Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity AMERICAN RARE EARTHS LIMITED	
ABN	83 003 453 503

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Geoffrey Hill
Date of last notice	05 September 2023

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	**Holder**	**Interest**
	Frank Dowling Pty Ltd	Director
	International Pacific Capital Limited	Director
	International Pacific Securities Limited (HK)	Director
	International Pacific Securities Limited (Bermuda)	Director
	Nimpod Pty Ltd	Director
	REG Investments Pty Ltd	Director
	IPS Nominees Pty Ltd	Shareholder
	HFT Nominees Pty Ltd	Trust beneficiary
	Hill Family Group Pty Ltd	Trust beneficiary

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Date of change	29/04/2024 to 02/05/2024	
No. of securities held prior to change	Shares 79,973,392	Options 2,000,000
Class	Ordinary fully paid shares	Unlisted options exercisable at $0.20 expiring 30 November 2024
Number acquired	-	-
Number disposed	820,197	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$244,873	-
No. of securities held after change	79,153,195	2,000,000
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade	-

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	-

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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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+ See chapter 19 for defined terms.