



2022 ANNUAL REPORT

greenHy2 Limited
ABN 51 000 689 725

Consolidated Financial Statements
For the Year Ended 31 December 2022



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DIRECTORS' REPORT

The Directors present this report together with the financial report of the consolidated entity consisting of GreenHy2 Limited (GreenHy2) and the entities it controls, for the financial year ended 31 December 2022 and the auditor's report thereon.

DIRECTORS

The following persons were directors of GreenHy2 during the whole of the financial year and up to the date of this report, unless otherwise stated:

Paul Dalglish

(Appointed as Executive Chairman on 30 Sept 2022)

William Howard

Charles Rottier

Guido Belgiorio-Nettis

(Resigned as Non-Executive Chairman on 30 Sept 2022)

Christopher Cook

(Resigned as Alternated Non-Executive Director on 30 Sept 2022)

PRINCIPAL ACTIVITIES

During the financial year the continuing activities of the consolidated entity consisted of:

- Solid State Hydrogen Storage Batteries supported by 100% renewable fraction generation.
- Construction across the infrastructure, telecommunications, power, renewable energy, industrial and commercial sectors although. As evidenced by the results there has been limited opportunity in the past year.
- Asset management, maintenance and service, which operations had been were sold on 1 July 2022

REVIEW OF OPERATIONS & RESULTS

The net loss after tax for this year was \$3,256,747, down from the loss of \$ 4,218,908 last year. Full year revenue in FY2022 was \$292,823 down from \$422,984 last year, which was impacted by the COVID-19 pandemic and the completion of construction projects.

Cash on hand at the end of the quarter was \$2,250,855, increasing from \$1,428,381 last quarter, with \$1,599,335 net raised in the Share Placement during the last quarter of 2022.

The Extraordinary General Meeting held on the 9th of November 2022 approved the name change to GreenHy2, which emphasises our new branding to enhance our Renewable Energy and Hydrogen Storage strategic positioning. As noted in the previous Activities Reports, GreenHy2 [previously Tempo Australia Limited] is predominantly focussed on our core Renewable Energy Strategy, in particular Solid State Hydrogen Storage Batteries supported by 100% renewable generation.

GreenHy2 continues its Stand-Alone Power Supply trial using Solid State Hydrogen Storage and Solar Generation with Essential Energy as announced to the ASX. GreenHy2 provided an Investor Update report to the ASX on the 28th of October 2022.

Further to the Hydrogen Development, GreenHy2 provided an announcement to the ASX in respect to the GKN Agreement dated the 30th of December 2022. GreenHy2 have signed an agreement with GKN that includes exclusivity for Australia and NZ for a period of 2 years with 3-year extension options subject to sales performance hurdles.

FUTURE DEVELOPMENTS AND EVENTS AFTER THE REPORT PERIOD

There were no reportable operational events in the post reporting period. GreenHy2 has completed an initial R&D Submission, with \$427,765 being received in February 2023 for FY2021. A further submission is planned for FY2022 and this calendar year to reflect the investment to date in the Renewables and Hydrogen Product Strategy of the company.

The Solid-State Hydrogen Storage business continues to gather momentum with a number of sales opportunities now being tendered and/or negotiated and we are expecting first sales in late H1 FY2023. GreenHy2 anticipates further announcements regarding our trial projects and our sales activity development through 2023.

The current market for Solid State Hydrogen Storage is quite extensive and in a large range of sectors however GreenHy2 is generally focussed on completely renewable Stand-Alone Power Supplies for both Utilities and private operators where we will provide a very safe, competitively price and reliable solution.

DIRECTORS' REPORT

We continue to fulfill our continuous disclosure obligation and provide updates, if and when necessary.

ENVIRONMENTAL REGULATION AND PERFORMANCE

During 2021 the Group maintained its accreditations for:

1. Quality management system to ISO 9001;
2. Environment management system to ISO 14001:2015; and
3. Occupational health and safety certification to ISO AS/NZS4801:2001.

DIVIDENDS PAID, RECOMMENDED AND DECLARED

No dividends were paid, declared, or recommended since the start of the financial year.

INDEMNIFICATION AND INSURANCE OF DIRECTORS, OFFICERS AND AUDITORS

For the year ended 31 December 2022, GreenHy2 continued to indemnify Directors and Officers of GreenHy2 against all liabilities to persons (other than GreenHy2 or related body corporate) which arise out of the performance of their normal duties as Directors or Executive Officers unless the liability relates to conduct involving lack of good faith.

GreenHy2 also continues to indemnify the Directors and Executive Officers against all costs and expenses incurred in defending an action that falls within the scope of the indemnity. The Directors' and Officers' liability insurance provides cover against costs and expenses involved in defending legal actions and any resulting payments arising from a liability to persons (other than GreenHy2) incurred in their position as a Director or Executive Officer unless the conduct involves a wilful breach of duty or an improper use of inside information or position to gain advantage.

The insurance policy does not allow specific disclosure of the nature of the liabilities insured against or the premium paid under the policy.

PROCEEDINGS ON BEHALF OF THE CONSOLIDATED ENTITY

No person has applied for the leave of Court to bring proceedings on behalf of the consolidated entity.

DIRECTORS' REPORT

INFORMATION ON DIRECTORS AND COMPANY SECRETARY

The directors of Tempo during the financial year and up to the date of this report are provided below, together with Company Secretary.

DR PAUL DALGLEISH – EXECUTIVE CHAIRMAN AND MANAGING DIRECTOR

DBA, BE (Hons), FIEAust, AICD

Appointment:	Appointed as Executive Chairman 30 September 2022 Appointed as Managing Director 9 February 2022
Experience and Expertise:	<p>Dr Dalgleish has had over 30 years of experience in Senior management of Engineering companies and has been Chief Executive of Public listed engineering companies for 15 years. Dr Dalgleish is recognised as a turnaround specialist with strengths in strategic positioning for growth and has operated across a range of sectors, from Infrastructure to Resources, and throughout diverse geographies. Dr Dalgleish has developed businesses delivering a wide variety of services from maintenance, construction and consulting for engineering projects, to facilities management, manufacturing and technology ventures.</p> <p>Dr Dalgleish has an Honours degree in Engineering, Doctorate in Business and is a Fellow of the Institute of Engineers and a Member of the Institute of Company Directors.</p>
Directorships:	Current directorships in other listed companies: None Directorships in listed companies in the last three years: None

MR WILLIAM HOWARD – EXECUTIVE DIRECTOR, CFO AND COMPANY SECRETARY

BFinAdmin

Appointment:	Appointed as Executive Director 15 August 2019 Appointed as Company Secretary 15 July 2019
Experience and Expertise:	<p>William brings significant experience to these roles having recently served for three years as the CFO of a Financial Services company in Western Sydney where he realigned financial systems, operations and reporting. William also managed the due diligence processes for interested parties on potential acquisitions.</p> <p>Prior to this, William had performed the role of General Manager Finance to a mining services business in the Hunter Valley, whilst managing and operating his own labour hire company. The preceding decade saw William as Regional Operations Manager at AJ Lucas and previous to that with Lahey Constructions Pty Ltd as General Manager Finance.</p> <p>William holds a Bachelor of Financial Administration and is a qualified Accountant.</p>
Directorships:	Current directorships in other listed companies: None Directorships in listed companies in the last three years: None

DIRECTORS' REPORT

MR CHARLES ROTTIER – NON-EXECUTIVE DIRECTOR

BE (Hons), GAICD and FIEAust

Appointment:	Appointed as Non-Executive Director 18 March 2020
Experience and Expertise:	<p>Charles is an experienced executive and director with significant experience in engineering, construction and maintenance services companies.</p> <p>Charles has experience working in Australia, New Zealand, Papua New Guinea, Singapore, Thailand, Malaysia, China and the United Kingdom. Management responsibilities include full P&L responsibility for Australian and International business units, managing due diligence and integration of acquisitions and establishing new business opportunities for both stand-alone businesses and significant joint ventures.</p> <p>Charles is currently Chair of the Future Fuels CRC and has previously held the roles of Chairman of LogiCammes, CEO of Austin Engineering Limited and EGM Engineering and Construction at Transfield Services. Charles is the current Chairperson of the Group's HSE, Audit, Nomination and Remuneration Committees.</p> <p>Charles has an Honours Degree in Engineering, a fellow of Engineers Australia and a graduatemember of AICD.</p>
Directorships:	<p>Current directorships in other listed companies: None</p> <p>Directorships in listed companies in the last three years: Chairman of Logi Camms from July 2019 to February 2020.</p>

MR GUIDO BELGIORNO-NETTIS AM – NON-EXECUTIVE CHAIRPERSON

BE MBA, FIEAust

Appointment:	<p>Resigned as Non-Executive Chairman 30 September 2022</p> <p>Appointed as Non-Executive Chairman 11 July 2019</p> <p>Appointed as Executive Chairman 29 April 2019</p> <p>Appointed as Non-Executive Director 22 December 2016</p>
Experience and Expertise:	<p>Guido is Managing Director of the private company, Transfield Holdings Pty Ltd, which changed business focus in 2001 from Engineering and Construction to private equity. Leading up to this change, Guido held a number of key positions within the Transfield Group, including Managing Director, CEO Transfield Engineering and Construction, and Project Development Director. In 2015 he founded Angophora Capital Pty Ltd.</p> <p>Guido is Chairperson of the Australian Chamber Orchestra, and a Member of the Australian School of Business Advisory Council. He was named a Member of the Order of Australia in 2007 for service to the construction industry and the arts. He holds a Bachelor of Engineering from UNSW and an MBA from AGSM and is a Fellow of Engineers Australia.</p> <p>Guido was a member of the Group's Nomination and Remuneration Committee; the HSE Committee and the Audit Committee. During his appointment as a Non-Executive Director, but prior to his appointment as Non-Executive Chairperson, Guido was the Chairperson of the Group's HSE Committee and a member of the Nominations and Remuneration Committee and the Audit Committee.</p>
Directorships:	<p>Current directorships in other listed companies: None</p> <p>Directorships in listed companies in the last three years: None</p>

DIRECTORS' REPORT

MR CHRISTOPHER COOK – NON-EXECUTIVE DIRECTOR

BSc (Hons), MBA

Appointment:	Resigned as Alternate Non-Executive Director for Guido Belgiorno-Nettis 30 September 2022 Resigned as Non-Executive Director and stayed as Alternate Non-Executive Director for Guido Belgiorno-Nettis 9 February 2022
Experience and Expertise:	Chris is currently the Chief Executive Officer for Angophora Capital and serves as an investment advisor to Transfield Holdings. Chris has been involved in a number of water, telecommunication and renewable projects in Australia, Europe, USA and the Middle East. Chris served on the Advisory Board of Novatec Solar GmbH and remains on the Operations Committee for the Sydney Harbour Tunnel and Investment Committee for Transfield Holdings.
Directorships:	Current directorships in other listed companies: None Directorships in listed companies in the last three years: None

MEETINGS OF DIRECTORS

The number of meetings of the Board of Directors and of each Board committee held during the financial year and the numbers of meetings attended by each director were:

Directors' Meetings (Including Audit, Nomination and Remuneration Committee)

HSE Committee

	Held	Attended	Held	Attended
Paul Dalglish ¹	6	6	2	2
William Howard	6	6	0	0
Charles Rottier	6	6	2	2
Guido Belgiorno-Nettis ²	4	4	0	0
Christopher Cook ³	3	3	0	0

1. Paul Dalglish was appointed as Managing Director 9 February 2022, appointed as Executive Chairman on 30 September 2022
2. Guido Belgiorno-Nettis resigned as Non-Executive Chairman 30 September 2022.
3. Christopher Cook resigned as Non-Executive Director and stayed Alternate Non-Executive Director for Guido Belgiorno-Nettis 9 February 2022, resigned as Alternate Non-Executive Director for Guido Belgiorno-Nettis 30 September 2022

DIRECTORS' REPORT

DIRECTORS' INTERESTS IN SHARES AND RIGHTS OVER SHARES

Current directors' relevant interests in shares of GreenHy2 or options over shares in GreenHy2 at the date of this report are detailed below.

	Ordinary Shares	Rights over ordinary shares
Paul Dalglish	36,479,871	23,503,945
William Howard	3,324,246	2,800,000
Charles Rottier	320,000	-
Guido Belgiorio-Nettis	83,322,371	-
Christopher Cook	462,791	-

AUDITORS' INDEPENDENCE DECLARATION

A copy of the auditors' independence declaration in relation to the audit for the financial year is provided within this financial report on page 12.

NON-AUDIT SERVICES

Fees paid to PKF (NS) Audit & Assurance Ltd Partnership for tax and consulting services to the Group totalled \$35,850.

SHARE OPTIONS

Unissued shares

As at the date of this report, there were no unissued ordinary shares under options.

Shares issued as a result of the exercise of options

During the financial year no options were exercised.

REMUNERATION REPORT – AUDITED

REMUNERATION POLICIES

The Board policy for determining the nature and amount of remuneration of Directors and Executives is agreed by the Board of Directors as a whole. The Board structures remuneration so that it rewards those who perform and is strongly aligned with GreenHy2's strategic direction and the creation of value to shareholders. The performance of GreenHy2 depends on the quality of its employees. To grow, GreenHy2 must attract, motivate, and retain skilled employees, which includes the Directors and Executives. To this end, GreenHy2 utilises the principles of providing competitive rewards to attract and retain high calibre executives. In determining the remuneration levels of employees and executives, the Board takes into consideration the performance of the Group, operation, function, and geographic regions as well as that of the individual. The Board obtains professional advice where necessary to ensure that GreenHy2 attracts and retains talented and motivated Directors and Employees who can enhance GreenHy2's performance through their contributions and leadership.

For Executives, GreenHy2 provides a remuneration package that incorporates both fixed cash-based remuneration and variable remuneration consisting of short and long-term incentive opportunities, that may include, performance-based cash remuneration and share-based remuneration. Directors received fixed fees for their services. The contracts for service between GreenHy2 and Directors and Executives are on a continuing basis, the terms of which are not expected to change in the immediate future aside from normal negotiations on contracts as they approach their conclusion and the normal annual review processes.

No remuneration consultants were engaged during the year.

Short-Term Incentive Plan (STIP)

For second tier Key Management Personnel (KMP), a Short-Term Incentive Plan (STIP) has been developed which enables eligible members to a cash bonus, based on annual performance of GreenHy2 against a range of metrics and at the discretion of the Board. These targets include performance against financial

metrics such as profitability, cash flow, overhead costs, and order intake; leadership targets, such as strategic positioning, investor engagement and management team development; operational metrics such as audit performance, system development and reporting; Risk and HSE targets.

Long-Term Incentive Plan (LTIP)

A Long-Term Incentive Plan (LTIP) has also been developed which will grant eligible employees to performance rights in GreenHy2. Performance Right entitles the Holder to subscribe for one fully paid Share upon satisfaction of the Milestone and issue of the Conversion Notice by the Holder. Nil rights were vested during the year 2022. There were 2.8M performance rights amended to senior executives in 2022, which were approved by the AGM held on 4 May 2022.

Non-Executive Director Remuneration

Non-executive Directors receive fees and may also receive a share-based remuneration. GreenHy2 determines the maximum amount for remuneration, including thresholds for share-based remuneration, for Directors by resolution. ASX listing rules require the aggregate Non-executive Director's remuneration be determined periodically by a general meeting.

Voting and comments made at GreenHy2's Annual General Meeting ('AGM') on 4 May 2022

At the last AGM held on 4 May 2022, 98.96% of the votes received supported the adoption of the remuneration report for the year ended 31 December 2021. GreenHy2 did not receive any specific feedback at the AGM regarding its remuneration practices.

DIRECTORS' COMPENSATION

The directors during the year ended 31 December 2022 were:

Paul Dagleish	<p>Executive Chairman</p> <ul style="list-style-type: none"> - Appointed as Executive Chairman 30 September 2022 - Appointed as Managing Director 09 February 2022 meanwhile resigned as Chief Executive Director. - Appointed as Chief Executive Officer 15 July 2019
William Howard	<p>Executive Director</p> <ul style="list-style-type: none"> - Appointed as Executive Director 15 August 2019 - Appointed as Chief Financial Officer and Company Secretary 15 July 2019
Charles Rottier	<p>Non-Executive Director</p> <ul style="list-style-type: none"> - Appointed as Non-Executive Director 18 March 2020
Guido Belgiorio-Nettis	<p>Former Non-Executive Chairman</p> <ul style="list-style-type: none"> - Resigned as Non-Executive Chairman 30 September 2022
Christopher Cook	<p>Former Non-Executive Director & Non-Executive Director for Guido Belgiorio-Nettis</p> <ul style="list-style-type: none"> - Resigned as Non-Executive Director for Guido Belgiorio-Nettis 30 September 2022 - Resigned as Non-Executive Director 09 February 2022

EXECUTIVES' COMPENSATION

Other key management personnel during the year ended 31 December 2022 was:

John Cuffe	<p>Former Executive General Manager TAMS</p> <ul style="list-style-type: none"> - Ceased as Executive General Manager TAMS 01 July 2022
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**DIRECTORS AND KMP REMUNERATION FOR THE YEARS ENDED
31 DECEMBER 2022 AND 31 DECEMBER 2021**

		Short-term benefits		Post-employment	Long-term benefits	Share-based payments		Total remuneration	Performance related	
		Salary & Fees	Non monetary benefits	Super annuation	Long service leave	Annual leave	Share Options	Performance Rights	(%)	
Paul Dagleish ¹	2022	360,000	9,910	24,430	-	96,960	-	175,416	666,716	26%
	2021	373,846	9,786	22,631	-	58,879	-	646,358	1,111,500	58%
William Howard ²	2022	322,768	22,204	24,430	-	23,525	-	126,160	519,086	24%
	2021	410,346	-	33,704	-	27,858	-	7,699	479,608	2%
Charles Rottier ³	2022	58,500	-	-	-	-	-	-	58,500	0%
	2021	52,000	-	-	-	-	-	-	52,000	0%
Guido Belgiorno-Nettis ⁴	2022	48,000	-	-	-	-	-	-	48,000	0%
	2021	64,000	-	-	-	-	-	-	64,000	0%
Christopher Cook ⁵	2022	5,726	-	-	-	-	-	-	5,726	0%
	2021	40,852	-	-	-	-	-	-	40,852	0%
John Cuffe ⁶	2022	145,000	-	12,899	-	-	-	-	157,899	0%
	2021	290,000	-	22,631	-	25,889	-	53,250	391,770	14%
David Iverach ⁷	2022	-	-	-	-	-	-	-	-	0%
	2021	10,200	-	969	-	-	-	-	11,169	0%
TOTAL DIRECTORS AND KMP	2022	939,994	32,114	61,760	-	120,485	-	301,575	1,455,928	
	2021	1,241,244	9,786	79,936	-	112,626	-	707,307	2,150,898	

1. Paul Dagleish was appointed as Chief Executive Officer 15 July 2019, appointed as Managing Director and ceased as Chief Executive Officer 09 February 2022, appointed as Executive Chairman 30 September 2022
2. William Howard was appointed as Chief Financial Officer and Company Secretary on 15 July 2019, appointed as Executive Director on 15 August 2019
3. Charles Rottier was appointed as Non-Executive Director 18 March 2020
4. Guido Belgiorio-Nettis was appointed as Non-Executive Director 22 December 2016, as Executive Chairman 29 April 2019. Guido was appointed as Non-Executive Chairman and ceased as Executive Chairman 11 July 2019, resigned as Non-Executive Chairman 30 September 2022
5. Christopher Cook was appointed as Alternate Non-Executive Director for David Iverach and Guido Belgiorio-Nettis 26 November 2020, resigned as Alternate Non-Executive Director for David Iverach 4 March 2021, appointed as Non-Executive Director 19 March 2021, resigned as Non-Executive Director and stayed Alternate Non-Executive Director for Guido Belgiorio-Nettis 9 February 2022, resigned as Alternate Non-Executive Director for Guido Belgiorio-Nettis 30 September 2022
6. John Cuffe was appointed as Executive General Manager TAMS 15 April 2020 and ceased as Executive General Manager TAMS 01 July 2022
7. David Iverach retired as Alternate Non-Executive Director to Guido Belgiorio-Nettis 21 March 2018, was appointed Non-Executive Director 10 December 2018 and resigned as Non-Executive Director 4 March 2021.

SHAREHOLDING OF KMP

Shares held in GreenHy2.

	Balance 1 January 2022 \$	Balance at appointment as KMP \$	Issued on exercise of performance rights \$	Net change other* \$	Balance 31 December 2022 \$
Paul Dalgleish ¹	36,479,871	-	-	-	36,479,871
William Howard ²	3,324,246	-	-	-	3,324,246
Charles Rottier ³	320,000	-	-	-	320,000
Guido Belgiorno-Nettis ⁴	83,322,371	-	-	-	83,322,371
Christopher Cook ⁵	462,791	-	-	-	462,791
John Cuffe ⁶	750,000	-	-	-	750,000
TOTAL	88,179,408	-	-	-	88,179,408

* These movements represent on-market purchase of shares during the year by the respective KMPs.

Includes shares held directly, indirectly and beneficially by KMP.

- Paul Dalgleish was appointed as Chief Executive Officer 15 July 2019, appointed as Managing Director and ceased as Chief Executive Officer 09 February 2022, appointed as Executive Chairman 30 September 2022
- William Howard was appointed as Chief Financial Officer and Company Secretary on 15 July 2019, appointed as Executive Director on 15 August 2019
- Charles Rottier was appointed as Non-Executive Director 18 March 2020
* These movements represent on-market purchase of shares during the year by the respective KMPs.
Includes shares held directly, indirectly and beneficially by KMP.
- Guido Belgiorno-Nettis was appointed as Non-Executive Director 22 December 2016, as Executive Chairman 29 April 2019. Guido was appointed as Non-Executive Chairman and ceased as Executive Chairman 11 July 2019, resigned as Non-Executive Chairman 30 September 2019
- Christopher Cook was appointed as Alternate Non-Executive Director for David Iverach and Guido Belgiorno-Nettis 26 November 2020, resigned as Alternate Non-Executive Director for David Iverach 4 March 2021, appointed as Non-Executive Director 19 March 2021, resigned as Non-Executive Director and stayed Alternate Non-Executive Director for Guido Belgiorno-Nettis 9 February 2022, resigned as Alternate Non-Executive Director for Guido Belgiorno-Nettis 30 September 2022
- John Cuffe was appointed as Executive General Manager TAMS 15 April 2020 and ceased as Executive General Manager TAMS 01 July 2022

RIGHTS HOLDING OF KMP

The number of rights over ordinary shares in the parent entity held during the financial year by each Director and other members of key management personnel of the consolidated entity, including their personally related parties is set out below.

	Balance at the start of the year ^a	Granted as remuneration	Rights cancelled	Rights forfeited	Vested during the year	Balance at the end of the year
William Howard	2,800,000	-	-	-	-	2,800,000
Paul Dalgleish	23,503,945	-	-	-	-	23,503,945
TOTAL	26,303,945	-	-	-	-	26,303,945

a. The performance rights were granted at employment commencement and accordingly ongoing performance conditions were set as this was issued as a sign on bonus. The performance rights granted are subject to continued employment over five years of service.

PERFORMANCE RIGHTS AWARDED, VESTED AND LAPSED DURING THE YEAR

There were no performance rights awarded, vested or lapsed during the year.

ADDITIONAL INFORMATION

The earnings of the consolidated entity for the five years to 31 December 2022 are summarised below:

	2022	2021	2020	2019	2018
	\$	\$	\$	\$	\$
Revenue and other income (excluding interest income)	7,654,618	15,024,922	30,428,000	53,217,000	41,690,555
EBITDA	(3,176,317)	(3,975,000)	776,000	(2,683,000)	(5,400,483)
EBIT	(3,256,747)	(4,218,908)	229,000	(14,645,000)	(6,038,665)
Profit/(Loss) after income tax	(3,256,747)	(4,218,908)	229,000	(19,964,000)	(5,648,445)

The factors that are considered to affect total shareholders return ('TSR') are summarised below

Share price at financial year end (\$)	0.040	0.085	0.061	0.049	0.145
Total dividends declared (cents per share)	-	-	-	-	-
Basic earning/(loss) per share (cents per share)	(0.883)	(1.163)	0.065	(8.020)	(2.344)

* Both EBITDA and EBIT include discontinued operations.

DIRECTOR AND KMP AGREEMENTS

GreenHy2 currently has service agreements with its Executive and Non-executive Directors. The agreements detailing the formal terms and conditions of the appointment, expected time commitment, procedure regarding conflicts of interest, performance appraisal, remuneration, superannuation, and insurance arrangements. GreenHy2 Constitution governs the election and appointment of directors, rotation of elected directors, casual vacancies, and eligibility for election. The terms and entitlements of Non-executive Directors are governed by normal employment law.

The following summarises the key provisions of service agreements with executives:

Name	: Paul Dalglish
Title	: Executive Chairman and Managing Director
Agreement commenced	: 29 October 2021
Terms of agreement	: Permanent full time
Details	: Base salary of \$360,000 per annum plus superannuation. Six months termination notice by either party, performance rights subject to the satisfaction of specified milestones and performance criteria of GreenHy2.
Name	: William Howard
Title	: Executive Director, CFO and Company Secretary
Agreement commenced	: 15 July 2019
Terms of agreement	: Permanent full time
Details	: Base salary of \$295,000 per annum plus superannuation. Six months termination notice by either party, STI up to 40% and performance rights subject to the satisfaction of specified milestones and performance criteria (both individual and company).

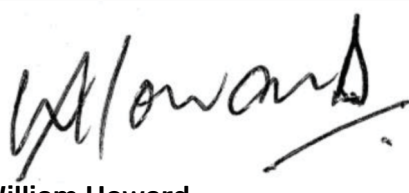
Name	: Charles Rottier
Title	: Non-Executive Director
Agreement commenced	: 18 March 2020
Details	: \$65,000 adjusted to \$52,000 (Covid adjustment) per annum (for period up to August 2022) inclusive of superannuation (if applicable)

Name	: Guido Belgiorno-Nettis
Title	: Non-Executive Chairman (Resigned 30 September 2022)
Agreement commenced	: 22 December 2016
Remuneration revised	: 01 May 2020
Details	: \$85,000 adjusted to \$64,000 [Covid adjustment] per annum inclusive of superannuation (if applicable)

GreenHy2 has non-fixed term employment contracts with its Executives. The contracts detail the formal terms and conditions of the employment.

Name	: John Cuffe
Title	: Executive General Manager TAMS (Ceased 1 July 2022)
Agreement commenced	: 15 April 2020
Remuneration revised	: Permanent full time
Details	: Base salary of \$290,000 per annum plus superannuation. Six months termination notice for the first twelve-month period, reducing to three months after the initial twelve-month term.

Signed in accordance with a Resolution of the Directors.



William Howard

Executive Director, Chief Financial Officer and Company Secretary
Date: 31 March 2023

AUDITOR'S INDEPENDENCE DECLARATION



Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of GreenHy2 Limited

I declare that, to the best of my knowledge and belief, during the year ended 31 December 2022, there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.

PKF

SCOTT TOBUTT PARTNER

31 MARCH 2023 SYDNEY, NSW

PKF (NS) & Assurance Limited Partnership
ABN 91 850 861 839

Liability limited by a scheme approved
under Professional Standards Legislation

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PKF (NS) Audit & Assurance Limited Partnership is a member firm of the PKF International Limited family of Separately owned firms and does not accept any responsibility or liability for the actions or inactions of any individual member or correspondent firm or firms

For our office location visit www.pkf.com.au

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For The Year Ended 31 December 2022

	Note	Consolidated entity 2022 \$	2021 \$
Revenue from continuing operations	5	292,823	422,984
Other income from continuing operations	5	19,186	9,415
Revenue and other income from continuing operations		312,009	432,399
Employee and director benefits expense	6	2,079,383	1,562,808
Administration costs		445,857	686,893
Management Recharges to discontinued operations		(465,000)	(2,360,447)
Occupancy costs		82,407	240,914
Depreciation and amortisation	12	81,112	123,221
Project material costs		-	398
Equipment and other subcontractor costs		253,312	173,501
Listing and other statutory charges		113,433	102,486
Interest and finance charges		21,974	36,947
Other professional expenses		212,334	214,001
Impairment expense		133	73,283
Total expenses from continuing operations		2,824,945	854,005
Loss from continuing operations before income tax expense		(2,512,936)	(421,606)
Income tax (credit) / expense from continuing operations	7	-	-
Loss from continuing operations		(2,512,936)	(421,606)
Loss after income tax expense from discontinued operations	25	(743,811)	(3,797,302)
Loss from ordinary activities attributable to members of the parent entity		(3,256,747)	(4,218,908)
Other comprehensive income		-	-
Total comprehensive Loss		(3,256,747)	(4,218,908)
Total comprehensive Loss attributable to members of the parent entity		(3,256,747)	(4,218,908)
Loss per share from continuing operations			
Basic Loss – cents per share	20	(0.68)	(0.11)
Diluted Loss – cents per share	20	(0.68)	(0.11)
Loss per share from discontinued operations			
Basic Loss – cents per share	20	(0.20)	(1.05)
Diluted Loss – cents per share	20	(0.20)	(1.05)
Total Loss per share			
Basic Loss – cents per share	20	(0.88)	(1.16)
Diluted Loss – cents per share	20	(0.88)	(1.16)

The accompanying notes form part of these financial statements.

Refer to note 4 for detailed information on Restatement of comparatives.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

For The Year Ended 31 December 2022

		Consolidated entity	
	Note	2022	2021
		\$	\$
CURRENT ASSETS			
Cash and cash equivalents	8	2,250,855	3,970,985
Trade and other receivables	9	931,864	2,577,908
Contract assets	10	-	715,626
Inventories	11	-	166,221
Other assets		141,302	677,481
Total current assets		3,324,021	8,108,221
NON-CURRENT ASSETS			
Plant and equipment	12	32,433	934,737
Intangible assets	13	1,077,992	983,368
Other assets		804,000	804,000
Total non-current assets		1,914,425	2,722,105
Total assets		5,238,446	10,830,326
CURRENT LIABILITIES			
Trade and other payables	15	249,881	2,515,453
Interest bearing loans and borrowings	16	49,920	853,841
Provisions	17	138,936	949,167
Total current liabilities		438,737	4,318,461
NON-CURRENT LIABILITIES			
Interest bearing loans and borrowings	16	-	204,309
Provisions	17	44,992	197,003
Total non-current liabilities		44,992	401,312
Total liabilities		483,729	4,719,773
Net assets		4,754,717	6,110,553
EQUITY			
Contributed equity	18	86,548,193	84,948,858
Share option reserve	18	2,502,739	2,220,147
Accumulated losses		(84,296,215)	(81,058,452)
Total equity		4,754,717	6,110,553

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31 December 2022

	Contributed equity \$	Accumulated losses \$	Share option reserve \$	Total equity \$
At 1 January 2021	84,842,358	(76,907,253)	1,633,799	9,568,904
Loss for the year	-	(4,218,908)	-	(4,218,908)
Other comprehensive income	-	-	-	-
Total comprehensive loss	-	(4,218,908)	-	(4,218,908)
Share issues	106,500	-	-	106,500
Share based payments	-	-	654,057	654,057
Transfer on the cancellation of performance rights	-	67,709	(67,709)	-
At 31 December 2021	84,948,858	(81,058,452)	2,220,147	6,110,553
At 1 January 2022	84,948,858	(81,058,452)	2,220,147	6,110,553
Loss for the year	-	(3,256,747)	-	(3,256,747)
Other comprehensive income	-	-	-	-
Total comprehensive loss	-	(3,256,747)	-	(3,256,747)
Share issues	1,802,471	-	-	1,802,471
Share based payments	-	-	301,576	301,576
Transfer on the cancellation of performance rights	-	18,984	(18,984)	-
Cost of share raising	(203,136)	-	-	(203,136)
At 31 December 2022	86,548,193	(84,296,215)	2,502,739	4,754,717

The accompanying notes from part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOW

For The Year Ended 31 December 2022

		Consolidated entity	
	Note	2022	2021
		\$	\$
CASH FLOW FROM OPERATING ACTIVITIES			
Receipts from customers		8,209,655	16,971,469
Payments to suppliers and employees		(10,724,386)	(18,136,805)
Interest and finance charges paid		(51,747)	(107,670)
Interest received		19,475	9,645
Net cash used in operating activities	19	(2,547,003)	(1,263,361)
CASH FLOW FROM INVESTING ACTIVITIES			
Proceeds from disposal of business		653,741	-
Proceeds from sale of property, plant and equipment		105,969	831,297
Payment for development of Intangibles		(863,311)	(983,368)
Payments for property plant and equipment		-	(24,370)
Net cash used in investing activities		(103,601)	(176,441)
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from issue of equity instruments	18	1,599,335	-
Proceeds from borrowings	16	536,497	861,994
Repayment of borrowings	16	(1,205,358)	(2,087,868)
Net cash generated by / (used in) financing activities		930,474	(1,225,874)
Net decrease in cash and cash equivalents		(1,720,130)	(2,665,676)
Cash and cash equivalents at beginning of year		3,970,985	6,636,661
Total cash and cash equivalents at the end of the year		2,250,855	3,970,985

The accompanying notes from part of these financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31 December 2022

2 Corporate information

The consolidated financial statements of GreenHy2 Limited (GreenHy2) and its subsidiaries (collectively, the Group) were authorised for issue in accordance with a resolution of the director's 31 March 2023. GreenHy2 is a for profit company limited by shares, incorporated in Australia whose shares are publicly traded on the Australian Stock Exchange. GreenHy2's registered office is c/o Company Matters Pty Limited, Level 12, 680 George Street, Sydney NSW 2000

The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

The nature of the operations and principal activities of the consolidated entity are described in the Directors' Report.

Rounding

Amounts in this report have been rounded off to the nearest dollar.

2 Significant accounting policies

2.1 Basis of preparation

The consolidated financial statements are general-purpose financial statements, which have been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards, and other authoritative pronouncements of the Australian Accounting Standards Board (AASB).

These financial statements have been prepared on the going concern basis, which assumes continuity of normal business activities and the realisation of assets and the discharge of liabilities in the ordinary course of business.

The consolidated statement of profit or loss and other comprehensive income shows a loss attributable to members of the parent entity of \$3,256,474 and the consolidated statement of cash flows shows net cash outflows from operations of \$2,547,003.

In concluding that the group is a going concern, the directors have reviewed cash flow forecasts for a

period of 12 months from the date of this report which show that the group is expected to remain cash positive over that period.

2.2 Change in accounting policy

New and amended accounting standards and interpretations

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 31 December 2022. Management do not expect material impact to arise for the consolidated entity from the future application of these new or amended Accounting Standards and Interpretations.

2.2 Basis of consolidation

The consolidated financial statements include the financial position and performance of controlled entities from the date on which control is obtained until the date that control is lost.

Intragroup assets, liabilities, equity, income, expenses and cashflows relating to transactions between entities in the consolidated entity have been eliminated in full for the purpose of these financial statements.

Appropriate adjustments have been made to a controlled entity's financial position, performance, and cash flows where the accounting policies used by that entity were different from those adopted by the consolidated entity. All controlled entities have a 31 December financial year end.

A list of controlled entities is contained in Note 23 to the financial statements.

Subsidiaries

Subsidiaries are all entities over which the parent has control. Control is established when the parent is exposed to or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity.

2.3 Summary of significant accounting policies

a. Current versus non-current classifications

The Group presents assets and liabilities in the statement of financial position based on a current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realised within twelve months after the reporting period.

or

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period.

or

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

b. Discontinued operations

A discontinued operation is a component of the consolidated entity that has been disposed of or is

classified as held for sale and that represents a separate major line of business, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

c. Revenue from contracts with customers

Revenue from contracts with customers is recognised when goods and services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods and services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods and services before transferring them to the customer.

Maintenance and construction electrical services

The Group provides maintenance and construction electrical services. The Group assesses each contract to identify the performance obligations and transaction price within the contract. The total transaction price is allocated to performance obligations based on relative standalone selling prices.

For those contracts where the customer simultaneously receives and consumes the goods and service provided by the Group; the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or work is performed on assets that have no alternative use to the Group and the Group has a right to payment for performance to date, revenue is recognised over time. Where the criteria to recognise revenue over time is not satisfied the group recognises revenue at a point in time.

If the consideration in the contract includes a variable amount, typically for cost plus contracts or contracts with a schedule of rates, the Group estimates the amount of the consideration to which it is entitled in exchange for transferring the goods and services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant reversal of the cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Certain

contracts are subject to claims which are enforceable under the contract. If the claim does not result in any additional goods or services, the transaction price is updated, and the claim accounted for as variable consideration.

Where appropriate, the Group applies the variable consideration allocation exception to allocate variable consideration to distinct services in a contract where the contract includes a series of distinct services that form a single performance obligation.

For other contracts where the Group has a right to consideration in an amount that corresponds directly with the value to the customer of the Group's performance completed to date, the Group utilised the practical expedient to recognise revenue in the amounts to which the Group has a right to invoice.

In all other cases, in recognising revenue over time, the group applies an input method to measure the Group's progress towards satisfying the performance obligation by comparing costs incurred to date, mainly labour and consumables, to the total expected costs.

Project fulfilment costs

Contract fulfilment costs are expensed as incurred except where they generate or enhance resources of the Group that will be used to satisfy future performance obligations in which case, they are capitalised and amortised over the course of the contract.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group transfers goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration. If the Group's right to an amount of consideration is unconditional (other than the passage of time), the contract asset is classified as a receivable.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 3.

d. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the

periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at nominal amounts and released to profit or loss over the expected useful life of the asset, based on the pattern of consumption of the benefits of the underlying asset by equal annual instalments.

During the year, the Group was entitled to receive NSW Business Grant and Job Saver payments, which had been recognised as compensation to the employee expenses.

e. Income tax

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the full liability balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of taxable temporary differences associated with investments in subsidiaries, associates, and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it reflects new information obtained about facts and circumstances that exist at the acquisition date that, if known, would have affected the amount recognised at that date were recognised during the measurement period or recognised in profit or loss.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Tax consolidated group

GreenHy2 and its wholly owned Australian resident subsidiaries formed a tax consolidated group with effect from 1 July 2005.

In addition to its own current and deferred tax amounts, GreenHy2 also recognises the current tax liabilities (or assets) and deferred tax liabilities (or assets) arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group.

f. Property, plant and equipment

Property, plant and equipment is carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a re-valued asset. A formal assessment of the recoverable amount is made when impairment indicators are present.

The carrying amount of plant and equipment is reviewed annually by the directors to ensure it is not

in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the consolidated entity and the cost of the item can be measured reliably. All other repairs and maintenance are recognised as an expense in the statement of comprehensive income during the financial period in which they are incurred.

Depreciation is provided on a straight-line basis and diminishing-value basis over the asset's useful life to the consolidated entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of the unexpired period of the lease and the estimated useful lives of the improvements.

The useful lives used are listed as below:

Asset Class	Useful live
Furniture and fixtures	5 – 10 years
Computer equipment	3 - 4 years
Plant & Equipment	4-10 years
Motor Vehicles	6 years
Leasehold Improvements	25 years
Right of Use	1 – 3 years

g. Right of use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to

obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets.

Lease payments on these assets are expensed to profit or loss as incurred.

h. Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Development costs

Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources and intent to complete the development; and its costs can be measured reliably. Capitalised development costs are amortised once the asset becomes available for use on a straight line basis over the period of their expected benefit, being a finite life of 4 years.

i. Financial instruments

Financial instruments are recognised initially on the date that the Group becomes party to the contractual provisions of the instrument.

On initial recognition, all financial instruments are measured at fair value plus transaction costs.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification

On initial recognition, financial assets are measured at amortised cost.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets.

Amortised cost

Assets measured at amortised cost are financial assets where:

- the business model is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows are solely payments of principal and interest on the principal amount outstanding.

The Group's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the consolidated statement of financial position.

Subsequent to initial recognition, these assets are carried at amortised cost using the effective interest rate method less provision for impairment.

Interest income, foreign exchange gains or losses and impairment are recognised in profit or loss. Gain or loss on derecognition is recognised in profit or loss.

Impairment of financial assets and contract assets

Impairment of financial assets is recognised on an expected credit loss (ECL) basis for the following assets:

- financial assets measured at amortised cost; and
- contract assets.

When determining whether the credit risk of a financial assets has increased significant since initial recognition and when estimating ECL, the Group considers reasonable and supportable

information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment and including forward looking information.

The Group uses the presumption that an asset which is more than 30 days past due has seen a significant increase in credit risk.

The Group uses the presumption that a financial asset is in default when:

- the other party is unlikely to pay its credit obligations to the Group in full, without recourse to actions such as realising security (if any is held); or
- the financial assets are more than 90 days past due.

Credit losses are measured as the present value of the difference between the cash flows due to the Group in accordance with the contract and the cash flows expected to be received. This is applied using a probability weighted approach.

Trade receivables and contract assets

Impairment of trade receivables and contract assets have been determined using the simplified approach in AASB 9 which uses an estimation of lifetime expected credit losses. The Group has determined the probability of non-payment of the receivable and contract asset and multiplied this by the amount of the expected loss arising from default.

The amount of the impairment is recorded in a separate allowance account with the loss being recognised in other expense. Once the receivable is determined to be uncollectable then the gross carrying amount is written off against the associated allowance.

Where the Group renegotiates the terms of trade receivables due from certain customers, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in profit or loss.

Other financial assets measured at amortised cost

Impairment of other financial assets measured at amortised cost are determined using the expected

credit loss model in AASB 9. On initial recognition of the asset, an estimate of the expected credit losses for the next 12 months is recognised. Where the asset has experienced significant increase in credit risk then the lifetime losses are estimated and recognised.

Financial liabilities

The Group measures all financial liabilities initially at fair value less transaction costs, subsequently financial liabilities are measured at amortised cost using the effective interest rate method.

The financial liabilities of the Group comprise trade payables, bank and other loans and lease liabilities.

j. Inventories

Inventories are valued at the lower of cost and net realisable value and are comprised entirely of consumables.

Cost is determined on a FIFO basis of the direct costs of materials. Inventories determined to be obsolete or damaged are written down to net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

k. Cash and short-term deposits

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above. Outstanding bank overdrafts are considered as current liabilities.

l. Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue, or cancellation of the Group's own equity instruments.

m. Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of

a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

n. Superannuation, annual leave and long service leave

Superannuation

The Group makes contributions as defined contributions. There is no defined benefit superannuation scheme operated by the Group.

Long service leave and annual leave

The Group does not expect its long service leave or annual leave benefits to be settled wholly within 12 months of each reporting date. The Group recognises a liability for long service leave and annual leave measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures, and periods of service. Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

o. Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of GreenHy2 by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share adjusts the basic earnings per share to take into account the after-income tax

effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

p. Share based payments

Some employees of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled Transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model, further details of which are given in Note 28.

That cost is recognised in employee benefits expense (Note 6), together with a corresponding increase in equity (share-based payment reserves), over the period in which the service and, where applicable, the performance conditions are fulfilled (the vesting period). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where

awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (further details are given in Note 18).

q. Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options which vest immediately are recognised as a deduction from equity, net of any tax effects.

r. Segment reporting

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

3 Critical Accounting Estimates and Assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in

outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Revenue from contracts with customers Variable consideration

Certain contracts contain provisions for liquidated damages which would be considered variable consideration. The group has applied judgement in not constraining revenue for this variable consideration on the basis that there is no history of significant reversals of revenue in relation to liquidated damages.

Provision for expected credit losses of trade receivables and contract assets

The Group uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type).

The provision matrix is initially based on the Group's historical observed default rates and adjusted for forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of

customer's actual default in the future. The information about the ECLs on the Group's trade receivables and contract assets is disclosed in Note 9.

Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies.

The Group has \$18,886,308 (2021: \$17,079,003) of tax losses carried forward. These losses relate to subsidiaries that have a history of losses, do not expire, and may be used to offset taxable income elsewhere in the Group. The Group had determined that while its deferred tax assets were recoverable based on the expectation of future taxable income but had been reversed in the assets at 2020 as a matter of prudence. Further details on taxes are disclosed in Note 7.

Valuation of performance rights

The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Monte Carlo Simulation method or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The valuation is based on the assumption that future share price movements are based on a continuous exponential distribution. In calculating future share price movements, a normal distribution with mean of 0 and standard deviation of 1 was applied.

Impairment review

Financial assets (including receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets (including equity securities) are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence of impairment.

The Group considers evidence of impairment for receivables at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Receivables that are not individually significant are collectively assessed for impairment by grouping together receivables with similar risk characteristics.

In assessing collective impairment, the Group uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised as profit or loss and reflected in an allowance account against receivables. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Group's non-financial assets (other than inventories, construction work in progress and deferred tax assets) are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication

exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Groups of assets ("the cash generating unit" or "CGU"). The Group's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro-rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Goodwill that forms part of the carrying amount of an investment in an associate is not recognised separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate is tested for impairment as a single asset when there is objective evidence that the investment in an associate may be impaired.

4 Restatement of comparatives

	Consolidated entity		
	2021 Reported	Discontinued	2021 Retated
	\$	\$	\$
Revenue from continuing operations	14,981,199	(14,558,215)	422,984
Other income from continuing operations	43,723	(34,308)	9,415
Revenue and other income from continuing operations	15,024,922	(14,592,523)	432,399
Employee and director benefits expense	9,433,860	(7,871,052)	1,562,808
Administration costs	1,096,544	(409,651)	686,893
Management Recharges to discontinued operations	-	(2,360,447)	(2,360,447)
Occupancy costs	518,666	(277,752)	240,914
Depreciation and amortisation	846,956	(723,735)	123,221
Other expenses	14,353	(14,353)	-
Project material costs	3,405,382	(3,404,984)	398
Equipment and other subcontractor costs	3,419,606	(3,246,105)	173,501
Listing and other statutory charges	102,486	-	102,486
Interest and finance charges	98,025	(61,078)	36,947
Other professional expenses	312,043	(98,042)	214,001
Impairment expense	(4,091)	77,374	73,283
Total expenses from continuing operations	19,243,830	(18,389,825)	854,005
Loss before income tax expense from continuing operations	(4,218,908)	3,797,302	(421,606)
Income tax (credit) / expense	-	-	-
Loss from continuing operations attributable to the members of the parent	(4,218,908)	3,797,302	(421,606)
Loss after income tax expense from discontinued operations	-	(3,797,302)	(3,797,302)
Loss from ordinary activities attributable to members of the parent entity	(4,218,908)	-	(4,218,908)
Other comprehensive income	-	-	-
Total comprehensive Loss	(4,218,908)	-	(4,218,908)
Total comprehensive Loss attributable to members of the parent entity	(4,218,908)	-	(4,218,908)
Loss per share from continuing operations			
Basic Loss – cents per share	(1.16)	1.05	(0.11)
Diluted Loss – cents per share	(1.16)	1.05	(0.11)
Loss per share from discontinued operations			
Basic Loss – cents per share	-	(1.05)	(1.05)
Diluted Loss – cents per share	-	(1.05)	(1.05)
Loss per share			
Basic Loss – cents per share	(1.16)	-	(1.16)
Diluted Loss – cents per share	(1.16)	-	(1.16)

5 Revenue and other income

	Consolidated entity	
	2022	2021
	\$	\$
From continuing operations		
Revenues from contracts with customers	292,823	422,984
Interest revenue calculated using the effective interest method	19,186	9,415
Total revenue and other income	312,009	432,399

	Consolidated entity	
	2022	2021
	\$	\$
Revenue from contracts with customers by type of customer		
Commercial	292,823	422,984
Total revenues from contracts with customers	292,823	422,984

The transaction price allocated to the remaining performance obligations as described in Note 2.2(b) (unsatisfied or partially unsatisfied as of 31 December) is as follows:

	Consolidated entity	
	2022	2021
	\$	\$
Within one year	-	-
Total revenue and other income	-	-

6 Employee and director expenses

	Consolidated entity	
	2022	2021
	\$	\$
Salaries, wages and other expenses	1,617,312	1,770,367
Job Keeper	-	(712,200)
Other Government Employment Payment/(Incentive)	22,500	(419,537)
Superannuation expenses	137,995	163,621
Share based payments	301,576	760,557
Total employee and director expenses	2,079,383	1,562,808

7 Income tax

The major components of income tax expense for the years ended 31 December 2022 and 2021 are:

	Consolidated entity	
	2022	2021
	\$	\$
Current income tax	738,464	862,972
Deferred income tax	(738,464)	(862,972)
Income tax expense reported in the income statement	-	-

	Consolidated entity	
	2022	2021
	\$	\$
Contributed Equity		
Conversion of prior year balances to 25% tax rate	-	70
Capital raising cost amortisation	1,718	872
Total income tax benefit in equity	1,718	942

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For The Year Ended 31 December 2022

A reconciliation between tax expense and the product of accounting profit before income tax multiplied by the Group's application income tax rate is as follows:

	Consolidated entity	
	2022	2021
	\$	\$
Accounting loss before income tax	(3,256,748)	(4,218,907)
Tax at Australia's statutory income tax rate of 25%	814,187	1,054,727
Tax effect of amounts which are not deductible in calculating taxable income	(77,441)	(192,627)
Conversion of prior year balances to 25% tax rate	-	(163,153)
Others	1,718	872
Adjustments the conversion of prior year balances to 25% tax rate	-	163,153
Income tax benefit at the effective tax rate of 22.7% (2021: 20.5%)	738,464	862,972
Provision for Current year income tax benefit	(738,464)	(862,972)
Provision for prior year DTA	-	-
Income tax expense reported in the income statement	-	-

Deferred income tax at 31 December relates to the following:

	Consolidated entity	
	2022	2021
	\$	\$
Deferred tax liabilities		
Inventory	-	41,555
Prepayment and receivables	1,316	10,925
Intangibles	269,498	-
Works in progress	-	166,441
Offset against deferred tax asset	(270,814)	(218,921)
Net deferred tax liabilities	-	-

The movement of the current and deferred tax relates to the following:

	Consolidated entity			
	Current	Deferred	Current	Deferred
	Income Tax	Income Tax	Income Tax	Income Tax
	2022	2022	2021	2021
	\$	\$	\$	\$
Opening balance	-	-	-	-
Income tax credit recognised in profit and loss	-	-	-	-
R&D income recognised as government grant	-	-	-	-
Charged to equity	-	1,718	-	941
Charged to reserves	-	-	-	-
Offset the prior year DTA provision	-	(1,718)	-	(941)
Closing balance	-	-	-	-
Amounts recognised on the consolidated statement of financial position				
Deferred tax asset	-	-	-	-
Closing balance	-	-	-	-

8 Cash and short-term deposits

	Consolidated entity	
	2022	2021
	\$	\$
Cash at bank and on hand	2,250,855	1,020,317
Short term deposits	-	2,950,668
Cash and cash equivalents	2,250,855	3,970,985

There are no Short term deposits on 31st December 2022. In 2021, Short term deposits include 90 days term deposit \$1,516,023 with 0.05% interest rate and 6 months term deposit \$1,434,645 with 0.05% interest rate.

9 Trade and other receivables

	Consolidated entity	
	2022	2021
	\$	\$
Trade receivables	83,910	2,414,940
Allowance for expected credit losses	-	(50,000)
Other receivables	847,954	212,968
Total current trade and other receivables	931,864	2,577,908

Trade receivables are non-interest bearing and are generally on terms of 14-60 days.

Included within Other receivables are term deposits and rental bonds of \$10K (2021: \$211K), and R&D incentive claim receivables \$830K (2021: \$Nil)

Set out below is the movement in the allowance for expected credit losses of trade receivables:

	Consolidated entity	
	2022	2021
	\$	\$
As at 1 January	50,000	109,000
Provision for expected credit losses (Note 16)	(50,000)	(59,000)
As at 31 December	-	50,000

The information about the credit exposures is disclosed in Note 16.

10 Contract assets

	Consolidated entity	
	2022	2021
	\$	\$
Contract assets	-	715,626
Total contract assets	-	715,626

Contract assets are initially recognised for revenue earned from maintenance and constructions services as receipt of consideration is conditional on successful completion of performance obligations. Upon completion of these services and acceptance by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

In 2022, there was \$nil recognised as provision for expected credit losses on contract assets (2021: \$Nil).

No revenue was recognised during the year for performance obligations satisfied in previous years (2021: \$Nil).

11 Inventories

	Consolidated entity	
	2022	2021
	\$	\$
Consumables	-	166,221
Total inventories	-	166,221

12 Plant and Equipment

	Consolidated entity	
	2022	2021
	\$	\$
Furniture and fixtures - gross carrying value at cost	25,639	317,053
Furniture and fixtures - accumulated depreciation	(2,552)	(153,556)
Net book value furniture and fixture	23,087	163,497
Plant and equipment - gross carrying value at cost	-	305,167
Plant and equipment - accumulated depreciation	-	(162,895)
Net book value plant and equipment	-	142,272
Computer equipment - gross carrying value at cost	123,958	145,407
Computer equipment - accumulated depreciation	(114,612)	(65,748)
Net book value computer equipment	9,346	79,659
Motor vehicles - gross carrying value at cost	-	2,549,625
Motor vehicles - accumulated depreciation	-	(2,000,316)
Net book value motor vehicle	-	549,309
Total gross carrying value at cost	149,597	3,317,252
Total accumulated depreciation	(117,164)	(2,382,515)
Total net book value	32,433	934,737

Reconciliation of the carrying amounts at the beginning and end of the current financial year:

	Furniture and fixtures	Plant and equipment	Computer equipment	Motor vehicles	Building	Total
	\$	\$	\$	\$	\$	\$
Balance at 1 January 2021	187,497	917,272	146,659	1,196,311	11,000	2,458,739
Additions	24,367	-	-	-	-	24,367
Disposals	(16,279)	(664,827)	(16,792)	(3,899)	384	(701,413)
Impairment	-	-	-	-	-	-
Depreciation expense	(32,088)	(110,173)	(51,208)	(642,103)	(11,384)	(846,956)
Balance at 31 December 2021	163,497	142,272	78,659	550,309	-	934,737
Additions	10,532	-	4,991	-	-	15,523
Disposals	(148,642)	(142,272)	255	(546,057)	-	(836,715)
Impairment	-	-	-	-	-	-
Depreciation expense	(2,301)	-	(74,559)	(4,252)	-	(81,112)
Balance at 31 December 2022	23,087	-	9,346	-	-	32,433

There are no finance leases contracts as at 31 December 2022 (Nil finance leases contracts as at 31 December 2021).

Certain leased assets under contracts are pledged as security for the related finance lease liability:

	Furniture and fixtures	Plant and equipment	Computer equipment	Motor vehicles	Building	Total
	\$	\$	\$	\$	\$	\$
Balance at 31 December 2021	-	-	-	505,000	-	505,000
Balance at 31 December 2022	-	-	-	-	-	-

	Furniture and fixtures \$	Plant and equipment \$	Computer equipment \$	Motor vehicles \$	Building \$	Total \$
Balance at 31 December 2021	-	-	-	505,000	-	505,000
Balance at 31 December 2022	-	-	-	-	-	-

13 Intangible assets

	Development Asset \$	Total \$
Balance at 1 January 2021	-	-
Additions	983,368	983,368
Amortisation	-	-
Impairment	-	-
Balance at 31 December 2021	983,368	983,368
Additions	924,582	924,582
Tax Incentive	(829,958)	(829,958)
Amortisation	-	-
Impairment	-	-
Balance at 31 December 2022	1,077,992	1,077,992

Hydrogen development project is running well and continues during the year, which is planning to be completed by the end of the 2023 and the amortisation of total development cost will be over 4 years after it's completed.

14 Segment reporting

GreenHy2 had sold Asset maintenance and service business KP Electric (Australia) Pty Ltd, on 1 July 2022. After the sales, GreenHy2 only has one core business - Renewable Energy Strategy, in particular, Solid State Hydrogen Storage Batteries supported by 100% renewable fraction generation and it operates only in one geographical area, being Australia.

In 2021, the Group had identified its operating segment based on internal management reporting that was reviewed by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources. All segments operated in one geographical area, being Australia as well.

(a) Segment performance in 2021

	Asset maintenance and service \$	Construction & electrical project work \$	Corporate / unallocated \$	Total \$
31-Dec-21				
Revenue				
Sales	14,558,215	422,984	-	14,981,199
Other revenue	34,308	194	9,221	43,723
Total segment revenue	14,592,523	423,178	9,221	15,024,922
Operating expenses	(17,682,385)	(647,540)	26,985	(18,302,940)
Earnings before interest, tax, depreciation & amortisation (EBITDA)	(3,089,862)	(224,362)	36,206	(3,278,018)
Depreciation and amortisation	(723,735)	(107,612)	(15,609)	(846,956)
Earnings before interest and tax (EBIT)	(3,813,597)	(331,974)	20,597	(4,124,974)
Interest expense	(61,078)	(27,917)	(9,030)	(98,025)
Income tax (credit)/expenses	-	-	-	-
Impairment of assets	77,374	(61,716)	(11,567)	4,091
Net loss for the year	(3,797,301)	(421,607)	-	(4,218,908)

(b) Segment asset and liabilities in 2021

	Asset maintenance and service \$	Construction & electrical project work \$	Corporate / unallocated \$	Total \$
31-Dec-21				
Total Assets	5,004,858	1,488,240	4,337,228	10,830,326
Total Liabilities	3,764,310	144,938	810,525	4,719,773

Major customers

The consolidated entity has a number of customers to which it provides services. The consolidated entity supplies a single external customer which accounts for 78% of external revenue (2021: 46%). The next most significant customer accounts for 22% (2021: 11%).

15 Trade and other payables

	Consolidated entity	
	2022 \$	2021 \$
Trade payables	143,945	1,036,798
Other payables	105,936	1,478,655
Total trade and other payables	249,881	2,515,453

16 Financial liabilities

16.1 Financial liabilities: Interest-bearing loans and borrowing

		Consolidated entity		
	Interest Rate	Maturity	2022 \$	2021 \$
Current interest-bearing loans and borrowings				
Obligations under leases (Note 21)	4.84%	2022	-	596,187
Insurance Borrowing	2.75%	2022	49,920	257,654
NAB Loan Drawdown Facility (\$1,000,000 Facility)	1.30%	On Demand	N/R	-
Total current interest-bearing loans and borrowings			49,920	853,841
Non Current interest-bearing loans and borrowings				
Obligations under leases (Note 21)	4.84%	2023	-	204,309
Total non- current interest-bearing loans and borrowings			-	204,309
Total interest-bearing loans and borrowings			49,920	1,058,150

GreenHy2 has no Drawdown Facility on 31 December 2022. On 31 December 2021, GreenHy2 had \$1M Drawdown Loan with the National Australia Bank Limited ('NAB'), with the effective rate 1.30% and \$1M was unused.

The Group has no asset finance leasing facility on 31 December 2022. On 31 December 2021, the Group has an asset finance leasing facility with NAB of \$3,450,000 and all of them was unused.

No other leases in relation to plant, vehicles and other equipment on 31 December 2022. (2021: \$799,696).

16.2 Financial liabilities: Bank guarantees and surety bonds

The Group has no surety bond facilities as of 31 December 2022. On 31 December 2021, the surety bond facility was \$7,000,000 and the bonds valued of \$50,000 had been issued, with the bond premium rate 1.5% per annum on the face value of each bond.

As of 31 December 2022, GreenHy2 had no bank guarantees issued (2021: \$54,372 were issued which were secured by term deposits. Corresponding term deposits of \$54,372, are recorded in other receivables (refer Note 9).

16.3 Fair values

The carrying value of all current financial assets and liabilities approximates the fair value largely due to the short-term maturity of these instruments. Lease liabilities are recognised at a discount value implicit in the leases (refer Note 21).

Set out below is a comparison of the carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

	Consolidated entity			
	2022		2021	
	Carrying amount \$	Fair value \$	Carrying amount \$	Fair value \$
Non-current interest-bearing loans and borrowings	-	-	204,309	206,538
Obligations under finance leases (Note 21)	-	-	204,309	206,538

The fair value of obligations under leases is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below.

Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

Changes in liabilities arising from financing activities

	1-Jan-22	Cash flows	Consolidated entity		31-Dec-22
			Discontinued Operations	Others	
	\$	\$	\$	\$	\$
Current interest-bearing loans and borrowings (excluding items listed below)	257,654	(374,019)	(285,916)	452,201	49,920
Current obligations under leases	596,187	(294,842)	(476,069)	174,724	-
Non-current obligations under leases	204,309	-	(29,585)	(174,724)	-
Total liabilities from financing activities	1,058,150	(668,861)	(791,570)	452,201	49,920

	1-Jan-21	Cash flows	Consolidated entity		31-Dec-21
			New Leases	Others	
	\$	\$	\$	\$	\$
Current interest-bearing loans and borrowings (excluding items listed below)	91,000	(1,095,507)	-	1,262,161	257,654
Current obligations under leases	943,000	(943,014)	-	596,201	596,187
Non-current obligations under leases	1,250,000	(49,347)	-	(996,344)	204,309
Total liabilities from financing activities	2,284,000	(2,087,868)	-	862,018	1,058,150

The 'Other' column includes the reclassification of non-current portion of interest-bearing loans and borrowings (finance leases) to current due to the passage of time.

16.4 Financial instruments risk management objectives and policies

The Group's principal liabilities comprise loans and borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade receivables and cash and short-term deposits that derive directly from its operations. The Group has determined that there is no material market, credit, liquidity, or interest risk in relation to the cash or other receivables held in deposits.

The Group is exposed to market risk, credit risk and liquidity risk. Interest rate risks are not considered as significant. The Group's senior management oversees the management of these risks under the policies approved by the Risk, HSE and Commercial Committee and the Board.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market price. Market risk comprises three types of risk, interest rate risk, foreign currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and debt.

The sensitivity analysis in the following sections relate to the position as of 31 December in 2022 and 2021.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's long-term debt is secured with fixed interest rates. All long-term deposits have variable interest rates. As a result, the Board believes there is no material interest rate risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's has minimal to this risk profile.

Other price risk

The Group does not have any equity instruments or commodity risk exposure.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with reputable banks and financial institutions.

Credit quality of a customer is assessed prior to engagement. Outstanding customer receivables are regularly monitored. At 31 December 2022 the Group had no customers (2021: 2) that owed the Group more than \$200,000 and accounted for 0% (2021: 71%) of all receivables. There was no customer (2021: 1) with a balance over \$500,000, which is accounting for 0% of all receivables (2021: 46%) of the total receivables balance.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses ("ECL"). The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions, and forecasts of future economic conditions. Generally, trade receivables are written-off if past due for more than one year and are not subject to enforcement activity. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 9. The Group does not hold collateral as security. The Group evaluates the concentration risk with respect to trade receivables as low, as its customers are located within several industries and operate in largely independent markets.

The customers are grouped into four different categories:

	2022 \$	Consolidated entity Risk Assessment	2021 \$
Listed public companies	-	Very Low	1,749,000
Government departments/agencies	-	Very Low	412,000
Not for profit organisations	-	Very Low	-
Commercial businesses	83,910	Very Low	253,940
Total trade receivables	83,910		2,414,940

Historically the Group's ECL has been extremely low. Impairment charges over the 5 years 2018 to 2022 inclusive averages to 1.32% of the total trade receivables per year.

Set out below is the information about the credit risk exposure on the Groups trade receivables and contract assets using a provision matrix:

31 December 2022	Contract assets \$	0-30 Days \$	31-60 Days \$	61-90 Days \$	>91 Days \$	Total \$
Expected credit loss rate	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Total gross carrying amount	-	83,910	-	-	-	83,910
Expected credit loss	-	-	-	-	-	-
Total ECL Provision	-	-	-	-	-	-

31 December 2021	Contract assets \$	Consolidated entity				Total \$
		0-30 Days \$	31-60 Days \$	61-90 Days \$	>91 Days \$	
Expected credit loss rate	0.00%	0.00%	0.00%	0.00%	42.37%	1.60%
Total gross carrying amount	715,626	1,318,940	882,000	96,000	118,000	3,130,566
Expected credit loss	-	-	-	-	50,000	50,000
Total ECL Provision	-	-	-	-	50,000	50,000

Liquidity Risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

17 Provisions

	Consolidated entity	
	2022 \$	2021 \$
Current provisions		
Employee benefits	138,936	949,167
Total current provisions	138,936	949,167
Non-current provisions		
Employee benefits	44,992	197,003
Total Non-current provisions	44,992	197,003
Total provisions	183,928	1,146,170

Employee benefits

Provision for employee benefits represents amounts accrued for annual leave, rostered days off, staff retentions and long service leave.

	Consolidated entity	
	2022 \$	2021 \$
Carrying amount at the beginning of period	1,146,170	1,021,000
Additional provision made	92,442	567,254
Amounts used	(269,862)	(442,084)
Disposal Business provisions transferred	(784,823)	-
Total employee benefits provisions	183,928	1,146,170

18 Contributed equity

	Note	Consolidated entity	
		2022 \$	2021 \$
Ordinary shares fully paid	18 (a)	86,548,193	84,948,858
		86,548,193	84,948,858

18 (a) Ordinary Shares

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

Movements in ordinary shares	Consolidated entity 2022		Consolidated entity 2021	
	# of shares	\$	# of shares	\$
Balance as at the beginning of the year	364,135,506	84,948,858	362,635,506	84,842,358
Shares issued – proceeds received	54,620,325	1,802,471	1,500,000	106,500
Costs of share issue	-	(203,136)	-	-
Release of other contributed equity	-	-	-	-
Balance as at the end of the year	418,755,831	86,548,193	364,135,506	84,948,858

18 (b) Share based payments reserve

The share-based payments reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration. Refer to Note 28 for further details of the plan.

	2022 \$	2021 \$
Balance as at the beginning of the year	2,220,147	1,633,799
Share-based payments	301,576	654,057
Performance Share Cancelled	-	-
Reversal of unvested options	(18,984)	(67,709)
Tax effect relating to share-based payments	-	-
Balance as at the end of the year	2,502,739	2,220,147

18 (c) Capital risk management

For the purpose of the Group's capital management, capital includes issued capital, and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise the shareholder value. The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the consolidated entity may adjust the dividends paid to shareholders or issue new shares. The consolidated entity's capital risk management policy remains unchanged from the Annual Report for the year ended 31 December 2021.

19 Cash flow reconciliation

	Consolidated entity	
	2022	2021
	\$	\$
Reconciliations of the net loss after tax to the net cash flows from operating activities		
Net Profit/(Loss)	(3,256,746)	(4,218,908)
Non-operating cash items		
Depreciation	81,112	846,956
Amortisation	-	-
Impairment of intangible and tangible assets	-	-
Provisions for expected credit losses	133	(4,091)
(Profit)/loss on sale of assets	(23,227)	(63,327)
(Profit)/loss on sale of business	743,811	-
ESOP, option and performance rights expenses	301,575	760,557
Changes in assets and liabilities		
Trade and other receivables and contract assets	2,361,670	1,561,137
Inventories	166,221	-
Other assets	536,179	(253,207)
Trade and other payables	(2,495,489)	(17,366)
Provisions	(962,242)	124,888
Deferred tax assets	-	-
Net Operating cash inflows/(outflows)	(2,547,003)	(1,263,361)

20 Profit / (Loss) per share

Basic profit/(loss) per share is calculated by dividing the profit/loss for the year attributable to ordinary equity holders of the parent by the weighted average number of the ordinary shares outstanding during the year.

There were no options outstanding at the end of 2022 (2021: Nil) (further details are given in Note 28).

The following table reflects the loss and share data used in the basic EPS calculations:

	Consolidated entity	
	2022	2021
	\$	\$
The following reflects the profit/(loss) and share data used in the calculations of basic and diluted profit/(loss) per share		
Net loss after tax from continuing operations	(2,512,936)	(421,606)
Net loss after tax from discontinuing operations	(743,811)	(3,797,302)
Loss used in calculating basic and diluted loss per share	(3,256,747)	(4,218,908)
Weighted average number of ordinary shares used in calculating basic loss per share	368,924,137	362,898,520
Effect of dilutive securities		
Share options	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings per share	368,924,137	362,898,520

There have been no transactions involving ordinary shares between the reporting date and date of completion of these financial statements.

21 Lease expenditure commitments

	Consolidated entity	
	2022	2021
	\$	\$
Depreciation charge for right-of-use assets:		
- Motor vehicles	301,629	617,142
- Property	-	11,384
Carrying value of right-of-use assets:		
- Motor vehicles	-	505,717
- Property	-	-
Interest expense on lease liabilities	50,454	50,454
Total cash outflow for leases	294,842	1,476,096

Lease commitments

The Group has leases for various items of plant and machinery. The Group's obligations under leases are secured by the lessor's title to the leased assets. Future minimum lease payments under leases and hire purchase contracts, together with the present value of the net minimum lease payments are, as follows:

	Consolidated entity			
	2022		2021	
	Minimum Payments	Present value of Payment	Minimum Payments	Present value of Payment
	\$	\$	\$	\$
Within one year	-	-	621,466	596,299
After one year but not more than five years	-	-	206,538	203,855
More than five years	-	-	-	-
Total minimum lease payments	-	-	-	800,154
Less amounts representing finance charges	-	-	-	(27,613)
Present value of minimum lease payments	-	-	799,696	772,541

22 Capital Commitments

The entity had no capital commitments as at 31 December 2022 (2021: Nil)

23 Group information

Information about subsidiaries

The consolidated financial statements of the Group include:

		Consolidated entity	
	Country of Incorporation	2022	2021
Tempo Resources Solutions Pty Ltd	Australia	100%	100%
Tempo Engineering Pty Ltd	Australia	100%	100%
Cablelogic Pty Ltd	Australia	100%	100%
Tempo Construction & Maintenance Pty Ltd	Australia	100%	100%
Tempo Personnel Management Pty Ltd*	Australia	100%	100%
Tempo Global Pty Ltd	Australia	100%	100%
KP Electric (Australia) Pty Ltd (see Note 25)	Australia	0%	100%

* GreenHy2 Service Pty Ltd used to called GreenHy2 Pty Ltd from 25th January 2022 to 10th November 2022. Before 25th January 2022, the company name was Tempo Personnel Management Pty.

The immediate and ultimate holding company of the Group is GreenHy2 Limited which is based and listed in Australia.

24 Related party disclosures

Note 23 provides information about the Group's structure, including details of the subsidiaries and the holding company. The following table provides the total amount of transactions that have been entered into with related parties for the relevant year.

	Consolidated entity	
	Purchases from related parties	Purchases from related parties
	2022	2021
	\$	\$
Angophora Capital Pty Ltd	53,726	104,852
CLR Consulting Pty Ltd	58,500	52,000
St Michael Family Trust	31,069	-

Angophora Capital Pty Ltd and CLR Consulting Pty Ltd are considered to be related parties due to common directorships between them and the Group. The balances from these two entities relate to director fees. St Michael Family Trust is considered to be a related party due to Sydney office lease between this entity and the Group. The outstanding balances \$2,824 for St Michael Family Trust related to office rent at the year-end, which are unsecured and interest free.

Compensation of key management personnel of the Group

	Consolidated entity	
	2022	2021
	\$	\$
Short-term employee benefits	972,108	1,251,030
Post-employment benefits	61,760	79,936
Long-term benefits	-	-
Termination benefits	120,485	112,626
Share-based payment	301,575	707,307
Total benefits	1,455,928	2,150,898

25 Discontinued operations

On 1 July 2022, the consolidated entity sold KP Electric (Australia) Pty Ltd, a subsidiary of GreenHy2, for consideration of \$1,327,136 resulting in a profit on disposal before income tax of \$249,664. Moving forward GreenHy2 will be entirely focussed on the core Renewable Energy Strategy, in particular, Solid State Hydrogen Storage Batteries.

	2022 \$	2021 \$
Revenue	7,330,107	14,558,215
Other income	12,502	34,308
Revenue and other income	7,342,609	14,592,523
Employee and director benefits expense	3,576,154	7,871,052
Administration costs	362,964	409,651
Management Recharges	465,000	2,360,447
Occupancy costs	140,790	277,752
Depreciation and amortisation	327,964	723,735
Other expenses	-	14,353
Project material costs	1,674,855	3,404,984
Equipment and other subcontractor costs	1,765,077	3,246,105
Interest and finance charges	29,773	61,078
Other professional expenses	58,698	98,042
Impairment expense	(65,191)	(77,374)
Total expenses	8,336,084	18,389,825
Loss before income tax expense	(993,475)	(3,797,302)
Income tax (expense)/benefit	-	-
Loss after income tax expense	(993,475)	(3,797,302)
Profit on disposal before income tax expense	249,664	-
Income tax expense	-	-
Loss on disposal after income tax expense	249,664	-
Loss after income tax expense from discontinued operations	(743,811)	(3,797,302)

Cash flow information

	2022 \$	2021 \$
Net Cash from operating activities	(623,443)	(2,930,819)
Net cash from financing activities	571,785	3,384,879
Net increase in cash and cash equivalents from discontinued operations	(51,658)	454,060

26 Business combinations

There were no business acquisitions in 2022 and 2021.

27 Parent company information

	2022 \$	2021 \$
Loss after income tax	835,674	-
Total comprehensive loss	835,674	-
Total current assets	3,149,172	3,501,945
Total assets	3,979,595	4,336,945
Total current liabilities	8,158,739	7,130,793
Total liabilities	8,203,731	7,167,411
Equity		
Contributed equity	85,098,869	83,499,534
Share based payment reserve	2,244,717	1,962,125
Accumulated losses	(91,567,722)	(88,292,125)
Total equity	(4,224,136)	(2,830,466)

Contingencies

The parent entity had no contingent liabilities as at 31 December 2022 (2021: Nil).

Capital Commitments

The parent entity had no contingent liabilities as at 31 December 2022 (2021: Nil).

28 Share based payments

An Employee Share Incentive Right Plan (ESIRP) was established by GreenHy2 and approved by shareholders at the general meeting held in May 2013 and renewed at the general meeting held on 30 April 2019. Under the ESIRP GreenHy2 may grant options and/or performance rights over ordinary shares in the parent entity to certain employees of GreenHy2. The options and/or performance rights are issued for nil consideration and are granted in accordance with guidelines established by the ESIRP.

The expense recognised for employee services received during the year was \$301,575 (2021: \$760,557). \$18,984 had been transferred to retained earning during the year 2022, due to the modification of Performance Share.

Movements during the year

The following tables illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options and performance rights during the year.

Performance rights granted during the year are valued with reference to the share price at the grant date.

	Consolidated entity 2022		Consolidated entity 2021	
Performance rights	# of shares	WAEP	# of shares	WAEP
Outstanding as 1 January	26,303,945	-	19,900,000	-
Granted during the year	-	-	25,003,945	-
Exercised during the year	-	-	(1,500,000)	-
Forfeited during the year	-	-	-	-
Cancelled Prior year Performance rights	-	-	(17,100,000)	-
Outstanding at 31 December	26,303,945	-	26,303,945	-

29 Auditors' remuneration

The auditor of GreenHy2 is PKF (NS) Audit & Assurance Ltd Partnership since 31 December 19.

	Consolidated entity	
	2022	2021
	\$	\$
Audit or review of the financial reports		
Entities associated with PKF (NS) Audit & Assurance Ltd Partnership ¹	78,183	80,778
Total	78,183	80,778

1. *PKF (NS) Audit & Assurance Ltd Partnership were paid \$35,850 for non-audit service provided during the year 2022 (2021: \$32,750)*

30 Post balance sheet events

There were no post balance date material events.

31 Contingencies

The consolidated entity has no contingent assets or liabilities as at 31 December 2022 (2021: Nil).



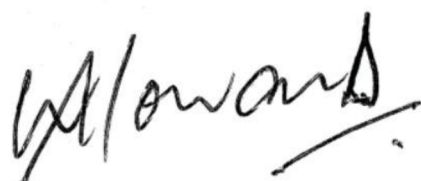
DIRECTORS' DECLARATION

FOR THE YEAR ENDED 31 DECEMBER 2022

The Directors declare that the financial statements and notes are in accordance with the Corporations Act 2001 and:

- a. Comply with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements.
- b. Give a true and fair view of the financial position of the consolidated entity as at 31 December 2022 and of its performance as represented by the results of their operations and its cash flows, for the year ended on that date; and
- c. Comply with International Financial Reporting Standards as issued by the International Accounting Standards Board. In the opinion of the Directors, there are reasonable grounds to believe GreenHy2 will be able to pay its debts as and when they become due and payable.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001. This declaration is made in accordance with a Resolution of the Directors.



William Howard

Executive Director, Chief Financial Officer and Company Secretary

Sydney

Date: 31 March 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GREENHY2 LIMITED

PKF

Report on the Audit of the Financial Report

Opinion

We have audited the accompanying financial report of GreenHy2 Limited (the 'company'), which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the Company and the consolidated entity comprising the company and the entities it controlled at the year end or from time to time during the financial year (together the 'consolidated entity' or the 'group').

In our opinion, the financial report of GreenHy2 Limited is in accordance with the Corporations Act 2001, including:

- i) Giving a true and fair view of the consolidated entity's financial position as at 31 December 2022 and of its performance for the year ended on that date; and
- ii) Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the consolidated entity in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

PKF (NS) & Assurance Limited Partnership
ABN 91 850 861 839

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For our office location visit www.pkf.com.au

Key Audit Matters (cont'd)

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

1. Disposal of subsidiary

Why significant	How our audit addressed the key audit matter
<p>As set out in Note 25 of the financial report, the Group disposed of KP Electric (Australia) Pty Ltd. A loss of \$743,811 was recognised in the statement of profit or loss and other comprehensive income in relation to discontinued operations, which included a profit of \$249,664 in relation to the disposal of discontinued operations. Given that this was a non-routine transaction involving a significant entity, we have considered this to be a key audit matter.</p>	<p>Our work included, but was not limited to, the following procedures:</p> <ul style="list-style-type: none"> • Reviewing the terms of the Share Sale Agreement; • Assessing the accuracy of the loss on disposal of discontinued operations; • Reviewing calculations regarding the financial effect of discontinued operations on the face of the statement of profit or loss and other comprehensive income; and • Assessing the appropriateness of related disclosures in Note 25 of the financial report.

Other Information

Other information is financial and non-financial information in the annual report of the Group which is provided in addition to the Financial Report and the Auditor's Report. The directors are responsible for Other Information in the annual report.

The Other Information we obtained prior to the date of this Auditor's Report was the Director's report. The remaining Other Information is expected to be made available to us after the date of the Auditor's Report.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, the auditor does not and will not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information in the Financial Report and based on the work we have performed on the Other Information that we obtained prior the date of this Auditor's Report we have nothing to report.

Directors' Responsibilities for the Financial Report

The Directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the Directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the consolidated entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the consolidated entity or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individual or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the consolidated entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and other related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the consolidated entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the consolidated entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the consolidated entity to express an opinion on the group financial report. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Auditor's Responsibilities for the Audit of the Financial Report (cont'd)

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion

We have audited the Remuneration Report included in the directors' report for the year ended 31 December 2022.

In our opinion, the Remuneration Report of GreenHy2 Limited for the year ended 31 December 2022 complies with section 300A of the Corporations Act 2001.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

PKF

PKF

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SCOTT TOBUTT PARTNER

31 MARCH 2023 SYDNEY, NSW

ADDITIONAL INFORMATION REQUIRED BY ASX

CORPORATE GOVERNANCE STATEMENT

GreenHy2 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. Whilst doing this the Board is committed to providing a satisfactory return to its shareholders and fulfilling its corporate governance obligations and responsibilities in the best interests of GreenHy2 and its shareholders. Good governance enables GreenHy2 to deliver this purpose whilst meeting the Board's intent. The governance structures and processes are defined in GreenHy2's Corporate Governance Statement which can be found at <https://www.greenhy2.com.au/investors>.

SHAREHOLDER INFORMATION

The information below is current at 22 March 2023, and includes additional information required by the Australian Securities Exchange Limited which is not shown elsewhere in this report.

SECURITIES EXCHANGE LISTING

Quotation has been granted for all the ordinary shares of GreenHy2 on all Member Exchanges of the Australian Securities Exchange Limited

DISTRIBUTION OF SHAREHOLDERS

The number of shareholders, by size of holding, in each class of share is:

Category (Size of holding)	Number of ordinary shareholders	Number of ordinary shares	% of issued capital
100,001 and Over	214	406,428,440	97.06
10,001 to 100,000	270	10,584,308	2.53
5,001 to 10,000	104	820,237	0.20
1,001 to 5,000	242	850,070	0.20
1 to 1,000	242	72,776	0.02
Total	1,072	418,755,831	100.00

VOTING RIGHTS

On show of hands: one vote for each member on poll: one vote for each share held.

SUBSTANTIAL SHAREHOLDERS

The names of substantial shareholders disclosed in substantial holding notices given to GreenHy2 are:

Name	Number of ordinary shares	% of issued capital
ANGOPHORA CAPITAL PTY LTD	83,322,371	19.90
ANTHONY BARTON & ASSOCIATES	45,035,000	10.75
BONTEMPO NOMINEES PTY LTD	42,271,632	10.09

ADDITIONAL INFORMATION REQUIRED BY ASX

TOP 20 SHAREHOLDERS

Rank	Name	Number of ordinary shares	% of issued capital
1	ANGOPHORA CAPITAL PTY LTD	83,322,371	19.90
2	ANTHONY BARTON & ASSOCIATES	45,035,000	10.75
3	BONTEMPO NOMINEES PTY LTD	42,271,632	10.09
4	DR PAUL JOSEPH DALGLEISH & ASSOCIATES	36,479,871	8.71
5	KIMIK HOLDINGS PTY LIMITED	15,151,516	3.62
6	MR ANTHONY PETER BARTON & MRS CORINNE HEATHER BARTON	9,254,999	2.21
7	OAKTONE NOMINEES PTY LTD	9,060,034	2.16
8	BOND STREET CUSTODIANS LIMITED	8,056,062	1.92
9	CHEMBANK PTY LIMITED	7,042,425	1.68
10	ZERRIN INVESTMENTS PTY LTD	6,756,061	1.61
11	CITICORP NOMINEES PTY LIMITED	5,982,030	1.43
12	KAUAI CAPITAL PTY LTD	4,515,152	1.08
13	MRS VANESSA ANN STEWART	4,000,000	0.96
13	REDBROOK NOMINEES P/L	4,000,000	0.96
13	KAHLIA NOMINEES PTY LTD	4,000,000	0.96
13	GDM SERVICES PTY LTD	4,000,000	0.96
14	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	3,850,959	0.92
15	MISS SILVANA MASALKOVSKI	3,548,086	0.85
16	MRS ROBYN TANIA PIGNAT	3,500,005	0.84
17	MR PAUL SANTILLO	3,350,000	0.80
18	SADSACKS PTY LTD	3,324,246	0.79
19	DEMASIADO PTY LTD	2,663,900	0.64
20	MORGRAE PTY LTD	2,500,000	0.60
20	IMPULSE TRADING CO PTY LTD	2,500,000	0.60
Total		314,164,349	75.02
Balance of register		104,591,073	24.98
Grand total		418,755,422	100.00

CORPORATE DIRECTORY

DIRECTORS AND LEADERSHIP TEAM

Paul Dagleish

Executive Chairman (Appointed on 30 September 2022)

William Howard

Managing Director (Appointed on 09 February 2022)

Charles Rottier

Executive Director, Chief Financial Officer and Company Secretary

Non-Executive Director

STOCK EXCHANGE LISTING

GreenHy2's shares are quoted on the Australian Stock Exchange under the code H2G.

REGISTERED OFFICE c/o Company Matters Pty Limited Level 12, 680 George Street Sydney NSW 2000	PRINCIPAL PLACE OF BUSINESS Level 12, 680 George Street Sydney NSW 2000 +61 (2) 7253 3500 info@tempoast.com www.tempoast.com	POSTAL ADDRESS Suite303, 75 King Street Sydney NSW 2000
AUDITOR PKF (NS) Audit & Assurance Ltd Partnership Level 8, 1 O'Connell St Sydney NSW, 2000 +61 02 8346 6000 www.pkf.com.au	SHARE REGISTRY Link Market Services Level 12, 680 George Street Sydney NSW 2000 +61 1300 554 474 www.linkmarketservices.com.au	