



Announcement Summary

Entity name

AUSTRALIAN RARE EARTHS LIMITED

Date of this announcement

Friday December 13, 2024

The +securities the subject of this notification are:

Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Performance Rights FY25 - Long Term	4,529,462	04/12/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

AUSTRALIAN RARE EARTHS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ACN

Registration number

632645302

1.3 ASX issuer code

AR3

1.4 The announcement is

New announcement

1.5 Date of this announcement

13/12/2024



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

Performance Rights FY25 - Long Term

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class)

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Performance Rights FY25 - Long Term

+Security type

Other

ISIN code**Date the +securities the subject of this notification were issued**

4/12/2024

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

<https://investorhub.ar3.com.au/announcements/6596481>**Any other information the entity wishes to provide about the +securities the subject of this notification**

The performance measurement period for the LTI Performance Rights begins on 1 July 2024 and ends on the measurement date of 30 June 2027. If the Performance Rights vest and are exercised, each participant will be issued one fully paid ordinary share in the Company for each Performance Right.

Where the Performance Hurdles are met (as determined by the Board), Performance Rights will vest in three equal tranches as follows: 1 July 2027, 1 July 2028 & 1 July 2029.

The employee must be a current AR3 Group employee as at the vesting date of each tranche in order to receive the vested options.

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

N/A



Issue details

Number of +securities

4,529,462

Were the +securities issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Nil

Purpose of the issue

Other

Additional Details





Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

ASX +security code and description	Total number of +securities on issue
AR3 : ORDINARY FULLY PAID	158,636,662

4.2 Unquoted +securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
AR3AV : PERFORMANCE RIGHTS	2,623,083
AR3AM : OPTION EXPIRING 02-DEC-2025 EX \$0.50	1,750,000
AR3AN : OPTION EXPIRING 02-DEC-2026 EX \$0.50	1,550,000
AR3AO : OPTION EXPIRING 28-FEB-2026 EX \$0.47	500,000
AR3AR : OPTION EXPIRING 26-NOV-2027 EX \$0.435	1,808,333
AR3AS : OPTION EXPIRING 26-NOV-2026 EX \$0.37	1,500,000
AR3AT : OPTION EXPIRING 26-NOV-2026 EX \$0.50	1,500,000
AR3AL : OPTION EXPIRING 04-JUL-2025 EX \$0.5743	500,000
AR3AU : OPTION EXPIRING 20-DEC-2026 EX \$0.4739	1,500,000
AR3AJ : OPTION EXPIRING 09-MAY-2025 EX \$1.02	1,000,000
AR3AD : OPTION EXPIRING 25-JAN-2025 EX \$0.30	6,000,000
AR3AF : OPTION EXPIRING 29-JUL-2025 EX \$0.60	2,000,000
AR3AP : OPTION EXPIRING 09-MAY-2025 EX \$0.57	8,163,147
New class - code to be confirmed : Performance Rights FY25 - Long Term	4,529,462



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

Yes

5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

27/11/2024