SUPREME COURT APPROVES MOD SCHEME OF ARRANGEMENT WITH SANDFIRE

NDFIRF RESOURCES NI

Further to its announcement of 1 October, Sandfire Resources NL (ASX: **SFR**; "Sandfire") is pleased to advise that the Supreme Court of Western Australia has today made orders approving the Scheme of Arrangement by which Sandfire will acquire all of the issued shares in MOD Resources Ltd (ASX: **MOD**; "MOD") that it does not already own (**Scheme**).

Following the expected lodgement of the Court's orders with the Australian Securities and Investments Commission (**ASIC**) on 9 October 2019, the Scheme will become legally effective and MOD shares will be suspended from close of trading on that day.

Sandfire Managing Director Karl Simich said the approval of the Scheme marked an important new growth step for Sandfire as part of its strategy to create a globally diversified international base metals company with a strong production base in Australia and a strengthened international development and exploration pipeline.

"I would like to take this opportunity to thank both the Board of MOD and the Company's shareholders for their support for the Scheme, with today's Court approval marking a key step towards completing the transaction," Mr Simich said.

"Teams from both of our companies have been working diligently for some time now to ensure the successful integration of MOD's people, assets and systems within the Sandfire organisation. We look forward to welcoming MOD shareholders to our register and to their participation in Sandfire's next growth chapter," he said.

"Leveraging off our strong customer base, partnerships, access to capital, operations and exploration expertise we believe now is the right time to be acquiring and developing new high-quality mid-tier base metal assets worldwide that are capable of meeting the looming supply shortfall for copper in the decade ahead.

"This was one of the key strategic drivers for our decision to acquire MOD Resources and underpins our broader growth vision."

The Company plans to provide further information as part of its September quarterly reporting regarding the finalisation of the Scheme and integration of the MOD senior personnel and project development.

ENDS

For further information contact: Sandfire Resources NL Karl Simich – Managing Director/CEO Office: +61 8 6430 3800

Read Corporate Mobile: +61 419 929 046 (Nicholas Read) Mobile: +61 421 619 084 (Paul Armstrong)

PO BOX 1495 WEST PERTH WA 6005 • AUSTRALIA www.sandfire.com.au T +61 8 6430 3800 F +61 8 6430 3849 E admin@sandfire.com.au

Forward-Looking Statements

Certain statements made during or in connection with this announcement contain or comprise certain forward-looking statements regarding Sandfire's Mineral Resources and Reserves, exploration operations, project development operations, production rates, life of mine, projected cash flow, capital expenditure, operating costs and other economic performance and financial condition as well as general market outlook. Although Sandfire believes that the expectations reflected in such forward-looking statements are reasonable, such expectations are only predictions and are subject to inherent risks and uncertainties which could cause actual values, results, performance or achievements to differ materially from those expressed, implied or projected in any forward looking statements and no assurance can be given that such expectations will prove to have been correct. Accordingly, results could differ materially from those set out in the forward-looking statements as a result of, among other factors, changes in economic and market conditions, delays or changes in project development, success of business and operating initiatives, changes in the regulatory environment and other government actions, fluctuations in metals prices and exchange rates and business and operational risk management. Except for statutory liability which cannot be excluded, each of Sandfire, its officers, employees and advisors expressly disclaim any responsibility for the accuracy or completeness of the material contained in this statement and excludes all liability whatsoever (including in negligence) for any loss or damage which may be suffered by any person as a consequence of any information in this statement or any error or omission. Sandfire undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events other than required by the Corporations Act and ASX Listing Rules. Accordingly you should not place undue reliance on any forward looking statement.