



Announcement Summary

Entity name

LYNAS CORPORATION LIMITED

Announcement Type

New announcement

Date of this announcement

Monday August 17, 2020

The Proposed issue is:

☒ An accelerated offer

☒ A placement or other type of issue

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
LYC	ORDINARY FULLY PAID	92,910,607

Trading resumes on an ex-entitlement basis (ex date)

Wednesday August 19, 2020

+Record date

Wednesday August 19, 2020

Offer closing date for retail +security holders

Monday September 7, 2020

Issue date for retail +security holders

Monday September 14, 2020

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
LYC	ORDINARY FULLY PAID	92,000,000

Proposed +issue date

Wednesday August 26, 2020



Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

LYNAS CORPORATION 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.

1.2 Registered Number Type

ACN

Registration Number

009066648

1.3 ASX issuer code

LYC

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Monday August 17, 2020

1.6 The Proposed issue is:

☒ An accelerated offer

☒ A placement or other type of issue

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

LYC : ORDINARY FULLY PAID

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

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

LYC : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

☒ Yes



The quantity of additional +securities to be issued	For a given quantity of +securities held
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10

77

What will be done with fractional entitlements?**Maximum number of +securities proposed to be issued (subject to rounding)**

Fractions rounded up to the next whole number

92,910,607

Offer price details for retail security holders**Has the offer price for the retail offer been determined?**☒ Yes**In what currency will the offer be made?****What is the offer price per +security for the retail offer?**

AUD - Australian Dollar

AUD 2.30000

Offer price details for institutional security holders**Has the offer price for the institutional offer been determined?**☒ Yes**In what currency will the offer be made?****What is the offer price per +security for the institutional offer?**

AUD - Australian Dollar

AUD 2.30000

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**☒ Yes**Describe the limits on over-subscription**

Eligible retail shareholders may apply for additional new shares in excess of their entitlement (to the extent available and up to a maximum of 50% of their respective retail entitlement).

Will a scale back be applied if the offer is over-subscribed?☒ Yes**Describe the scale back arrangements**

In the event of oversubscriptions, the allocation of additional new shares will be subject to scale back at the discretion of LYC by agreement between LYC and the Joint Lead Managers. There is no guarantee that eligible retail shareholders will be allocated any additional new Shares.

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



Part 3D - Timetable

3D.1a First day of trading halt

Monday August 17, 2020

3D.1b Announcement date of accelerated offer

Monday August 17, 2020

3D.2 Trading resumes on an ex-entitlement basis (ex date)

Wednesday August 19, 2020

3D.5 Date offer will be made to eligible institutional +security holders

Monday August 17, 2020

3D.6 Application closing date for institutional +security holders

Tuesday August 18, 2020

3D.8 Announcement of results of institutional offer

(The announcement should be made before the resumption of trading following the trading halt)

Wednesday August 19, 2020

3D.9 +Record date

Wednesday August 19, 2020

3D.10a Settlement date of new +securities issued under institutional entitlement offer

Tuesday August 25, 2020

3D.10b +Issue date for institutional +security holders

Wednesday August 26, 2020

3D.10c Normal trading of new +securities issued under institutional entitlement offer

Wednesday August 26, 2020

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

Monday August 24, 2020

3D.12 Offer closing date for retail +security holders

Monday September 7, 2020

3D.13 Last day to extend retail offer close date

Wednesday September 2, 2020



3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.

Thursday September 10, 2020

3D.19 +Issue date for retail +security holders

Monday September 14, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

3E.1a Who is the lead manager/broker?

Canaccord Genuity (Australia) Limited (ABN 19 075 071 466) (¿Canaccord¿) and Merrill Lynch Equities (Australia) Limited (ABN 65 006 276 795) (¿BofA¿) (together, the ¿Joint Lead Managers and Underwriters¿)

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

LYC has agreed to pay the Joint Lead Managers and Underwriters their respective proportion of 0.4% of the proceeds of the Entitlement Offer as a management and selling fee.
LYC has agreed to pay Canaccord 0.25% of half of the gross proceeds of the Entitlement Offer as an administration fee.
LYC, at its discretion, may also pay the Joint Lead Managers and Underwriters their respective proportion of 0.25% of the proceeds of the Entitlement Offer as an incentive fee.

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

As set out above, the Joint Lead Managers and Underwriters are underwriters.

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The Entitlement Offer is fully underwritten by the Joint Lead Managers and Underwriters.

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

LYC has agreed to pay the Joint Lead Managers and Underwriters their respective proportion of 1.6% of the proceeds of the Entitlement Offer as an underwriting fee.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

Please refer to ¿equity raising risk¿ in Appendix B of the investor presentation released to the market on Monday, 17 August 2020 for a summary of the underwriting agreement. This includes a summary of the significant events that could lead to the underwriting being terminated.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No



3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Standard share registry, external advisers and ASX administrative fees.

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The proceeds of the Entitlement Offer will be used fund the Lynas 2025 foundation projects, as set out in the investor presentation released to the market on Monday, 17 August 2020.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Insto - only in Aust, NZ, Abu Dhabi, Bermuda, British Columbia, France, Germany, HK, Japan, Luxembourg, Malaysia, Netherlands, Norway, Ontario, Quebec, Singapore, Switzerland, US, UK
Retail - only in Aust, NZ and any other eligible retail shareholders

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☒ Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

The Retail Offer will be made available to nominees with a registered address in Australia or New Zealand who were registered as the holder of LYC Securities at 7.00pm (Sydney time) on Wednesday, 19 August 2020 and who held those Securities on behalf of underlying beneficial holders (wherever they reside), except to the extent that an underlying beneficial holder is not an eligible retail securityholder.
The Retail Offer is not available to securityholders that are in the United States or who are, or are acting for the account or benefit of, persons in the United States.

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://www.lynascorp.com/investors-media/asx-announcements/>

3F.7 Any other information the entity wishes to provide about the proposed issue

N/A

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

☒ No



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 7B - Issue details

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

ASX +security code and description

LYC : ORDINARY FULLY PAID

Number of +securities proposed to be issued

92,000,000

Offer price details

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

☒ Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 2.30000

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

☒ Yes



Part 7C - Timetable

7C.1 Proposed +issue date

Wednesday August 26, 2020

Part 7D - Listing Rule requirements

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?

☒ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

92,000,000

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?

☒ No

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

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

☒ Yes

7E.1a Who is the lead manager/broker?

The Joint Lead Managers and Underwriters (as defined above)



7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

LYC has agreed to pay the Joint Lead Managers and Underwriters their respective proportion of 0.4% of the proceeds of the Placement as a management and selling fee.
LYC has agreed to pay Canaccord 0.25% of half of the gross proceeds of the Placement as an administration fee.
LYC, at its discretion, may also pay the Joint Lead Managers and Underwriters their respective proportion of 0.25% of the proceeds of the Placement as an incentive fee.

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

☒ Yes

7E.2a Who are the underwriter(s)?

The Joint Lead Managers and Underwriters (as defined above).

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The placement is fully underwritten

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

LYC has agreed to pay the Joint Lead Managers and Underwriters their respective proportion of 1.6% of the proceeds of the Placement as an underwriting fee.

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Please refer to 'equity raising risk' in Appendix B of the investor presentation released to the market on Monday, 17 August 2020 for a summary of the underwriting agreement. This includes a summary of the significant events that could lead to the underwriting being terminated.

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

☒ No

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

Standard share registry, external advisers and ASX administrative fees.

Part 7F - Further Information

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

The proceeds of the Placement will be used fund the Lynas 2025 foundation projects, as set out in the investor presentation released to the market on Monday, 17 August 2020.

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

N/A