

18 March 2015

The Companies Officer  
Australian Securities Exchange Ltd  
2 The Esplanade  
Perth WA 6000

Dear Sir

**REFINANCING UPDATE**

Fortescue Metals Group (ASX: FMG, Fortescue) has announced that it has chosen not to pursue the Company's refinancing programme, including the Senior Secured Note Offering, and accordingly has withdrawn the tender to repurchase the 2017, 2018 and 2019 Senior Unsecured Notes ("the Notes") and withdrawn the amendment and extension of the existing Senior Secured Credit Facility.

The repurchase of the Notes and the amendment and extension were components of the Company's refinancing programme announced on the 5<sup>th</sup> of March 2015.

The attached release sets out the details of the tender withdrawal.

Yours sincerely  
**Fortescue Metals Group Ltd**

**Ian Wells**  
Company Secretary

**Media Contacts:**  
Luke Forrestal  
M: 0427 938 094; E: [mediarelations@fmgl.com.au](mailto:mediarelations@fmgl.com.au)

*This announcement has been prepared for use in Australia and may not be released in the United States. This announcement does not constitute an offer of securities for sale in the United States. Securities may not be offered or sold in the United States without registration under the US Securities Act of 1933, as amended, unless pursuant to an exemption from registration.*

18 March 2015



The Companies Officer  
Australian Securities Exchange Ltd  
2 The Esplanade  
Perth WA 6000

Dear Sir

**FORTESCUE ANNOUNCES TERMINATION WITH RESPECT TO ITS INVITATIONS TO TENDER FOR SALE IN EXCHANGE FOR CASH CERTAIN OF ITS DEBT SECURITIES**

FMG Resources (August 2006) Pty Ltd (the "Company"), a direct wholly-owned subsidiary of Fortescue Metals Group Ltd ("Fortescue") (ASX: FMG), announced today that it has terminated its previously announced invitations to tender for sale in exchange for cash (i) any and all of the Company's 6.000% Senior Notes due 2017 (the "2017 Notes"), (ii) any and all of its 6.875% Senior Notes due 2018 (the "2018 Notes") and (iii) its 8.25% Senior Notes due 2019 (the "2019 Notes" and, together with the 2017 Notes and the 2018 Notes, the "Notes") for an aggregate purchase price (not including accrued interest) of up to US\$700,000,000.

As a result of the termination, none of the Notes that have been tendered in the tender offers will be accepted for purchase and no consideration will be paid or become payable to holders of Notes who have tendered their Notes in the tender offers. All Notes previously tendered and not validly withdrawn will be promptly returned or credited back to their respective holders.

This news release confirms the formal termination of the Company's tender offers. The Company reserves the right to initiate a new tender offer at a later date, but it is under no obligation to do so. Holders of Notes with questions regarding the termination of the tender offers may direct such questions to Ipreo LLC by telephone at (888) 593-9546 (toll-free) or (212) 849-3800 or by email at [tenderoffer@ipreo.com](mailto:tenderoffer@ipreo.com).

This news release does not constitute an offer to purchase securities or a solicitation of an offer to sell any securities or an offer to sell or the solicitation of an offer to purchase any securities, nor does it constitute an offer or solicitation in any jurisdiction in which such offer or solicitation is unlawful.

Yours sincerely  
**Fortescue Metals Group Ltd**

**Ian Wells**  
Company Secretary

**Media Contacts:**  
Luke Forrestal  
M: 0427 938 094; E: [mediarelations@fmgl.com.au](mailto:mediarelations@fmgl.com.au)