

ASX Announcement – 4 June 2020**Withdrawal of Prospectus and Termination of Sale and Purchase Agreement**

Hawkley Oil & Gas Limited (“Hawkley” or “the Company”) advises that the Company has decided to withdraw its prospectus dated 6 April 2020 (“Prospectus”). The Company will apply to ASIC to formally withdraw the Prospectus. The Company thanks those investors who supported the offer and will arrange for all funds received to date to be returned to applicants as soon as practicable.

The Prospectus sought to raise between \$5,000,000 and \$7,000,000 for the proposed acquisition of a 33% operating interest in a producing oil and gas project in North Dakota and to enable re-compliance with Chapters 1 and 2 of the ASX Listing Rules. Following the withdrawal of the Prospectus, Hawkley will also withdraw its application to ASX for relisting of its securities.

The decision to withdraw the Prospectus was based on a number of factors, including:

- notification from a major group of proposed investors that they will no longer support the raising;
- the current instability in financial markets generally, and in the oil and gas sector in particular, mainly due to the impact of COVID-19 (coronavirus); and
- the short timeframe remaining to obtain additional investment in order to complete the capital raising and ASX re-compliance before removal from the Official List.

The Sale and Purchase Agreement (“SPA”) for the North Dakota acquisition lapsed on 31 May 2020. All discussions with the vendors seeking to extend or replace the SPA have now ceased and the arrangement has been formally terminated.

Following the withdrawal of the Prospectus and termination of the SPA, the Company expects to be removed from the Official List at the commencement of trade on Tuesday 9 June 2020. Hawkley advises that it is in advanced discussions with another group regarding a potential new transaction to form the basis of a new application for listing on ASX as an Initial Public Offering. The Company looks forward to providing further details to shareholders at the earliest opportunity.

Directors**Tom Fontaine**

Managing Director

Kane Marshall

Non-Executive Director

Murray Wylie

Non-Executive Director

Share Information

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|--------------------------------|--------|
| ASX Code: | HOG |
| Shares on Issue ⁺ : | 45.6M |
| Share Price ^{*,+} : | 3¢ |
| Market Cap [*] : | \$1.4M |

*+ Adjusted for 1 for 10 share consolidation during April 2020.
As at 11 May 2017 when shares were suspended from trading on ASX.

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

For more information, please contact:

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