

Form 604

**Corporations Act 2001
Section 671B**

Notice of change of interests of substantial holder

To Company Name/Scheme **PO VALLEY ENERGY LIMITED**

ACN/ARSN **087 741 571**

1. Details of substantial holder (1)

Name **KEVIN BAILEY**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **09/10/2024**

The previous notice was given to the company on **21/07/2021**

The previous notice was dated **21/07/2021**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
FULLY PAID ORDINARY	242,105,942	24.05%	295,104,495	25.46%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Please see appendix A	Please see appendix A	Please see appendix A	Please see appendix A	Please see appendix A	Please see appendix A

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Kevin Bailey	Kevin Bailey	Kevin Bailey	Registered holder	33,000,000 Fully Paid Ordinary shares	33,000,000

Kevin Bailey	Kevin & Christopher Bailey ATF Bailey Family Trust	Kevin & Christopher Bailey	Registered holder	165,879,916 Fully Paid Ordinary shares	165,879,916
Kevin Bailey	Kevin Bailey & Wayne Dowd ATF Kevin Bailey Charitable Trust	Kevin Bailey & Wayne Dowd	Registered holder	6,571,471 Fully Paid Ordinary Shares	6,571,471
Kevin Bailey	Fuiloros Pty Ltd ATF Bailey Super Fund	Fuiloros Pty Ltd	Mr Bailey is a director of Fuiloros Pty Ltd and a trustee and beneficiary of the Bailey Super Trust	58,853,302 Fully Paid Ordinary Shares	58,853,302
Kevin Bailey	Quo Vadis Pty Ltd ATF Veritas Super Fund	Quo Vadis Pty Ltd	Mr Bailey is a director of Quo Vadis Pty Ltd and a trustee and beneficiary of the Veritas Super fund	30,799,806 Fully Paid Ordinary Shares	30,799,806

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

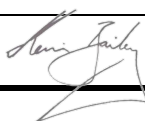
Name	Address
Kevin Bailey and Christopher Bailey Fuiloros Pty Ltd Quo Vadis Pty Ltd	4 Canterbury Court Beaconsfield Upper VIC 3808

Signature

print name **Kevin Bailey**

capacity

sign here



date **11/10/2024**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
 - (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
 - (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 - (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
 - (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
 - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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Kevin Bailey – Form 604**Appendix A****Details of changes in relevant interests**

Date Of change	Person whose interest changed	Nature of change	Consideration given - \$	Class of Securities	Number of Securities	Persons Votes affected
2/05/2022	Kevin & Christopher Bailey ATF The Bailey Family Trust	Conversion of Convertible Note	700,000	ORD SHARES	25,000,000	25,000,000
4/11/2022	Fuiloru Pty Ltd	Placement	400,000	ORD SHARES	7,272,728	7,272,728
27/10/2023	Kevin Bailey	On Market purchase	920	ORD SHARES	20,000	20,000
6/11/2023	Kevin Bailey	On Market purchase	1,760	ORD SHARES	40,001	40,001
7/11/2023	Kevin Bailey	On Market purchase	11,400	ORD SHARES	279,999	279,999
8/11/2023	Kevin Bailey	On Market purchase	3,160	ORD SHARES	80,000	80,000
9/11/2023	Kevin Bailey	On Market purchase	1,600	ORD SHARES	40,000	40,000
16/11/2023	Kevin Bailey	On Market purchase	4,250	ORD SHARES	100,000	100,000
17/11/2023	Kevin Bailey	On Market purchase	4,050	ORD SHARES	100,000	100,000
20/11/2023	Kevin Bailey	On Market purchase	2,000	ORD SHARES	50,000	50,000
24/11/2023	Kevin Bailey	On Market purchase	6,950	ORD SHARES	150,000	150,000
28/11/2023	Kevin Bailey	On Market purchase	1,880	ORD SHARES	40,000	40,000
29/11/2023	Kevin Bailey	On Market purchase	3,640	ORD SHARES	80,000	80,000
30/11/2023	Kevin Bailey	On Market purchase	940	ORD SHARES	20,000	20,000
4/12/2023	Kevin Bailey	On Market purchase	3,364	ORD SHARES	77,299	77,299
7/12/2023	Kevin Bailey	On Market purchase	2,423	ORD SHARES	51,393	51,393
8/12/2023	Kevin Bailey	On Market purchase	3,227	ORD SHARES	68,607	68,607
13/12/2023	Kevin Bailey	On Market purchase	2,918	ORD SHARES	60,375	60,375
14/12/2023	Kevin Bailey	On Market purchase	1,157	ORD SHARES	24,625	24,625
15/12/2023	Kevin Bailey	On Market purchase	1,225	ORD SHARES	25,000	25,000
18/12/2023	Kevin Bailey	On Market purchase	1,225	ORD SHARES	25,000	25,000
1/02/2024	Kevin Bailey	On Market purchase	4,912	ORD SHARES	130,000	130,000
6/02/2024	Kevin Bailey	On Market purchase	4,950	ORD SHARES	150,000	150,000
8/02/2024	Kevin Bailey	On Market purchase	16,000	ORD SHARES	457,150	457,150
9/02/2024	Kevin Bailey	On Market purchase	9,390	ORD SHARES	268,277	268,277
13/02/2024	Kevin Bailey	On Market purchase	5,842	ORD SHARES	162,274	162,274
2/04/2024	Kevin Bailey	On Market purchase	189,881	ORD SHARES	6,550,000	6,550,000
3/04/2024	Kevin Bailey	On Market purchase	12,126	ORD SHARES	419,675	419,675
8/04/2024	Kevin Bailey	On Market purchase	9,669	ORD SHARES	300,000	300,000
10/04/2024	Kevin Bailey	On Market purchase	14,600	ORD SHARES	400,000	400,000
11/04/2024	Kevin Bailey	On Market purchase	3,600	ORD SHARES	100,000	100,000
12/04/2024	Kevin Bailey	On Market purchase	3,500	ORD SHARES	100,000	100,000
2/05/2024	Kevin Bailey	On Market purchase	26,900	ORD SHARES	700,000	700,000
3/05/2024	Kevin Bailey	On Market purchase	6,594	ORD SHARES	165,228	165,228
6/05/2024	Kevin Bailey	On Market purchase	13,835	ORD SHARES	353,042	353,042
7/05/2024	Kevin Bailey	On Market purchase	2,050	ORD SHARES	50,000	50,000
8/05/2024	Kevin Bailey	On Market purchase	2,100	ORD SHARES	50,000	50,000
9/05/2024	Kevin Bailey	On Market purchase	18,109	ORD SHARES	457,722	457,722
14/05/2024	Kevin Bailey	On Market purchase	5,131	ORD SHARES	130,277	130,277
15/05/2024	Kevin Bailey	On Market purchase	7,842	ORD SHARES	198,522	198,522
16/05/2024	Kevin Bailey	On Market purchase	14,194	ORD SHARES	353,597	353,597
17/05/2024	Kevin Bailey	On Market purchase	7,777	ORD SHARES	192,176	192,176
20/05/2024	Kevin Bailey	On Market purchase	6,534	ORD SHARES	163,644	163,644
22/05/2024	Kevin Bailey	On Market purchase	15	ORD SHARES	382	382
23/05/2024	Kevin Bailey	On Market purchase	1,950	ORD SHARES	50,000	50,000

Kevin Bailey – Form 604**Appendix A****Details of changes in relevant interests**

Date Of change	Person whose interest changed	Nature of change	Consideration given - \$	Class of Securities	Number of Securities	Persons Votes affected
24/05/2024	Kevin Bailey	On Market purchase	4,463	ORD SHARES	120,089	120,089
	Kevin & Christopher Bailey ATF					
3/10/2024	The Bailey Family Trust	On Market purchase	160,000	ORD SHARES	5,000,000	5,000,000
	Kevin Bailey & Wayne Dowd					
	ATF Kevin Bailey Charitable					
3/10/2024	Trust	On Market purchase	39,620	ORD SHARES	960,552	960,552
	Kevin Bailey & Wayne Dowd					
	ATF Kevin Bailey Charitable					
4/10/2024	Trust	On Market purchase	13,446	ORD SHARES	324,126	324,126
	Kevin Bailey & Wayne Dowd					
	ATF Kevin Bailey Charitable					
8/10/2024	Trust	On Market purchase	8,472	ORD SHARES	197,018	197,018
	Kevin Bailey & Wayne Dowd					
	ATF Kevin Bailey Charitable					
9/10/2024	Trust	On Market purchase	36,224	ORD SHARES	889,775	889,775
TOTAL			\$ 1,807,815		52,998,553	52,998,553