1 December 2020

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 24 November 2020, Carnegie Clean Energy Limited ("**the Company**") issued 188,333,330 Ordinary Fully Paid shares in satisfaction of interest accrued on Convertible Notes which expire March 2021.

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 1 December 2020 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 1 December 2020 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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