



## Announcement Summary

**Entity name**

WHITEHAWK LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

17/4/2025

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	OPTION EXPIRING MAY-2028 EX \$0.02	56,666,668
New class-code to be confirmed	OPTION EXPIRING MAY-2028 EX \$0.02	10,000,000
New class-code to be confirmed	OPTION EXPIRING MAY-2028 EX \$0.02	2,000,000
New class-code to be confirmed	OPTION EXPIRING MAY-2028 EX \$0.02	1,666,667
New class-code to be confirmed	OPTION EXPIRING MAY-2029 EX \$0.02	30,000,000

**Proposed +issue date**

5/5/2025

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

WHITEHAWK LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ABN

**Registration Number**

97620459823

**1.3 ASX issuer code**

WHK

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

17/4/2025

**1.6 The Proposed issue is:**

A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	11/2/2025	Actual	Yes

**Comments**

This Appendix 3B supersedes the information previously disclosed in the Appendix 3B lodged on 26 November 2024, the amended Appendix 3B lodged on 2 December 2024, and the amended Appendix 3B lodged on 10 January 2025.

On 11 February 2025 the Company received shareholder approval for the issue of options.

The revised Appendix 3B has been prepared to reflect the updated total number of options to be issued being 70,333,335 in connection with the Placement announced on 26 November 2024. This options will be quoted under a new class pursuant to the Prospectus dated 17 April 2025.

## Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**  
New class

**Will the proposed issue of this +security include an offer of attaching +securities?**  
No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**  
Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTION EXPIRING MAY-2028 EX \$0.02

**+Security type**

Options

**Number of +securities proposed to be issued**

56,666,668

**Offer price details****Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Free-attaching unlisted options for every 3 shares subscribed ("Placement Option").

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

0.00000001

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

## Options details

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
AUD - Australian Dollar	AUD 0.0200	5/5/2028

**Details of the type of +security that will be issued if the option is exercised**

WHK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One (1) fully paid ordinary share per one (1) option exercised.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The details and term of the Placement Option is set out in the Notice of General Meeting dated 10 January 2025.  
<https://www.whitehawk.com/whitehawk-limited>

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**  
New class

**Will the proposed issue of this +security include an offer of attaching +securities?**  
No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**



**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**  
Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTION EXPIRING MAY-2028 EX \$0.02

**+Security type**

Options

**Number of +securities proposed to be issued**

10,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Payment as set out under the lead manager engagement letter with CoPeak Pty Ltd ("PEAK"). These options will have the same terms as the Placement Options.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

0.00000001

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

## Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0200

**Expiry date**

5/5/2028

**Details of the type of +security that will be issued if the option is exercised**

WHK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One (1) fully paid ordinary share per one (1) option exercised.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The details and term of the Placement Option is set out in the Notice of General Meeting dated 10 January 2025.  
<https://www.whitehawk.com/whitehawk-limited>

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

**Will the proposed issue of this +security include an offer of attaching +securities?**  
No



## New class

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**  
Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTION EXPIRING MAY-2028 EX \$0.02

**+Security type**

Options

**Number of +securities proposed to be issued**

2,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

PEAK agreed to convert \$60,000 of their fees into shares on the same terms as the Placement announced on 26 November 2024, resulting in the issue of 6,000,000 shares which has been completed and 2,000,000 Placement Options subject of this Appendix 3B.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

0.00000001

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

## Options details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0200

**Expiry date**

5/5/2028

**Details of the type of +security that will be issued if the option is exercised**

WHK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One (1) fully paid ordinary share per one (1) option exercised.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities**

**proposed to be issued or provide the information by separate announcement.**

The details and term of the Placement Option is set out in the Notice of General Meeting dated 10 January 2025.  
<https://www.whitehawk.com/whitehawk-limited>

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTION EXPIRING MAY-2028 EX \$0.02

**+Security type**

Options

**Number of +securities proposed to be issued**

1,666,667

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Payment as set out under the consultancy agreement with Viaticus Capital Pty Ltd. These options will have the same terms as the Placement Options.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

0.00000001

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes



## Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0200	5/5/2028

**Details of the type of +security that will be issued if the option is exercised**

WHK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One (1) fully paid ordinary share per one (1) option exercised.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The details and term of the Placement Option is set out in the Notice of General Meeting dated 10 January 2025.

<https://www.whitehawk.com/whitehawk-limited>

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

OPTION EXPIRING MAY-2029 EX \$0.02

**+Security type**

Options

**Number of +securities proposed to be issued**

30,000,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

The issue is to provide a performance linked incentive component in the payments made to Viaticus Capital to align the interests with those of the Company's shareholders.





**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

0.00000001

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

#### Options details

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
AUD - Australian Dollar	AUD 0.0200	5/5/2029

**Details of the type of +security that will be issued if the option is exercised**

WHK : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

One (1) fully paid ordinary share per one (1) option exercised.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

The details and term of the Placement Option is set out in the Notice of General Meeting dated 10 January 2025.  
<https://www.whitehawk.com/whitehawk-limited>

#### Part 7C - Timetable

##### **7C.1 Proposed +issue date**

5/5/2025

#### Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

11/2/2025

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No



## Part 7E - Fees and expenses

### 7E.1 Will there be a lead manager or broker to the proposed issue?

Yes

#### 7E.1a Who is the lead manager/broker?

CoPeak Pty Ltd (PEAK) (ACN 607 161 900)

PEAK is a corporate authorised representative (CAR No. 1295246) of LeMessurier Securities Pty Ltd (AFSL No. 296877).

#### 7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Management fee of 2% under the offer and capital raising fee of 4% on funds raised by PEAK excluding GST, plus issue of 10 million options being in the same terms and class as the Placement Options.

In addition, PEAK has agreed to convert \$60,000 of their fees into shares on the same terms as the Placement.

### 7E.2 Is the proposed issue to be underwritten?

No

### 7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

None.

## Part 7F - Further Information

### 7F.01 The purpose(s) for which the entity is issuing the securities

Funds raised will support business growth, promote further development of WhiteHawk's AI-based cybersecurity solutions, repay amounts owing to Lind Global Fund II LP, and supporting working capital of the Company.

### 7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

### 7F.2 Any other information the entity wishes to provide about the proposed issue

Shareholder approval was received on 11 February 2025 in relation to the issue of options. Refer to the Notice of General Meeting dated 10 January 2025 for further information.

### 7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS for the +securities proposed to be issued