



EMPIRE ENERGY GROUP LIMITED

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16 July 2014

Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Exchange Limited  
20 Bridge Street  
Sydney NSW 2000

### LATE LODGEMENT – APPENDIX 3Y

Please find enclosed an Appendix 3Y – Change of Director's Interest Notice.

In relation to the late lodgement of the enclosed Appendix 3Y we advise the following:

1. The Appendix 3Y was on this occasion lodged late due an administrative oversight.
2. The Company has in place a system which assists with the management of all changes in Directors interests. All Directors are aware of their obligations in respect to changes to their interests in the securities of the Company. Unfortunately due to an administration error the Appendix 3Y was not lodged.
3. The Company believes its current practices are adequate and that the late lodgement of the Appendix 3Y was an unfortunate irregularity.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'R. Ryan', written over a light blue horizontal line.

R Ryan  
Secretary

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	<b>Empire Energy Group Limited</b>
<b>ABN</b>	<b>29 002 148 361</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Bruce McLeod
<b>Date of last notice</b>	4 July 2013

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect interest
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Securities held by Rhodes Capital Pty Ltd. This Company acts as Trustee for the McLeod Super Fund. B W McLeod is a Director of this Company and a beneficiary of the Fund.
<b>Date of change</b>	31 December 2013
<b>No. of securities held prior to change</b>	Rhodes Capital Pty Ltd - 6,175,056 shares - 6,650,000 executive options B W McLeod – 165,239 shares Other related parties – 898,070 shares
<b>Class</b>	Unlisted executive options
<b>Number acquired</b>	Nil
<b>Number disposed</b>	1,650,000 options exercisable at \$0.18 expired 31/12/2013
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	n/a

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	Rhodes Capital Pty Ltd - 6,175,056 shares - 5,000,000 executive options B W McLeod – 165,239 shares Other related parties – 898,070 shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1,650,000 options exercisable at \$0.18 expired 31/12/2013

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Nil
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?</b>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

+ See chapter 19 for defined terms.