



CHARBONE HYDROGEN CORPORATION

Charbone Hydrogen Announces Closing of a Third and Final Tranche of its Non-Brokered Private Placement

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Brossard, Québec, January 23, 2023 – Charbone Hydrogen Corporation (TSXV:CH) (“**Charbone**” or the “**Company**”) is pleased to announce the closing of a third and final tranche of its previously announced private placement financing of units of the Company (the “**Offering**”) for gross proceeds of \$555,400. When combined with the two previous closings, the Company has raised an aggregate of \$1,197,600 pursuant to the Offering.

Each of the units offered (each a “**Unit**”), priced at \$0.12 per Unit, was comprised of one common share of the Company (each, a “**Unit Share**”) and one common share purchase warrant (each, a “**Warrant**”). Each Warrant will entitle the holder thereof to purchase one additional common share of the Company at an exercise price of \$0.20 for a period of 24 months following the closing date of the Offering (the “**Closing Date**”). A total of 4,628,335 Units were issued pursuant to the closing of the third and final tranche of the Offering.

At the Closing Date, the Company engaged to pay a finder’s fee of \$2,880 plus to issue 24,000 finder’s warrants to a registered finder in connection with sale of Units to a qualified subscriber introduced to the Company by such finder.

The Units were offered by way of the “accredited investor” exemptions under National Instrument 45-106 – *Prospectus Exemptions* (in Québec, *Regulation 45-106 respecting Prospectus Exemptions*).

The proceeds from the third and final tranche of the Offering are intended to be used by the Company for equipment purchases in preparation of further phases of its Sorel-Tracy green hydrogen facility and for general working capital purposes.

All securities issued pursuant to the Offering are subject to a statutory four month and one day hold period in Canada following the Closing Date.

This news release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful, including any of the securities in the United States of America. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**1933 Act**”) or any state securities laws and may not be offered or sold within the United States or to, or for account or benefit of, U.S. Persons (as defined in Regulation S under the 1933 Act) unless registered under the 1933 Act and applicable state securities laws, or an exemption from such registration requirements is available.

About Charbone

Charbone is a Canadian green hydrogen group established in North America. The company's strategy is to develop modular and expandable hydrogen facilities and regional hubs. With the acquisition of hydroelectric power plants in the United States and Canada, Charbone will be able to produce green dihydrogen molecules using reliable and sustainable energy in order to distinguish itself as a supplier of an ecological solution for industrial and commercial companies.

Forward-Looking Statements

*This news release contains statements that are “forward-looking information” as defined under Canadian securities laws (“**forward-looking statements**”). These forward-looking statements are often identified by words such as “intends”, “anticipates”, “expects”, “believes”, “plans”, “likely”, or similar words. The forward-looking statements reflect management's expectations, estimates, or projections concerning future results or events, based on the opinions, assumptions and estimates considered reasonable by management at the date the statements are made. Although Charbone believes that the expectations reflected in the forward looking statements are reasonable, forward-looking statements involve risks and uncertainties, and undue reliance should not be placed on forward-looking statements, as unknown or unpredictable factors could cause actual results to be materially different from those reflected in the forward-looking statements. The forward looking statements may be affected by risks and uncertainties in the business of Charbone. These risks, uncertainties and assumptions include, but are not limited to, those described under “Risk Factors” in the Corporation’s Filing Statement dated March 31, 2022, which is available on SEDAR at www.sedar.com, along with risks relating to the Offering and the intended use of proceeds of the Offering; they could cause actual events or results to differ materially from those projected in any forward-looking statements.*

Except as required under applicable securities legislation, Charbone undertakes no obligation to publicly update or revise forward-looking information.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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