17 May 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 17 May 2021, Carnegie Clean Energy Limited ("**the Company**") issued 280,000,000 Ordinary Fully Paid shares following the exercise of 280,000,000 options at an exercise price of $0.0015 per share.

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 17 May 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 17 May 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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