

**Form 604
Corporations Act 2001
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **LYNAS CORPORATION LIMITED**

ACN/ARSN:

1. Details of substantial holder (1)

Name: FIL Limited and the entities listed in Annexure A ("FIL")
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	11 June 2019
The previous notice was given to the company on	16 April 2019
The previous notice was dated	16 April 2019

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities (4)	Previous Notice Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
COMMON STOCK	48,581,532	7.30%	41,737,267	6.25%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
			AUD	Common stock	Common stock
15-Apr-19	FIL	SELL	1.9997	6,743	6,743
15-Apr-19	FIL	SELL	1.9997	97,628	97,628
15-Apr-19	FIL	SELL	1.9997	139,017	139,017
30-Apr-19	FIL	SELL	1.9718	11,546	11,546
7-May-19	FIL	SELL	1.8777	36,047	36,047
10-May-19	FIL	TRANSITION IN	1.8850	896,950	896,950
10-May-19	FIL	TRANSITION IN	1.8850	2,683,082	2,683,082
14-May-19	FIL	BUY	1.9050	144,893	144,893

17-May-19	FIL	SELL	2.0061	78,134	78,134
17-May-19	FIL	SELL	2.0500	600,000	600,000
20-May-19	FIL	SELL	2.0042	1,000,000	1,000,000
21-May-19	FIL	BUY	2.1400	23,865	23,865
21-May-19	FIL	BUY	2.1400	431,845	431,845
21-May-19	FIL	SELL	2.1400	23,865	23,865
21-May-19	FIL	SELL	2.1400	431,845	431,845
21-May-19	FIL	SELL	2.2078	879,291	879,291
22-May-19	FIL	SELL	2.4221	958	958
22-May-19	FIL	SELL	2.4221	15,862	15,862
22-May-19	FIL	SELL	2.4221	34,081	34,081
22-May-19	FIL	SELL	2.4000	97,948	97,948
27-May-19	FIL	SELL	2.3743	8,072	8,072
27-May-19	FIL	SELL	2.3743	95,110	95,110
30-May-19	FIL	SELL	2.8004	13,334	13,334
30-May-19	FIL	SELL	2.8004	33,641	33,641
30-May-19	FIL	SELL	2.8004	41,224	41,224
30-May-19	FIL	SELL	2.8004	81,141	81,141
30-May-19	FIL	SELL	2.8004	112,324	112,324
30-May-19	FIL	SELL	2.8004	179,048	179,048
30-May-19	FIL	SELL	2.8004	209,596	209,596
30-May-19	FIL	SELL	2.8004	565,071	565,071
31-May-19	FIL	SELL	3.0621	15,918	15,918
31-May-19	FIL	SELL	3.0621	39,556	39,556
31-May-19	FIL	SELL	3.0621	48,971	48,971
31-May-19	FIL	SELL	3.0621	99,169	99,169
31-May-19	FIL	SELL	3.0621	181,165	181,165
31-May-19	FIL	SELL	3.0621	213,403	213,403
31-May-19	FIL	SELL	3.0621	226,072	226,072
31-May-19	FIL	SELL	3.0621	607,299	607,299
3-Jun-19	FIL	SELL	2.8736	1,427	1,427
3-Jun-19	FIL	SELL	3.0293	2,382	2,382
3-Jun-19	FIL	SELL	3.0293	3,049	3,049
3-Jun-19	FIL	SELL	3.0293	3,775	3,775
3-Jun-19	FIL	SELL	3.0293	7,645	7,645
3-Jun-19	FIL	SELL	3.0293	13,965	13,965
3-Jun-19	FIL	SELL	3.0293	16,451	16,451
3-Jun-19	FIL	SELL	3.0293	17,428	17,428
3-Jun-19	FIL	SELL	2.8736	23,705	23,705
3-Jun-19	FIL	SELL	2.8736	28,042	28,042
3-Jun-19	FIL	SELL	2.8736	29,791	29,791
3-Jun-19	FIL	SELL	3.0293	46,815	46,815
3-Jun-19	FIL	SELL	2.8736	47,640	47,640

3-Jun-19	FIL	SELL	2.8736	71,606	71,606
3-Jun-19	FIL	SELL	2.8736	88,578	88,578
3-Jun-19	FIL	SELL	2.8736	127,976	127,976
3-Jun-19	FIL	SELL	2.8736	182,338	182,338
3-Jun-19	FIL	SELL	2.8736	342,480	342,480
3-Jun-19	FIL	SELL	2.8736	392,900	392,900
4-Jun-19	FIL	SELL	2.7300	2,487	2,487
4-Jun-19	FIL	SELL	2.6178	105,427	105,427
4-Jun-19	FIL	SELL	2.6178	153,819	153,819
4-Jun-19	FIL	SELL	2.6178	274,244	274,244
4-Jun-19	FIL	SELL	2.6178	610,495	610,495
5-Jun-19	FIL	BUY	2.6600	9,366	9,366
6-Jun-19	FIL	TRANSITION OUT	2.7300	377,540	377,540
7-Jun-19	FIL	SELL	2.8150	2,546	2,546
7-Jun-19	FIL	SELL	2.8150	2,546	2,546
7-Jun-19	FIL	SELL	2.8150	2,546	2,546
7-Jun-19	FIL	SELL	2.8126	7,526	7,526
7-Jun-19	FIL	SELL	2.8150	10,072	10,072
7-Jun-19	FIL	SELL	2.8126	12,900	12,900
7-Jun-19	FIL	SELL	2.8126	16,067	16,067
7-Jun-19	FIL	SELL	2.8126	33,615	33,615
7-Jun-19	FIL	SELL	2.8126	56,744	56,744
7-Jun-19	FIL	SELL	2.8126	70,416	70,416
7-Jun-19	FIL	SELL	2.8126	88,185	88,185
7-Jun-19	FIL	SELL	2.8126	374,667	374,667
11-Jun-19	FIL	SELL	2.7550	1,314	1,314
11-Jun-19	FIL	SELL	2.7550	6,569	6,569
11-Jun-19	FIL	SELL	2.7550	7,839	7,839
11-Jun-19	FIL	SELL	2.7550	18,183	18,183
11-Jun-19	FIL	SELL	2.7550	20,720	20,720
11-Jun-19	FIL	SELL	2.7550	21,774	21,774
11-Jun-19	FIL	SELL	2.7550	25,807	25,807
11-Jun-19	FIL	SELL	2.7550	29,057	29,057
11-Jun-19	FIL	SELL	2.7550	53,992	53,992
11-Jun-19	FIL	SELL	2.7550	95,229	95,229
11-Jun-19	FIL	SELL	2.7550	117,188	117,188
11-Jun-19	FIL	SELL	2.7550	145,728	145,728
11-Jun-19	FIL	SELL	2.7550	617,952	617,952
			Total Buys	609,969	609,969
			Total Sells	(10,656,726)	(10,656,726)
			Total Transition In	3,580,032	3,580,032
			Total	(377,540)	(377,540)

			Transition Out		
			Total Movement	(6,844,265)	(6,844,265)

4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

5. Changes in Association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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
N/A	

6. Addresses

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

Refer to Annexure A



Sign Here _____

Dated: 13 June 2019

Jen Li

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	JP MORGAN, BOURNEMOUTH (C)	Investment Discretion / Voting Power	2,935,785
		JPMORGAN CHASE BANK NA LDN		3,224,437
		NATIONAL ASTL BK MELBOURNE (S)		740,105
		NORTHERN TRUST LONDON (C)		240,048
		STATE STREET BANK AND TR CO		1,497,834
FIL INVESTMENT MANAGEMENT	Level 21, Two Pacific Place, 88 Queensway,	BROWN BROS HARRIMN LTD LUX (C)		12,189,055

(HONG KONG) LIMITED	Admiralty, Hong Kong	LANDESBANK BADEN-WUERTEMBERG	1,198,644
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	8 Marina View, #35-06, Asia Square Tower 1, 018960, Singapore	BROWN BROS HARRIMN LTD LUX (C)	2,429,539
		JP MORGAN, BOURNEMOUTH (C)	996,746
		MASTER TRUST BANK OF JAPAN (C)	3,686
		NOMURA TRUST AND BANKING (C)	61,024
FIL INVESTMENTS INTERNATIONAL	Oakhill House, 130 Tonbridge Road, Hildenborough, Tonbridge, Kent, TN11 9DZ, United Kingdom	BROWN BROS HARRIMN LTD LUX (C)	1,251,520
		CHASE MANHATTAN BK ASTL SYD(S)	7,645
		HSBC TRINKAUS UND BURKH 1 (S)	242,229
		STATE STREET BANK AND TR CO	487,432
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	BROWN BROS HARRIMN LTD LUX (C)	5,022
		HSBC BANK PLC (C)	9,813,514
FIL PENSIONS MANAGEMENT	Oakhill House, 130 Tonbridge Road, Hildenborough, Kent, England TN119DZ	BNP PARIBAS SEC SRVS ITALY	363,696
		CLEARSTREAM BANKING SA LUX (C)	728,102
		HSBC BANK PLC (C)	3,088,019
		STATE STR BK AND TR CO LNDN (C)	233,185
Grand Total			41,737,267