9 March 2018

Section 708A Cleansing Statement and Appendix 3B

This notice is given by Clean TeQ Holdings Limited (**Company**) under Section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Company hereby confirms that:

(a) the Company has issued 1,500,000 fully paid ordinary shares (**Shares**) at an issue price of $0.6549 (65.49 cents) per share in relation to the conversion of unlisted options.

(b) the Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;

(c) the Company is providing this notice under paragraph 5(e) of section 708A of the Corporations Act;

(d) as at the date of this notice the Company, as a disclosing entity under the Corporations Act, has complied with:

　(i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and

　(ii) section 674 of the Corporations Act as it applies to the Company; and

(e) as at the date of this announcement, there is no excluded information of the type referred to in Sections 708A(7) and 708A(8) of the Corporations Act.

For more information about Clean TeQ please contact:
Sam Riggall, CEO or Ben Stockdale, CFO   +61 3 9797 6700

About Clean TeQ Holdings Limited (ASX:CLQ) – Based in Melbourne, Australia, Clean TeQ is a leader in metals recovery and industrial water treatment through the use of its proprietary Clean-iX® continuous ion exchange technology, is a leader in metals recovery and industrial water treatment.

For more information about Clean TeQ please visit the Company's website www.cleanteq.com.

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

Name of entity

Clean TeQ Holdings Limited

ABN

34 127 457 916

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
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	1,500,000
3	Principal terms of the +securities (eg, 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)	Fully paid ordinary shares

+ See chapter 19 for defined terms.

4	Do the †securities rank equally in all respects from the date of allotment with an existing †class of quoted †securities?	Yes

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

5	Issue price or consideration	$982,350.00

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets	Conversion of unlisted options exercisable at $0.6549 (65.49 cents)

6a	Is the entity an †eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h *in relation to the †securities the subject of this Appendix 3B*, and comply with section 6i	No

6b	The date the security holder resolution under rule 7.1A was passed	N/A

6c	Number of †securities issued without security holder approval under rule 7.1	Nil

6d	Number of †securities issued with security holder approval under rule 7.1A	Nil

6e	Number of †securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil

6f	Number of securities issued under an exception in rule 7.2	1,500,000 fully paid ordinary shares

+ See chapter 19 for defined terms.

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.

> N/A

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

> N/A

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

> See Annexure 1

7 Dates of entering +securities into uncertificated holdings or despatch of certificate

> 9 March 2018

8 Number and +class of all +securities quoted on ASX (*including* the securities in section 2 if applicable)

Number	+Class
591,992,687	Ordinary fully paid shares

9 Number and +class of all +securities not quoted on ASX (*including* the securities in section 2 if applicable)

31,117,885	Options over ordinary shares
6,111,843	Performance Rights

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

N/A	

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?

> N/A

12 Is the issue renounceable or non-renounceable?

> N/A

13 Ratio in which the +securities will be offered

> N/A

14 +Class of +securities to which the offer relates

> N/A

+ See chapter 19 for defined terms.

15	⁺Record date to determine entitlements	N/A

16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A

17	Policy for deciding entitlements in relation to fractions	N/A

18	Names of countries in which the entity has ⁺security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A

19	Closing date for receipt of acceptances or renunciations	N/A

20	Names of any underwriters	N/A

21	Amount of any underwriting fee or commission	N/A

22	Names of any brokers to the issue	N/A

23	Fee or commission payable to the broker to the issue	N/A

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺security holders	N/A

25	If the issue is contingent on ⁺security holders' approval, the date of the meeting	N/A

26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A

27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do ⁺security holders sell their entitlements *in full* through a broker?	N/A
31	How do ⁺security holders sell *part* of their entitlements through a broker and accept for the balance?	N/A
32	How do ⁺security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	⁺Despatch date	N/A

+ 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)

Additional securities forming a new class of securities

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

Entities that have ticked box 34(b)

38   Number of securities for which
      ⁺quotation is sought

39   Class of ⁺securities for which
      quotation is sought

40   Do the ⁺securities rank equally in
      all respects from the date of
      allotment with an existing ⁺class
      of quoted ⁺securities?

      If the additional securities do not
      rank equally, please state:
          1. the date from which they
              do
          2. the extent to which they
              participate for the next
              dividend, (in the case of a
              trust, distribution) or
              interest payment
          3. the extent to which they
              do not rank equally,
              other than in relation to
              the next dividend,
              distribution or interest
              payment

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)

Number	⁺Class

42   Number and ⁺class of all
      ⁺securities quoted on ASX
      (*including* the securities in clause
      38)

+ 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 not available now, 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   ....   Date: 9 March 2018
             Company Secretary

Print name: Melanie Leydin

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Appendix 3B – Annexure 1

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

Introduced 01/08/12

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 date of issue or agreement to issue	478,799,791
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 *Note:* • *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*	577,800 – 14 March 2017 135,251 – 23 March 2017 92,518,888 – 27 March 2017 100,000 – 21 April 2017 600,000 – 5 May 2017 288,745 – 5 June 2017 3,211,255 – 9 June 2017 34,580 – 20 June 2017 66,445 – 28 July 2017 1,637,001 – 11 August 2017 200,751 – 29 August 2017 10,219 – 7 September 2017 500,000 – 23 October 2017 231,884 – 27 October 2017 929,101 – 6 November 2017 108,471 – 20 November 2017 500,000 – 2 January 2018 2,437,762 – 19 January 2018 7,004,743 – 12 February 2018 1,500,000 – 9 March 2018
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	-

+ See chapter 19 for defined terms.

"A"	591,392,687

Step 2: Calculate 15% of "A"	
"B"	0.15 *[Note: this value cannot be changed]*
Multiply "A" by 0.15	88,708,903

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 *not counting* 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:* • *This applies to equity securities, unless specifically excluded – not just ordinary securities* • *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*	600,000 – 20 June 2017 350,000 - 7 September 2017 75,000 – 13 November 2017 600,000 – 25 January 2018
"C"	1,625,000

Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1	
"A" x 0.15 *Note: number must be same as shown in Step 2*	88,708,903
Subtract "C" *Note: number must be same as shown in Step 3*	1,625,000
Total ["A" x 0.15] – "C"	**87,083,903** *[Note: this is the remaining placement capacity under rule 7.1]*

+ 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" *Note: number must be same as shown in Step 1 of Part 1*	N/A
Step 2: Calculate 10% of "A"	
"D"	0.10 *Note: this value cannot be changed*
Multiply "A" by 0.10	-
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:* • *This applies to equity securities – not just ordinary securities* • *Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed* • *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* • *It may be useful to set out issues of securities on different dates as separate line items*	-
"E"	-

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 *Note: number must be same as shown in Step 2*	-
Subtract "E" *Note: number must be same as shown in Step 3*	-
Total ["A" x 0.10] – "E"	**-** *Note: this is the remaining placement capacity under rule 7.1A*