

HYZON MOTORS INC.

REGULATION FD DISCLOSURE POLICY

Hyzon Motors Inc. (together with its consolidated subsidiaries, the “Company”) is committed to fair disclosure of information about the Company, consistent with the federal securities laws and the selective disclosure regulation of the Securities and Exchange Commission (the “SEC”), which is known as Regulation FD. This policy complements the Company’s insider trading policy.

I. Regulation FD

Regulation FD is designed to combat selective disclosure of material nonpublic information (see Annex A for a discussion of information that may be considered “material nonpublic information”). Selective disclosure occurs when the Company, or any person acting on its behalf, releases material nonpublic information about the Company to any securities market professional or any stockholder (under circumstances in which it is reasonably foreseeable that the stockholder will trade in the Company’s securities on the basis of that information) (all of the foregoing collectively referred to as “Securities Market Participants”) before disclosing the information to the general public, unless the Securities Market Participant expressly agrees to maintain the information in confidence or owes a duty of trust or confidence to the Company. Communications to Securities Market Participants includes broad communications to the general public, including through social media, that might reach Securities Market Participants.

Regulation FD requires issuers who intentionally disclose material nonpublic information to *simultaneously* make a public disclosure, not a selective one. Disclosure is “intentional” when the person making the disclosure either knows, or is reckless in not knowing, that the information being communicated is both material and nonpublic. When selective disclosure of material nonpublic information is inadvertent, the Company must make a public disclosure of such information *promptly* thereafter. “Promptly” means as soon as reasonably practicable, but in no event after the later of 24 hours or the commencement of the next day’s trading on the Nasdaq Stock Market.

For purposes of this policy, “public disclosure” means issuing a press release, filing or furnishing a Current Report on Form 8-K with the SEC or disseminating information through another method (or combination of methods) of disclosure that is reasonably designed to provide broad, nonexclusionary distribution of the information to the public, as discussed under “Disclosure Methods” below. Merely posting information on the Company’s website or disseminating it through social media will not, generally speaking, constitute “public disclosure” under this Policy.

II. Compliance Guidelines

It is the Company’s policy to comply with all reporting and disclosure requirements. Employees and members of the Board of Directors of the Company (the “Board”) may not disclose material nonpublic information with respect to the Company, except as provided for by this policy and in accordance with SEC rules and regulations, including Regulation FD.

The Company has established the following guidelines to help ensure compliance with Regulation FD and avoid selective disclosure of material nonpublic information.

A. Authorized Spokespersons

1. The only persons authorized to communicate to Securities Market Participants on behalf of the Company are the following ("Authorized Spokespersons"), as applicable:
 - the Executive Chairman;
 - the Chief Executive Officer;
 - the Chief Financial Officer;
 - the Chief Technology Officer;
 - the General Counsel; and
 - the Director or Senior Manager of the Investor Relations Department or an authorized representative of the Company's external investor relations firm.
2. Other employees of the Company may communicate, from time to time, with Securities Market Participants, subject to the express prior approval of an Authorized Spokesperson specifically obtained for a particular communication. Where such express approval is granted, the person will be considered an Authorized Spokesperson only with respect to the particular communication for which approval has been granted.

To the extent practicable, Authorized Spokespersons should be accompanied by a representative of [the Investor Relations Department or]¹ the Legal Department familiar with Regulation FD or another Authorized Spokesperson at conversations with any Securities Market Participant. It should be determined in advance whether it is intended that any material nonpublic information be disclosed. If so, the material nonpublic information should be disclosed prior to or simultaneously with the planned conversation as discussed under "Disclosure Methods" below.

B. End of Quarter Communications and Meetings.

1. The Company will observe a quiet period beginning on the date that is two weeks prior to the end of each fiscal quarter and ending one full trading day after the release of earnings for that quarter. During the quiet period, the Company will not comment on the Company's business or financial outlook unless deemed advisable by the Executive Chairman, Chief Executive Officer and Chief Financial Officer, in consultation with the General Counsel.
2. During the quiet period, the Company will not meet with members of the investment community, including one-on-one meetings.

C. Day-to-Day Communications

1. Other than as set forth in Part A.2 above, inquiries from Securities Market Participants received by any director or employee other than an Authorized Spokesperson should be forwarded to an Authorized Spokesperson. Under no

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circumstances should any attempt be made to handle these inquiries without prior authorization from an Authorized Spokesperson.

2. If an Authorized Spokesperson is to meet with or answer questions from any Securities Market Participant, if practicable, he or she should obtain and become familiar with the current briefing documents prepared from time to time by the Investor Relations Department. As soon as practicable after the meeting, the Investor Relations Department should discuss with the Authorized Spokesperson and, if appropriate, the Legal Department, any issues that were discussed that were not covered by the briefing materials.
3. Senior executives may make appropriate announcements and conduct interviews about the Company's business, technology and significant developments with the media, provided that such media contacts are approved by an Authorized Spokesperson. Media contacts should not involve discussion of material nonpublic information, including the Company's financial results or future performance. It is the Company's policy to publicly disclose material nonpublic information before discussing such information with the press. All inquiries received from members of the press should be referred to the Director of the Investor Relations Department.

D. Quarterly Earnings and Other Investor Calls

1. The Company intends to hold quarterly earnings conference calls open to the public and media, and provide prior public notice about the call through a press release issued to all major news wires and by posting on the Company's website with information including the date, time, telephone number, and/or webcast URL for the call.
2. Before the conference call, the Company will publicly issue its quarterly or annual earnings press release and will generally furnish the same to the SEC on a Current Report on Form 8K. The Company also will post such release on its website.
3. Any such conference call should be recorded and a tape of the call maintained by the Company for 12 months. Playback of the conference call will be provided on the Company website after the conference call generally for a period of two weeks.
4. From time to time, the Company may hold topical investor conference calls open to the public and media, and provide prior public notice about any such calls through a press release issued to all major news wires and by posting on the Company website. Playback of such calls will be provided on the Company website after such call generally for a period of two weeks.
5. Following any earnings or other investor call or public comment, the Company will not provide material nonpublic information or elaborate in a material way beyond what was covered during the call or public comment.

E. Guidance and Analyst Reports

1. At its sole discretion, the Company may publicly disclose estimates and/or projections relating to the Company's future earnings, performance or operations ("Guidance"). The Company may provide Guidance in its quarterly earnings releases or conferences or in other corporate communications. To the extent the Company provides any Guidance, it will be done only through the methods of full disclosure described under "Disclosure Methods" below. Guidance, if and when provided by the Company, constitutes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are subject to known and unknown risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements. Such risks and uncertainties include, but are not limited to, those noted in the communications themselves and in the Company's filings with the SEC. The Company expressly disclaims any obligation to update forward-looking statements, which speak only as of the respective dates on which they were made.
2. Whenever the Company has issued earnings projections, no employee should comment on those projections to any outside party. In response to any question about the earnings projections, Authorized Spokespersons should say only that it is the Company's policy not to comment on projections.
3. No Authorized Spokesperson should provide "comfort" with respect to an earnings estimate or otherwise "walk the street" up or down (*i.e.*, suggest adjustments to an analyst's estimates). If an analyst inquires as to the reliability of a previously, publicly disseminated projection, the Authorized Spokesperson should follow the "no comment" policy.
4. Any review of analysts' earnings models or draft reports should be performed only by the Company's Chief Financial Officer, and such review should be limited to correcting errors of historical fact or pointing out already-public information. Under no circumstances should the Company, through a review of an analyst's model or report, communicate material, nonpublic information. A record should be kept by the Investor Relations Department of any comments provided on an analyst's report.

F. Investment Banker Conferences/Roadshows

1. This policy applies to communications between Authorized Spokespersons and Securities Market Participants at investment banker conferences and roadshows (other than roadshows undertaken in connection with a public offering of the Company's securities that is not subject to Regulation FD). Accordingly, prior to the conference or roadshow, the Company will disclose either through a press release, an open conference call or a webcast, or any combination of these methods, any material information that is not already public and that may be discussed or presented at the conference or the roadshow.
2. The Company should include meaningful cautionary language for forward-looking statements as part of individual, group, and investor and media conference communications formats. The Legal Department must pre-approve the cautionary language used.

G. Responding to Market Rumors

1. The Company will not generally comment on market rumors or speculation. When it is learned that rumors about the Company are circulating, Authorized Spokespersons should state that it is the Company's policy not to comment on rumors or speculation. Other employees should refer requests to the Investor Relations Department.
2. Notwithstanding the foregoing, in the event of unusual market activity or unusual variations in the prices of the Company's securities, especially during periods of material developments or consideration of significant corporate matters, the Legal Department or outside counsel, as appropriate, should be consulted regarding how to deal with rumors, especially when the rumors may be associated with statements or actions by directors, officers, employees or other representatives of the Company. In the interim period before counsel can be consulted, the response should be a firm "no comment", with the speaker declining to say more.

H. Web Postings

Material, nonpublic information may not be disclosed by posting that information on the Company's public website without concurrently disclosing that information by one of the methods described below under "Disclosure Methods". Prior to posting information on the Company's website, the Investor Relations Department is responsible for reviewing all materials relating to the business or business environment of the Company, and, where appropriate, discussing it with the General Counsel, to ensure that no material nonpublic information is disclosed by such posting.

I. Social Media Networks

It is the Company's policy that social media networks, including blogs, internet chat rooms, message boards, news groups, Facebook, Twitter, Linked In or any similar forum (each, a "Social Network") should not be used to disclose material, nonpublic information.

Employees or representatives of the Company may not post any comments regarding the Company to any Social Network, except for promotional communications by authorized personnel that do not include business information about the Company. The Company may monitor what others are saying about the Company in online chat rooms, forums and social media platforms. However, the Company will generally not respond to any business-related rumors or correct any inaccuracies that might appear unless required to do so by law or by regulators.

III. Disclosure Methods

The Company's policy is not to disclose material nonpublic information, except in one or more of the following ways:

- Issuing a press release to major news wires;
- Furnishing or filing a Current Report on Form 8K;

- Conducting a conference call or webcast in a manner that provides broad, non-exclusionary access to the public and/or the press after appropriate prior notice (normally by means of a press release issued to all major news wires);
- Utilizing another method or combination of methods of disclosure that is reasonably designed to provide broad, non-exclusionary distribution of the information to the public. These methods must be reviewed and approved by the Executive Chairman, Chief Executive Officer and Chief Financial Officer, in consultation with the General Counsel, on a case-by-case basis; or
- Disclosing the information to a recipient who owes a duty of trust or confidence to the Company (for example, the Company's attorneys, investment bankers or accountants) or who *expressly* agrees in writing to maintain the information in confidence, or to the rating agencies if the information is disclosed solely for the purpose of developing a credit rating and if such credit rating is publicly available.

If any employee believes that material nonpublic information has been disclosed other than in compliance with this policy, that employee should contact an Authorized Spokesperson immediately.

VI. Inquiries and Violation

All inquiries regarding the provisions or procedures associated with this policy should be addressed to the General Counsel.

Any violation of this policy by a director or employee should be brought to the attention of the General Counsel and may constitute grounds for discipline, up to and including termination of service.

Annex A

Definition of Material and Nonpublic Information

I. Material Information.

Information is material if there is a substantial likelihood that a reasonable investor would consider it important in deciding whether to buy, hold or sell the Company common stock. Any information that could reasonably be expected to affect the price of the Company common stock is material for these purposes. In this regard, potential market reaction or sensitivity to the information is a key consideration. Moreover, although multiple pieces of information may not be material individually, if the aggregate effect of those pieces, when they become public, would alter the “total mix” of available information and result in a reevaluation of the issuer’s stock, then such pieces of information are considered material. Material information can be positive or negative. Examples of potentially material information include:

- Financial results
- Known but unannounced future earnings or losses
- Significant information regarding new products or similar developments
- Execution or termination of significant financing, management or customer agreements or other contracts with business entities
- Information relating to a pending or proposed merger or other acquisition
- Information relating to the disposition, or acquisition of significant assets
- Changes in financial liquidity
- Significant developments involving corporate relationships
- Changes in dividend policy
- Stock splits
- New equity or debt offerings
- Developments (whether positive or negative) in pending litigation
- Significant litigation exposure due to actual or threatened litigation
- Changes in senior management

II. Nonpublic Information

Nonpublic information is information that is not generally known or available to the public. Information becomes public when disclosed to achieve broad, nonexclusionary distribution to the

investing public generally, without favoring any person or group. Methods of broad dissemination are discussed under “Disclosure Methods”.

Note that reiterating or confirming, whether through express communication or indirect guidance, the accuracy of previous earnings may constitute material nonpublic information. The confirmation of any previously disclosed forwardlooking statements that could affect earnings, such as statements concerning revenues or operations, may also be material nonpublic information.

When in doubt, employees and directors should treat nonpublic or confidential information as material and consult with an Authorized Spokesperson prior to making any disclosure.