

+Rule 3.20.4, 7.18-7.24A, 15.3, Appendix 7A paragraphs 8 & 9.

## Appendix 3A.3

### Notification of reorganisation of capital – <sup>+</sup>security consolidation or split

*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.*

Please note that two or more corporate actions on the same <sup>+</sup>security may not run with different record dates if the timetables result in overlapping (but not identical) ex-periods. It is permissible to run different corporate actions with the same record date except in the case of reorganisations – consolidations/splits which cannot run at the same time as any other corporate action for that entity.

If you are an entity incorporated outside Australia, for <sup>+</sup>securities other than CDIs / depository interests, please obtain and provide an International Securities Identification Number (ISIN) for the class(es) of <sup>+</sup>securities to be created during your corporate action. The ISIN(s) should be advised in the Further Information section of this form. Further information on this requirement can be found in the Online Forms section of ASX Online for companies.

\*Denotes minimum information required for first lodgement of this form.

\*\*Denotes information that must be provided on or before <sup>+</sup>business day 0 of the relevant Appendix 6A or Appendix 7A timetable.

The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity.

#### Part 1 – Entity and announcement details

Question No.	Question	Answer
1.1	*Name of entity	Lynas Corporation Limited
1.2	*Registration type and number <i>One of ABN/ARSN/ARBN/ACN or other registration type and number (if "other" please specify what type of registration number has been provided).</i>	ACN 009 066 648
1.3	*ASX issuer code	LYC
1.4	*The announcement is <i>Tick whichever is applicable.</i>	<input checked="" type="checkbox"/> New announcement Update/amendment to previous announcement Cancellation of previous announcement
1.4a	*Reason for update <i>Mandatory only if "Update" ticked in Q1.4 above. A reason must be provided for an update.</i>	
1.4b	*Date of previous announcement to this update <i>Mandatory only if "Update" ticked in Q1.4 above.</i>	
1.4c	*Reason for cancellation <i>Mandatory only if "Cancellation" ticked in Q1.4 above.</i>	

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**Appendix 3A.3**  
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**capital – <sup>+</sup>Security consolidation or split**

1.4d	<p>*Date of previous announcement to this cancellation</p> <p><i>Mandatory only if "Cancellation" ticked in Q1.4 above.</i></p>	
1.5	<p>*Date of this announcement</p> <p><i>The date of lodgement of the form by the entity via ASX Online.</i></p>	3 October 2017
1.6	<p>*Applicable ASX <sup>+</sup>security code(s) and description(s) for reorganisation</p> <p><i>Please confirm the entity's <sup>+</sup>securities (quoted and unquoted) which will be affected by the reorganisation. Please note Listing Rule 7.21 in respect of <sup>+</sup>convertible <sup>+</sup>securities, Listing Rules 7.22.1 and 7.22.2 in respect of options and Listing Rule 7.24 in respect of partly paid <sup>+</sup>securities.</i></p>	<p>ASX <sup>+</sup>security code: LYC</p> <p>*Security description: Ordinary Fully Paid</p> <p>ASX <sup>+</sup>security code: LYCAU</p> <p>*Security description: Performance rights expiring various dates</p> <p>ASX <sup>+</sup>security code: LYCAY</p> <p>*Security description: Unsecured convertible bonds</p> <p>ASX <sup>+</sup>security code: LYCAZ</p> <p>*Security description: Warrants</p>

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## Part 2 – Approvals

Question No.	Question	Answer		
2.1	<p>*Are any of the below approvals required for the reorganisation before business day 0 of the timetable?</p> <ul style="list-style-type: none"> <li>• <sup>+</sup>Security holder approval</li> <li>• Court approval</li> <li>• Lodgement of court order with <sup>+</sup>ASIC</li> <li>• ACCC approval</li> <li>• FIRB approval;</li> <li>• Another approval/condition external to the entity required to be given/met before business day 0 of the timetable for the reorganisation.</li> </ul> <p><i>If any of the above approvals apply to the reorganisation before business day 0 of the timetable, please answer 'yes' and provide details at Q2.2. If "no" go to Part 3.</i></p> <p><i>The purpose of the question is to confirm that relevant approvals are received prior to ASX establishing an ex market in the <sup>+</sup>securities. If the entity wishes to disclose approvals or conditions which are to be resolved at a later date it should use Part 6 "Further information".</i></p>	Yes		
2.2	<p><b>Approvals</b></p> <p><i>Select appropriate approval from drop down box as applicable. More than one approval can be selected. This question refers only to events which take place before business day 0 of the timetable. The purpose of the question is to confirm that relevant approvals are received prior to ASX establishing an ex market in the <sup>+</sup>securities. The "Date for determination" is the date that you expect to know if the approval is given for example the date of the <sup>+</sup>security holder meeting in the case of <sup>+</sup>security holder approval or the date of the court hearing in the case of court approval. If the entity wishes to disclose approvals or conditions which are to be resolved at a later date it should use Part 6 "Further information".</i></p>			
*Approval/condition	*Date for determination	*Is the date estimated or actual? Actual	**Approval received/condition met?  <i>Only answer this question when you know the outcome of the approval – please advise on or before <sup>+</sup>business day 0 of the relevant Appendix 6A or Appendix 7A timetable.</i>	Comments
<sup>+</sup> Security holder approval	28 November 2017	<input type="checkbox"/> Estimated <b>OR</b> <input checked="" type="checkbox"/> Actual	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Court approval	N/A	<input type="checkbox"/> Estimated <b>OR</b> <input type="checkbox"/> Actual	<input type="checkbox"/> Yes <input type="checkbox"/> No	

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**Appendix 3A.3**  
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Lodgement of court order with <sup>+</sup> ASIC	N/A	<input type="checkbox"/> Estimated <b>OR</b> <input type="checkbox"/> Actual	<input type="checkbox"/> Yes <input type="checkbox"/> No	
ACCC approval	N/A	<input type="checkbox"/> Estimated <b>OR</b> <input type="checkbox"/> Actual	<input type="checkbox"/> Yes <input type="checkbox"/> No	
FIRB approval	N/A	<input type="checkbox"/> Estimated <b>OR</b> <input type="checkbox"/> Actual	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Other (please specify in comment section)	N/A	<input type="checkbox"/> Estimated <b>OR</b> <input type="checkbox"/> Actual	<input type="checkbox"/> Yes <input type="checkbox"/> No	

Amended 29/06/15

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Part 3 – reorganisation timetable and details

Question No.	Question	Answer
3.1	<p><b><sup>+</sup>Record date</b></p> <p><b>COURT APPROVAL:</b> This is two <sup>+</sup>business days after the entity lodges the court order with ASIC and tells ASX – <sup>+</sup>business day 2 in the timetable. This is the date on which the register is closed to determine the register for the consolidation or split of <sup>+</sup>securities.</p> <p><b>NO COURT APPROVAL:</b> This is three <sup>+</sup>business days after the <sup>+</sup>security holder meeting – <sup>+</sup>business day 3 in the timetable. This is the date on which the register is closed to determine the register for the consolidation or split of <sup>+</sup>securities.</p> <p><b>ALL:</b> The <sup>+</sup>record date must be at least four <sup>+</sup>business days from the current date. Please note that the <sup>+</sup>record date and effective date cannot be changed (even to postpone it or cancel it) any later than 12 noon Sydney time on the day before the previous effective date advised.</p>	1 December 2017
3.2	<p><b>Date of <sup>+</sup>security holder meeting</b></p> <p>Same date as provided in Q2.2.</p>	28 November 2017
3.3	<p><b>Last day for trading in pre-reorganised <sup>+</sup>securities</b></p> <p><b>COURT APPROVAL:</b> This is the <sup>+</sup>business day the entity lodges the court order with ASIC and tells ASX – <sup>+</sup>business day 0 in the timetable.</p> <p><b>NO COURT APPROVAL:</b> This is the <sup>+</sup>business day after <sup>+</sup>security holders approve the reorganisation – <sup>+</sup>business day 1 in the timetable.</p> <p><b>ALL:</b> Please note that the last day of trading cannot be changed (even to postpone it) any later than 12 noon Sydney time on the day before the previous effective date advised.</p>	29 November 2017
3.4	<p><b>*Effective date</b></p> <p>Trading in the re-organised <sup>+</sup>securities “ex-reorganisation” commences on a deferred settlement basis. If the <sup>+</sup>entity’s <sup>+</sup>securities are suspended from trading during this period there will be no <sup>+</sup>deferred settlement trading however ASX still captures this date.</p> <p><b>COURT APPROVAL:</b> This is the <sup>+</sup>business day after the entity lodges the court order with ASIC and tells ASX – <sup>+</sup>business day 1 in the timetable.</p> <p><b>NO COURT APPROVAL:</b> This is the second <sup>+</sup>business day after <sup>+</sup>security holders approve the reorganisation – <sup>+</sup>business day 2 in the timetable.</p>	30 November 2017

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**Appendix 3A.3**  
**Notification of reorganisation of**  
**capital – <sup>+</sup>Security consolidation or split**

	<b>ALL:</b> Please note that the <sup>+</sup> record date and effective date cannot be changed (even to postpone it or cancel it) any later than 12 noon Sydney time on the day before the previous effective date advised.	
3.5	<sup>+</sup> Record date  Same as Q3.1 above.	1 December 2017
3.6	First day for entity to send notices to <sup>+</sup> security holders of the change in the number of <sup>+</sup> securities they hold. First day for entity to register <sup>+</sup> securities on a post reorganised basis  <b>COURT APPROVAL:</b> This is the day after the <sup>+</sup> record date – <sup>+</sup> business day 3 in the timetable.  <b>NO COURT APPROVAL:</b> This is the day after the <sup>+</sup> record date – <sup>+</sup> business day 4 in the timetable.	4 December 2017
3.7	<sup>+</sup> Issue date. <sup>+</sup> Deferred settlement market ends. Last day for entity to send notices to <sup>+</sup> security holder of the change in the number of <sup>+</sup> securities they hold. Last day for <sup>+</sup> entity to register <sup>+</sup> securities on a post-reorganised basis  <b>COURT APPROVAL:</b> This is five <sup>+</sup> business days after the <sup>+</sup> record date – <sup>+</sup> business day 7 in the timetable.  <b>NO COURT APPROVAL:</b> This is five <sup>+</sup> business days after the <sup>+</sup> record date – <sup>+</sup> business day 8 in the timetable.  <b>ALL:</b> Please note that the <sup>+</sup> issue date cannot be changed (even to postpone it) any later than 12 noon AEST on the previous <sup>+</sup> issue date advised.	8 December 2017
3.8	Trading starts on a normal T+2 basis  <b>COURT APPROVAL:</b> This is six <sup>+</sup> business days after the <sup>+</sup> record date and the <sup>+</sup> business day after <sup>+</sup> issue date – <sup>+</sup> business day 8 in the timetable.  <b>NO COURT APPROVAL:</b> This is six <sup>+</sup> business days after the <sup>+</sup> record date and the <sup>+</sup> business day after <sup>+</sup> issue date – <sup>+</sup> business day 9 in the timetable.	11 December 2017
3.9	First settlement of trades conducted on a deferred settlement basis and on a normal T+2 basis  <b>COURT APPROVAL:</b> This is eight <sup>+</sup> business days after <sup>+</sup> record date and two <sup>+</sup> business days after T+2 trading starts – <sup>+</sup> business day 10 in the timetable.  <b>NO COURT APPROVAL:</b> This is eight <sup>+</sup> business days after <sup>+</sup> record date and two <sup>+</sup> business days after T+2 trading starts – <sup>+</sup> business day 11 in the timetable.	13 December 2017

Amended 07/03/16

+ See chapter 19 for defined terms  
7 March 2016

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Part 4 – reorganisation type and details

Question No.	Question	Answer
4.1	<p>*The reorganisation is</p> <p><i>Please select one. If "consolidation" please answer Q4.1a, if "split" please answer Q4.1b.</i></p>	<p><input checked="" type="checkbox"/> <sup>+</sup>Security consolidation</p> <p><sup>+</sup>Security split</p>
4.1a	<p>*Consolidation ratio</p> <p><i>Ratios may only be expressed as whole numbers. Fractional ratios will need to be multiplied up to a whole number (for example 1:1.5 should be expressed as 2:3). Where you consolidate five <sup>+</sup>securities into one <sup>+</sup>security, the answer above is 5.00 (pre-consolidation) <sup>+</sup>securities will be consolidated into 1.00 (post-consolidation) <sup>+</sup>security. To consolidate three <sup>+</sup>securities into two <sup>+</sup>securities, the answer above is 3.00 (pre-consolidation) <sup>+</sup>securities will be consolidated into 2.00 (post-consolidation) <sup>+</sup>securities.</i></p> <p><b>ALL:</b> Please note that the ratio (multiplier or divisor) cannot be changed any later than 12 noon Sydney time on the day before the previous effective date advised.</p>	<p>the <sup>+</sup>securities will be consolidated on the basis that every</p> <p>_____ 10 _____ (pre-consolidation) <sup>+</sup>securities will be consolidated into</p> <p>_____ 1 _____ (post-consolidation) <sup>+</sup>security (/ies)</p>
4.1b	<p>*Split ratio</p> <p><i>Ratios may only be expressed as whole numbers. Fractional ratios will need to be multiplied up to a whole number (for example 1:1.5 should be expressed as 2:3). Where you split each <sup>+</sup>security into five, the answer above is every 1.00 (pre-split) <sup>+</sup>security will be divided into 5.00 (post-split) <sup>+</sup>securities. To divide each two <sup>+</sup>securities into three <sup>+</sup>securities the answer is 2.00 (pre-split) <sup>+</sup>securities will be divided into 3.00 (post-split) <sup>+</sup>securities.</i></p> <p><b>ALL:</b> Please note that the ratio (multiplier or divisor) cannot be changed any later than 12 noon Sydney time on the day before the previous effective date advised.</p>	<p>the <sup>+</sup>securities will be split on the basis that every</p> <p>_____ (pre-split) <sup>+</sup>security (/ies) will be divided into</p> <p>_____ (post-split) <sup>+</sup>securities.</p>
4.2	<p>*Scrip fraction rounding:</p> <p><i>Please select the appropriate description regarding how fractions will be handled. If you do not have a rounding policy please choose "Fractions rounded down to the nearest whole number or fractions disregarded".</i></p>	<p><input checked="" type="checkbox"/> Fractions rounded up to the next whole number</p> <p>Fractions rounded down to the nearest whole number or fractions disregarded</p> <p>Fractions sold and proceeds distributed</p> <p>Fractions of <b>0.5 and over</b> rounded up</p> <p>Fractions <b>over 0.5</b> rounded up</p>

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## Part 5 – <sup>+</sup>Securities on issue before and after reorganisation

*A change to the terms or price of <sup>+</sup>convertible securities should be advised in Part 6 – “Further information”.*

Question No.	Question	Answer					
5.1	<b><sup>+</sup>Securities on issue before and after the reorganisation</b>  <i>Please confirm the number of the entity’s <sup>+</sup>securities on issue before and after the reorganisation. Please note Listing Rule 7.21 in respect of <sup>+</sup>convertible securities, Listing Rules 7.22.1, 7.22.2 in respect of options and Listing Rule 7.24 in respect of partly paid <sup>+</sup>securities. If an estimate is provided please provide the actual amounts as soon as reasonably practicable and no later than the <sup>+</sup>issue date.</i>						
ASX <sup>+</sup> security code	ASX <sup>+</sup> security description	Quoted/ unquoted	Number on issue before reorganisation	Number on issue after reorganisation	Estimate/ Actual		
LYC	Ordinary Fully Paid	Quoted	5,220,142,368	522,014,237	Estimated		
LYCAU	Performance rights expiring various dates	Unquoted	93,601,826	9,360,183	Estimated		
LYCAY	Unsecured convertible bonds	Unquoted	US\$116,500,000, with a face value of US\$1 per bond	US\$116,500,000, with a face value of US\$1 per bond	Estimated		
LYCAZ	Warrants	Unquoted	271,322,983	27,132,298	Estimated		
5.2	<b>*Exercise price of options</b>  <i>Please confirm the exercise price of options on issue before and after the reorganisation. Please note Listing Rule 7.21 in respect of <sup>+</sup>convertible securities, and Listing Rules 7.22.1, 7.22.2 in respect of options.</i>						
ASX <sup>+</sup> security code	ASX <sup>+</sup> security description	Quoted/ unquoted	Currency	Exercise price before reorganisation	Exercise price after reorganisation		
LYCAU	Performance rights expiring various dates	Unquoted	A\$	A\$0.00	A\$0.00		
LYCAY	Unsecured convertible bonds	Unquoted	US\$	A\$0.10	A\$1.00		
LYCAZ	Warrants	Unquoted	A\$	A\$0.05	A\$0.50		
5.3	<b>*Partly paid <sup>+</sup>securities affected by the reorganisation</b>  <i>Please confirm the effect of the reorganisation on “paid to” and “unpaid” amounts for partly paid <sup>+</sup>securities on issue before and after the reorganisation. Please note Listing Rule 7.21 in respect of <sup>+</sup>convertible securities and Listing Rule 7.24 in respect of partly paid <sup>+</sup>securities. If there is more than one <sup>+</sup>security please include the additional <sup>+</sup>securities.</i>						
ASX <sup>+</sup> security code	ASX <sup>+</sup> security description	Quoted/ unquoted	Currency	Paid up amount before re- organisation	Paid up amount after re- organisation	Unpaid amount before re- organisation	Unpaid amount after re- organisation
N/A							

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Part 6 – Further Information

Question No.	Question	Answer
6.1	Further information relating to the reorganisation <i>Please provide any further information relating to this reorganisation.</i>	N/A

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