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21 December 2022

Online lodgement

Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Partner
Sandy Mak (02) 9210 6171
Email: sandy.mak@corrs.com.au

Dear Sir / Madam

**Takeover bid by Hancock Energy (PB) Pty Ltd – Fourth
Supplementary Bidder's Statement**

We act for Hancock Energy (PB) Pty Ltd ACN 663 446 642 (**Hancock**) in relation to its off-market takeover bid (**Offer**) under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all the current and to be issued ordinary shares in Warrego Energy Limited ACN 125 394 667 (ASX:WGO) (**Warrego**).

We enclose, by way of service pursuant to section 647(3)(a)(ii) of the Corporations Act (as inserted by ASIC Class Order [CO 13/528]) a copy of Hancock's fourth supplementary bidder's statement dated 21 December 2022 in relation to the Offer.

The fourth supplementary bidder's statement has been lodged today with the Australian Securities and Investments Commission and served on Warrego.

Yours faithfully

Corrs Chambers Westgarth



Sandy Mak
Partner

Fourth Supplementary Bidder's Statement

In respect of the All Cash Offer by

Hancock Energy (PB) Pty Ltd ACN 663 446 642

to acquire all of your fully-paid ordinary shares in **Warrego Energy Limited** (ASX:WGO) ACN 125 394 667

HANCOCK RECEIVES UNSOLICITED STATEMENTS OF INTENT FROM VARIOUS WARREGO SHAREHOLDERS

THIS DOCUMENT CONTAINS IMPORTANT UPDATES IN RELATION TO HANCOCK'S OFFER

Offer Information Line:

Please call 1300 916 761 (within Australia) or +61 3 9415 4888 (if outside Australia), if you have any questions or require assistance with your acceptance.

Legal Adviser

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Important notice

This document is a supplementary bidder's statement under section 643 of the *Corporations Act 2001* (Cth) (**Corporations Act**).

It is the fourth supplementary bidder's statement (**Fourth Supplementary Bidder's Statement**) issued by Hancock Energy (PB) Pty Ltd ACN 663 446 642 (**Hancock**), in relation to the off-market takeover offer by Hancock for all issued fully-paid ordinary shares in Warrego Energy Limited ACN 125 394 667 (**Warrego**), pursuant to the bidder's statement dated 30 November 2022 (**Original Bidder's Statement**), as supplemented by the first supplementary bidder's statement dated 2 December 2022 (**First Supplementary Bidder's Statement**), the second supplementary bidder's statement dated 9 December 2022 (**Second Supplementary Bidder's Statement**) and replaced by the replacement bidder's statement dated 9 December 2022 (**Replacement Bidder's Statement**), and further supplemented by the third supplementary bidder's statement dated 20 December 2022 (**Third Supplementary Bidder's Statement**) (**Bidder's Statement**).

This Fourth Supplementary Bidder's Statement is given in compliance with the requirements of Chapter 6 of the Corporations Act and supplements, and must be read together with, the Bidder's Statement.

This Fourth Supplementary Bidder's Statement prevails to the extent of any inconsistency with the Bidder's Statement.

Unless the context requires otherwise, terms defined in the Bidder's Statement have the same meaning in this Fourth Supplementary Bidder's Statement.

A copy of this Fourth Supplementary Bidder's Statement was lodged with the Australian Securities and Investments Commission (**ASIC**) on 21 December 2022. Neither ASIC nor its officers take any responsibility for the content of this Fourth Supplementary Bidder's Statement.

1 Context

Hancock has received a number of unsolicited statements of intent from various independent Warrego Shareholders (**Supportive Shareholders**) in aggregate holding 15.84%¹ of Warrego Shares (**Shareholder Statements**). The Shareholder Statements are in substantially the same form and request immediate release to the ASX.

Hancock considers the Shareholder Statements are material to the price and value of Warrego Shares as well as Hancock's Offer and Strike's Scrip Proposal, and more generally to the interests of an efficient, competitive and informed market. This Fourth Supplementary Bidder's Statement provides information pertaining to the Shareholder Statements, and each Supportive Shareholder has given their consent for Hancock to disclose their Shareholder Statements through this Fourth Supplementary Bidder's Statement.

HIGHLIGHTS

1. The Supportive Shareholders, for their own reasons, **are seeking to realise cash value for their Warrego Shares as soon as possible.**
2. The Supportive Shareholders have each notified Warrego and Hancock that **if Hancock declares its Offer unconditional** before the end of the second trading day after the Shareholder Statements are released to the ASX, then **each Supportive Shareholder will accept Hancock's Offer in respect of their Warrego Shares** by the end of the second trading day after Hancock declares its Offer unconditional.
3. The Shareholder Statements are **not subject to a superior proposal**, and each Supportive Shareholder has independently confirmed their Shareholder Statement after the emergence of Strike's Scrip Proposal on 19 December 2022.
4. Hancock is now considering its position in the light of the Shareholder Statements received for 15.84% of Warrego Shares, and intends to **inform the market of its response to the Shareholder Statements by the end of the second day of trading after the date of this Fourth Supplementary Bidder's Statement** – which will be Friday, 23 December 2022.

¹ Based on the statements made by the relevant Warrego Shareholders in their Shareholder Statements. Hancock has not independently verified the shareholdings of these shareholders.

2 15.84% of Warrego Shareholders will accept Hancock's Offer, if unconditional in two trading days

Hancock has received Shareholder Statements from various Supportive Shareholders (which were also sent to Warrego) informing Warrego that they hold 15.84% of Warrego Shares, and stating that they independently will accept Hancock's Offer if Hancock declares its Offer unconditional within two trading days of the Shareholder Statements being released to the ASX.

The Shareholder Statements were provided independently to Warrego and Hancock by each Supportive Shareholder. The Shareholder Statements are in substantially the same form. Hancock notes that on 16 December 2022, the Supportive Shareholders requested that Warrego release the Shareholder Statements to the ASX "without delay". However, no announcement was made by Warrego to the market that day, or since, notwithstanding that the Shareholder Statements were provided to Warrego during trading hours and despite Warrego's continuous disclosure obligations under ASX Listing Rule 3.1. Hancock also notes that no such announcement was made by Warrego on either 19 or 20 December 2022.

After Strike's Scrip Proposal emerged on 19 December 2022, the Supportive Shareholders have also provided their consent to Hancock disclosing their Shareholder Statements through this Fourth Supplementary Bidder's Statement, and Hancock has agreed given the materiality of these Shareholder Statements to the trading in Warrego Shares and the conduct of Hancock's Offer, and as Warrego has still not released the Shareholder Statements to the market.

The Supportive Shareholders have re-affirmed their desire to receive cash for their Warrego Shares as quickly as possible, and not scrip. The Supportive Shareholders and the number of Warrego Shares that they have stated they own or control is set out in the table below.

Warrego Shareholder	Number of Warrego Shares as disclosed	Percentage ²
Jodi A Aitken	4,211,493	0.34%
Aitken KD1 Super Fund	100,000	0.01%
Alexandria R A Aitken Hayes	100,000	0.01%
Mira LasNubes LLP	137,878,873	11.27%
Serena Arif	12,844,323	1.05%
Jeff Riley	259,740	0.02%
Giacomo Taffo	2,000,000	0.16%
Alasdair Buchanan	5,583,569	0.46%
Victoria Buchanan	2,363,978	0.19%
Angela MacNiven	1,182,263	0.10%
James Brunton	4,252,225	0.35%
Jane Brunton	4,252,225	0.35%
Colin Wilson	1,642,569	0.13%
Owain Franks	13,012,723	1.06%
Jean Lockett	3,997,835	0.33%
Total	193,681,816	15.84%

Hancock has not yet independently verified all information provided by the Supportive Shareholders (other than for Supportive Shareholders who have lodged substantial shareholder notices³).

² Based on 1,223,122,326 Warrego Shares on issue.

³ Based on Duncan MacNiven's substantial shareholder notice dated 16 December 2022, Mr MacNiven has disclosed a voting power of 11.37% in Warrego as a result of relevant interests in 137,878,873 Warrego Shares held by Mira LasNubes LLP and 1,182,263 Warrego Shares held by Angela MacNiven.

3 Hancock intends to inform the market of its response within two trading days

Hancock is now considering its position in the light of the Shareholder Statements received for 15.84% of Warrego Shares, and intends to inform the market of its response within two trading days of the date of this Fourth Supplementary Bidder's Statement (which will be before the close of trading on Friday, 23 December 2022).

4 Approval

This Fourth Supplementary Bidder's Statement has been approved by a resolution passed by the directors of Hancock.

Date: 21 December 2022

Signed for and on behalf of Hancock Energy (PB) Pty Ltd by:



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Stuart Richard Johnston, Director