Announcement Summary

**Entity name**

CARNEGIE CLEAN ENERGY LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

12/8/2025

**The Proposed issue is:**
An offer of securities under a securities purchase plan

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

| ASX +security code | +Security description | Maximum Number of +securities to be issued |
|---|---|---|
| CCE | ORDINARY FULLY PAID | 109,861,041 |

**+Record date**

11/8/2025

**Offer closing date**

8/9/2025

**+Issue date**

11/9/2025

Refer to next page for full details of the announcement

## Part 1 - Entity and announcement details

**1.1 Name of +Entity**

CARNEGIE CLEAN ENERGY LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.
If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

| **1.2 Registered Number Type** | **Registration Number** |
|---|---|
| ABN | 69009237736 |

**1.3 ASX issuer code**

CCE

**1.4 The announcement is**
New announcement

**1.5 Date of this announcement**

12/8/2025

**1.6 The Proposed issue is:**
An offer of +securities under a +securities purchase plan

## Part 4 - Details of proposed offer under securities purchase plan

### Part 4A - Conditions

**4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?**
No

## Part 4B - Offer details

**+Class or classes of +securities that will participate in the proposed issue and +class or classes of +securities proposed to be issued**

**ASX +security code and description**

CCE : ORDINARY FULLY PAID

**Will the proposed issue of this +security include an offer of attaching +securities?**
No

## Details of +securities proposed to be issued

**ASX +security code and description**

CCE : ORDINARY FULLY PAID

**Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted**

109,861,041

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**
No

**Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?**
Yes

**Describe the maximum subscription condition**

$3,000,000.  The Directors reserve the right to accept oversubscriptions

**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**
Yes

**Is the minimum acceptance unit based or dollar based?**
Dollar based ($)

**Please enter the minimum acceptance value**

$ 1,000

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**
Yes

**Is the maximum acceptance unit based or dollar based?**
Dollar based ($)

**Please enter the maximum acceptance value**

$ 30,000

**Describe all the applicable parcels available for this offer in number of securities or dollar value**

| | | |
|---|---|---|
| Parcel A | A$30,000 | being 526,316 shares |
| Parcel B | A$20,000 | being 350,877 shares |
| Parcel C | A$15,000 | being 263,158 shares |
| Parcel D | A$10,000 | being 175,439 shares |
| Parcel E | A$5,000 | being 87,719 shares |
| Parcel F | A$2,000 | being 35,088 shares |
| Parcel G | A$1,000 | being 17,544 shares |

**Offer price details**

**Has the offer price been determined?**
Yes

| In what currency will the offer be made? | What is the offer price per +security? |
|---|---|
| AUD - Australian Dollar | AUD 0.05700 |

**Oversubscription & Scale back details**

**Will a scale back be applied if the offer is over-subscribed?**
Yes

**Describe the scale back arrangements**

(a) the extent to which Eligible Shareholders sold or bought additional Shares after Record Date and date application was made;
(b) total Application Monies received;
(c) amount applied for;
(d) number of Shares held by each Eligible Shareholder at Record Date;
(e) whether an Eligible Shareholder remains on the register on the Closing Date;
(f) date the Company received payment; and
(g) any other such criteria as determined by Directors.
Refer section 9 of Terms and Conditions Booklet.

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**
Yes

## Part 4C - Timetable

**4C.1 Date of announcement of +security purchase plan**

12/8/2025

**4C.2 +Record date**

11/8/2025

**4C.3 Date on which offer documents will be made available to investors**

15/8/2025

**4C.4 Offer open date**

15/8/2025

**4C.5 Offer closing date**

8/9/2025

**4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer**

11/9/2025

## Part 4D - Listing Rule requirements

**4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?**

Yes

## Part 4E - Fees and expenses

**4E.1 Will there be a lead manager or broker to the proposed offer?**

No

**4E.2 Is the proposed offer to be underwritten?**

No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

## Part 4F - Further Information

**4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

Development of 6 MW CETO project at BiMEP (Spain), business development activities in Europe/US, deploying and operating CETO via ACHIEVE Programme,  advancing MoorPower Commercial Pilot and working capital.

**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer**

Barbados
Canada
Cayman Islands
France
Hong Kong
Italy
Japan
Korea, South
Malaysia
Monaco
Netherlands
Papua New Guinea
Singapore

Switzerland
Thailand
United Arab Emirates
United Kingdom
United States of America

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

https://investors.carnegiece.com/

**4F.4 Any other information the entity wishes to provide about the proposed offer**