

ASX ANNOUNCEMENT

Tuesday 18th April 2023

Dilution Impacts on Performance Rights.

The Board of GreenHy2 Limited (ASX:H2G) (GreenHy2) wishes to advise shareholders and the market of the requirement to fulfill contractual remuneration obligations from share dilutionary impacts following our recent Capital Raising.

Performance Rights granted to the Managing Director, Dr. Paul Dalglish, and to CFO Mr. William Howard, have contractual entitlements for adjustments due to dilutionary impacts of any capital raisings and have been previously approved by shareholders.

The Performance rights adjustments for dilutionary impacts has been approved by shareholders in conformance with Listing Rule 10.11 at the time of the Agreements for Dr Dalglish in May 2019 and for Mr Howard at the AGM in May 2022. The following, therefore, does not require further treatment under Listing Rule 10.11 due to Listing Rule 10.12 Exception 10.

Existing Performance Rights to be cancelled for no consideration are as follows:

Existing Performance Rights Dr. Paul Dalglish

- 12,416,392 Class B Performance Rights to be issued. Class B Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$5 million in any of the five financial years (1 January to 31 December) ending after the date of issue of the Class B Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.1655 based on a 60-day VWAP.
- 11,087,553 Class C Performance Rights to be issued. Class C Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$10 million in any of the five financial years (being a period commencing on 1 January and ending on 31 December) ending after the date of issue of the Class C Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.32 based on a 60-day VWAP.

Existing Performance Rights Mr. William Howard

- 1,400,000 Class D Performance Rights to be issued. Class D Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$5 million in any of the five financial years (1 January to 31 December) ending after the date of issue of the Class D Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.1655 based on a 60-day VWAP.
- 1,400,000 Class E Performance Rights to be issued. Class E Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:



- i. the Company achieving an audited NPAT equal to or greater than \$10 million in any of the five financial years (being a period commencing on 1 January and ending on 31 December) ending after the date of issue of the Class E Performance Rights; or
- ii. the price of the Company's shares on ASX reaches \$0.1655 based on a 60-day VWAP.

The issue of performance rights adjusted for dilution to the Managing Director Dr Paul Dalgleish, and to CFO Mr. William Howard.

Performance Rights Dr. Paul Dalgleish

The proposed New Performance Rights to be issued are as follows:

- 14,782,923 Class B Performance Rights to be issued. Class B Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$5 million in any of the five financial years (1 January to 31 December) ending after the date of issue of the Class B Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.1448 based on a 60-day VWAP.
- 13,151,124 Class C Performance Rights to be issued. Class C Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$10 million in any of the five financial years (being a period commencing on 1 January and ending on 31 December) ending after the date of issue of the Class C Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.2783 based on a 60-day VWAP.

Performance Rights Mr. William Howard

- 1,666,836 Class D Performance Rights to be issued. Class D Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$5 million in any of the five financial years (1 January to 31 December) ending after the date of issue of the Class D Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.1448 based on a 60-day VWAP.
- 1,666,836 Class E Performance Rights to be issued. Class E Performance Right will be able to be converted into a Share by a Holder subject to satisfaction of either one of the following milestones:
 - i. the Company achieving an audited NPAT equal to or greater than \$10 million in any of the five financial years (being a period commencing on 1 January and ending on 31 December) ending after the date of issue of the Class E Performance Rights; or
 - ii. the price of the Company's shares on ASX reaches \$0.2783 based on a 60-day VWAP.

ENDS

This announcement had been authorised for release by the board.



FOR FURTHER INFORMATION PLEASE CONTACT:

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William Howard

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ABOUT GreenHy2

GreenHy2 Limited (ASX: H2G) is one of Australia's leading innovators in the delivery of engineering solutions for renewable energy. The company was established in 2011 and has specific expertise in Solid State Hydrogen Storage for use in fuel cells and as hydrogen gas. GreenHy2 is a clean energy company dedicated to reducing our collective carbon footprint.