

Form 604Corporations 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

25 / 06 / 2021

The previous notice was given to the company on

13 / 06 / 2017

The previous notice was dated

06 / 06 / 2017**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	132,728,169	22.37%	235,542,416	25.75%

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
24/5/2019	Fuilor Pty Ltd ATF The Bailey Super Trust	Placement	\$100,000	2,380,952 FPO	2,380,952
5/6/2019	Kevin Bailey	On market purchase	\$304,000	8,000,000 FPO	8,000,000
6/11/2019	Kevin and Grache Bailey (Bailey Family Trust)	Placment	\$300,000	5,454,545 FPO	5,454,545
29/11/2019-31/1/2020	Kevin Bailey Corporation Pty Ltd ATF The Bailey Super Fund	On market purchase	\$107,228	2,071,559 FPO	2,071,559

25/06/2021	Kevin Bailey	ANREO Institutional offer	\$0.028 per share Satisfied by \$326,078.07 being loan and interest converted for issue of shares	11,645,646 FPO	11,645,646
25/06/2021	Kevin Bailey (Bailey Family Trust)	ANREO Institutional offer	\$0.028 per share satisfied by \$711,926.02 being loans and interest (incl. interest on con notes) converted for issue of shares and \$880,650.57 cash consideration	56,877,735 FPO	56,877,735
25/06/2021	Kevin Bailey - Fuiloro Pty Ltd ATF Bailey Super Fund	ANREO Institutional offer	\$0.028 per share satisfied by \$458,746.69 being loans and interest converted for issue of shares	16,383,810 FPO	16,383,810

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	19,645,646 FPO	19,645,646
Kevin Bailey	Kevin & Grace Bailey ATF Bailey Family Trust	Kevin & Grace Bailey	Registered holder	135,879,916 FPO	135,879,916
Kevin Bailey	Kevin Bailey & Wayne Dowd ATF Kevin Bailey Charitable Trust	Kevin Bailey & Wayne Dowd	Registered holder	4,200,000 FPO	4,200,000
	Kevin Bailey				
Kevin Bailey	Fuiloro Pty Ltd ATF Bailey Super Fund	Fuiloro Pty Ltd	Mr Bailey is a director of Fuiloro Pty Ltd and a trustee and beneficiary of the Bailey Super Trust	42,945,489 FPO	42,945,489
Kevin Bailey	Kevin Bailey Corporation Pty Ltd ATF The Bailey Superannuation Fund	Kevin Bailey Corporation Pty Ltd	Mr Bailey is a director of Kevin Bailey Corporation Pty Ltd and a trustee and	2,071,559 FPO	2,071,559

Kevin Bailey	Quo Vadis Pty Ltd ATF Veritas Super Fund	Quo Vadis Pty Ltd	beneficiary of the Bailey Super Trust Mr Bailey is a director of Quo Vadis Pty Ltd and a trustee and beneficiary of the Veritas Super fund	30,799,806 FPO	30,799,806
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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:

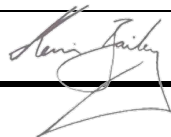
Name	Address
Kevin Bailey and Grace Bailey Fuilloro Pty Ltd Kevin Bailey Corporation Pty Ltd Quo Vadis Pty Ltd	4 Canterbury Court Beaconsfield Upper VIC 3808

Signature

print name **Kevin Bailey**

capacity

sign here



date **29/06/2021**

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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