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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): August 8, 2023

HighPeak Energy, Inc. (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) **001-39464** (Commission File Number) **84-3533602** (IRS Employer Identification No.)

421 W. 3rd St., Suite 1000 Fort Worth, Texas 76102

(address of principal executive offices) (zip code)

(817) 850-9200

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

D Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Dere-commencements communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock	НРК	The Nasdaq Stock Market LLC
Warrant	HPKEW	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ⊠

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On August 8, 2023, HighPeak Energy, Inc. (the "Company") posted an investor presentation on the Company's website, www.highpeakenergy.com, on the Presentations page under the News & Events tab within the Investors tab. A copy of the investor presentation is attached as Exhibit 99.1 to this Current Report on Form 8-K (this "Form 8-K").

Item 7.01 Regulation FD Disclosure.

The information in this Form 8-K, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, and is not incorporated by reference into any filing under the Securities Act or the Exchange Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

Number Description of Exhibit	
-------------------------------	--

99.1 Investor Presentation dated August 2023.

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

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 hereunto duly authorized.

HIGHPEAK ENERGY, INC.

By: /s/ Steven W. Tholen

Name: Steven W. Tholen Title: Chief Financial Officer

3

Date: August 8, 2023





FORWARD-LOOKING STATEMENTS

FORWARD-LOOKING STATEMENTS The information in this presentation and in any oral statements made in connection herewith contains forward-looking statements that involve risks and uncertainties. When used in or in connection with this document, the words "believes," "plans," "expects," "anticipates," "forecases," "intends, "pojects," "continue," "may," wall," "could," "bluck," "future," protection," and similar expression as they relate to HighPeak Energy. Inc. ("HighPeak Energy, Inc. ("HighPeak Energy, Inc.)" HighPeak Energy, Inc. ("HighPeak Energy En

a result of such risks and uncertainties. These risks and uncertainties include, among other things, the results of the strategic review being undertaken by the Company's Board and the interest of prospective counterplants, the Company's ability to realize the results contemplated by the 2023 and 2024 guidance volatility of commode prices, policital instability or armed conflict incrude oil or natural gas producing regions such as the ongoing war between Russia and Uranie, OPEC+ policy decisions, inflationary pressures on costs of oil field goods, services and personnel, product supply and demand, the impact of a widespread outbreak of an lines, such as the company's Board and the interest of prospective counterplants, the cost many producting regions such as the company's goal and U.S. economic activity, competition, the ability to obtain approvalitor mitrid grants and results of rotating and operating activities, access to and availability of transportation, processing, fractionation, refining and stormage fadilise, HighPeak Inergy's ability to replace reserves, including the present and the situate agreement with thing parties on multiple accessitation of drilling locations and the ability to add proved reserves indexide. Access the add cost of appetial, the financial stare drilling of evidence and cost of appetial, the financial stare drilling or advected experiments and results and results are advected production, unortaintics about estimates of reserves, identification of drilling locations and the billing to add proved reserves indexide access the advected production, the ability to realise of limiters and access and appetial the financial stare of and gas and tax rese, quality of technical data and the interest of advected participarity and advected production, unortainties about estimates of reserves, identification of finiting locations and the billing to add proved reserves indexide access the could and other index are described in the Scc. In additors, the Company may be subject to currently unfore nce:

RESERVE INFORMATION

Reserve engineering is a process of estimating the recovery of underground accumulations of hydrocarbons that cannot be measured in an exact way. The accuracy of any reserve estimate depends on the quality of available data, the interpretation of such data and price Reserve engineering is a process of estimating the recovery of underground accumulations of hydrocarbonsharc tenno be measured in an exact way. The accuracy of any reserve estimate depends on the quality of available data, and here the interpret of the results of and the second of the results of data and procession of the second of the results of data and procession of the second of the results of data and procession activities may justify revisions of estimates the weer made previously. If significant, such revisions could impact height be actual and procession activities may justify revisions of estimates the weer made previously. If significant, such revisions could impact height be actual and previous activities may justify revisions of estimates the weer made previously. If significant, such revisions could impact height be actual and previous activities may justify revisions of estimates the weer made previously. If significant, such revisions could impact height be actual and previous activities may justify revisions of the and an start gas path at are ultimately recovered. Estimated Ultimate Recoveries, or "EURs," refers to estimates of the sum of total post remaining reserves testimates and previous prior to such given date for developed wells. "Resource" refers to gross volumes of hydrocarbons whouts affect to recover withding or post experiments. The accounties with SEC and neither is intended to be representative of anticipated future well results or aggregate production volumes. Each metric is inherently more uncertain than proved reserve estimates of such as a construction construction and be set of a such as a construction volumes. Each metric is inherently more uncertain than proved reserve estimates of active as a defined by the SEC and neither is intended to be representative of anticipated future well results or aggregate production volumes. Each rices.

or aggregate production volumes. Each such

USE OF PROJECTIONS

USEOP PROJECTIONS: The financial, operational, industry and market projections, estimates and targets in this presentation (including production, operating expenses, capital expenditures, EBITDAX and Asset FCF in future periods) are based on assumptions that are inherently subject to significant uncertainties and contingencies, many of which are beyond the Company's control. The assumptions and estimates underlying the projected, expected or target results are inherently uncertainties that could cause exculter wide variety of algnificant business, expected or target results are inherently uncertainties that could cause excultered and targets. In this presentation (including production, operating expenses, capital expended, expected or target results are inherently uncertainties and targets, including assumptions that are inherently subject to regulatory and competitive risks and uncertainties that could cause excult results to differ materially from those contained in the financial, operational, industry and market projections, estimates and targets, including assumptions, risks and uncertainties described in "Cautionary Note Regarding Forward-Looking Statements" above. These projections are speculative by the ir nature and, accordingly, are subject to significant risk of not being actually realized by the Company. Projected results of the Company for Q423, P2023 and P12024 are particularly speculative and subject to changet, actual results of the Company for Q423, P2023 and P12024 The Company undertailes no duty to publicly update these projections except as required by law.

In particular, you should be aware that, unless otherwise indicated, projections shown herein are based on management's "flat" commodity price parameters rather than SEC pricing guidelines or current NIMEX forward pricing. The flat prices used in preparing the projections contained herein were SQD per Iblied oil and SS per AMM8tu of natural gas, as compared to prices of S93.67 per Iblied or al and S6 SSB per AMM8tu thet would have been used if using SEC reserve pricing guidelines. The second s



USE OF NON-GAAP FINANCIAL MEASURES This presentation may include non-GAAP financial measures, including EBITDAX and adjusted EBITDAX, unlevered asset free cash flow, operating margin and unhedged cash operating margin, and PV-10. High Feak believes these non-GAAP measures are useful because they allow High Peaks to more effectively availated to performance and compare the results of its operation from period to period and against its peers without regard to financing methods, capital structure or tax status. High Feak does not consider these non-GAAP measures in isolation or as a ternatives to similar financial measures determined in accordance with GAAP. High Feak's computations of these non-GAAP financial measures may not be comparable to other similarly tild measures of other comparies.

HighPeak defines EBITDAX as net income before interest expense, income taxes, deprecision, depletion and amoritation, exploration and other expense, impairment and abandonment expense, non-cash gains or losses on derivatives, stock-based compression, gain on exchange of debt, gains and losses from the sale of assets, transaction costs and nonrecurring workforce reduction severance payments. HighPeak defines Adjutted EBITDAX as EBITDAX as EBITDAX excluding cash G&A expenses. HighPeak/a management belaves EBITDAX is useful as it allows them tomore each gains and losses from the sale of assets, transaction costs and nonrecurring workforce reduction severance payments. HighPeak defines Adjutted EBITDAX as EBITDAX excluding cash G&A expenses. HighPeak/atmanagement belaves EBITDAX is useful as it allows them tomore each gains and income in mining get EBITDAX because these mounts can vary as ubstartially from company to company within the industry depending methods and book value of assets, cipital attructures. HighPeak defines cash organization expenses is and production areas, on a per-800 basis. HighPeak defines cash organization expenses and production areas, on a per-800 basis. HighPeak defines cash organization expenses and production areas, on a per-800 basis. HighPeak defines cash organization expenses and production attrast, on a per-800 basis. HighPeak defines cash organization expenses and production areas, on a per-800 basis. HighPeak defines cash organization expenses and production expenses and production devenses and production areas, on a per-800 basis. HighPeak defines cash organization expenses, advected attraction expenses and production expenses and preductive expenses and how expenses and pr

In the case of non-GAAP financial measures presented for future periods, HighPeak advises that it is unable to provide reconciliations of such measures without unreasonable efforts. Accordingly, such measures should be considered in light of the fact that no GAAP measure of performance or liquidity is available as a point of comparison to such non-GAAP measures

INDUSTRY AND MARKET DATA

This presentation has been prepared by HighPeak and may include market data and other statistical information from sources believed by HighPeak to be reliable, including independent industry publications, governmental publications or other published independent sources. Some data is also based on HighPeak believes these sources are reliable, they have not independently verified the information of an entyparameteria elias occurs and complexity and complexenters.

DRILLING LOCATIONS

The Company has estimated its drilling locations based on well spacing assumptions and upon the evaluation of its drilling results and those of other operators in its area, combined with its interpretation of available geologic and engineering data. The drilling locations actually drilled on the Company's properties will depend on the availability of capital, regulatory approvals, commoding prices, costs, actual drilling results and other factors. Any drilling settimes conducted on these identified locations may not be successful and may not result in additional proved researce. Eurore, but the attent the drilling locations, the Company would losa is interpretation.

HighPeak Overview



Key Highlights

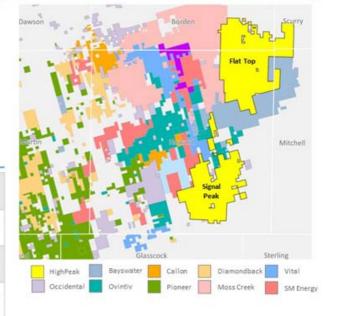
Recent Production and Cash Flow Milestones:

- = Q3'23 quarter to date production avg. >50.0 MBoe/d
- Reached free cash flow from operations⁽³⁾

Capital Discipline:

- Currently running 2 rigs, 1 frac crew
- = >12 years of premium WCA and LS inventory at 2-rig pace

Operating Statistics ⁽¹⁾		Financial Statistics ⁽⁵⁾ (\$mm)				
Gross/Net Wells In Progress as of 6/30/23	42/35.7	Q2'23 Unhedged Cash Op. Margin (\$/Boe) ⁽⁴⁾	\$50.14			
% Oil / % Liquids (Q2'23)	84% / 93%	YE'23E Net Debt / 4Q'23E LQA EBITDAX ⁽²⁾	0.9x			
Net Acres	~114,000	4Q'23E LQA EBITDAX ⁽²⁾	~\$1.1B			
2023E Exit Production (MBoe/d)	~57.0	Positive Free Cash Flow ⁽³⁾	3Q'23E			

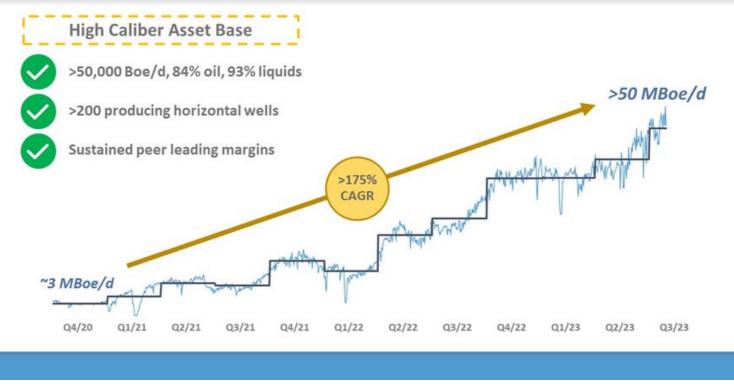


Net acreage. Not & Sporth, and wells in program as of 6/30/23.
 (3) DAT is a man GAM linearial measure. See disclorer for definition.

(4) Distingling Lash approxing length is a new GAXP foundal investory. See Appendix for a reconciliation to the most comparate GAXP (5) 452212 (DA ERFORT land on Tel pricing of SRVMM and 5100 mc1. Not debt defined in total debt less cash & Lash explositents. 44 Approximate landscalable and the pricing of SRVMM and 5100 mc1. Not debt defined in total debt less cash & Lash explositents.

Acreage Map



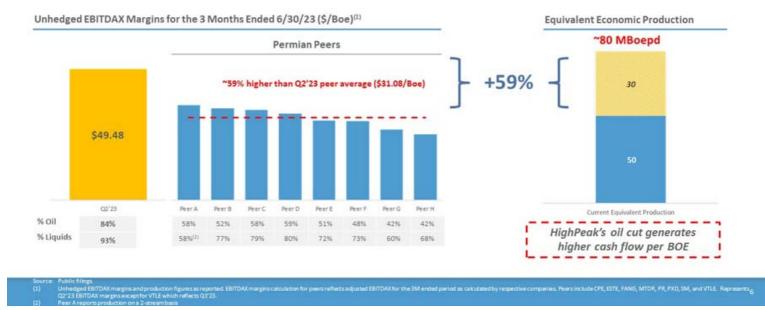




High oil cut, low-cost structure, and continued scaling of production lead to HPK's peer leading margins

■ Q2 margins are 38% above nearest peer

■ HPK Q2'23 margin (\$49.48/Boe) is ~59% higher vs. Q2'23 peer average





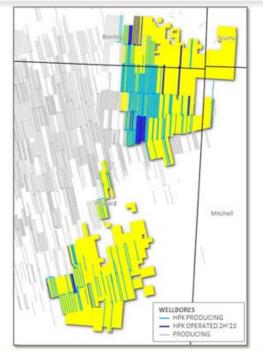
Operations Update

- Approximately 46 gross / 41 net additional wells coming online in 2H 2023
- Development focus over foreseeable future will be WCA and LS
- HighPeak's significant investment in the development of infrastructure todate continues to drive cost reductions and result in peer-leading margins⁽¹⁾

ESG Update

- Investment in overhead power and development of solar farm eliminates need for generators for new wells, reducing diesel emissions and power costs
- Extensive water and electrical infrastructure constructed during multi-year program provides for efficient operations for long-term development
- Utilization of 100% wet sand from local mine provides economic and environmental benefits
- Central tank battery configuration is large, scalable, efficient, and drives lower emissions relative to dispersed, isolated installations required for operators without contiguous acreage

(1) See Slide #6 - "HighPeak's Margins Continue to Outpace Peers"



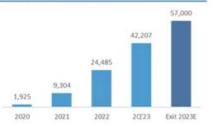
Consistent Value Creation



1.3x

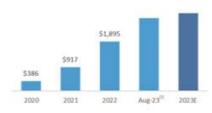
0.9x

Average Daily Production (MBoe/d)





Proved Developed PV-10^[4] (\$MM) At a constant price of \$80/bbl and \$3.00/mcf

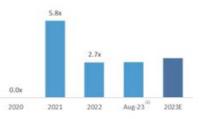




1.2x

Net Debt / EBITDAX⁽¹⁾⁽²⁾

0.4x



2020 2021 2022 Aug-23⁰¹

29

11

Proved Developed Reserves (MMBoe) At a constant price of \$80/bbl and \$3.00/mcf

61

2023E

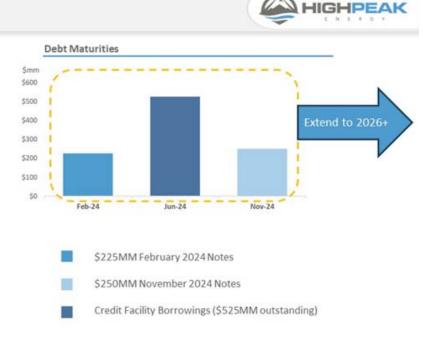
(4) PD PV-10 based on Rec \$80/bit and \$1.00/mcf price at

dQ23ELQA EBRUAX based on file pricing of SEQUOI and S3.0Q/mc1.
 Net debt defined as total debt bas such & cell equivalents.

Capital Structure and Debt Maturities

Recent Events

- In July, Company completed \$155MM equity raise with high management participation showing continued support to enhance near term liquidity and improve positioning for debt refinance
- In conjunction with equity raise, Credit Facility banks approved amendment providing for a postponement to September 1, 2023 of our obligation to redeem or submit a plan for repayment of our February 2024 Notes⁽¹⁾
- Working on comprehensive debt refinancing to push all maturities to 2026+ with expected resolution in Q3'23



(1) Credit Facility would spring to maturity on October 1, 2023, Fi) the Company has not refinanced or extended the Feb/24 Notes, or ii) if the lenders do not approve a refinancing plan presented by the Company or iii) if necessary, the Company does not reserve an additional estension from the lenders.









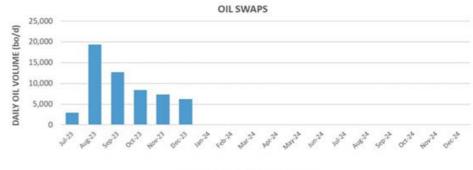
		南 米					Ţ				1	
		Relea Nells			In F	Progre	ss ⁽¹⁾	G	Furne	ed in	Line	
		vens										
		(23)		3 YTD		As of 30	-Jun-23		2Q	'23	2023	3 YTD
				s ytd Net		As of 30 Gross	-Jun-23 Net		2Q Gross	'23 Net	2023 Gross	
OP	20	(′23	2023		OP			OP	Gross	Net	Gross	Net
The second second	20 Gross	('23 Net	2023 Gross	Net	OP Non-Op	Gross	Net	2 T.C. 1	Gross 42	Net 40.3	Gross 68	Net 65.8
OP Non-Op Total	20 Gross 23	2 ′23 Net 23.0	2023 Gross 48	Net 47.7		Gross 35	Net 35.0	OP Non-Op	Gross	Net	Gross	8 YTD Net 65.8 0.3

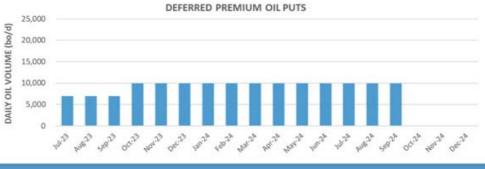
Hedges

Summary

- Average oil volumes of 9,478 Bo/d hedged for 2H'23 using swaps at an average price of \$74.12/bbl
- Average oil volumes of 8,500 Bo/d hedged for 2H'23 using puts at an average floor price of \$57.82/bbl
- Average oil volumes of 10,000 Bo/d hedged for Q1'24 – Q3'24 using puts at an average floor price of \$53.83/bbl
 - Deferred premium cost of \$5/bbl on all puts

	OIL SV	VAPS	OIL P	OIL PUTS			
	VOL (Mbbl)	Price	VOL (Mbbl)	Price			
2023/Q3	1,072	\$73.90	644	\$60.46			
2023/Q4	672	\$74.46	920	\$55.97			
2023	1,744	\$74.12	1,564	\$57.82			
2024/Q1			910	\$53.83			
2024/Q2			910	\$53.83			
2024/Q3			920	\$53.83			
2024/Q4							
2024			2,740	\$53.83			





Includes all hedges through 7/31/23

13

HIGHPEAK

Q2 2023 Summary

Production	2Q'23
Total sales volumes (MBoe)	3,840.8
Total daily sales volumes (MBoe/d)	42.2
Oil percentage	84%
Liquids percentage	93%
Realized Pricing	
Oil per Bbl	\$73.21
NGL per Bbl	\$20.77
Gas per Mcf	\$0.70
Total per Boe (excluding derivatives)	\$62.68
Total per Boe (including derivatives)	\$61.37
Costs (per Boe)	
LOE	\$8.39
Workover expenses	\$0.71
Production & Ad Valorem taxes	\$3.45
G&A (Cash)	\$0.66
Total cash costs	\$13.21
Cash margin (excluding derivatives)	\$49.48
Cash margin (including derivatives)	\$48.16

Earnings	2Q'23
EBITDAX (\$MM)	\$185.0
Other	
Capex (\$MM) ⁽¹⁾	\$299.6
Rig Released ⁽²⁾ / Turn in Line	25/44

 (1)
 Excludes Land acquisition cape

 (2)
 Rig Released includes 1 SWD.



Production, Capital, and Cost Guidance

Production (MBoe/d)	2023
Average production rate	45-51
Exit production rate	55-61
Capex (\$mm)	2023
Gross Operated Wells TIL	105-115
Capital Expenditures D,C,E&F	\$900-\$975
Capital Expenditures, Infra/Land/Other	\$50-\$60
1H 2023 Total Capital Expenditures ⁽¹⁾	\$679
2H 2023E Total Capital Expenditures ⁽¹⁾	\$271-\$356
FY2023E Total Capital Expenditures ⁽¹⁾	\$950-\$1,035
Average Rigs	~3 (6 → 2)
Average Frac Crews	~2 (3 → 2)
Unit Measures (\$/Boe)	2023
Lease Operating Expenses	\$7.50 - \$8.50
General & Administrative	\$0.75 - \$1.00

(1) Excludes acquisition capes.



Reconciliation of Net Income to EBITDAX

(in thousands)		Quarter Ended		
	31-Dec-20	31-Dec-21	31-Dec-22	30-Jun-23
Net income	(\$101,463)	\$55,559	\$236,854	\$31,826
Interest expense	8	2,484	50,610	39,284
Income tax expense (benefit)	(4,223)	16,904	75,361	9,644
Depletion, depreciation and amortization	16,262	65,201	177,742	93,011
Accretion of discount	140	167	370	120
Exploration and abandonment expense	5,036	1,549	1,149	480
Stock based compensation	15,776	6,676	33,352	3,984
Derivative-related noncash activity	-	15,467	1,909	(703)
Other	76,503	166	(266)	7,339
EBITDAX	\$8,039	\$164,173	\$577,081	\$184,985

Unhedged Cash Operating Margin Reconciliation

(in thousands)	Qtr. Ended		
	30-J	un-23	
Oil, NGL and natural gas sales (including deducts)	\$	240,760	
Less: Lease operating expenses		(32,226)	
Less: Workover expenses		(2,708	
Less: Production & ad valorem taxes		(13,259)	
Less: Cash G&A		(2,516	
Cash Margin	\$	190,051	
Divided by: Production (MBoe)		3,840.8	
Cash Margin per Boe, excluding effects of derivatives		\$49.48	
Cash Margin	\$	190,051	
Cash G&A		2,516	
Divided by: Production (MBoe)		3,840.8	
Cash Operating Margin per Boe, before cash G&A and excluding effects of derivatives		\$50.14	