



ASX Announcement 28 November 2025

AGM Results and Board Changes

NH3 Clean Energy Limited (ASX:NH3) ('NH3' or 'the Company') advises the outcome of resolutions put to shareholders at the Annual General Meeting held today ('AGM'). All resolutions were carried by way of a poll.

In accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution as set out in the attached summary.

In addition, the Company would like to advise that Philipp Kin has resigned as a Director of the Company effective from the conclusion of today's AGM.

NH3's Chairman Charles Whitfield commented:

"On behalf of the Board, I would like to express my sincere gratitude to Philipp for his counsel during his term as a director. His input has been valued by the team and want to wish him all the best for his future endeavours."

Authorisation

This announcement has been authorised for release by the Board of Directors.

1. WAH₂

The WAH₂ Project is NH3's flagship project to supply low-emissions ammonia to the decarbonising powerhouse economies of the Asia Pacific, including Japan and South Korea as well as being a source of decarbonised 'bunker' fuel for powering bulk carriers carrying iron ore from Australia to Asia. The project is well placed as Asia's energy transition drives an increasing demand for low emissions energy.

1.1 WAH₂ Tracking

Timing	Stage	Status
Q3 – Q4 2022	Complete scoping study	Achieved on time & budget
Q1 – Q2 2023	Complete WAH ₂ Preliminary Feasibility Study Report Secure Option to Lease from WA Government over preferred project site Progress commercial discussions	Achieved on time & budget
Q3 2023 –	WAH ₂ Pre-FEED Studies	Achieved 1 month post





Q2 2025	MOUs or other conditional commercial agreements for project inputs and offtake prior to FEED entry. FEED entry mid 2025	guidance Mostly achieved
Q3 2025 – Q4 2026	FEED Studies Unconditional commercial agreements for project inputs and offtake prior to FID. FID late 2026	Commenced

About NH3 Clean Energy Limited

NH3 Clean Energy Limited (ASX: NH3) is an Australian company focused on *Future Energy* project development and *Future Energy* materials exploration and project development.

The Company is developing a business to deliver decarbonised hydrogen (low-emissions ammonia) into export and domestic markets at scale, via its WAH₂ Project. The Company plans to use renewable energy to the greatest extent practicable.

NH3 100% owns the McIntosh Nickel-Copper-PGE project and the Halls Creek Gold and Base Metals project in Western Australia. The Company has an earn-in arrangement McIntosh graphite property.

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To learn more please visit: www.nh3ce.com



Disclosure of Proxy Votes

NH3 Clean Energy Limited

Annual General Meeting

Friday, 28 November 2025



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 ADOPTION OF REMUNERATION REPORT	P	143,860,095	142,143,766 98.81%	1,450,437 1.01%	877,273	265,892 0.18%	169,218,962 99.15%	1,450,437 0.85%	877,273	-
2 RE-ELECTION OF MR CHARLES WHITFIELD AS A DIRECTOR	P	174,376,611	173,635,375 99.57%	425,714 0.24%	732,643	315,522 0.18%	201,760,201 99.79%	425,714 0.21%	1,732,643	Carried
3 RE-ELECTION OF MR ANDREW KIRK AS A DIRECTOR	P	174,376,611	173,635,375 99.57%	425,714 0.24%	732,643	315,522 0.18%	202,760,201 99.79%	425,714 0.21%	732,643	Carried
4 ELECTION OF MR BRENT GARDNER AS A DIRECTOR	P	174,376,611	173,806,373 99.67%	425,714 0.24%	732,643	144,524 0.08%	202,760,201 99.79%	425,714 0.21%	732,643	Carried
5 RATIFICATION OF PRIOR ISSUE OF MARCH 2025 PLACEMENT SHARES UNDER ASX LISTING RULE 7.1	P	139,915,411	139,435,887 99.66%	169,002 0.12%	888,693	310,522 0.22%	168,555,713 99.90%	169,002 0.10%	888,693	Carried
6 RATIFICATION OF PRIOR ISSUE OF CONVERTIBLE NOTES UNDER ASX LISTING RULE 7.1	P	139,915,411	139,415,887 99.64%	189,002 0.14%	888,693	310,522 0.22%	168,535,713 99.89%	189,002 0.11%	888,693	Carried
7 RATIFICATION OF PRIOR ISSUE OF DECEMBER 2024 PLACEMENT SHARES UNDER ASX LISTING RULE 7.1	P	169,238,605	168,759,081 99.72%	169,002 0.10%	2,883,323	310,522 0.18%	197,878,907 99.91%	169,002 0.09%	2,883,323	Carried
8 APPROVAL OF ISSUE OF DECEMBER 2024 PLACEMENT SHARES TO NON-EXECUTIVE CHAIRMAN, CHARLES WHITFIELD	P	143,876,675	141,890,298 98.62%	1,675,855 1.16%	886,693	310,522 0.22%	169,010,124 99.02%	1,675,855 0.98%	1,886,693	Carried



			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
9 RATIFICATION OF PRIOR ISSUE OF JULY 2025 PLACEMENT SHARES UNDER ASX LISTING RULE 7.1A	P	152,000,894	148,390,697 97.62%	3,299,675 2.17%	886,693	310,522 0.20%	177,510,523 98.18%	3,299,675 1.82%	886,693	Carried
10 APPROVAL OF ISSUE OF JULY 2025 PLACEMENT SHARES TO NON-EXECUTIVE CHAIRMAN, CHARLES WHITFIELD	P	143,876,675	139,885,298 97.23%	3,675,855 2.55%	886,693	315,522 0.22%	167,010,124 97.85%	3,675,855 2.15%	886,693	Carried
11 APPROVAL OF ISSUE OF JULY 2025 PLACEMENT SHARES TO DIRECTOR, ANDREW KIRK	P	171,173,902	167,182,525 97.67%	3,675,855 2.15%	3,935,352	315,522 0.18%	196,307,351 98.16%	3,675,855 1.84%	3,935,352	Carried
12 APPROVAL OF ISSUE OF JULY 2025 PLACEMENT SHARES TO DIRECTOR, PHILIPP KIN	P	174,222,561	170,481,364 97.85%	3,425,675 1.97%	886,693	315,522 0.18%	199,606,190 98.31%	3,425,675 1.69%	886,693	Carried
13 APPROVAL OF ADDITIONAL 10% PLACEMENT CAPACITY	P	174,212,931	169,688,901 97.40%	4,208,508 2.42%	896,323	315,522 0.18%	198,813,727 97.93%	4,208,508 2.07%	896,323	Carried
14 RENEWAL OF PROPORTIONAL TAKEOVER BID PROVISIONS	P	174,222,561	173,607,039 99.65%	140,000 0.08%	886,693	475,522 0.27%	202,891,865 99.93%	140,000 0.07%	886,693	Carried
15 APPROVAL TO ISSUE LONG TERM PERFORMANCE RIGHTS TO NON-EXECUTIVE CHAIRMAN, CHARLES WHITFIELD	P	143,863,045	141,654,764 98.47%	1,727,389 1.20%	3,929,982	480,892 0.33%	168,944,960 98.99%	1,727,389 1.01%	4,929,982	Carried
16 APPROVAL TO ISSUE LONG TERM PERFORMANCE RIGHTS TO DIRECTOR, ANDREW KIRK	P	143,863,045	141,654,764 98.47%	1,727,389 1.20%	3,929,982	480,892 0.33%	168,944,960 98.99%	1,727,389 1.01%	3,929,982	Carried
17 APPROVAL TO ISSUE LONG TERM PERFORMANCE RIGHTS TO DIRECTOR, BRENT GARDNER	P	143,863,045	141,654,764 98.47%	1,727,389 1.20%	3,929,982	480,892 0.33%	168,944,960 98.99%	1,727,389 1.01%	3,929,982	Carried
18 APPROVAL OF TERMINATION BENEFITS TO CHARLES WHITFIELD	P	143,887,045	139,689,954 97.08%	3,721,569 2.59%	881,323	475,522 0.33%	167,974,780 97.83%	3,721,569 2.17%	1,881,323	Carried
19 APPROVAL OF TERMINATION BENEFITS TO ANDREW KIRK	P	171,179,272	167,002,181 97.56%	3,701,569 2.16%	3,929,982	475,522 0.28%	196,287,007 98.15%	3,701,569 1.85%	3,929,982	Carried
20 APPROVAL OF TERMINATION BENEFITS TO BRENT GARDNER	P	174,227,931	170,050,840 97.60%	3,701,569 2.12%	881,323	475,522 0.27%	199,335,666 98.18%	3,701,569 1.82%	881,323	Carried
21 APPROVAL OF TERMINATION BENEFITS TO STEPHEN HALL	P	174,227,931	170,050,840 97.60%	3,701,569 2.12%	881,323	475,522 0.27%	199,335,666 98.18%	3,701,569 1.82%	881,323	Carried

