



11 January 2023

## PRE-QUOTATION DISCLOSURE

Gold Hydrogen Limited (**the Company**) makes the following disclosures in accordance with ASX's Conditions of Quotation.

Capitalised terms used but not defined below have the meaning given to them in the Company's replacement prospectus dated 29 November 2022.

### 1. Completion of pre-IPO transactions

The Company confirms that:

- (a) 16,923,023 fully paid ordinary shares have been issued on conversion of 5,500,000 convertible notes;
- (b) the sale and transfer of 6,063,955 fully paid ordinary shares from NFM and MS is complete;
- (c) all conditions precedent (not waived) of the acquisition of Byrock Resources Pty Ltd and White Hydrogen Australia Pty Ltd, including the issue of 4,000,000 fully paid ordinary shares to NFM and MS, are complete;
- (d) it has not, and will not, pay \$66,381 or any cash in connection with the acquisition of Byrock Resources Pty Ltd and White Hydrogen Australia Pty Ltd from NFM and MS; and
- (e) 3,900,000 options have been issued to the following Directors and senior management of the Company (or, in each case, a related company, trust or associate) as follows:

Option holder	Number of options	Exercise price
Alexander Downer (or a related company, trust or associate)	300,000	150% of Offer Price (i.e. \$0.75)
	300,000	200% of Offer Price (i.e. \$1.00)
	300,000	350% of Offer Price (i.e. \$1.75)
Each of Neil McDonald, Luke Titus, Roger Cressey, Katherine Barnet and Karl Schlobohm (or, in each case, a related company, trust or associate)	200,000	150% of Offer Price (i.e. \$0.75)
	200,000	200% of Offer Price (i.e. \$1.00)
	200,000	350% of Offer Price (i.e. \$1.75)

## 2. ASX restricted securities

The Company confirms that the following securities will be subject to restrictions pursuant to the ASX Listing Rules for the period outlined below:

Class	Number of securities	Restriction period
Shares	5,923,023 <sup>1</sup>	12 months from the date of issue of the securities (31 May 2023)
	83,076,977	24 months from the date of admission to the Official List
Unquoted Options	3,900,000	24 months from the date of admission to the Official List

1. 4,761,580 restricted securities are also subject to the voluntary escrow arrangements through to 13 July 2023, and are hence also included in the number of shares set out below in Item 3.

## 3. Voluntary escrow

The Company confirms that the following securities will be subject to voluntary escrow arrangements for the period outlined below:

Class	Number of securities	Restriction period
Shares	13,006,121	6 months from the date of admission to the Official List (13 July 2023)

## 4. Capital structure

The Company's capital structure at the date of admission is as follows:

Security	Number
Shares	140,000,000
Unquoted Options	3,900,000

## 5. No impediments

The Company confirms there are no legal, regulatory, statutory or contractual impediments to the Company entering PEL687 and carrying out exploration activities such that GHY will be able to spend its cash in accordance with its commitments for the purposes of ASX Listing Rule 1.3.2(b).

**Authorised for release by the Board of Directors of Gold Hydrogen Limited.**