

Announcement Summary

Entity name

5E ADVANCED MATERIALS INC.

Date of this announcement

Tuesday January 31, 2023

The +securities the subject of this notification are:☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX**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	Restricted Share Units	16,216	29/06/2022
New class - code to be confirmed	Restricted Share Units	83,788	01/09/2022
New class - code to be confirmed	Performance Share Units	9,709	29/06/2022
New class - code to be confirmed	Performance Share Units	37,940	01/09/2022
New class - code to be confirmed	Options	400,000	15/08/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

5E ADVANCED MATERIALS INC.

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

1.2 Registered number type

ARBN

Registration number

655137170

1.3 ASX issuer code

5EA

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

31/1/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

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")



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

ASX +security code**+Security description****+Security type****ISIN code****Date the +securities the subject of this notification were issued****Will all the +securities issued in this class rank equally in all respects from their issue date?**☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.****Name of KMP****Name of registered holder****Number of +securities****Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.****Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms****Any other information the entity wishes to provide about the +securities the subject of this notification**



Issue details

Number of +securities

16,216

ASX +security code

New class - code to be confirmed

+Security description

Restricted Share Units

+Security type

Other

ISIN code

Date the +securities the subject of this notification were issued

1/9/2022

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

☒ Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

☒ Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP

Name of registered holder

Number of +securities

Paul Weibel

Paul Weibel

9,190

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

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://www.sec.gov/Archives/edgar/data/1888654/000119312522032966/d222316dex101.htm>

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

These restricted share units were issued pursuant to an Employee Equity Compensation Plan.



Issue details

Number of +securities

83,788

ASX +security code

New class - code to be confirmed

+Security description

Performance Share Units

+Security type

Other

ISIN code

Date the +securities the subject of this notification were issued

29/6/2022

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

☒ Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

☒ Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP

Name of registered holder

Number of +securities

Paul Weibel

Paul Weibel

1,850

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

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://www.sec.gov/Archives/edgar/data/1888654/000119312522032966/d222316dex101.htm>

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

These performance share units were issued pursuant to an Employee Equity Compensation Plan.



Issue details

Number of +securities

9,709

ASX +security code

New class - code to be confirmed

+Security description

Performance Share Units

+Security type

Other

ISIN code

Date the +securities the subject of this notification were issued

1/9/2022

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

☒ Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

☒ Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Paul Weibel	Paul Weibel	6,126

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

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://www.sec.gov/Archives/edgar/data/1888654/000119312522032966/d222316dex101.htm>

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

These performance share units were issued pursuant to an Employee Equity Compensation Plan.



Issue details

Number of +securities

37,940

ASX +security code

New class - code to be confirmed

+Security description

Options

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

15/8/2022

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

☒ Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

☒ No

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

☒ No

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

Options Details

+Security currency

US\$ - US Dollar (Same day)

Exercise price

US\$ 25.62000000

Expiry date

16/8/2027

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

5EAAO : COMMON STOCK

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://www.sec.gov/Archives/edgar/data/1888654/000119312522032966/d222316dex101.htm>



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

These options were issued pursuant to an Employee Equity Compensation Plan.

Issue details

Number of +securities

275,000

Number of +securities

125,000







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
5EA : CHESS DEPOSITARY INTERESTS 10:1	280,354,040

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
5EAAR : CONVERTIBLE NOTES	60,000
5EAAP : 10:1 CDI EQUIVALENT TO 5EAAO	158,537,680
5EAAO : COMMON STOCK	15,853,768
5EAAD : OPTION EXPIRING 31-DEC-2022 EX USD\$11.69	150,000
5EA AE : OPTION EXPIRING 01-FEB-2023 EX USD\$4.39	155,000
5EA AF : OPTION EXPIRING 01-FEB-2023 EX USD\$5.85	105,000
5EAAL : OPTION EXPIRING 01-JUN-2025 EX USD\$14.62	1,440,000
5EAAM : OPTION EXPIRING 31-DEC-2022 EX USD\$18.27	210,000
5EAAN : OPTION EXPIRING 01-OCT-2025 EX USD\$16.45	300,000
5EAAK : OPTION EXPIRING 07-APR-2025 EX USD\$18.27	100,000
5EAAG : OPTION EXPIRING 31-DEC-2023 EX USD\$8.04	120,000
5EAAH : OPTION EXPIRING 30-JUL-2024 EX USD\$3.65	750,000
5EAAI : OPTION EXPIRING 30-JUN-2024 EX USD\$9.87	59,000



5EAAJ : OPTION EXPIRING 06-JUL-2024 EX USD\$6.58	910,000
New class - code to be confirmed : Restricted Share Units	16,216
New class - code to be confirmed : Restricted Share Units	83,788
New class - code to be confirmed : Performance Share Units	9,709
New class - code to be confirmed : Performance Share Units	37,940
New class - code to be confirmed : Options	400,000



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?

547,653

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)?

☒ N/A