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Australian Securities Exchange
Market Announcements
Level 4
North Tower, Rialto
MELBOURNE VIC 3000

Dear Sirs,

Hastings Rare Metals Limited (Company)
Requisition of General Meeting of Shareholders

We enclose ASIC Form 603 dated 1 November 2013 in relation to and served on the Company on that date.

Yours faithfully
NICK STRETCH LEGAL



Simon Wallace
Partner

cc Mr James Rowe
ASX Listing Manager, Hastings Rare Metals Limited

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Schema HASTINGS RARE METALS LIMITED

ACN/ARSN 122 911 399

1. Details of substantial holder (1)

Name See Annexure A

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 29 / 10 / 13

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
FPO	10,220,878	10,220,878	5.57%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
See Annexure B	See Annexure B	

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holders of relevant interest	Registered holder of Securities	Person entitled to be registered as a holder (8)	Class and number of securities
See Annexure C			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure D				

6. Associates

The reasons the person named in paragraph 3 above and associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
See Annexure E	

7. Addresses

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

Name	Address
See Annexure F	

Signature

print name SIMON LISTER WALLACE

capacity SOLICITOR

sign here



date 1 / 11 / 13

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant issues (eg. A corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in Section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. If the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom

Hastings Rare Metals Limited
ACN 122 911 399

This is Annexure A of 1 page referred to in Form 603 Notice of Initial Substantial Shareholder

I. Details of Substantial Shareholder

Name	ACN (if applicable)
Mr Robert Proe	
Aequus Capital Pty Ltd	128 910 850
Healthville Investments Pty Ltd	096 192 979
Mr Poon Keong Lew	

Hastings Rare Metals Limited
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This is Annexure B of 1 page referred to in Form 603 Notice of Initial Substantial Shareholder

3. Details of Relevant Interests

Holder of Relevant Interest	Nature of Relevant Interest	Class and Number of Securities
Mr Robert Proe	Registered Holder	350,039 FPO
Aequus Capital Pty Ltd as trustee for the Sterling Superannuation Fund	Registered Holder	500,839 FPO
Healthville Investments Pty Ltd	Registered Holder	470,000 FPO
Mr Foon Keong Lew	Registered Holder	8,900,000 FPO
TOTAL		10,220,878 (5.57%)

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This is Annexure C of 1 page referred to in Form 603 Notice of Initial Substantial Shareholder

4. Details of Present Registered Holders

Holder of Relevant Interest	Nature of Relevant Interest	Class and Number of Securities
Mr Robert Proe	Registered Holder	350,039 FPO
Aquus Capital Pty Ltd	Registered Holder	500,839 FPO
Healthville Investments Pty Ltd	Registered Holder	470,000 FPO
Mr Foon Keong Lew	Registered Holder	8,900,000 FPO
TOTAL		10,220,878 FPO (5.57%)

Hastings Rare Metals Limited
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This is Annexure D of 1 page referred to in Form 603 Notice of Initial Substantial Shareholder

5. Consideration

Holder of Relevant Interest	Date of Acquisition	Consideration (cash)	Class & Number of Securities
Mr Robert Proc	Not applicable within relevant time period		
Aequus Capital Pty Ltd	Not applicable within relevant time period		
Healthville Investments Pty Ltd	Not applicable within relevant time period		
Mr Foon Keong Lew	29 October 2013	\$52,626.81	1,078,367 FPO @ \$0.0486
	31 October 2013	\$4,383.87	79,310 FPO @ \$0.055
	1 November 2013	\$13,192.34	215,192 FPO @ \$0.061

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This is Annexure E of 1 page referred to in Form 603 Notice of Initial Substantial Shareholder

6. Associates

Name & ACN (If applicable)	Nature of Association
Mr Robert Proe	Party to arrangement to requisition general meeting to appoint additional directors
Aequus Capital Pty Ltd ACN 128 910 850	Party to arrangement to requisition general meeting to appoint additional directors
Healthville Investments Pty Ltd ACN 096 192 979	Party to arrangement to requisition general meeting to appoint additional directors
Mr Foon Keong Lew	Party to arrangement to requisition general meeting to appoint additional directors

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This is Annexure F of 1 page referred to in Form 603 Notice of Initial Substantial Shareholder

7. Addresses

Name & ACN (if applicable)	Address
Mr Robert Proe	8 Fellows Street, Hughesdale, Victoria, 3166
Aequus Capital Pty Ltd ACN 128 910 850	8 Fellows Street, Hughesdale, Victoria, 3166
Healthville Investments Pty Ltd ACN 096 192 979	PO Box 261, Greensborough, Victoria, 3088
Mr Foon Keong Lew	16E Fort Road, Singapore, Singapore, 439081