



EMPIRE ENERGY GROUP LIMITED
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(ASX: EEG) (OTCQX: EEGNY)

31 August 2015

NON-RENOUNCEABLE RIGHTS ISSUE

- **1-for-5 Non-Renounceable Rights Issue**
- **Offer to raise up to ~\$1.4 million at \$0.0225 per share**
- **Funds raised to be utilised for continuing business operations and as discussed below**

Empire Energy Group Limited (“Empire” or the “Company”) is pleased to announce a pro-rata non-renounceable rights issue (“Offer”) to issue at an issue price of \$0.0225 per new Share up to a maximum of 61,772,736 shares (“New Shares”) on a 1 for 5 basis, based on shares held as at the Record Date. Should the Offer be fully subscribed it will raise approximately \$1.4 million before costs.

Under the Offer, Eligible Shareholders who take up their Entitlement in full will also be able to apply for additional New Shares under a Top-Up Facility. New Shares that have been initially offered to Eligible Shareholders under the Offer, but have not taken up, will be:

- offered to other Eligible Shareholders under the Top-Up Facility; and then
- any remaining New Shares not taken up by Eligible Shareholders will be placed by the Directors to new shareholders within 120 days of the Closing Date of the Offer.

An Eligible Shareholder under the Offer is a Shareholder who is:

- registered as a holder of EEG shares as at the Record Date;
- has a registered address in Australia or New Zealand; and
- eligible under all applicable securities laws to receive an offer under the Offer.

Directors will participate and take up their entitlements under the Offer.

Funds raised under the Offer will be used to:

- provide equity for the acquisition of distressed USA oil and gas assets that would be considered bolt-on opportunities for the Company’s existing operations;
- continuation of ongoing work programs in the Northern Territory until the proposed Farm-in agreement is completed with the next 120 days;
- general working capital purposes; and
- finance expenses of the Offer.

An Offer Booklet in relation to the Offer has been lodged with the ASX and the Entitlement and Acceptance Form will be despatched to Eligible Shareholders in accordance with the timetable below.

Indicative Timetable

Event	Date
Announcement of Offer	31-Aug-2015
Cleansing Notice, lodgement of Appendix 3B and Offer Document lodged with ASX	31-Aug-2015
Notice sent to Shareholders	01-Sep-2015
Ex-date	03-Sep-2015
Record Date	07-Sep-2015
Offer Document and Acceptance Form despatched to Eligible Shareholder and lodged with the ASX	10-Sep-2015
Last day to extend the Offer Closing Date	17-Sep-2015
Closing Date for acceptances	22-Sep-2015
New Shares are quoted on a deferred settlement basis	23-Sep-2015
Notify ASX of any under subscriptions and shortfall	25-Sep-2015
Despatch of holding statement & deferred settlement ends	30-Sep-2015
Normal trading for New Shares commences	30-Sep-2015

Note: This timetable is indicative only and subject to change. Subject to the Corporations Act 2001 (Cth) and ASX Listing Rules, Empire reserves the right to vary the dates and times in connection with the Rights Issue, including the Closing Date, without prior notice.

The Company also reserves the right not to proceed with the whole or part of the Offer at any time prior to the issue date. In that event, application monies will be refunded in full without interest.

Shareholders who have questions relating to the Offer should call the Company on 02 9251 1846 between 9.00am and 5.00pm (Sydney time) on business days during the offer period.

Bruce McLeod
Executive Chairman