8 February 2018

Company Announcements Office
Australian Securities Exchange

By e-Lodgement

ISSUE OF CARNEGIE CLEAN ENERGY LIMITED SHARES AND OPTIONS – SECONDARY TRADING NOTICE NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF CORPORATIONS ACT 2001 ("Act")

On 8 February 2018, Carnegie Clean Energy Limited ("**the Company**") issued 19,649,123 fully paid ordinary shares (**Shares**) and 35,000,000 unlisted options with an exercise price of $0.06 and expiry date of 8 February 2023 (**Options**).

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 and Options including the issuance of any shares upon conversion of the Options 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 and Options without disclosure to investors under Part 6D.2 of the Act;

(b) as at 8 February 2018 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 8 February 2018 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.

Yours faithfully
Carnegie Clean Energy Limited



GRANT J MOONEY
Company Secretary

21 Barker Street, Belmont, Western Australia, 6104
enquiries@carnegiece.com +61 8 6168 8400 +61 8 6230 4025 www.carnegiece.com