

Continuous Disclosure Announcement – 20 January 2022

Intention to List on the ASX and Lodgement of Prospectus

Lumira Energy Limited (previously Hawkley Oil & Gas Limited) (Lumira or the Company) is pleased to announce that it has lodged a prospectus with the Australian Securities and Investment Commission (ASIC) in relation to an initial public offering (IPO) and listing on the Australian Securities Exchange (ASX).

Lumira is undertaking a merger with Persist Oil and Gas Inc. (Persist) a private company that owns four producing oil and gas fields in Alberta, Canada. Lumira's merger with Persist is a strategic shift towards transforming Lumira into a Canadian conventional oil and gas producer, focused on building a material cash flow from a producing asset base with the potential for significant growth.

An offer of between 60.0 to 75.0 million Shares to raise a minimum of \$12.0 million and maximum of \$15.0 million at \$0.20 per share is being made under the Prospectus (Offer). At listing the merged entity will have approximately 199.3 million shares on issue assuming the maximum amount raised under the IPO. New Shareholders will hold approximately 37.6% of the Shares in the Company upon completion of the Offer with Persist shareholders holding 47.9% and existing Lumira shareholders and convertible note holders retaining approximately 14.5%. Assuming the maximum amount of \$15.0 million is raised, Lumira will have a market capitalization of approximately \$40.0 million upon listing on an undiluted basis.

Proceeds from the Offer will be used to further strengthen the merged entity's balance sheet, by repaying a significant portion of Persist's existing debt at IPO. This will provide Persist with the increased capacity to execute its development plan in 2022.

The Company is also pleased to advise that at a hybrid Extraordinary General Meeting held at the Company's office in Melbourne on 15 December 2021, all resolutions at the meeting were passed with the respective required majorities via a poll. Resolutions included approval of the merger with Persist Oil and Gas Inc, consolidation of Hawkley's existing shares and options on a 20 to 1 basis and the change of the Company's name to Lumira Energy Limited. The share consolidation was completed on 22 December 2021 and the change of name took effect on 23 December 2021.

CPS Capital Group Pty Ltd has been appointed the Lead Manager. Legal advice is being provided by Steinepreis Paganin in Australia and Gowling WLG in Canada.

Directors

Joseph Naemi
Non-Executive Chairman

Cosimo Damiano
Executive Director

Murray Wylie
Non-Executive Director and
Company Secretary

Important Statistics IPO

	Minimum Subscription	Maximum Subscription
Offer Price per share	\$0.20	\$0.20
Total number of New Shares to be issued under the Offer	60.0 million ⁽¹⁾	75.0 million ⁽²⁾
Total number of Shares to be issued to Persist shareholders ⁽³⁾	95.4 million	95.4 million
Total number of existing Lumira Shares post consolidation ⁽⁴⁾	4.4 million	4.4 million
Total number of Shares to be issued to past Lumira directors ⁽⁵⁾	0.4 million	0.4 million
Total number of Shares on issue on Completion of the Offer	184.3 million	199.3 million
Total number of existing Lumira Options post consolidation ⁽⁶⁾	0.6 million	0.6 million
Total number of Options issued to Lead Manager and Corporate Advisor ⁽⁷⁾	4.0 million	4.0 million
Total number of Options to be issued to Persist shareholders ⁽⁸⁾	9.5 million	9.5 million
Total number of Performance Rights to be issued to Directors and management ⁽⁹⁾	16 million	16 million
Amount raised under the Offer	\$12.0 million	\$15.0 million
Implied market capitalisation at the Offer Price⁽¹⁰⁾	\$36.8 million	\$39.9 million

- (1) Assuming the Minimum Subscription of \$12,000,000 is achieved under the Offer
- (2) Assuming the Maximum Subscription of \$15,000,000 is achieved under the Offer
- (3) Shares to be issued to Persist Shareholders under the Arrangement Agreement; Consideration is based on C\$1.27 per share and share ratio of 6.82625
- (4) The consolidation of the Company's issued capital (on the basis that every twenty (20) Shares be consolidated into one (1) Share) as approved by Shareholders at the Shareholder Meeting held on 15 December 2021
- (5) Outstanding past Director fees owed to Thomas Fontaine, Murray Wylie, and John Kane Marshall totaling \$75,000 will be settled in Shares at \$0.20 per Share upon ASX listing
- (6) The consolidation of the Company's issued capital (on the basis that every twenty (20) Options be consolidated into one (1) Option) as approved by Shareholders at the Shareholder Meeting held on 15 December 2021. Expiry 30 June 2023 and exercise price of \$1.00 per share
- (7) Issue a total of 4,000,000 Options to the Lead Manager (3,000,000) and Corporate Advisor (1,000,000); exercise price of \$0.30 per share expiring 3 years from ASX Listing
- (8) Options to be issued to Persist Shareholders under the Arrangement Agreement; Consideration is based on one Option for every 10 shares issued; exercise price of \$0.30 per share expiring 3 years from ASX Listing
- (9) Performance rights 16.0 million issued to merged entity Directors and Management vesting in three equal tranches as follows:
- Class A Performance Rights: 33% of the Performance Rights shall vest upon the volume weighted average price (VWAP) of the Shares trading on the ASX being at least \$0.30 per Share over 20 consecutive trading days;
 - Class B Performance Rights: 33% of the Performance Rights shall vest upon the VWAP of the Shares trading on the ASX being at least \$0.40 per Share over 20 consecutive trading days; and
 - Class C Performance Right: 33% of the Performance Rights shall vest upon the VWAP of the Shares trading on the ASX being at least \$0.50 per Share over 20 consecutive trading days.
- (10) Assuming a Share price of \$0.20, however the Company notes that the Shares may trade above or below this price

Indicative dates

Lodgement of Prospectus with the ASIC	19 January 2022
Exposure Period begins	19 January 2021
Opening Date	27 January 2022
Closing Date	24 February 2022
Issue of Shares under the Offer	3 March 2022
Despatch of holding statements	3 March 2022
Expected date for quotation on the ASX	7 March 2022

Dates may change

The above dates are indicative only and may be subject to change. Unless indicated, all times and dates are to Perth, Australia time. The Company, in consultation with the Lead Manager, reserve the right to vary the dates and times of the Offer (including, subject to the ASX Listing Rules and the Corporations Act, to extend the Offer, close the Offer early, to accept late Applications, either generally or in particular cases, or to cancel or withdraw the Offer before Completion) in each case without notifying any recipient of this Prospectus or any Applicants. Investors are encouraged to submit their Applications as soon as possible after the Offer opens.

The offer of shares is made by Lumira Energy Limited ACN 115 712 162 under a Prospectus lodged with the Australian Securities and Investments Commission (ASIC). A copy of the Prospectus can be viewed or downloaded online at <http://www.hawkleyoilandgas.com>.

Eligible investors should consider the Prospectus and read it in full in deciding whether to acquire shares. If you want to acquire shares in the IPO, you must complete the relevant application form, which accompanies the Prospectus.

For potential investors seeking further information about the offer, please call on +61 3 8679 2219 or email information@hawkleyoilandgas.com.

This announcement is authorised for market release by Lumira's Board of Directors.

For more information, please contact:

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