

ASX ANNOUNCEMENT

Heavy Rare Earths Limited (ASX:HRE)
28 November 2024

RESULTS OF ANNUAL GENERAL MEETING

Heavy Rare Earths Limited ('HRE' or 'the Company') hereby provides the results of its annual general meeting of shareholders held on 28 November 2024.

Information required to be disclosed by the Company in accordance with Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act is attached.

All resolutions were passed on a poll, including resolution 3 and resolution 17 which were special resolutions. Details of resolutions, the proxies received, and the votes cast on the poll in respect of each resolution are set out in the attached results summary.

-- Ends --

This announcement has been approved by the Board of HRE.

For more information, please contact:

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About Heavy Rare Earths Limited

Heavy Rare Earths Limited (ASX: HRE) is an Australian rare earth exploration and development company. HRE's key exploration project is Cowalinya, near Esperance in Western Australia. This is a clay-hosted rare earth project with an Inferred Resource of 159 Mt @ 870 ppm TREO and a desirable rare earth composition where 28% are the valuable magnet rare earths and 23% the strategic heavy rare earths.

Heavy Rare Earths Limited
2024 Annual General Meeting
Thursday, 28 November 2024 - Voting Results

The following information is provided in accordance with section 251AA(2) of Corporations Act 2001 (Cth)

Resolution Details			Show of Hands (S) or Poll (P)	Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Res. Results
Resolution		Resolution Type		For	Against	Proxy's Discretion	Abstain/ Excluded	For	Against	Abstain	
1.	Adoption of Remuneration Report	Ordinary	P	22,133,566 99.50%	50,000 0.22%	61,926 0.28%	870,000	22,195,492 99.78%	50,000 0.22%	-	Carried
2.	Re-election of Director – Mr John Byrne	Ordinary	P	22,874,675 99.17%	128,891 0.56%	61,926 0.27%	50,000	22,936,601 99.44%	128,891 0.56%	50,000	Carried
3.	Approval of 10% Placement Facility	Special	P	22,874,675 98.96%	178,891 0.77%	61,926 0.27%	-	22,936,601 99.23%	178,891 0.77%	-	Carried
4.	Ratification of prior issue of Tranche 1 Placement Shares – Listing Rule 7.1	Ordinary	P	14,041,341 98.32%	178,891 1.25%	61,926 0.43%	8,833,334	14,103,267 98.75%	178,891 1.25%	333,334	Carried
5.	Ratification of prior issue of Tranche 1 Placement Shares – Listing Rule 7.1A	Ordinary	P	14,041,341 98.65%	128,891 0.91%	61,926 0.44%	8,833,334	14,103,267 99.09%	128,891 0.91%	333,334	Carried
6.	Approval to issue Tranche 2 Placement Shares	Ordinary	P	22,541,341 99.16%	128,891 0.57%	61,926 0.27%	383,334	22,603,267 99.43%	128,891 0.57%	383,334	Carried

	Resolution	Resolution Type	Show of Hands (S) or Poll (P)	For	Against	Proxy's Discretion	Abstain/ Excluded	For	Against	Abstain	Carried/ Not Carried
7.	Approval to issue Consideration Securities to Havilah Resources	Ordinary	P	22,874,675 99.17%	128,891 0.56%	61,926 0.27%	50,000	22,936,601 99.44%	128,891 0.56%	50,000	Carried
8	Approval to issue Introducer Shares	Ordinary	P	18,057,362 98.95%	128,891 0.71%	61,926 0.27%	4,867,313	18,119,288 99.29%	128,891 0.71%	383,334	Carried
9.	Approval to issue Shares to Mr John Byrne (or his nominee)	Ordinary	P	22,226,601 98.93%	178,891 0.80%	60,000 0.27%	650,000	22,286,601 99.20%	178,891 0.80%		Carried
10.	Approval to issue Shares to Mr Richard Brescianini (or his nominee)	Ordinary	P	22,706,601 98.96%	178,891 0.78%	60,000 0.26%	170,000	22,766,601 99.22%	178,891 0.78%	170,000	Carried
11.	Approval to issue Shares to Mr Ryan Skeen (or his nominee)	Ordinary	P	22,876,601 98.97%	178,891 0.77%	60,000 0.26%	-	22,936,601 99.23%	178,891 0.77%		Carried
12.	Approval to issue Shares to Mr Justin Mouchacca (or his nominee)	Ordinary	P	22,826,601 98.96%	178,891 0.78%	60,000 0.26%	50,000	22,886,601 99.22%	178,891 0.78%	50,000	Carried
13.	Approval to issue Shares to Secla Pty Ltd (or its nominee)	Ordinary	P	17,817,044 98.67%	178,891 0.99%	61,926 0.34%	5,057,631	17,878,970 99.01%	178,891 0.99%	5,057,631	Carried
14.	Approval to issue Shares to Lynx Advisors Pty Ltd (or its nominee)	Ordinary	P	17,817,044 98.67%	178,891 0.99%	61,926 0.34	5,057,631	17,878,970 99.01%	178,891 0.99%	5,057,631	Carried

	Resolution	Resolution Type	Show of Hands (S) or Poll (P)	For	Against	Proxy's Discretion	Abstain/ Excluded	For	Against	Abstain	Carried/ Not Carried
15.	Adoption of Long-Term Incentive Plan	Ordinary	P	22,006,601 99.15%	128,891 0.58%	60,000 0.27%	920,000	22,066,601 99.42%	128,891 0.58%	50,000	Carried
16.	Approval of Potential Termination Benefits under the Long-Term Incentive Plan	Ordinary	P	16,947,044 98.89%	128,891 0.75%	61,926 0.36%	5,977,631	17,008,970 99.25%	128,891 0.75%	5,107,631	Carried
17.	Renewal of Proportional Takeover Provisions	Special	P	17,817,044 98.94%	128,891 0.72%	61,926 0.34%	5,107,631	17,878,970 99.28%	128,891 0.72%	5,107,631	Carried

*Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.