

24 March 2021

The Manager, ASX Limited  
Company Announcements Office

**ISSUE OF SHARES – SECONDARY TRADING NOTICE  
NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF CORPORATIONS ACT 2001  
("Act")**

On 23 March 2021, Carnegie Clean Energy Limited ("**the Company**") issued the following securities:

- 260,000,000 Ordinary Fully Paid shares following the exercise of 260,000,000 options at an exercise price of \$0.0015 per share.
- 860,000,000 Ordinary Fully Paid Shares at an issue price of \$0.00125 per share together with 860,000,000 free attaching options exercisable at \$0.0015 per share on or before 24 March 2024 following the conversion of 43 Convertible Notes with a face value of \$25,000 each.
- 8,820,512 Ordinary Fully Paid Shares issued in consideration for interest charges on the Convertible Notes from 28 October 2020 to the date of conversion.

**Secondary Trading Exemption**

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;
- (b) as at 24 March 2021 the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- (c) as at 24 March 2021 there is no information:
  - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - A. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - B. the rights and liabilities attaching to the securities.



**GRANT J. MOONEY**  
Director & Company Secretary

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