

Form 605

Corporations Law
Section 671B

Notice of ceasing to be a substantial holder

To: Company Name/Scheme Lynas Corporation Limited

ACN/ARSN 009 066 648

1. Details of substantial holder (1)

Name Bank of America Corporation and its related bodies corporate (See Appendix C)

ACN/ARSN (if applicable): _____

The holder ceased to be a substantial shareholder on **27 October 2014**

The previous notice was given to the company on **27 October 2014**

The previous notice was dated **22 October 2014**

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of Change (4)	Consideration given in relation to change (5)	Class (6) and Number of securities affected	Person's votes affected
Change in issued share capital as per Appendix 3B dated 27 October 2014.					
Please see Appendix A.					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

4. Addresses

The addresses of persons named in this form are as follows:

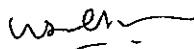
Name	Addresses
Bank of America Corporation	100 North Tryon Street, Charlotte, North Carolina, 28255, USA
Merrill Lynch (Australia) Futures Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia
Merrill Lynch International	2 King Edward Street, London EC1A 1HQ, United Kingdom
Merrill Lynch International (Australia) Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia
Merrill Lynch, Pierce, Fenner & Smith Incorporated	One Bryant Park, New York NY 10036, USA
Merrill Lynch (Australia) Nominees Pty Ltd	Level 19, 120 Collins St, Melbourne Vic 3000, Australia
MLEQ Nominees Pty Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia
Bank of America, National Association	100 North Tryon Street, Suite 170, Charlotte NC 28202, United States

SIGNATURE

Print Name: Roland Chan

Capacity: Authorised signatory

Sign Here:



Date: 29 October 2014



Appendix A

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration (\$)	Class (5) of securities	Securities affected	Person's votes affected	Remark
23-Oct-14	Merill Lynch (Australia) Futures Ltd	Sell	752,870	Ordinary	(10,000,000)	(10,000,000)	N/A
23-Oct-14	Merill Lynch (Australia) Futures Ltd	Sell	74,765	Ordinary	(1,025,719)	(1,025,719)	N/A
24-Oct-14	Merill Lynch (Australia) Futures Ltd	Buy	(19,349)	Ordinary	278,337	278,337	N/A
24-Oct-14	Merill Lynch (Australia) Futures Ltd	Sell	688,970	Ordinary	(10,000,000)	(10,000,000)	N/A
27-Oct-14	Merill Lynch (Australia) Futures Ltd	Sell	19,762	Ordinary	(278,337)	(278,337)	N/A
23-Oct-14	Merill Lynch International	Securities returned	N/A	Ordinary	(400,000)	(400,000)	Refer to App. B-6
23-Oct-14	Merill Lynch International	Securities borrowed	N/A	Ordinary	10,000,000	10,000,000	Refer to App. B-7
27-Oct-14	Merill Lynch International	Securities borrowed	N/A	Ordinary	2,667,500	2,667,500	Refer to App. B-1, B-2, B-3, B-4, B-5
24-Oct-14	Merill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	2,110,966	2,110,966	Refer to App. B-1, B-2, B-3, B-4, B-5
23-Oct-14	Merill Lynch, Pierce, Fenner & Smith Incorporated	Securities borrowed	N/A	Ordinary	50,000	50,000	Refer to App. B-8

Appendix B-1: Prescribed information

Type of agreement	International Prime Brokerage Agreement
Parties to agreement	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Cranport Pty Limited
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-2: Prescribed information

Type of agreement	International Prime Brokerage Agreement
Parties to agreement	Merrill Lynch International and Evo Capital Management
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-3: Prescribed information

Type of agreement	International Prime Brokerage Agreement
Parties to agreement	Merrill Lynch International, Merrill Lynch International (Australia) Limited and KCG Australia Pty Ltd
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-4: Prescribed information

Type of agreement	International Prime Brokerage Agreement
Parties to agreement	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Susquehanna Pacific Pty Ltd
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-5: Prescribed information

Type of agreement	Master Securities Lending Agreement
Parties to agreement	Merrill Lynch International and Virtu Financial Asia Pty Ltd
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-6: Prescribed information

Type of agreement	Global Master Securities Lending Agreement
Parties to agreement	Merrill Lynch International and Getco Asia Pte. Ltd
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-7: Prescribed information

Type of agreement	Overseas Securities Lender's Agreement
Parties to agreement	Merrill Lynch International and Morgan Stanley & Co. International Ltd
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix B-8: Prescribed information

Type of agreement	Master Securities Loan Agreement
Parties to agreement	Merrill Lynch, Pierce, Fenner & Smith Incorporated and Blackrock Institutional Trust Company, NA
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	On recall of the securities loan by the securities lender.
Does the borrower have the right to return early?	Yes
If yes, detail	Securities borrower will have right to return assets at any time.
Does the lender have the right to recall early?	Yes
If yes, detail	Securities lender will have right to recall assets at any time.
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	N/A

Appendix C

Related bodies corporate	Incorporated	ACN/Registration/Incorporation Number
Merrill Lynch (Australasia) Pty. Limited	Australia	075923894
Merrill Lynch Markets (Australia) Pty. Limited	Australia	075587816
Merrill Lynch Equities (Australia) Limited	Australia	006276795
MLEQ Nominees Pty Limited	Australia	006870864
Berndale Securities Limited	Australia	006687467
Merrill Lynch (Australia) Nominees Pty. Limited	Australia	003925031
Merrill Lynch International (Australia) Limited	Australia	002892846
Merrill Lynch (Australia) Futures Limited	Australia	003630674
Merrill Lynch, Pierce, Fenner & Smith Incorporated	United States	0529619
Merrill Lynch International	United Kingdom	2312079
ML UK Capital Holdings	United Kingdom	4971231
MLEIH Funding	United Kingdom	06445048
Merrill Lynch Europe Limited	United Kingdom	238151
Merrill Lynch UK Holdings	United Kingdom	6657954
ML EMEA Holdings LLC	United States	4583033
Merrill Lynch International Incorporated	United States	0825826
Bank of America, National Association	United States	13044
BANA Holding Corporation	United States	0695813
BAC North America Holding Company	United States	2248611
NB Holdings Corporation	United States	2361372
Bank of America Corporation	United States	N/A628