

Supplementary Prospectus

Hastings Rare Metals Limited

ABN 43 122 911 399

1 IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 27 May 2014 (**Prospectus**) issued by Hastings Rare Metals Limited.

This Supplementary Prospectus is dated 12 June 2014 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that day. ASIC, ASX Limited (**ASX**) and their respective officers do not take any responsibility as to the contents of this Supplementary Prospectus.

Other than as set out below, all details in relation to the Prospectus remain unchanged. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Company's website at www.hastingsraremetals.com.au. The Company will send a copy of this Supplementary Prospectus to all Applicants who have applied for Shares under the Prospectus as at the date of this Supplementary Prospectus.

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisors without delay.

2 INCREASE IN MR LEW'S VOTING POWER

On 10 June 2014 Mr Charles Lew, the Company's Chairman, acquired a relevant interest in 8,350,000 Shares, increasing his voting power in the Company from 14.98% to 19.43%.

The increase will not change the maximum number of Shares that Mr Lew may acquire a relevant interest in, and hence voting power, under the Offer. However, it will increase the likelihood that Mr Lew's voting power may increase as a result of the Offer.

3 DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.

Dated: 12 June 2014



Guy Robertson
Company Secretary for and on behalf of Hastings Rare Metals Limited