



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

14 December 2016

**RENOUNCEABLE RIGHTS ISSUE
CLEANSING NOTICE – CONTINUOUS DISCLOSURE**

Empire Energy Group Limited (“Empire” or the “Company”) announced today it will undertake a renounceable rights issue (“Offer”) to issue up a maximum of 764,090,529 shares on a 11-for-5 basis at an issue price of \$0.008 per new Share. Should the Offer be fully subscribed it will raise approximately \$6.1 million before costs. The record date for the Offer is 20 December 2016.

The Offer will be made to holders of ordinary shares in the Company with a registered address in Australia or New Zealand (“Eligible Shareholders”) as at 20 December 2016 (“Record Date”). Eligible shareholders will have the right to take up one (11) new share (“New Shares”) for every five (5) shares held as at the Record Date.

The Offer is fully underwritten by 153 Fish Capital Pte Ltd.

Notice under Section 708AA(7) of the Corporations Act 2001 (Cth) (“Corporations Act”).

The Company hereby gives notice that:

1. The issue of New Shares to be made under the Offer will be without disclosure under Part 6D.2 of the Corporations Act.
2. This notice is given in accordance with section 708AA(2)(f) of the Corporations Act.
3. As at the date of this notice the Company has complied with:
 - all of its obligations under Chapter 2M of the Corporations Act; and
 - all of its obligations under Section 674 of the Corporations Act.
4. The Company is not aware of any information that has been excluded from any continuous disclosure notice issued pursuant to ASX Listing Rules that would reasonably be required by investors and their professional advisers for the purposes of making an informed assessment of the assets and liabilities, financial position and performance, profits and losses and prospects of the Company or the rights and liabilities attaching to the Shares being offered under the Offer.
5. The Offer will increase the number of issued shares in the Company from 347,313,877 to a maximum of 1,111,404,406 shares. The Company cannot know with certainty which shareholders will take up their entitlement or the effect of the Offer on control of the Company and the consequences thereof will depend on the particular shareholders who take their entitlements and the parties to whom any shortfall is allotted.

By the authority of the Board

A handwritten signature in black ink, appearing to read 'Rachel Ryan', written over a horizontal line.

Rachel Ryan
Company Secretary