pty Ltd	167 239 894
Minderoo Capital Pty Ltd	061 338 181
Port Hedland Development Fund No.8 Pty Ltd	121 459 265
Sunset Capital Pty Ltd	30 606 486 239
AF Nickel Pty Ltd	25 088 284 299
The Metal Group Pty Ltd	13 087 934 272
Forrest & Forrest Pty Ltd	38 088 052 180
Minderoo Group Pty Ltd	91 088 101 428
H2Onslow Pty Ltd	18 162 300 718
Harvest Road Holdings Pty Ltd	169 842 899
Harvest Road Group Pty Ltd	31 169 138 014
Harvest Road Beef Pty Ltd	71 619 250 387
Harvest Road Export Pty Ltd	78 165 170 445
Harvest Road Hong Kong Limited	N/A (incorporated in Hong Kong)
Harvest Road Pastoral Pty Ltd	
Harvey Industries Group Pty Ltd	38 619 252 621
Harvest Road (Beijing) Trading Co. Ltd	64 117 597 985
Australian Sino One Hundred Year Agriculture and Food Safety Partnership Pty Ltd	N/A (incorporated in PRC) 32 602 159 142