

# **Hawk Exploration Ltd.**

## **Interim Financial Statements**

**March 31, 2014**

(Unaudited)

(Expressed in Canadian dollars)

**Hawk Exploration Ltd.**  
**Balance Sheet (Unaudited)**  
**(Expressed in Canadian dollars)**

As at	March 31, 2014	December 31, 2013
<b>ASSETS</b>		
<b>Current Assets</b>		
Trade and other receivables ( <i>Note 12</i> )	\$ 1,875,130	\$ 1,496,809
Prepaid expenses	25,376	67,892
	<b>1,900,506</b>	<b>1,564,701</b>
<b>Non-current Assets</b>		
Exploration and evaluation ( <i>Note 4</i> )	2,824,025	2,716,521
Property, plant and equipment ( <i>Note 5</i> )	30,648,842	29,501,601
Deferred income tax asset ( <i>Note 7</i> )	807,725	677,148
	<b>34,280,592</b>	<b>32,895,270</b>
<b>Total Assets</b>	<b>\$ 36,181,098</b>	<b>\$ 34,459,971</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current Liabilities</b>		
Trade and other payables	\$ 4,486,154	\$ 4,290,371
Bank indebtedness ( <i>Note 6</i> )	6,150,000	4,900,000
Commodity price contracts ( <i>Note 12</i> )	637,492	244,815
	<b>11,273,646</b>	<b>9,435,186</b>
<b>Non-current Liabilities</b>		
Decommissioning liability ( <i>Note 8</i> )	2,709,236	2,475,802
Convertible Class B shares liability ( <i>Note 10</i> )	10,451,633	10,201,864
	<b>13,160,869</b>	<b>12,677,666</b>
<b>Total Liabilities</b>	<b>24,434,515</b>	<b>22,112,852</b>
<b>Shareholders' Equity</b>		
Share capital ( <i>Note 9</i> )	26,900,048	26,900,048
Equity component of convertible Class B Shares	(1,607,040)	(1,607,040)
Contributed surplus ( <i>Note 9</i> )	1,062,724	1,012,516
Deficit	(14,609,149)	(13,958,405)
	<b>11,746,583</b>	<b>12,347,119</b>
<b>Total Liabilities and Shareholders' Equity</b>	<b>\$ 36,181,098</b>	<b>\$ 34,459,971</b>

Commitments (*Note 15*)

See accompanying notes to the interim financial statements.

**Hawk Exploration Ltd.**  
**Interim Statement of Comprehensive Loss (Unaudited)**  
**(Expressed in Canadian dollars)**

	<b>Three months ended March 31,</b>	
	<b>2014</b>	<b>2013</b>
<b>Revenue</b>		
Petroleum and natural gas sales	\$ 4,660,669	\$ 2,916,641
Royalties	(955,694)	(471,970)
Revenue	<b>3,704,975</b>	2,444,671
Loss on commodity contract <i>(Note 12)</i>	<b>(626,081)</b>	(123,553)
	<b>3,078,894</b>	2,321,118
<b>Expenses</b>		
Production	1,352,479	963,587
Transportation	104,610	85,005
General and administrative	194,326	152,583
Share-based compensation <i>(Note 9)</i>	25,143	29,271
Exploration and evaluation <i>(Note 4)</i>	748,132	4,798
Depletion, depreciation and amortization <i>(Note 5)</i>	1,109,776	965,340
Finance expense <i>(Note 11)</i>	325,749	267,327
	<b>3,860,215</b>	2,467,911
Loss before income tax	<b>(781,321)</b>	(146,793)
Deferred income tax expense (recovery) <i>(Note 7)</i>	<b>(130,577)</b>	12,328
<b>Comprehensive loss</b>	<b>\$ (650,744)</b>	<b>\$ (159,121)</b>
Comprehensive loss per share, basic and diluted <i>(Note 9)</i>	<b>\$ (0.02)</b>	<b>\$ (0.00)</b>

See accompanying notes to the interim financial statements.

**Hawk Exploration Ltd.**  
**Interim Statement of Changes in Shareholders' Equity (Unaudited)**  
**(Expressed in Canadian dollars)**

	Attributable to Shareholders				Total Equity \$
	Share Capital \$	Equity component of Class B Shares \$	Deficit \$	Contributed Surplus \$	
<b>Balance – January 1, 2014</b>	<b>26,900,048</b>	<b>(1,607,040)</b>	<b>(13,958,405)</b>	<b>1,012,516</b>	<b>12,347,119</b>
Share based compensation – stock options	-	-	-	<b>50,208</b>	<b>50,208</b>
Comprehensive loss	-	-	<b>(650,744)</b>	-	<b>(650,744)</b>
<b>Balance – March 31, 2014</b>	<b>26,900,048</b>	<b>(1,607,040)</b>	<b>(14,609,149)</b>	<b>1,062,724</b>	<b>11,746,583</b>
Balance – January 1, 2013	26,831,929	(1,607,040)	(12,666,775)	919,852	13,477,966
Share based compensation – stock options	-	-	-	60,163	60,163
Comprehensive loss	-	-	(159,121)	-	(159,121)
Balance – March 31, 2013	26,831,929	(1,607,040)	(12,825,896)	980,015	13,379,008

See accompanying notes to the interim financial statements.

**Hawk Exploration Ltd.**  
**Interim Statement of Cash Flows (Unaudited)**  
**(Expressed in Canadian dollars)**

	<b>Three months ended March 31,</b>	
	<b>2014</b>	<b>2013</b>
<b>Cash flow provided by (used in) operating activities</b>		
Comprehensive loss	\$ (650,744)	\$ (159,121)
Adjustments for:		
Depletion, depreciation and amortization (Note 5)	1,109,776	965,340
Accretion of decommissioning liability (Note 8)	14,462	1,646
Accretion of Class B Share liability (Note 10)	249,769	226,431
Deferred income tax expense (recovery) (Note 7)	(130,577)	12,328
Exploration and evaluation (Note 4)	748,132	4,798
Unrealized loss on commodity contract (Note 12)	392,677	123,553
Share based compensation (Note 9)	25,143	29,271
Cash flow from operations	<b>1,758,638</b>	1,204,246
Net change in non-cash working capital (Note 16)	<b>(140,022)</b>	(586,312)
<b>Net cash provided by operating activities</b>	<b>1,618,616</b>	617,934
<b>Cash flow provided by financing activities</b>		
Proceeds from bank indebtedness	1,250,000	1,500,000
<b>Net cash provided by financing activities</b>	<b>1,250,000</b>	1,500,000
<b>Cash flow used in investing activities</b>		
Exploration and evaluation expenditures (Note 4)	(984,656)	(378,007)
Expenditures on property, plant and equipment (Note 5)	(1,883,960)	(1,739,927)
<b>Net cash used in investing activities</b>	<b>(2,868,616)</b>	(2,117,934)
<b>Net increase in cash and cash equivalents</b>	<b>-</b>	<b>-</b>
Cash, beginning of period	-	-
<b>Cash, end of period</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Supplemental cash flow information:</b>		
Interest paid	\$ 65,270	\$ 28,076

See accompanying notes to the interim financial statements.

# Hawk Exploration Ltd.

## Notes to the Condensed Interim Financial Statements (Unaudited)

(Expressed in Canadian dollars, unless otherwise indicated)

March 31, 2014

### NOTE 1. DESCRIPTION OF BUSINESS

Hawk Exploration Ltd. (“Hawk” or the “Corporation”) was incorporated under the laws of the Province of Alberta on February 2, 2009 with its registered office at 3300, 421 – 7<sup>th</sup> Avenue SW, Calgary, Alberta. The Corporation is engaged in the acquisition of, exploration for and development of crude oil and natural gas in western Canada. The Class A Shares and Class B Shares of the Corporation are listed on the TSX Venture Exchange. All amounts included are stated in Canadian dollars, unless otherwise indicated.

### NOTE 2. BASIS OF PRESENTATION

The condensed interim financial statements were authorized for issue in accordance with a resolution of the Board of Directors made on May 27, 2014.

The Corporation prepares its condensed interim financial statements in accordance with Canadian generally accepted accounting principles as set out in the Handbook of the Canadian Institute of Chartered Accountants. These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. Certain disclosures included in the notes to the annual financial statements have been condensed in the following note disclosures or have been disclosed on an annual basis only. Accordingly, these condensed interim financial statements should be read in conjunction with the audited financial statements for the year ended December 31, 2013, which have been prepared in accordance with IFRS as issued by the IASB.

### NOTE 3. SIGNIFICANT ACCOUNTING POLICIES AND NEW ACCOUNTING STANDARDS

These condensed interim financial statements follow the same accounting policies and methods of application as the annual financial statements for the year ended December 31, 2013 with the exception of deferred taxes and the newly adopted accounting policies as outlined below. Taxes in the interim periods are accrued using the tax rate that would be applicable to the expected total annual profit or loss.

Effective January 1, 2014, the Corporation adopted the amended IAS 32 – Financial Instruments and IFRIC 21 – Accounting for Levies. The adoption of these accounting policies had no impact on the Corporation’s condensed interim financial statements.

#### Future Accounting Pronouncements

In February 2014, the IASB tentatively decided to require an entity to apply IFRS 9 Financial Instruments for annual periods beginning on or after January 1, 2018. The full impact of the standard on the Corporation’s financial statements will not be known until changes are finalized. Early adoption is permitted.

### NOTE 4. EXPLORATION AND EVALUATION

	For the period ended March 31, 2014	For the year ended December 31, 2013
<b>Balance, beginning of period</b>	\$ 2,716,521	\$ 3,337,288
Cash additions	984,656	1,433,538
Capitalized share based compensation and other	68,500	43,867
Dispositions	-	(220,000)
Transfer to property, plant and equipment	(197,520)	(260,785)
Exploration and evaluation expense	(748,132)	(1,617,387)
<b>Balance, end of period</b>	<b>\$ 2,824,025</b>	<b>\$ 2,716,521</b>

During the three months ended March 31, 2014, the Corporation capitalized \$123,750 (2013 - \$112,500) of general and administration expenses directly attributable to exploration activities. For the three months ended March 31, 2014, the

# Hawk Exploration Ltd.

## Notes to the Condensed Interim Financial Statements (Unaudited)

(Expressed in Canadian dollars, unless otherwise indicated)

March 31, 2014

Corporation capitalized \$18,835 (2013 – \$23,298) of share based compensation expense directly attributable to exploration activities.

For the three months ended March 31, 2014, the Corporation determined certain exploration and evaluation costs to be unsuccessful and not recoverable, and accordingly, \$748,132 (2013 - \$4,798) in capitalized costs was recognized as exploration and evaluation expense. The majority of the exploration expense during the three months ended March 31, 2014 pertained to an unsuccessful well drilled in the Redwater area of Alberta in the first quarter of 2014.

For the three months ended March 31, 2014, the Corporation determined certain properties were commercially viable and accordingly \$197,520 of accumulated exploration and evaluation costs were transferred to property, plant and equipment. During 2013, the Corporation determined certain properties were commercially viable and accordingly \$260,785 of accumulated exploration and evaluation costs were transferred to property, plant and equipment.

### NOTE 5. PROPERTY, PLANT AND EQUIPMENT

	Petroleum and natural gas properties	Office equipment and other	Total
	\$	\$	\$
<b>Cost</b>			
At January 1, 2014	54,177,225	387,377	54,564,602
Cash additions	1,871,960	12,000	1,883,960
Capitalized share based compensation	6,230	-	6,230
Transfers from exploration and evaluation	197,520	-	197,520
Changes in decommissioning provision	169,307	-	169,307
<b>Balance March 31, 2014</b>	<b>56,422,242</b>	<b>399,377</b>	<b>56,821,619</b>
<b>Accumulated Depletion, Depreciation and Impairments</b>			
At January 1, 2014	24,849,824	213,177	25,063,001
Depletion, depreciation and amortization	1,092,161	17,615	1,109,776
<b>Balance March 31, 2014</b>	<b>25,941,985</b>	<b>230,792</b>	<b>26,172,777</b>
<b>Carrying amount as at March 31, 2014</b>	<b>30,480,257</b>	<b>168,585</b>	<b>30,648,842</b>
	Petroleum and natural gas properties	Office equipment and other	Total
	\$	\$	\$
<b>Cost</b>			
At January 1, 2013	45,042,676	301,974	45,344,650
Cash additions	7,685,017	85,403	7,770,420
Capitalized share based compensation	14,637	-	14,637
Transfers from exploration and evaluation	260,785	-	260,785
Changes in decommissioning provision	1,174,110	-	1,174,110
<b>Balance December 31, 2013</b>	<b>54,177,225</b>	<b>387,377</b>	<b>54,564,602</b>
<b>Accumulated Depletion, Depreciation and Impairments</b>			
At January 1, 2013	20,018,767	149,851	20,168,618
Depletion, depreciation and amortization	3,981,259	63,326	4,044,585
Impairments	849,798	-	849,798
<b>Balance December 31, 2013</b>	<b>24,849,824</b>	<b>213,177</b>	<b>25,063,001</b>
<b>Carrying amount as at December 31, 2013</b>	<b>29,327,401</b>	<b>174,200</b>	<b>29,501,601</b>

# Hawk Exploration Ltd.

## Notes to the Condensed Interim Financial Statements (Unaudited)

(Expressed in Canadian dollars, unless otherwise indicated)

March 31, 2014

For the three months ended March 31, 2014, Hawk capitalized \$41,250 (2013 -\$37,500) of general and administrative costs. For the three months ended March 31, 2014, the Corporation capitalized \$6,230 (2013 - \$14,637) of share based compensation expense.

At March 31, 2014, \$2,566,000 (March 31, 2013 - \$2,863,000) of future development cost was included in costs subject to depletion and depreciation. At December 31, 2013, \$2,566,000 of future development cost was included in costs subject to depletion and depreciation.

### NOTE 6. BANK INDEBTEDNESS

The Corporation has available a \$12 million revolving demand credit facility (the "Credit Facility") with a Canadian chartered bank. The Credit Facility bears interest at the bank's prime rate plus 0.75 percent or at bankers' acceptance rates plus a stamping fee of 2 percent. A standby fee of 0.25 percent is charged on the undrawn portion of the Credit Facility and is secured by a \$25 million fixed and floating charge demand debenture with a floating charge over the assets of the Corporation.

At March 31, 2014, Hawk had \$6.15 million of bank debt outstanding (December 31, 2013 – \$4.9 million and March 31, 2012 - \$3.2 million). At March 31, 2014, the Corporation was in compliance with all covenants contained in the Credit Facility (see Note 13).

### NOTE 7. DEFERRED INCOME TAX

Future income tax expense differs from that which would be expected from applying the combined effective Canadian federal and provincial tax rate of 25.6 percent (2013 – 25 percent) to income before income taxes as follows:

	Three months ended March 31,	
	2014	2013
Loss before income taxes	\$ (781,321)	\$ (146,793)
Tax rate	25.6%	25%
Expected tax recovery	(199,783)	(36,698)
Adjustment resulting from:		
Non-deductible share-based payments	6,429	7,318
Accretion of convertible Class B share liability	63,866	56,608
Other	(1,089)	(14,900)
Deferred income tax expense (recovery)	\$ (130,577)	\$ 12,328

### NOTE 8. DECOMMISSIONING LIABILITY

The total future asset retirement obligation was estimated based on the Corporation's net ownership interest in all wells and facilities, the estimated costs to abandon and reclaim the wells and facilities and the estimated timing of the costs to be incurred in future periods. By their nature, these estimates are subject to measurement uncertainty and the effect on the financial statements could be significant. The total undiscounted amount of the estimated cash flows required to settle the asset retirement obligation is approximately \$2.9 million (December 31, 2013 - \$2.7 million) which will be incurred over the next 13 years with the majority of costs incurred between 2016 and 2026. A nominal risk free interest rate of 2.4 percent (December 31, 2013 – 2.7 percent), and an inflation rate of 2 percent (December 31, 2013 – 2 percent), was used to calculate the fair value of the asset retirement obligation.

# Hawk Exploration Ltd.

## Notes to the Condensed Interim Financial Statements (Unaudited)

(Expressed in Canadian dollars, unless otherwise indicated)

March 31, 2014

Changes to the liability were as follows:

	Three months ended March 31, 2014	Year ended December 31, 2013
Asset retirement obligation, beginning of period	\$ 2,475,802	\$ 1,339,970
Liabilities incurred	181,782	366,829
Change in estimated future cash outflows	37,190	887,101
Change in discount rate	-	(58,428)
Accretion	14,462	42,672
Disposition	-	(21,951)
Liabilities settled	-	(80,391)
Asset retirement obligation, end of period	\$ 2,709,236	\$ 2,475,802

### NOTE 9. SHARE CAPITAL

#### (a) Authorized

Unlimited number of voting Class A shares and voting Class B shares

Unlimited number of preferred shares, issuable in series

#### (b) Issued and outstanding

	Number of Shares	Amount
<b>Class A shares</b>		
Opening balance at January 1, 2013	34,480,953	\$ 26,831,929
Issue of Class A common shares on exercise of stock options	125,000	68,119
<b>Balance at December 31, 2013 and March 31, 2014</b>	<b>34,605,953</b>	<b>\$ 26,900,048</b>

#### (c) Stock options

The Corporation has a stock option plan (the "Plan") under which it is authorized to issue stock options to employees, officers, directors, and consultants for up to ten percent of the total issued and outstanding Class A Shares and Class B Shares. Options granted under the Plan vest as to one-third on each of the first, second and third anniversaries from the date of grant and expire ten years from the date of grant.

The following table sets forth the changes in the stock options outstanding for the period ended March 31, 2014:

	Number of Options	Weighted Average Exercise Price	Number Exercisable
Stock options outstanding at January 1, 2013	3,539,500	\$0.51	1,743,000
Options exercised	(125,000)	\$0.35	(125,000)
Options voluntarily surrendered	(1,129,500)	\$1.00	(711,000)
Stock options outstanding at December 31, 2013	2,285,000	\$0.30	1,331,667
Stock options outstanding at January 1, 2014	2,285,000	\$0.30	1,331,667
Options granted	1,136,500	\$0.42	-
<b>Stock options outstanding at March 31, 2014</b>	<b>3,421,500</b>	<b>\$0.33</b>	<b>1,331,667</b>

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## Notes to the Condensed Interim Financial Statements (Unaudited)

(Expressed in Canadian dollars, unless otherwise indicated)

March 31, 2014

On January 22, 2014, the Corporation granted 1,136,500 options to directors, officers and employees of Hawk to acquire Class A Shares of Hawk at an exercise price of \$0.42. The options expire ten years from the date of the grant which occurred on January 22, 2014.

The following table sets forth information about the stock options outstanding at March 31, 2014:

Exercise Price	Number Outstanding	Weighted average Remaining life (years)	Weighted average Exercise Price	Number Exercisable	Weighted average Exercisable Price
\$0.25	1,430,000	8.0	\$0.25	476,667	\$0.25
\$0.35	855,000	5.2	\$0.35	855,000	\$0.35
\$0.42	1,136,500	9.8	\$0.42	-	-
\$0.30	3,421,500	7.9	\$0.33	1,331,667	\$0.30

### (d) Share based compensation

The fair value of each option granted is estimated on the date of grant using the Black-Scholes option pricing model with the following weighted average assumptions:

	March 31, 2014	December 31, 2013
Risk free rate (%)	1.4	-
Expected life (years)	5	-
Expected volatility (%)	75	-
Expected dividends	Nil	-
Estimated forfeiture rate	Nil	-
Weighted average fair value per option	\$0.26	-

Share based compensation expense is amortized over the vesting period of each tranche of options granted. For the three months ended March 31, 2014, share based compensation expense totaled \$25,143 (2013 - \$29,271). Hawk also capitalized \$25,065 (2013 - \$30,892) of share based compensation for the three months ended March 31, 2014.

### (e) Contributed Surplus

	March 31, 2014	December 31, 2013
Contributed surplus, beginning of period	\$ 1,012,516	\$ 919,852
Share based compensation expense	25,143	57,969
Share based compensation capitalized	25,065	59,064
Exercise of stock options	-	(24,369)
Contributed surplus, end of period	\$ 1,062,724	\$ 1,012,516

### (f) Per share amounts

The weighted average basic number of Class A Shares outstanding for the three months ended March 31, 2014 was 34,605,953 (2013 - 34,480,953). For both the three months ended March 31, 2014 and 2013, the effect of the conversion of the Class B Shares and the conversion of the stock option were excluded from the fully diluted number of Class A Shares outstanding as their impacts would have been anti-dilutive.

## NOTE 10. CONVERTIBLE CLASS B SHARES

On June 11, 2009, the Corporation issued 1,080,000 Class B shares on a flow-through basis as part of the Corporation's initial public offering. The Class B shares are convertible (at the option of the Corporation) at any time after July 2, 2012 and on or before June 30, 2014 into Class A shares. The number of Class A shares to be issued upon conversion of one Class B share is calculated by dividing \$10 by the greater of \$1 and the then current market price of the Class A shares at the date of conversion. If conversion has not occurred by the close of business on June 30, 2014, the Class B shares become convertible (at the option of the shareholder) into Class A shares pursuant to the conversion formula described above. Effective at the

# Hawk Exploration Ltd.

## Notes to the Condensed Interim Financial Statements (Unaudited)

(Expressed in Canadian dollars, unless otherwise indicated)

March 31, 2014

close of business on July 31, 2014, all remaining Class B shares will be automatically converted into Class A shares pursuant to the conversion formula described above.

The Class B shares were determined to be compound instruments. As the Class B shares are convertible into Class A shares pursuant to the conversion formula described above, the number of Class A shares to be issued upon conversion is unknown, and therefore is presented as a liability. The Class B share liability is accreted using the effective interest rate method over the term of the Class B shares, such that the carrying amount of the financial liability will be equal to the principal amount of \$10.8 million at maturity.

The following table sets forth the convertible Class B share liability activities:

	March 31, 2014	December 31, 2013
Balance, beginning of period	\$ 10,201,864	\$ 9,248,631
Accretion of convertible Class B share liability	249,769	953,233
Balance, end of period	\$ 10,451,633	\$ 10,201,864

### NOTE 11. FINANCE EXPENSE

	Three months ended March 31,	
	2014	2013
Finance expense:		
Interest and fees on revolving credit facility	\$ 61,518	\$ 39,250
Accretion of decommissioning liability (Note 8)	14,462	1,646
Accretion of convertible Class B share liability (Note 10)	249,769	226,431
Finance expense	\$ 325,749	\$ 267,327

### NOTE 12. FINANCIAL INSTRUMENTS

#### Fair Values

The Corporation's financial instruments recognized on the balance sheet include cash, trade and other receivables, trade and other payables, bank indebtedness, commodity price contracts and convertible Class B share liability. The fair value equals the carrying value for all financial instruments except for the convertible Class B share liability, due to their short term nature. The carrying value of these financial assets and liabilities is summarized as follows:

	March 31, 2014	December 31, 2013
<b>Assets</b>		
Trade and other receivables	\$ 1,875,130	\$ 1,496,809
<b>Liabilities</b>		
Trade and other payables	\$ 4,486,154	\$ 4,290,371
Bank indebtedness	6,150,000	4,900,000
Commodity price contracts	637,492	244,815
Convertible Class B share liability	10,451,633	10,201,864

The Corporation's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

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## Notes to the Condensed Interim Financial Statements (Unaudited)

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Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place. The fair value measurement of the commodity price contracts has a fair value hierarchy of Level 2.

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data. The carrying value of trade and other receivables, trade and other payables and bank indebtedness included in the balance sheet approximate fair value due to the short term nature of those instruments.

The Corporation has convertible Class B shares, of which the liability component has been classified as financial liabilities at amortized cost. At March 31, 2014, the estimated fair value of the convertible Class B liability was \$4.32 million (December 31, 2013 - \$3.5 million). The fair value of the liability component of convertible Class B shares was determined based on the closing trading price of the Class B shares at March 31, 2014 of \$4.00 per Class B share (December 31, 2013 - \$3.20).

### *Credit Risk*

Credit risk is primarily related to the Corporation's receivables from petroleum and natural gas marketers and joint venture partners and the risk of financial loss if a marketer or partner fails to meet its contractual obligations. Receivables from petroleum and natural gas marketers are normally collected on the 25<sup>th</sup> day of the month following production. The Corporation's policy to mitigate credit risk associated with these receivables is to establish marketing relationships with large, credit worthy purchasers. The Corporation has not experienced any collection issues with its petroleum and natural gas marketers. Receivables from joint venture partners are typically collected within one to three months of the joint venture bill being issued to the partner. The Corporation attempts to mitigate the risk from joint venture receivables by obtaining partner approval of significant capital expenditures prior to expenditure. There were no receivables allowed for or written off for the three months ended March 31, 2014 (2013 - \$nil). The Corporation's accounts receivable consisted of the following as at:

	<b>March 31, 2014</b>	<b>December 31, 2013</b>
Revenue receivable from marketers	\$ 1,786,568	\$ 1,281,732
Joint venture receivables	40,419	118,839
GST receivable	3,053	51,148
Cash call paid	45,090	45,090
	<b>\$ 1,875,130</b>	<b>\$ 1,496,809</b>

At March 31, 2014, the Corporation had \$10,000 (December 31, 2013 - \$40,000) of receivables that were considered past due from joint venture partners. The Corporation's most significant customer, a Canadian oil marketer, accounts for \$1,733,749 of the trade and other receivables at March 31, 2014 (December 31, 2013 - \$1,270,283). The Corporation's most significant joint venture partner, a Canadian public oil and gas company, accounts for \$16,429 of the trade and other receivables at March 31, 2014 (December 31, 2013 - \$53,066).

### *Liquidity Risk*

Liquidity risk relates to the risk the Corporation will encounter should it have difficulty in meeting obligations associated with the financial liabilities. The financial liabilities on its balance sheet consist of accounts payable and accrued liabilities and bank indebtedness. Accounts payable consist of invoices payable to trade suppliers relating to the office and field operating activities and its capital spending program. The Corporation processes invoices within a normal payment period and are primarily due within one year of the statement of financial position date. Hawk anticipates it will continue to have adequate liquidity to fund its financial liabilities through its cash from operating activities and available undrawn credit facility. The Company had no defaults or breaches on its bank debt or any of its financial liabilities.

### *Market Risk*

Market risk is the risk that changes in market prices, such as commodity prices, foreign exchange rates, and interest rates will affect the Corporation's net loss or the value of financial instruments.

# Hawk Exploration Ltd.

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### Commodity Price Risk

Commodity price risk is the risk that future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for petroleum and natural gas are impacted by world and continental/regional economic and other events that dictate the level of supply and demand. The Corporation may utilize commodity price contracts to manage a portion of commodity price risk through the use of various risk management financial contracts. All such transactions are conducted in accordance with the risk management policy that has been approved by the Board of Directors. As at March 31, 2014, the Corporation had the following contracts:

Type	Commodity	Volume	Contract Price (\$Cdn/Bbl)	Pricing Point	Term	Fair Value
Financial	Crude Oil	100 Bbl/d	\$92.50 Floor/\$100.90 Ceiling	WTI – Nymex \$Cdn	Jan 2014 to June 2014	(\$130,487)
Financial	Crude Oil	100 Bbl/d	\$90.00 Floor/\$103.80 Ceiling	WTI – Nymex \$Cdn	April 2014 to Sept 2014	(\$139,880)
Financial	Crude Oil	100 Bbl/d	\$101 Fixed price swap	WTI – Nymex \$Cdn	Jan 2014 to Dec 2014	(\$235,302)
Financial	Crude Oil	100 Bbl/d	\$21.80 Fixed price swap	WCS differential \$Cdn	April 2014 to Dec 2014	(\$8,541)
Financial	Crude Oil	100 Bbl/d	\$100.25 Fixed price swap	WTI – Nymex \$Cdn	July 2014 to Dec 2014	(\$123,282)
Total fair value						(\$637,492)

The fair value of the above contracts as at March 31, 2014 was a liability of \$637,492 (December 31, 2013 – \$244,815) which has been classified as a current liability in the statement of financial position.

The table sets forth the realized and unrealized gains and losses on the Corporation's commodity contracts as follows:

	Three months ended March 31,	
	2014	2013
Realized loss on commodity price contracts	\$ (233,404)	\$ -
Unrealized loss on commodity price contracts	(392,677)	(123,553)
Total loss on commodity price contracts	\$ (626,081)	(\$123,553)

### Foreign Currency Risk

Foreign currency risk is the risk that future cash flow will fluctuate as a result of changes in foreign exchange rates. Although all of the Corporation's petroleum and natural gas sales are denominated in Canadian dollars, the underlying market price in Canada for petroleum and natural gas are impacted by changes in the exchange rate between the Canadian dollar and the United States dollar. The Corporation had no forward exchange rate contracts in place as at or for the three months ended March 31, 2014.

### Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Corporation is exposed to interest rate risk to the extent the changes in market interest rates will impact the Corporation's bank debts that have a floating interest rate. The Corporation had no interest rate swap contracts in place as at or for the three months ended March 31, 2014.

## NOTE 13. CAPITAL DISCLOSURES

The Corporation's policy is to maintain a strong capital base for the objectives of maintaining financial flexibility, creditor and market confidence and to sustain the future development of the business.

The Corporation manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying petroleum and natural gas assets. The Corporation considers its capital structure to include shareholders' equity, bank debt and working capital. In order to maintain or adjust the capital structure, the

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Corporation may from time to time issue new shares, seek debt financing and adjust its capital spending to manage current and projected debt levels.

The Corporation monitors its capital structure using a measure of net debt to annualized cash flow from operations ratio. Hawk's objective is to maintain a net debt to annualized cash flow from operations of less than two times. As at March 31, 2014, the Corporation had \$6.15 million drawn (December 31, 2013 - \$4.9 million) on its credit facility, and had a working capital deficit of approximately \$2.6 million (December 31, 2013 - \$2.7 million) comprised of:

	March 31, 2014	December 31, 2013
Current assets (excluding unrealized gain on commodity contracts)	\$ 1,900,506	\$ 1,564,701
Current liabilities (excluding bank debt and unrealized loss on commodity contracts)	(4,486,154)	(4,290,371)
Working capital deficit <sup>(1)</sup>	\$ (2,585,648)	\$ (2,725,670)

The Corporation's net debt to annualized cash flow from operations ratio was determined as follows:

	March 31, 2014	December 31, 2013
Bank debt	\$ 6,150,000	\$ 4,900,000
Working capital deficit <sup>(1)</sup>	2,585,648	2,725,670
Net debt	\$ 8,735,648	\$ 7,625,670
Annualized cash flow from operations <sup>(2)</sup>	\$ 7,034,552	\$ 6,220,836
Net debt to annualized cash flow from operations ratio	1.2	1.2

<sup>(1)</sup> Working capital deficit is an additional-GAAP measure that includes trade and other receivables, prepaid expenses, and trade and other payables.

<sup>(2)</sup> Cash flow operations is an additional-GAAP measure that is generally equal to cash flow from operating activities before changes in non-cash working capital as per the interim statement of cash flow on page 5 of \$1,758,638. This amount is annualized by multiplying \$1,758,638 by 4.

As at March 31, 2014, the Corporation's ratio of net debt to annualized funds flow from operations of 1.2 times (December 31, 2013 – 1.2 times) was within the acceptable range established by the Corporation. To monitor this ratio, Hawk prepares annual capital and operating budgets which are updated depending on varying factors such as general market conditions and levels of success of capital deployment.

The Corporation's share capital is not subject to any external restrictions; however Hawk is required to maintain a minimum working capital ratio of 1:1 to remain in compliance with its credit facility. For purposes of this calculation, working capital ratio is defined as the ratio of current assets plus any undrawn availability under the revolving credit facility to current liabilities excluding any amount drawn under the credit facility. At March 31, 2014, the Company had a working capital ratio of 1.7:1 (December 31, 2013 – 2:1), which is greater than the minimum ratio required. There were no changes to Hawk's approach to manage capital during the period.

### NOTE 14. RELATED PARTY TRANSACTIONS

The Corporation leases office space, office furnishings, and computer and telephone equipment from a company controlled by certain members of management of Hawk. The lease was made in the Corporation's normal course of operations. For the three months ended March 31, 2014, the Corporation expensed \$20,672 (2013 - \$20,672) pertaining to office lease costs.

The Corporation has a farm-in agreement with Trihawk Energy Ltd., ("Trihawk") a company owned by certain members of management of Hawk. Under the terms of the farm-in agreement, Hawk has the option to farm-in on certain lands owned by Trihawk in return for a ten percent, non-convertible, gross overriding royalty. The farm-in agreement was made in the normal course of operations. For the three months ended March 31, 2014, \$41,302 (2013 - \$9,327) of gross overriding royalties due

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to Trihawk under the terms of the farm-in agreement has been included in the statement of operations. At March 31, 2014, \$30,287 (2012 - \$6,033) was included in accounts payable as gross overriding royalties owing to Trihawk.

The Corporation obtains legal services from a firm in which one of the Corporation's former directors is a partner. Included in general and administrative expenses for the three months ended March 31, 2013 were \$661 (2013 - \$3,783) relating to legal services. At March 31, 2014, accounts payable included \$nil (2013 - \$3,972) related to these legal services. These legal services were provided in the normal course of operations.

### NOTE 15. COMMITMENTS

Under the office lease agreement as described in Note 14, the Corporation is committed to minimum annual lease payments as follows:

2014	\$ 62,299
2015	\$ 7,023

The Corporation has entered into certain farm-in agreements with third parties to earn working interests in additional prospective acreage. At March 31, 2014, Hawk's required future commitments under the terms of these agreements are estimated to be \$1.2 million, which form part of the Corporation's capital program for 2014.

### NOTE 16. SUPPLEMENTAL CASH FLOW INFORMATION

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	<b>Three months ended March 31,</b>	
	<b>2014</b>	<b>2013</b>
Changes in non-cash working capital:		
Trade and other receivables	\$ (378,321)	\$ 79,894
Prepaid expenses	42,516	33,471
Trade and other payables	195,783	(699,677)
	<b>\$ 140,022</b>	<b>\$ (586,312)</b>

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