



## Announcement Summary

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**Entity name**

AUSTRALIAN RARE EARTHS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

2/12/2021

**The Proposed issue is:**

☒ A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
AR3	ORDINARY FULLY PAID	308,261

**Proposed +issue date**

3/12/2021

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

AUSTRALIAN RARE EARTHS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

### 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

2/12/2021

### 1.6 The Proposed issue is:

☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

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### Part 7A - Conditions

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**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

☒ No

### Part 7B - Issue details

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**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

☒ Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

#### Details of +securities proposed to be issued

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**ASX +security code and description**

AR3 : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

308,261

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ No

**Please describe the consideration being provided for the +securities**

Pursuant to the Executive Service Agreement dated 5 October 2021, between the Managing Director and the Company, the Company agreed, subject to shareholder approval, to issue \$300,000 worth of fully paid ordinary shares to the Managing Director (Sign-on Shares). The number of shares was determined by dividing \$300,000 by \$0.9732, being the VWAP of the Company's shares for the five trading days up to and including the date of the Executive Service Agreement. Shareholder approval to issue the Sign-on Shares was received at the Annual General Meeting held on 26 November 2021.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**



**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

☒ Yes

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#### Part 7C - Timetable

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##### **7C.1 Proposed +issue date**

3/12/2021

#### Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

☒ No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

☒ No

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

☒ No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

☒ Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

☒ No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No

#### Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ No

**7E.2 Is the proposed issue to be underwritten?**

☒ No



**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Remuneration of the Managing Director, being Sign-on Shares issued pursuant to the Executive Services Agreement between the Managing Director and the Company dated 5 October 2021.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

☒ No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Shareholder approval for the issue of Sign-on Shares, subject of this Appendix 3B, was received at the Company's Annual General Meeting held on 26 November 2021 (as Resolution 6).

Refer to the Notice of Annual General Meeting dated 25 October 2021 for further details regarding the issue of shares subject of this Appendix 3B. <https://www.asx.com.au/asxpdf/20211025/pdf/45228gv6kmmf6r.pdf>

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

☒ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)