

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Environmental Clean Technologies Limited (**Company**)

ABN

28 009 120 405

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|--|
| 1 | +Class of +securities issued or to be issued | Fully Paid Ordinary Shares (ESI) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 35,000,000 (ordinary shares) |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | 35,000,000 Fully Paid Ordinary Shares ranking equally with existing Ordinary Shares. |

+ See chapter 19 for defined terms.

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4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities? If the additional +securities do not rank equally, please state: ▪ the date from which they do ▪ the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment ▪ the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	Yes, the New Shares will rank equally with the existing ESI securities.
5 Issue price or consideration	• \$0.009 in relation to the exercise of ESIOA Listed Options. • \$0.015 in relation to the exercise of ESIOB Listed Options.
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	• Exercise of 20,000,000 ESIOA Listed Options at 0.9¢ per Option. • Exercise of 15,000,000 ESIOB Listed Options at 1.5¢ per Option.
6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i>, and comply with section 6i	Yes
6b The date the security holder resolution under rule 7.1A was passed	24/11/2016
6c Number of +securities issued without security holder approval under rule 7.1	NA

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	NA	
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	NA	
6f	Number of +securities issued under an exception in rule 7.2	35,000,000 fully paid ordinary shares (exception 4)	
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	NA	
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	NA	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	7.1 remaining capacity is 442,061,864 and 7.1A capacity is 269,707,909.	
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	18/4//17	
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		2,974,079,092	Ordinary Shares (ESI)
		1,016,807,823	Options (ESIOA)
		842,142,527	Options (ESIOB)

+ See chapter 19 for defined terms.

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9	Number and ⁺ class of all ⁺ securities not quoted on ASX (<i>including</i> the ⁺ securities in section 2 if applicable)	Number	⁺ Class
		170,000,000	Unlisted options exercisable at 1.5¢, expiring on 31 July 2018.
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	None	

⁺ See chapter 19 for defined terms.

Part 2 - Pro rata issue

NA

+ See chapter 19 for defined terms.

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) ☒ +Securities described in Part 1

(b) ☐ All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Tick to indicate you are providing the information or documents

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 ☐ A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of +securities for which +quotation is sought	N/A					
39	+Class of +securities for which quotation is sought	N/A					
40	Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities? If the additional +securities do not rank equally, please state: - the date from which they do - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	N/A					
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another +security, clearly identify that other +security)	N/A					
42	Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>N/A</td> <td>N/A</td> </tr> </tbody> </table>	Number	+Class	N/A	N/A	
Number	+Class						
N/A	N/A						

+ See chapter 19 for defined terms.

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
 - Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:


.....
Company secretary

Date: 31 May 2017

Print name: Adam Giles

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital																																																									
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated																																																									
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	2,733,211,506																																																								
Add the following: - Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 - Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval - Number of partly paid +ordinary securities that became fully paid in that 12 month period <i>Note:</i> - Include only ordinary securities here – other classes of equity securities cannot be added - Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed - It may be useful to set out issues of securities on different dates as separate line items	<table> <tr><td>08/09/16</td><td>5,555,556 (ESIOA exercise)</td></tr> <tr><td>26/10/16</td><td>6,427,223 (ESIOA exercise)</td></tr> <tr><td>26/10/16</td><td>33,333 (ESIOB exercise)</td></tr> <tr><td>4/10/16</td><td>15,888,889 (ESIOA exercise)</td></tr> <tr><td>11/11/16</td><td>13,888,889 (ESIOA exercise)</td></tr> <tr><td>18/11/16</td><td>13,000,000 (ESIOA exercise)</td></tr> <tr><td>18/11/16</td><td>81,667 (ESIOB exercise)</td></tr> <tr><td>22/11/16</td><td>9,000,000 (ESIOA exercise)</td></tr> <tr><td>23/11/16</td><td>9,263,010 (ESIOA exercise)</td></tr> <tr><td>22/2/17</td><td>12,160,417 (ESIOA exercise)</td></tr> <tr><td>22/2/17</td><td>119,767 (ESIOB exercise)</td></tr> <tr><td>10/3/17</td><td>7,466,667 (ESIOA exercise)</td></tr> <tr><td>10/3/17</td><td>44,444 (ESIOB exercise)</td></tr> <tr><td>15/3/17</td><td>8,500,000 (ESIOA exercise)</td></tr> <tr><td>15/3/17</td><td>20,000 (ESIOB exercise)</td></tr> <tr><td>3/4/17</td><td>31,000,000 (ESIOA exercise)</td></tr> <tr><td>3/4/17</td><td>50,000 (ESIOB exercise)</td></tr> <tr><td>18/4/17</td><td>35,000,000 (ESIOA exercise)</td></tr> <tr><td>24/4/17</td><td>10,555,556 (ESIOA exercise)</td></tr> <tr><td>24/4/17</td><td>27,500 (ESIOB exercise)</td></tr> <tr><td>9/5/17</td><td>(25,000,000) (reversal of ESIOA ex)</td></tr> <tr><td>9/5/17</td><td>15,000,000 (ESIOA exercise)</td></tr> <tr><td>9/5/17</td><td>500,000 (ESIOB exercise)</td></tr> <tr><td>29/5/17</td><td>12,200,000 (ESIOA exercise)</td></tr> <tr><td>29/5/17</td><td>84,667 (ESIOB exercise)</td></tr> <tr><td>31/5/17</td><td>20,000,000 (ESIOA exercise)</td></tr> <tr><td>31/5/17</td><td>15,000,000 (ESIOB exercise)</td></tr> <tr><td>Total</td><td>213,867,585</td></tr> </table>	08/09/16	5,555,556 (ESIOA exercise)	26/10/16	6,427,223 (ESIOA exercise)	26/10/16	33,333 (ESIOB exercise)	4/10/16	15,888,889 (ESIOA exercise)	11/11/16	13,888,889 (ESIOA exercise)	18/11/16	13,000,000 (ESIOA exercise)	18/11/16	81,667 (ESIOB exercise)	22/11/16	9,000,000 (ESIOA exercise)	23/11/16	9,263,010 (ESIOA exercise)	22/2/17	12,160,417 (ESIOA exercise)	22/2/17	119,767 (ESIOB exercise)	10/3/17	7,466,667 (ESIOA exercise)	10/3/17	44,444 (ESIOB exercise)	15/3/17	8,500,000 (ESIOA exercise)	15/3/17	20,000 (ESIOB exercise)	3/4/17	31,000,000 (ESIOA exercise)	3/4/17	50,000 (ESIOB exercise)	18/4/17	35,000,000 (ESIOA exercise)	24/4/17	10,555,556 (ESIOA exercise)	24/4/17	27,500 (ESIOB exercise)	9/5/17	(25,000,000) (reversal of ESIOA ex)	9/5/17	15,000,000 (ESIOA exercise)	9/5/17	500,000 (ESIOB exercise)	29/5/17	12,200,000 (ESIOA exercise)	29/5/17	84,667 (ESIOB exercise)	31/5/17	20,000,000 (ESIOA exercise)	31/5/17	15,000,000 (ESIOB exercise)	Total	213,867,585
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Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	0																																																								
“A”	2,947,079,091																																																								

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	442,061,864
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 Note: • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i>	Nil
“C”	Nil
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	442,061,864
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	Nil
Total [“A” x 0.15] – “C”	442,061,864 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	2,947,079,091
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	294,707,909
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i>	23/11/16 25,000,000 (ESI)
“E”	25,000,000

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	294,707,909
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	25,000,000
Total [“A” x 0.10] – “E”	269,707,909 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.