Announcement Summary

Entity name

AMERICAN RARE EARTHS LIMITED

Date of this announcement

Monday August 21, 2023

The +securities the subject of this notification are:

☑ Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Unlisted options exercisable at $0.22 with an expiry date of 17 August 2026	4,500,000	17/08/2023

Refer to next page for full details of the announcement

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Part 1 - Entity and announcement details

1.1 Name of entity

AMERICAN RARE EARTHS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

83003453503

1.3 ASX issuer code

ARR

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

21/8/2023

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Part 2 - Issue details

2.1 The +securities the subject of this notification are:
☑ Other

Please specify

Notification of unquoted securities.

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:
☑ does not have an existing ASX security code ("new class")

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Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities

ASX +security code

New class - code to be confirmed

+Security description

Unlisted options exercisable at $0.22 with an expiry date of 17 August 2026

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

17/8/2023

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

Yes

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

www.americanrareearths.com.au

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.22000000	17/8/2026

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully paid ordinary shares: ARR

Any other information the entity wishes to provide about the +securities the subject of this notification

The Company issued an appendix 3B in respect to these unlisted options which was released on 18 August 2023.

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Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

The Company issued an appendix 3B in respect to these unlisted options which was released on 18 August 2023.

Issue details

Number of +securities

4,500,000

Were the +securities issued for a cash consideration?

☑ No

Please describe the consideration being provided for the +securities

Consulting services to the company

Purpose of the issue

To pay for services rendered

Additional Details

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Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
ARR : ORDINARY FULLY PAID	446,423,299

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
ARRAN : OPTION EXPIRING 07-DEC-2025 EX $0.40	5,000,000
ARRAO : OPTION EXPIRING 07-DEC-2027 EX $0.47	5,000,000
ARRAI : OPTION EXPIRING 06-DEC-2024 EX $0.20	1,000,000
ARRAJ : OPTION EXPIRING 06-DEC-2026 EX $0.20	500,000
ARRAH : OPTION EXPIRING 08-NOV-2024 EX $0.20	4,000,000
ARRAP : OPTION EXPIRING 18-DEC-2025 EX $0.40	2,000,000
ARRAQ : OPTION EXPIRING 18-DEC-2027 EX $0.47	1,000,000
ARRAG : OPTION EXPIRING 08-DEC-2023 EX $0.20	1,000,000
ARRAM : OPTION EXPIRING 05-DEC-2025 EX $0.435	6,000,000
ARRAL : OPTION EXPIRING 05-DEC-2025 EX $0.40	2,000,000
ARRAD : OPTION EXPIRING 11-DEC-2023 EX $0.15	2,894,223
ARRAE : OPTION EXPIRING 30-NOV-2026 EX $0.10	3,000,000
ARRAF : OPTION EXPIRING 30-NOV-2024 EX $0.20	8,000,000

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ARRAK : ORDINARY FULLY PAID EMPLOYEE	1,100,000
New class - code to be confirmed : Unlisted options exercisable at $0.22 with an expiry date of 17 August 2026	4,500,000

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Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

☑ No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☑ No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☑ Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

4,500,000

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☑ No

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