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**FACSIMILE TRANSMISSION**

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

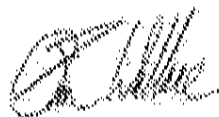
Dear Sirs,

**Hastings Rare Metals Limited (Company)**  
**Notice of ceasing to be a substantial holder**

We enclose ASIC Form 605.

The associates who on 18 September 2013 requisitioned a general meeting of shareholders, have now ceased to be in association given the completion of that general meeting on 14 November 2013, at which the resolutions proposed by the requisitioning shareholders were defeated.

Yours faithfully  
**NICK STRETCH LEGAL**



**Simon Wallace**  
**Partner**

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

**Form 605**  
Corporations Act 2001  
Section 671B

**Notice of ceasing to be a substantial holder**

To: Company Name/Scheme 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 ceased to be a  
substantial holder on

14 / 11 / 13

The previous notice was given to the company on

11 / 11 / 13

The previous notice was dated

11 / 11 / 13

**2. Changes in relevant interest**

Particulars of each change in, or change in nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of this 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 changes (5)	Class (6) and number of securities affected	Person's votes affected
N/A			N/A		N/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
See Annexure B	

**4. Addresses**

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

Name	Address
See Annexure C	

**Signature**

print name Simon L Wallace

capacity Solicitor

sign here



date 18 / 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in Section 9 of the Corporations Act 2001
- (4) 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.
- (5) 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 the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into a separate class.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.**

This is Annexure A of 1 page referred to in Form 605 Notice of Cessing to be a Substantial Shareholder

1. 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 Foon Keong Lew	

This is Annexure B of 1 page referred to in Form 605 Notice of Ceasing to be a Substantial Shareholder

**3. Changes in association**

The following shareholders ceased to be associates on 14 November 2013, following the completion of the general meetings of shareholders in the Company held on that date.

Holder of Relevant Interest	Nature of Association	Class and Number of Securities
Mr Robert Proe	Party to notice to requisition general meeting to appoint additional directors	350,039 FPO
Aequus Capital Pty Ltd as trustee for the Sterling Superannuation Fund	Party to notice to requisition general meeting to appoint additional directors	500,839 FPO
Healthville Investments Pty Ltd	Party to notice to requisition general meeting to appoint additional directors	470,000 FPO
Mr Foon Keong Lew	Party to notice to requisition general meeting to appoint additional directors	8,900,000 FPO

This is Annexure C of 1 page referred to in Form 605 Notice of Ceasing to be a Substantial Shareholder

**3. Addresses**

<b>Name &amp; ACN (if applicable)</b>	<b>Addresss</b>
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