UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2021

Commission File Number: **005-91913**

Fusion Fuel Green PLC
(Translation of registrant's name into English)

10 Earlsfort Terrace
Dublin 2, D02 T380, Ireland
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F. Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ___

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ___

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

On May 25, 2021, Fusion Fuel Green PLC (“Company”) hosted a live conference call and webcast to discuss the Company’s financial results for the quarter ended March 31, 2021, along with first quarter operational highlights and technology updates. Additionally, during the webcast, a video of the installation of units in Evora, Portugal was played. The video, a replay of the webcast and the investor presentation used during the webcast, and a quarterly shareholder update letter form the Company’s executive committee, are each available on the Company’s website, fusion-fuel.eu. The shareholder update letter and investor presentation are also attached as Exhibits 99.1 and 99.2 to this Report on Form 6-K, respectively, and are incorporated by reference herein.

The information furnished in this Report on Form 6-K, including the exhibits related thereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

EXHIBIT INDEX

Exhibit Number	Description
99.1	Quarterly Update to Shareholders
99.2	Investor Presentation

SIGNATURES

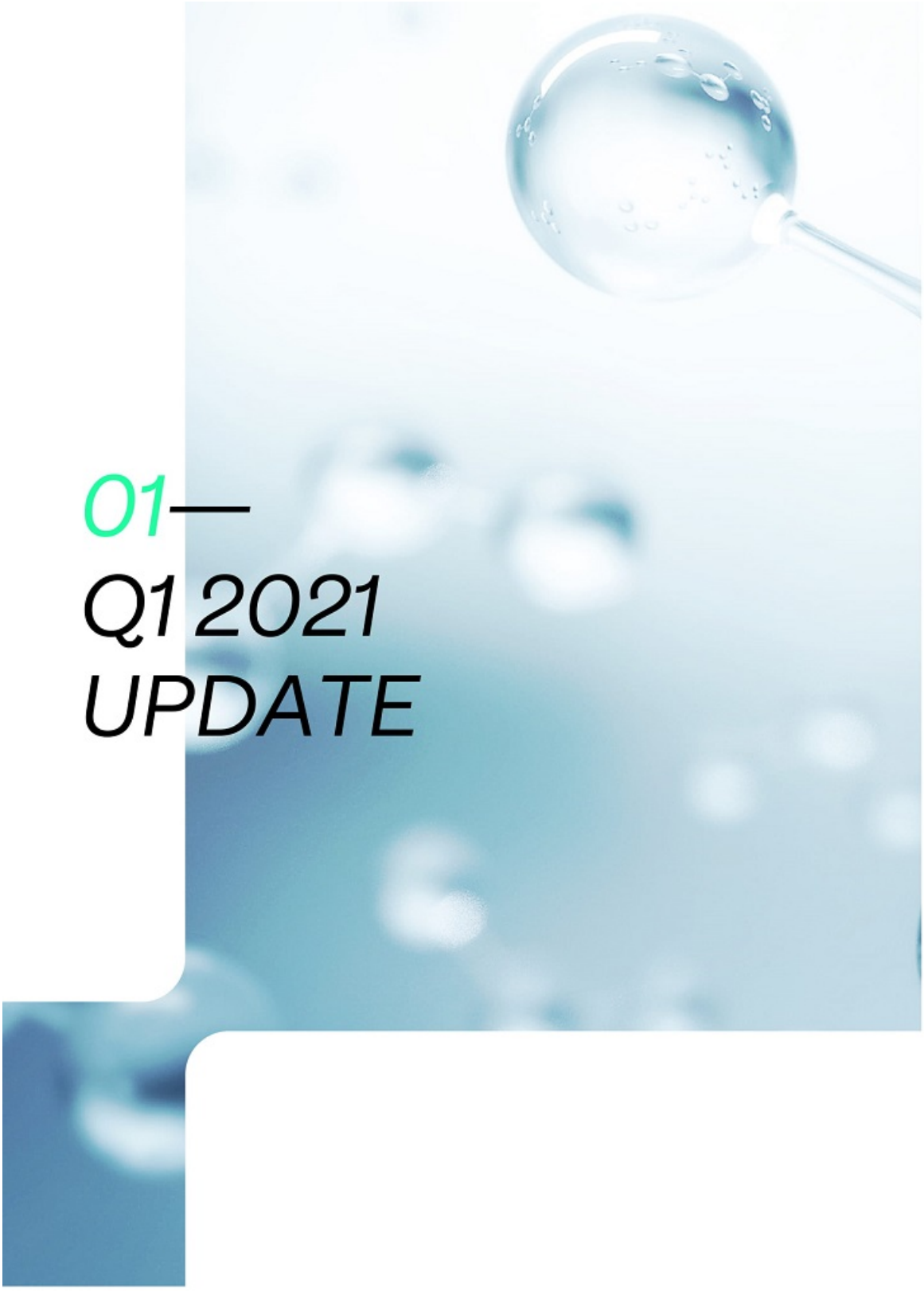
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Fusion Fuel Green PLC
(Registrant)

Date: May 25, 2021

/s/ Frederico Figueira de Chaves
Frederico Figueira de Chaves
Chief Financial Officer

Exhibit 99.1



01—

Q1 2021 UPDATE

Disclaimer

This presentation includes statements of future events, conditions, expectations, and projections of Fusion Fuel Green plc (the "Company"). Such statements are "forward looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995. The Company's actual results may differ from its expectations, estimates and projections and, consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "may," "will," "could," "should," "believe," "predict," "potential," and similar expressions are intended to identify such forward-looking statements. These forward-looking statements include, without limitation, estimates and projections of future performance, which are based on numerous assumptions about sales, margins, competitive factors, industry performance and other factors which cannot be predicted. Such assumptions involve a number of known and unknown risks, uncertainties, and other factors, many of which are outside of the Company's control, including, among other things: the failure to obtain required regulatory approvals; changes in Portuguese, Spanish, Moroccan, or European green energy plans; the ability to obtain additional capital; field conditions and the ability to increase production capacity; supply chain competition; changes adversely affecting the businesses in which the Company is engaged; management of growth; general economic conditions, including changes in the credit, debit, securities, financial or capital markets; and the impact of COVID-19 or other adverse public health developments on the Company's business and operations. Should one or more of these material risks occur or should the underlying assumptions change or prove incorrect, the actual results of operations are likely to vary from the projections and the variations may be material and adverse.

The forward-looking statements and projections herein should not be regarded as a representation or prediction that the Company will achieve or is likely to achieve any particular results.

The Company cautions readers not to place undue reliance upon any forward-looking statements and projections, which speak only as of the date made. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

Use of Social Media as a Source of Material News

The Company uses, and will continue to use, its LinkedIn profile, website, press releases, and various social media channels, as additional means of disclosing information to investors, the media, and others interested in the Company. It is possible that certain information that the Company posts on social media or its website, or disseminates in press releases, could be deemed to be material information, and the Company encourages investors, the media and others interested in the Company to review the business and financial information that the Company posts on its social media channels, website, and disseminates in press releases, as such information could be deemed to be material information.

Financial Statement Presentation

The Company's consolidated financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the International Accounting Standards Board ("IFRS") and are denominated in Euros ("EUR" or "€").

02— LETTER EXECUTIVE COMMITTEE

Dear Shareholders,

The first quarter of 2021 was our first as a public company and also the first time we are providing a formal quarterly update. Going forward we will look to provide business updates on a quarterly basis which will include key financial data, outstanding share and warrant figures, business development updates and other items we believe are important for investors to be kept informed on.

During this quarter, as the hydrogen market continues to develop, we saw growing interest in Fusion Fuel's technology and value proposition across a range of industries and geographies. Although the market did see a price adjustment across the industry in general for SPAC and growth-related companies during the quarter, the fundamental hydrogen market continues to show robust growth and potential.

Financial

As expected, the first quarter was relatively quiet from a financial operations perspective. The firm booked revenues in Q1 of €464k related to how we book the transfer of custom-made components to our production partner, which are further processed during the fabrication of the HEVO-SOLAR units. Therefore, the cost of sales matches the revenues as we are passing through those custom-made components at cost to our production partner. This is being done so that we are in control of the stock of these components. One of the main challenges we currently face is in our procurement activities and ensuring that we get timely delivery of components, so we made the strategic decision to invest in our raw materials inventory wherever possible to secure the coming production requirements.

The majority of expenses booked for the quarter are related to the contingent capital in the form of share-based payment expenses which will accrue monthly at a rate of €1.6m until end of June 2022 unless the contingent capital is earned before this date. In addition, the fair-value treatment of the warrant obligations and the decrease in the value of the warrants in 1Q 2021, meant that the difference between the value at year end 2020 and the end of the first quarter 2021 had a positive impact on the pre-tax impact of €14.9m. It is important to note that neither of these are actual cash expense / earnings to the firm but rather a reflection of the valuation of these instruments at a specific point in time.

During the quarter, roughly 1.1m warrants were exercised, resulting in capital inflows of around USD 12m, bringing our total cash and cash equivalent at the end of the quarter to €61.8m. In the coming quarters we expect a substantial portion of this balance to be used in the development of Fusion Fuel hydrogen plants as well as on the establishment of our own production facility.

Business Development

The first quarter saw a spike in activity across all relationships and projects. In Spain we saw a marked increase in the interest related to hydrogen refueling stations, as evidenced by the kick-off of our partnership with CEEES. Also, in Spain we signed two MoUs for synthetic fuel plants with different partners. In Portugal, we submitted a project to Portugal's Operational Program for Sustainability and Efficient Use of Resources (POSEUR) and were a part of two other submissions as the provider of electrolyzer technology. Finally, we continued to make progress in the negotiations and discussions related to other large-scale projects, such as the green ammonia projects announced in Morocco and in Sines.

This quarter saw the kick-off of construction at the site in Evora, which will be the first solar to hydrogen project in Portugal. We have also commenced the process of securing the permitting and land required for some of the future projects we will look to develop.

More recently, we have announced strategic partnerships in new regions outside of our immediate addressable market – ones with both extremely high solar radiation, as well as existing energy industries and the infrastructure to support large scale exports. We are very excited about the potential these partnerships have for Fusion Fuel and we look forward to working closely with our counterparts at CCC and Ampol to create what will be the most cost-competitive green hydrogen offerings in those markets.

R&D

The R&D team has been busy with Evora, accompanying and leading the installation of the first industrial scale units and production volumes for the demonstrator plant. It has been incredibly rewarding to see our technology, which spent the better part of three years in R&D, come to life and finally be deployed at industrial scale. We are especially pleased as all initial tests indicate the HEVO-SOLAR units are working as expected.

Not content with going live with this radically differentiated offering during Q1 and the first weeks of Q2, the team has been focused on building on our technology advantage by further improving the HEVO-SOLAR both in terms of cost and efficiency. We have continued to hire talented individuals in our CTO area to deepen our bench of technology specialists and have recently entered into

strategic partnerships with leading researchers from institutes around the world to further build on our existing capabilities. We are now pursuing several different innovation angles with researchers from Fraunhofer and the University of New South Wales in Australia, including solar concentration, hydrogen production, and hydrogen storage. We believe partnerships such as these, combined with our own in-house talent, will allow us to extend our technology advantage.

Thank you

In January we stated our three core goals for the year. We believe these continue to be the single most important items in 2021 for the success of the firm. We are keenly focused on achieving these milestones and believe our accomplishments in the first quarter and what we have already seen in the second quarter indicate that we are on track.

Looking beyond these focus areas for 2021, we have already started to lay the groundwork for significant commercial and strategic activities outside of our initial business plan thanks to partnerships in the Middle East and Australia. These were both markets where we planned to establish a presence, but we had not initially contemplated doing so during 2021. This is reflective of the fluidity and dynamism of the green hydrogen market – we saw the opportunity to establish a strategic position in these regions with key ecosystem.

The first three months of the year have been very promising, we look forward to updating you again at our next quarter. Thank you for your encouragement and trust that you continue to put in us.

Your Executive Committee,

Frederico Figueira de Chaves
Director and Chief Financial Officer

Jaime Silva
Director and Chief Technology Officer

João Teixeira Wahnon
Director and Chief of Business Development

03— Q1 HIGHLIGHTS & FINANCIAL REVIEW

Highlights of the quarter

Finance Highlights

- Q1 Revenues of €0.5m and cost of sales of €0.5m – related to the purchase and subsequent sale of custom-made components to production partner
- Cash and cash equivalent at end of Q1 of €61.8m
- Q1 Operating loss of €6.5m driven by share-based payment expenses from the business combination agreement

Commercial Highlights

- Balboa synthetic fuel plant with Grupo Industrial CL announced
- MoU with the Spanish Association of Service Stations announced
- Demonstrator plant and partnership with BGR Energy in India announced
- Magnesitas synthetic fuel plant with Magnesitas de Rubian S.A. announced
- Zoilo Rios project to supply Green Hydrogen to Spain's first Hydrogen refueling service station announced
- Development and construction at the inaugural Evora plant started

2021 Subsequent Events

Commercial Highlights

- Agreement with Elecnor for the development of green hydrogen projects in Spain
- Partnership with CCC to develop pilot plants to produce Green Hydrogen in the Middle East
- Heads of Agreement with Ampol to install a demonstrator plant to produce green hydrogen in Australia and, if successful, provides the basis to pursue other green hydrogen projects in the region
- First HEVO-Solar units installed at the Evora plant

R&D Highlights

- Strategic research partnerships with Fraunhofer & the University of New South Wales in Australia

Key Figures

KEY FINANCIALS & FIGURES (€000'S)	1Q 2021	Full Year 2020
REVENUES[1]	**464**	-
COST OF SALES[1]	**(464)**	-
TOTAL OPERATING EXPENSES	**(6,565)**	**(182,601)**
o/w transaction & listing expenses[2]	-	(177,146)
o/w share-based payment expenses[3]	(4,896)	(1,438)
OPERATING LOSS	**(6,565)**	**(182,601)**
PRE-TAX INCOME (loss)	**9,591**	**(183,130)**
o/w fair value movement - warrants[4]	14,897	(12,986)
CASH & CASH EQUIVALENT	**61,796**	**58,007**

[1] Revenues for 1Q 2021 are related with the supply of custom-made components to our production partner MagP, S.A. for further processing and production of the HEVO-SOLAR units. This supply is valued at cost of acquisition.

[2] In accordance with IFRS 2, the merger is not considered a business combination, but rather as the equivalent of Fusion Fuel issuing shares for the net assets of HL Acquisitions, accompanied by a recapitalization. Because HL Acquisitions is not considered a business, its net assets, mostly cash, are recorded at historical cost with no goodwill or other intangible assets recognized, while the shares issued by the Company to acquire HL Acquisitions are recorded at the fair value of the equity instruments issued. Operations prior to the business combination are those of Fusion Fuel Portugal.

The fair value of the Fusion Fuel equity instruments issued to acquire HL Acquisitions is calculated by reference to the market value of the HL equity as of the date of the HL shareholder vote on December 4, 2020. As per IFRS 2, the excess of the value of the equity instruments issued over the net assets of HL Acquisitions (incl. the PIPE) of EUR 177m does not qualify as an intangible asset and is considered to be the cost of listing Fusion Fuel's shares and is reflected as Listing expenses on Fusion Fuel's income statement. A detailed breakdown of the listing expenses can be found in the Financial Commentary in the 20-F section of the 2020 annual report.

[3] As part of the merger outlined in 2 above, the Company agreed to a potential additional equity payment to certain former shareholders of Fusion Fuel who became employees of and service providers to the Company. As these awards are dependent on future service being provided to the Company, the Company considers them to be service awards under IFRS 2 and classifies both the expected share and warrant awards in equity with a corresponding compensation expense in the income statement. The shares and warrants expected to be awarded are estimated and measured at grant-date fair value and attributed to the income statement on a straight-line basis from the period from grant to expiration on June 30, 2022. This is a non-cash expense.

[4] Derivatives are initially recognized at their fair value on the date the derivative contract is entered into and transaction costs are expensed to profit or loss. The Company's warrants are subsequently re-measured at fair value at each reporting date with changes in fair value recognized in profit or loss. The fair value of the tradeable warrants is determined with reference to the prevailing market price for warrants that are trading on the NASDAQ under the ticker HTOOW. The fair value of non-tradeable warrants is determined with reference to the market value of the traded warrants, adjusted for an illiquidity

SHARES AND WARRANTS AT PERIOD END	MARCH 31, 2021	DECEMBER 31, 2020
ORDINARY SHARES	-	-
Class A	10,993,722	9,929,216
Class B	2,125,000	2,125,000
TOTAL	**13,118,722**	**12,054,216**
WARRANTS OUTSTANDING AT PERIOD END	8,869,633	9,929,139

FUSION-FUEL™

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Portugal
contact@fusion-fuel.eu

Shareholder Inquiries
Information about the firm, including all quarterly earnings releases and financial filings with the U.S. Securities and Exchange Commission, can be accessed via our Web site at www.fusion-fuel.eu

Shareholder inquiries can also be directed to Investor Relations via email at ir@fusion-fuel.eu

Transfer Agent and Registrar for Common Stock
Questions from registered shareholders of FUSION-FUEL Green Plc. regarding lost or stolen stock certificates, dividends, changes of address, and other issues related to registered share ownership should be addressed to:

Mark Zimkind
1 State Street
New York, NY 10004

Exhibit 99.2

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00— Disclaimer

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AGENDA

- Focus on Fusion
- Q1/2021 Highlights & Financial Review
- Business Update
- 2021 Milestones
- Q&A

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01— FOCUS ON FUSION

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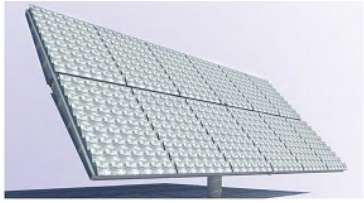
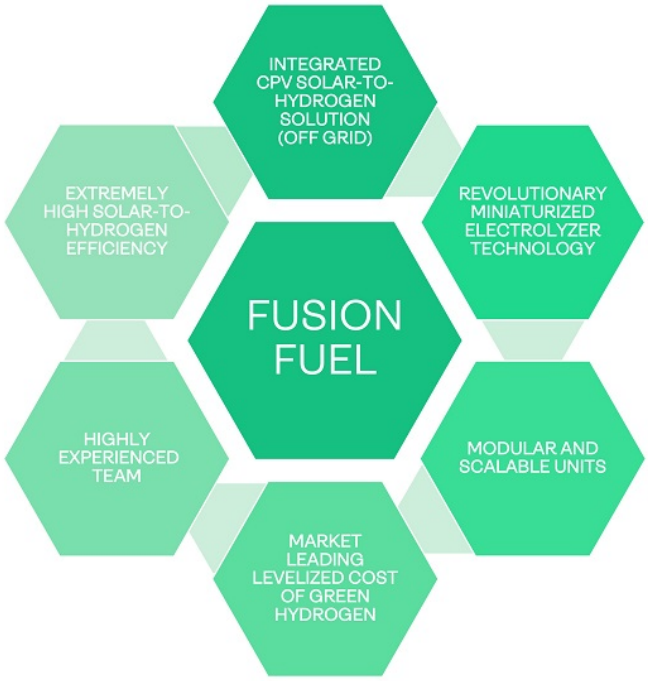
01— FOCUS ON FUSION





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02— Q1 HIGHLIGHTS & FINANCIAL REVIEW

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02— Q1/2021 HIGHLIGHTS

- Revenues of €0.5m and cost of sales of €0.5m – related to the purchase and subsequent sale of custom-made components to production partner
- Cash and cash equivalent at end of Q1 of €61.8m
- Operating loss of €6.5m driven by share-based payment expenses from the business combination agreement

- MoU with Grupo Industrial CL to explore a synthetic fuel plant using Fusion Fuel's green hydrogen
- MoU with CEEES to develop green hydrogen fueling infrastructure in Spain
- Partnership with BGR Energy Systems for projects in India
- MoU with Magnesitas De Rubian to explore a synthetic fuel plant using Fusion Fuel's green hydrogen
- MoU with ZOILO RIOS to develop green hydrogen production for first integrated green hydrogen refueling stations in Spain
- Commenced the development of utility scale demonstrator at Evora

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02— FINANCIAL REVIEW

KEY FINANCIALS & FIGURES (€000'S)	1Q 2021	Full Year 2020
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02— FINANCIAL REVIEW

SHARES AND WARRANTS AT PERIOD END	MARCH 31, 2021	DECEMBER 31, 2020
ORDINARY SHARES	-	-
Class A	10,993,722	9,929,216
Class B	2,125,000	2,125,000
TOTAL SHARES OUTSTANDING	**13,118,722**	**12,054,216**
WARRANTS OUTSTANDING	**8,869,633**	**9,929,139**

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03— BUSINESS UPDATE

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03— BUSINESS UPDATE

There are three key milestones for the Fusion Fuel team in 2021:

1—

EVORA PLANT GO-LIVE

First hydrogen plant go-live is critical to prove industrial scale effectiveness of the solution and to establish bankability of technology

2—

MOUs & HPAs SIGNED

Hydrogen plants take time to obtain licenses, permits and to develop. Therefore, multi-year agreements to develop plants are important to deliver on revenue targets

3—

PRODUCTION FACILITY

Commencement of development of new facility during summer 2021 and delivery of first units from that facility by year-end are important to avoid delays to growth plan

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03— EVORA

Fusion Fuel's utility scale demonstrator facility in Evora will deploy 55 HEVO-SOLAR units and will produce around 60 tons of green hydrogen per year.

The Evora green hydrogen project is being developed in two phases:

PHASE 1

15

15 HEVO-SOLAR units demonstrating the production of green hydrogen from solar radiation and converting it to electricity at night.

PHASE 2

40

40 HEVO-SOLAR units to produce green hydrogen to inject into the natural gas network and sell in containers for industrial uses.

55

HEVO-SOLAR units

60

H_2

tons of green hydrogen

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03— PROJECT OVERVIEW

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03— SPAIN: ELECNOR

Fusion Fuel & Elecnor

- MoU to develop green hydrogen projects in Spain using Fusion Fuel's HEVO-SOLAR technology
- Elecnor is one of Spain's leading business groups in the infrastructure, renewable energy, services and new technologies industries, with over 60 years of continuous growth and a presence in 55 countries
- Elecnor has a significant presence in the design and construction of industrial process plants, many of which are potential consumers of green hydrogen produced using Fusion Fuel's technology

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03— MENA: CCC

Fusion Fuel & Consolidated Contractors Company

- Cooperation Agreement to develop pilot plants to produce green hydrogen in Kuwait, Oman and Qatar
- CCC is a globally diversified company specializing in Engineering and Construction. CCC has become one of the leading international contractors with a global commercial footprint
- The Middle East represents a significant opportunity for Fusion Fuel, with high levels of solar exposure, strong appetite for green hydrogen projects, and strategic geographic position between Europe and Asia

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03— AUSTRALIA: AMPOL

Fusion Fuel & Ampol

- Heads of Agreement with Ampol to install a demonstrator plant at Ampol's Lytton refinery site
- Installation is expected over the next 12 months and lead to joint business development opportunities in Australia
- Ampol is Australia's leader in transport fuels and has recently announced its ambitious "Future Energy and Decarbonization Strategy"
- Australia's abundance of solar energy makes it one of the best locations for the HEVO-SOLAR and for the production of competitive green hydrogen

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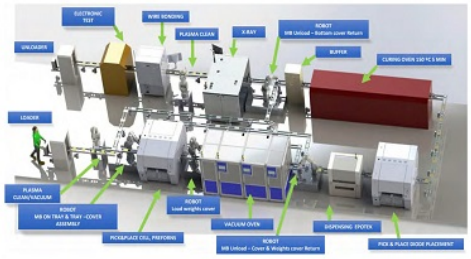
03— PRODUCTION FACILITY

Fusion Fuel's Automated Production Facility

- Located in Benavente, Portugal
- Total production and assembly area of ~15'000 m^2
- Situated in a region where industrial projects are eligible for funding support and investment incentives
- Installation of the first equipment and initial production lines is targeted to kick-off in the summer of 2021



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03— R&D DEVELOPMENTS

At the heart of Fusion Fuel is a deep commitment to constant technological development – we believe this is critical to maintaining our technology advantage and competitive positioning.

In this spirit, we continues to strengthen and grow our R&D team and we have also entered into two strategic research partnerships in the last quarter:

GERMANY – Fraunhofer

Explore joint development of both new technologies and improvements of existing processes throughout our value chain, including:

- Increasing CPV solar-to-electric efficiency
- Novel hydrogen storage solutions
- Synthetic fuels

AUSTRALIA – University of New South Wales

Established relationship to pursue the development of new technologies across the hydrogen value-chain.

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04— 2021 MILESTONES

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04— 2021 MILESTONES

The three key milestones are well underway:

1— EVORA PLANT GO-LIVE

Phase I underway with first units now installed. Phase II licenses approved, and civil construction kicking-off

2— MOUs & HPAs SIGNED

Several HPAs under discussion and key partnerships established for mid to long-term strategic agenda

3— PRODUCTION FACILITY

Real Estate secured and renovations to start shortly. On track for installation of initial production lines during 3Q 2021

Note: Harvey Balls intended to illustrate degree of project completion

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