

**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 10, 2021**

**HighPeak Energy, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**333-235313**  
(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)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-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:

<b>Title of Each Class</b>	<b>Trading Symbol(s)</b>	<b>Name of Each Exchange on Which Registered</b>
Common Stock	HPK	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 10, 2021, HighPeak Energy, Inc. (the “**Company**”) posted an investor presentation on the Company’s website, [www.highpeakenergy.com](http://www.highpeakenergy.com), on the Presentations page under the News 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 and is incorporated by reference into this Item 2.02 by reference.

The information in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished pursuant to Item 2.02 of Form 8-K and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), or otherwise subject to liabilities of that section, and is not incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act unless specifically identified therein as being incorporated therein by reference.

**Item 7.01 Regulation FD Disclosure.**

The information set forth under Item 2.02 is incorporated by reference as if fully set forth herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Investor Presentation dated August 2021.</a>
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.

Date: August 10, 2021

**HIGHPEAK ENERGY, INC.**

By: /s/ Steven W. Tholen

Name: Steven W. Tholen

Title: Chief Financial Officer



**2Q21 Results**

August 2021



**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," "forecasts," "intends," "continue," "may," "will," "could," "should," "future," "potential," "estimate" or the negative of such terms, and similar expressions as they relate to HighPeak Energy, inc. ("HighPeak Energy" or the "Company") are intended to identify forward-looking statements, which are generally not historical in nature. The forward-looking statements are based on the Company's current expectations, assumptions, estimates and projections about the Company and the industry in which the Company operates. Although the Company believes that the expectations and assumptions reflected in the forward-looking statements are reasonable as and when made, they involve risks and uncertainties that are difficult to predict and, in many cases, beyond the Company's control.

These risks and uncertainties include, among other things, volatility of commodity prices, product supply and demand, the impact of a widespread outbreak of an illness, such as the coronavirus disease 2019 ("COVID-19") pandemic, on global and U.S. economic activity, competition, the ability to obtain environmental and other permits and the timing thereof, other government regulation or action, the ability to obtain approvals from third parties and negotiate agreements with third parties on mutually acceptable terms, litigation, the costs and results of drilling and operations, availability of equipment, services, resources and personnel required to perform the Company's drilling and operating activities, access to and availability of transportation, processing, fractionation, refining and storage facilities, HighPeak Energy's ability to replace reserves, implement its business plans or complete its development activities as scheduled, access to and cost of capital, the financial strength of counterparties to any credit facility and derivative contracts entered into by HighPeak Energy, if any, and purchasers of HighPeak Energy's oil, NGL and gas production, uncertainties about estimates of reserves, identification of drilling locations and the ability to add proved reserves in the future, the assumptions underlying forecasts, including forecasts of production, expenses, cash flow from sales of oil and gas and tax rates, quality of technical data, environmental and weather risks, including the possible impacts of climate change, cybersecurity risks and acts of war or terrorism. These and other risks are described in the Company's Form 10-K filed with the Securities and Exchange Commission (the "SEC") on March 15, 2021 (File No. 333-248898) and in its other filings with the SEC. In addition, the Company may be subject to currently unforeseen risks that may have a materially adverse effect on it. Accordingly, no assurances can be given that the actual events and results will not be materially different than the anticipated results described in the forward-looking statements. Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date hereof. The Company undertakes no duty to publicly update these statements except as required by law.

**USE OF NON-GAAP FINANCIAL MEASURES**

This presentation includes non-GAAP financial measures, including EBITDAX, operating margin and PV-10. HighPeak believes these non-GAAP measures are useful because they allow HighPeak to more effectively evaluate its operating performance and compare the results of its operations from period to period and against its peers without regard to financing methods, capital structure or tax status. HighPeak does not consider these non-GAAP measures in isolation or as alternatives to similar financial measures determined in accordance with GAAP. HighPeak's computations of these non-GAAP financial measures may not be comparable to other similarly titled measures of other companies.

HighPeak defines EBITDAX as net income before interest expense, income taxes, depreciation, depletion and amortization, exploration and other expenses, impairment and abandonment expenses, non-cash gains or losses on derivatives, stock-based compensation, gain on exchange of debt, gains and losses from the sale of assets, transaction costs and nonrecurring workforce reduction severance payments. HighPeak's management believes EBITDAX is useful as it allows them to more effectively evaluate HighPeak's operating performance and compare the results of its operations from period to period and against its peers without regard to financing methods or capital structure. HighPeak excludes the items listed above from net income in arriving at EBITDAX because these amounts can vary substantially from company to company within the industry depending upon accounting methods and book values of assets, capital structures and the method by which the assets were acquired. HighPeak defines operating margin as realized price less lease operating expenses, gathering, processing and transportation expenses, production taxes and interest, on a per-Boe basis. HighPeak defines PV-10 as the present value of estimated future net revenues to be generated from the production of proved reserves, without giving effect to non-property related expenses, discounted at 10% per year before income taxes. For reconciliations of each such non-GAAP measure as presented herein to its most comparable measure prepared in accordance with GAAP, see the Appendix to this presentation.

**Key Highlights**

**Production**

- Averaged 8.8 MBoe/d in 2Q21 (up 66% from 1Q21)<sup>(1)</sup>
- 90% oil and 96% liquids<sup>(2)</sup>
- Growth expected to continue with addition of 2<sup>nd</sup> rig

**Acreage**

- Flat Top and Signal Peak areas are ~33,000 and ~18,000 net acres, respectively in the Northern Midland Basin
- ~95% operated

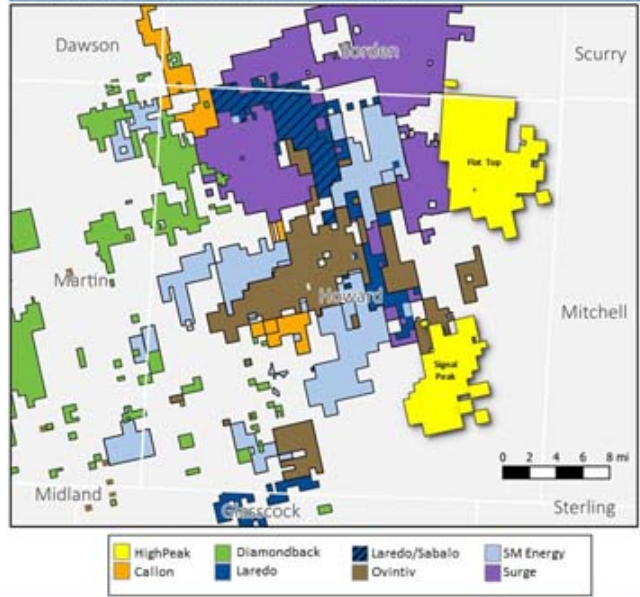
**Acquisition**

- Entered into multiple agreements for certain bolt-on acquisitions during 3Q21 (expected to close in 3Q21)
- 6,200 net acres and estimated production averaging >1,400 Boe/d for the remainder of 2021

**Margins**

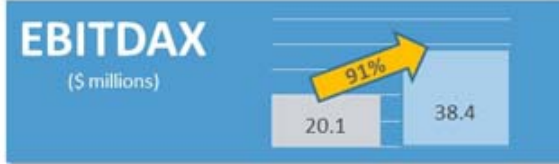
- 2Q21 cash operating margin of \$51.35/Boe<sup>(3)</sup>
- Average realized price of \$60.40/Boe<sup>(3)</sup>

**Acreage Position and Selected Offset Operators**



Source: Average per Wellhead  
 (1) 2Q21 Production averaged 8.8 MBoe/d  
 (2) 2Q21 units realized were 90% oil and 96% liquids  
 (3) Realized Price is price for the offset of production. Cash operating margin defined as adjusted realized price less O&M, less G&P&C, and less production taxes (\$/Boe)

Q1 2021 Q2 2021



Production and Pricing		Q2 2021
Total production (MBoe)		723.6
Total production (MBoe/d)		8.8
Oil percentage		90%
Liquids percentage		96%
Realized Pricing		
Oil per Bbl		\$64.93
NGL per Bbl		\$26.77
Gas per Mcf		\$2.81
Total per Boe		\$60.40
Total per Boe (hedged)		\$59.10
Costs (per Boe)		
LOE (including transportation)		\$5.87
Production & Ad Valorem taxes		\$3.18
G&A (Cash)		\$2.02
Total Cash Costs		\$11.07
Cash Margin		\$49.32
Cash Margin (hedged)		\$48.02
Earnings		
Net Income (\$MM)		\$5.74
GAAP Earnings (per share)		\$0.06
EBITDAX (\$MM)		\$38.38
EBITDAX (per share)		\$0.38
Other		
Capex (\$MM)		\$46.8
Lateral Feet Drilled ('000s)		106.4 + SWD

Realized Price/WTI Index <sup>(1)</sup>  
**92%**

QoQ Cash G&A/Boe  
**↓ 45%**

Cash Margin/WTI Index <sup>(1)</sup>  
**75%**

Average Net Daily Production (Boe/d)



Hedge Position (Bopd)

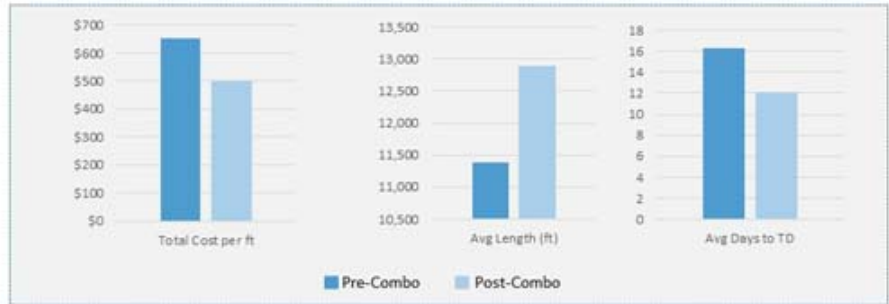




**Capital Efficiency**

- Continuous capital improvement
  - Pad development
  - Longer laterals
  - Service company relationships
  - Ongoing operational improvements
  - D&C Post-Combination<sup>(3)</sup> average is ~\$400/ft

**Capital Efficiency Through 41 Wells Drilled<sup>(4)</sup>**



**Flat Top Well Payout Economics<sup>(2)</sup>**

**Wolfcamp A 12,500' Well**  
 < 7 months at \$70 oil  
 < 1 year at \$50 oil

**Lower Spraberry 12,500' Well**  
 < 9 months at \$70 oil  
 < 1.5 years at \$50 oil

(1) Total cost per foot includes Drilling, Completion, Fracturing and Facilities.  
 (2) Assumes \$1.00/Mcfe of gas. An oil price and total well depth of 2000 ft to 12,500 ft is used. Payback period calculated from first production.  
 (3) "Combination" reflects the business combination ("PDT") of HighPeak Energy, Inc. on Aug. 21, 2018.  
 (4) 41 wells drilled in 2018.



- Higher oil cut and shallower decline relative to Western Howard County
- HighPeak economics improved by company-owned infrastructure and capital efficiency

(1) 2021 data includes both 100% oil and 100% liquids.  
 (2) Peer Avg includes COV, CH, CTE, FANG, LP, MTRX, PDS and SM. Revenue is unbilled realized price before discounts, which includes Cash Margin defined as unbilled realized price less OPEX, less G&A, and less production taxes (\$/Boe).

### Fluid Disposal and Infrastructure

- Phase 1 & 2 of company-owned and operated system in Flat Top area is fully operational
  - Cost efficient fluid disposal
  - Provides for increased produced fluid recycling capability
- Second horizontal SWD to be operational in Q3/21



Lowers Op Costs

### Crude Oil Gathering and Takeaway

- Q2 revenue = 97% oil
- Long-term marketing and gathering contract for Flat Top crude oil
  - Provides for attractive all-in rates
  - Gatherer required to install gathering system
  - Barrel buyback option provides flexibility to access highest value markets



Increases Realized Pricing

Environmental



Started recycling produced fluids



13 MW Solar farm contract signed



Executed contract to increase field electrification

Social



Workforce is 30% Women



Zero safety incidents to date



Flexible work environment/  
Active community member

Governance



Joined the Environmental Partnership



Majority of Board is independent despite controlled company status



Established ESG Committee



Updating  
Capital  
Guidance:

- Increasing 2021 capital investment to \$245 to \$270 million, excluding acquisitions
  - \$210 to \$225 million for DCE&F costs for 35-40 gross wells
  - \$35-\$45 million for continued infrastructure buildout and leasehold
- Positioning HighPeak for continued rapid growth in 2022



Maintaining  
Production  
Guidance:

- 2<sup>nd</sup> Rig activity (starting in Q3) will focus on drilling infill locations on multi-well pads
- Optimizing production and pad efficiency
- Expecting lumpy production for next few quarters
- Setting the stage for continued volume increases in 2022



Updated 2021  
Guidance:

- Total Capital Expenditures of \$245 - \$270 million
- 2021 Average Net Production of 10.5 to 12.0 MBoe/d
- 2021 Exit Net Production of 12.0 to 14.0 MBoe/d



**Responsible Growth** – Efficient production growth of over 66% QoQ<sup>(1)</sup>



**Strong Balance Sheet** – Increased liquidity, initiated dividend, \$1.2mm net debt<sup>(2)</sup>



**Operational Excellence** – Focus on capital and operational efficiency



**Attractive Product Mix** – 96% liquids drive high margins



## HIGHPEAK ENERGY, INC.

Contact Information

Corporate Headquarters  
421 W. 3rd St., Suite 1000  
Fort Worth, TX 76102  
[www.highpeakenergy.com](http://www.highpeakenergy.com)

Ryan Hightower, Vice President - Business Development  
(817) 850-9204  
[IR@highpeakenergy.com](mailto:IR@highpeakenergy.com)



Appendix



## Reconciliation of Net Income/Loss to EBITDAX

(in thousands)	Three Months Ended	
	30-Jun-21	31-Mar-21
Net income	\$ 5,743	\$ 4,744
Interest income	-	(1)
Interest expense	152	54
Income tax expense (benefit)	1,420	1,115
Depletion, depreciation and amortization	16,857	12,963
Accretion on asset retirement obligation	37	35
Exploration and abandonment expense	463	191
Stock based compensation	1,023	966
Derivative-related noncash activity	12,558	-
Other expense	127	-
<b>EBITDAX</b>	<b>\$ 38,380</b>	<b>\$ 20,067</b>

## Calculation of Net Debt

(in thousands)	As of	
	30-Jun-21	31-Mar-21
Total debt	\$ 14,000	\$ -
Less total cash on hand	(12,800)	(9,600)
<b>Net Debt</b>	<b>\$ 1,200</b>	<b>\$ (9,600)</b>