

# Appendix 3Y

## Post-Consolidation 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 30/09/01 Amended 01/01/11

<b>Name of entity</b>	EMPIRE ENERGY GROUP LIMITED
<b>ABN</b>	29 002 148 361

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>	Paul Espie AO
<b>Date of last notice</b>	14 November 2018

### 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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Invia Custodian Pty Limited <Ziggy Provident P/L ATF Provident Fund> (Securities held by custodian for and on behalf of Mr Espie's Corporate Trustee and Super Fund. Mr Espie is a Director of the Corporate Trustee and beneficiary of the Super Fund.)
<b>Date of change</b>	14 June 2019
<b>No. of securities held prior to change</b>	8,500,000 fully paid ordinary shares 3,750,000 options exercisable at \$0.03 per share expiring on 26/09/2020
<b>Class</b>	Ordinary shares and Unlisted Options
<b>Number acquired</b>	NIL
<b>Number disposed</b>	NIL
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	850,000 fully paid ordinary shares 375,000 options exercisable at \$0.30 per share expiring on 26/09/2020
<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	This Appendix 3Y sets out the effect of the 1 for 10 share consolidation on the Company's securities approved by the Shareholders at the Annual general Meeting held on 30 May 2019.

**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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**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>	No
<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

**20 June 2019**

+ See chapter 19 for defined terms.

# Appendix 3Y

## Change of Director's Interest Notice

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	EMPIRE ENERGY GROUP LIMITED
<b>ABN</b>	29 002 148 361

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>	John Gerahty
<b>Date of last notice</b>	14 November 2018

### **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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Liangrove Media Pty Ltd (John Gerahty is a Director and Shareholder of Liangrove Media Pty Ltd)
<b>Date of change</b>	14 June 2019
<b>No. of securities held prior to change</b>	122,450,000 fully paid ordinary shares 55,625,000 options exercisable at \$0.03 per share expiring on 26/09/2020
<b>Class</b>	Ordinary shares and Unlisted Options
<b>Number acquired</b>	NIL
<b>Number disposed</b>	NIL
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable

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+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	12,245,000 fully paid ordinary shares 5,562,500 options exercisable at \$0.30 per share expiring on 26/09/2020
<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	This Appendix 3Y sets out the effect of the 1 for 10 share consolidation on the Company's securities approved by the Shareholders at the Annual general Meeting held on 30 May 2019.

**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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**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>	No
<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

20 June 2019

+ See chapter 19 for defined terms.



**EMPIRE ENERGY GROUP LIMITED**  
Level 7, 151 Macquarie Street  
Sydney NSW 2000  
T: 02 9251 1846  
F: 02 9251 0244  
(ASX: EEG)

**20 June 2019**

### **Lodgment of Late Appendix 3Y**

Attached to this letter is post-consolidated Appendix 3Y (dated 17 June 2019) together with a late Appendix 3Y for Director, Mr David Sutton (dated 18 June 2018).

The 18 June 2018 Appendix 3Y was not lodged when the Options were issued due to an administrative oversight.

Relevant disclosures were made subsequently including an in the 2018 Annual Report dated 29 March 2019. Every Director of the Company is aware of ASX Listing Rule 3.19A and their obligations to provide the necessary information to the Company to enable it to meet its disclosure requirements.

The Company is satisfied that it has the necessary reporting and notification policies in place to ensure compliance with its disclosure obligations under the ASX Listing Rules. The Company considers the late lodgment of this Appendix to be isolated incidence.

Julian Rockett  
Company Secretary

### **ABOUT EMPIRE ENERGY GROUP LIMITED**

Empire Energy Group Limited is a conventional oil and natural gas producer with operations in Appalachia (New York and Pennsylvania) and the MidCon Kansas and Oklahoma).

In early 2010, Empire Energy Group Limited was one of the industry's first-movers in recognising and securing shale petroleum exploration acreage in Australia's Northern Territory. Today it has over 14.5 million acres in the McArthur & Beetaloo Basins, Northern Territory, both of which are considered highly prospective for large shale oil and gas resources. Work undertaken by Empire Energy Group Limited over the past 8 years demonstrates that the Central Trough of the McArthur Basin, of which Empire Energy Group Limited holds around 80%, is highly prospective for petroleum. The prospective shale formations are very ancient and have key similarities to those extending through Oman, Siberia and Southern China where they contain conventional and unconventional resources of billions of barrels of oil equivalent.

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	EMPIRE ENERGY GROUP LIMITED
<b>ABN</b>	29 002 148 361

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>	David Sutton
<b>Date of last notice</b>	10 February 2017

### 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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Optex Exchange Pty Ltd (David Sutton Super Fund A/C) Mr Sutton is a Director of the Company and beneficiary of the fund
<b>Date of change</b>	18 June 2018
<b>No. of securities held prior to change</b>	<b>Direct</b> 1,683,079 Fully paid ordinary shares <b>Indirect</b> Optex Exchange - 256,000 Fully paid ordinary shares Other related parties – 128,333 Fully paid ordinary shares
<b>Class</b>	Unlisted Options
<b>Number acquired</b>	2,000,000 options exercisable at \$0.03 per share expiring on 30/12/2022
<b>Number disposed</b>	NIL

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable
<b>No. of securities held after change</b>	<b>Direct</b> <ul style="list-style-type: none"> <li>- 1,683,079 Fully paid ordinary shares</li> <li>- 2,000,000 options exercisable at \$0.03 per share expiring on 30/12/2022</li> </ul> <b>Indirect</b> <ul style="list-style-type: none"> <li>- Optex Exchange - 256,000 Fully paid ordinary shares</li> <li>- Other related parties – 128,333 Fully paid ordinary shares</li> </ul>
<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	Grant of options pursuant to the Company's Employee Share Option Plan 2017

**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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

+ See chapter 19 for defined terms.

**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>	No
<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

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	EMPIRE ENERGY GROUP LIMITED
<b>ABN</b>	29 002 148 361

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>	David Sutton
<b>Date of last notice</b>	20 June 2019

### 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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Optex Exchange Pty Ltd (David Sutton Super Fund A/C) Mr Sutton is a Director of the Company and beneficiary of the fund
<b>Date of change</b>	14 June 2019
<b>No. of securities held prior to change</b>	<b>Direct</b> <ul style="list-style-type: none"><li>- 1,683,079 Fully paid ordinary shares</li><li>- 2,000,000 options exercisable at \$0.03 per share expiring on 30/12/2022</li></ul> <b>Indirect</b> <ul style="list-style-type: none"><li>- Optex Exchange - 256,000 Fully paid ordinary shares</li><li>- Other related parties – 128,333 Fully paid ordinary shares</li></ul>
<b>Class</b>	Fully paid ordinary shares and Options
<b>Number acquired</b>	NIL

+ See chapter 19 for defined terms.

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<b>Number disposed</b>	NIL
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable
<b>No. of securities held after change</b>	<p><b>Direct</b></p> <ul style="list-style-type: none"> <li>- 168,308 Fully paid ordinary shares</li> <li>- 200,000 options exercisable at \$0.30 per share expiring on 30/12/2022</li> </ul> <p><b>Indirect</b></p> <ul style="list-style-type: none"> <li>- Optex Exchange – 25,600 Fully paid ordinary shares</li> <li>- Other related parties – 12,833 Fully paid ordinary shares</li> </ul>
<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	This Appendix 3Y sets out the effect of the 1 for 10 share consolidation on the Company's securities approved by the Shareholders at the Annual general Meeting held on 30 May 2019.

**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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

+ See chapter 19 for defined terms.

**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>	No
<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

20 June 2019

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# Appendix 3Y

## Post-Consolidation 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 30/09/01 Amended 01/01/11

<b>Name of entity</b>	EMPIRE ENERGY GROUP LIMITED
<b>ABN</b>	29 002 148 361

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>	Alexander Oscar Espie Underwood
<b>Date of last notice</b>	28 September 2018

### 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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect interest held by Tamarama Energy Services Pty Limited as Trustee for the A.O.E Underwood Family Trust. Mr Underwood is a director of the Company and beneficiary of the Trust
<b>Date of change</b>	14 June 2019
<b>No. of securities held prior to change</b>	<b>Direct</b> - 8,000,000 Ordinary shares <b>Indirect</b> - <ul style="list-style-type: none"> <li>• 8,000,000 ordinary shares</li> <li>• 1,500,000 ordinary shares escrowed until 13/4/2020</li> <li>• 3,000,000 unlisted options expiring on 30/12/2021 vested until 18/4/2019 @ \$0.03</li> <li>• 3,000,000 unlisted options expiring on 30/12/2021 vested until 18/4/2020 @ \$0.03</li> <li>• 2,500,000 unlisted options expiring 26/09/2020 @ \$0.03</li> </ul>
<b>Class</b>	Ordinary shares, Unlisted Options, Performance Rights and Service Rights

+ See chapter 19 for defined terms.

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<b>Number acquired</b>	3,150,000 Performance Rights 1,000,000 Service Rights
<b>Number disposed</b>	NIL
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable
<b>No. of securities held after change</b>	<p><b>Direct</b> - 800,000 Ordinary shares 3,150,000 Performance Rights 1,000,000 Service Rights</p> <p><b>Indirect</b> -</p> <ul style="list-style-type: none"> <li>• 800,000 ordinary shares</li> <li>• 150,000 ordinary shares escrowed until 13/4/2020</li> <li>• 300,000 unlisted options expiring on 30/12/2021 vested until 18/4/2019 @ \$0.30</li> <li>• 300,000 unlisted options expiring on 30/12/2021 vested until 18/4/2020 @ \$0.30</li> <li>• 250,000 unlisted options expiring 26/09/2020 @ \$0.30</li> </ul>
<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	This Appendix 3Y sets out the effect of the 1 for 10 share consolidation on the Company's securities approved by the Shareholders at the Annual general Meeting held on 30 May 2019. It also includes the issue of (post consolidation) Performance Rights and Service Rights to the Director that was approved at the same AGM.

**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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A

+ See chapter 19 for defined terms.

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

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<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**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>	No
<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

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