

20 October 2014

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Our reference:
2813782

Company Announcements
Australian Securities Exchange
Level 2
120 King Street
MELBOURNE VIC 3000

Dear Sir/Madam

Takeover bid by Transcendent Resources Limited for Roc Oil Company Limited (ROC) – Notice freeing takeover from conditions

As you are aware, we act for a wholly owned subsidiary of Fosun International Limited, Transcendent Resources Limited (**Fosun**) in relation to its off-market takeover bid for all of the ordinary shares in Roc Oil Company Limited (**ROC**) (**Offer**).

Fosun has freed the offers dated 11 September 2014 (**Offers**) made under its Takeover Bid from the defeating conditions in section 12.5 of its bidder's statement dated 11 September 2014 (**Bidder's Statement**). The Offers are now unconditional. We **enclose** a notice in accordance with section 650F of the *Corporations Act 2001* (Cth) (**Act**) (**Notice**).

The Notice sets out that Fosun has voting power in ROC of 19.082% as at 20 October 2014.

Fosun has established an institutional acceptance facility in relation to its Offers, under which Computershare Clearing Pty Ltd (**Facility Agent**) is acting as the facility agent to hold acceptance instructions on behalf of certain eligible shareholders who hold ROC shares either directly or beneficially (**Facility acceptances**). Facility acceptances do not constitute acceptances of the Offer (**Offer acceptances**) and are not included for the purpose of calculating Fosun's voting power in ROC (as set out in the Notice).

As at 7.00pm Sydney time on 17 October 2014, Fosun had received Facility acceptances for 31.708% of ROC Shares, and Offer acceptances for 19.082% of ROC Shares. As the Offer has now been declared unconditional, Fosun will have a relevant interest and voting power in the ROC Shares the subject of the Facility acceptances. Fosun's total relevant interest and voting power will therefore be 50.790% upon the Facility Agent processing the Facility acceptances.

Now that the Offer is unconditional, Fosun reserves the right to purchase ROC Shares on market at or below A\$0.69.

A copy of the Notice is being provided to ROC.

APAC-#24615572-v1

Yours faithfully

A handwritten signature in black ink, appearing to be 'J Stewart', with a stylized flourish at the end.

James Stewart
Partner
Norton Rose Fulbright Australia

Encl.

Transcendent Resources Limited

Notice – freeing takeover from conditions

To: **Australian Securities Exchange
Roc Oil Company Limited**

Transcendent Resources Limited (Fosun) has made offers dated 11 September 2014 (**Offers**) under an off-market takeover bid for all of the ordinary shares in Roc Oil Company Limited (**ROC**) pursuant to a bidder's statement dated 11 September 2014 (**Bidder's Statement**).

For the purposes of section 650F of the *Corporations Act 2001* (Cth), Fosun gives notice declaring that:

- (1) its Offers are free from all conditions in section 12.5 of the Bidder's Statement; and
- (2) its voting power in ROC as at the date of this notice is 19.082%¹

Dated: 20 October 2014

Signed for and on behalf of Transcendent Resources Limited by its director Mr Xuetang Qin by his attorney:



James Stewart
Transcendent Resources Limited

¹ Fosun's voting power in ROC as set out in this notice does not take into account any ROC shares the subject of conditional instructions to accept the Offer held under the institutional acceptance facility relating to the Offer.