



EMPEROR ENERGY
L I M I T E D

9 September 2019

ASX Market Announcements
ASX Limited
20 Bridge Street
Sydney NSW 2000

Dear Sirs

EMP offers unmarketable parcels sale facility

Emperor Energy Limited (ASX: EMP) is pleased to advise it has initiated a share sale facility to allow eligible shareholders to sell their unmarketable parcels of shares (less than A\$500 worth of shares) simply and without incurring any brokerage or handling costs and to assist EMP in reducing costs associated with servicing smaller holdings.

Consistent with the Company's Constitution and recognising that the cost to shareholders of selling small holdings can be prohibitive, shareholders with an unmarketable parcel of shares will shortly receive a letter in the form attached.

The letter explains that, unless shareholders advise the Company's Share Registry otherwise, their shares will be sold on market and the proceeds remitted to them at no cost to them. Shareholders who wish to retain their unmarketable parcels of shares must return the form enclosed with the letter, otherwise their shares will be sold.

Yours faithfully

Carl Dumbrell
Company Secretary



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Dear Shareholder

IMPORTANT NOTICE – INTENTION TO SELL SHARES OF LESS THAN MARKETABLE PARCEL

The Board of Directors of Emperor Energy Limited (EMP or Company) are pleased to announce the Company will commence the process for the sale of ordinary shares (shares) for holders who hold less than a marketable parcel (defined in the ASX Listing Rules as a parcel of securities with a market value of not less than \$500) (“Less Than Marketable Parcel”) (“Facility”).

This offer applies to shareholders who at 7:00pm (AEST) on 6 September 2019 (“Record Date”) were holders of shares in EMP with a market value of less than \$500 based on the issue price of EMP shares trading on ASX of \$0.041 per share on the Record Date (12,195 shares). Our records show that you are the holder of a Less Than Marketable Parcel as at the Record Date and accordingly your shareholding is eligible to participate in this share sale facility.

EMP is offering this Facility as it provides the following benefits:

- Holders of a Less Than Marketable Parcel have the opportunity to sell their shares without incurring any brokerage or handling costs which, in proportion to the value of their holding, may otherwise render a sale unattractive or uneconomical; and
- The Company’s expenses and administration involved in maintaining shareholdings of less than a marketable parcel is reduced.

As at the Record Date, the Company has approximately 594 shareholders of which approximately 311 hold a Less Than Marketable Parcel of shares that in aggregate represent approximately 0.81% of all issued shares.

You may choose to retain your holding, otherwise the Company will sell all of your existing holding as explained below.

1. Sell all of your Less Than Marketable Parcel

If you wish to sell your shares without incurring brokerage or handling costs, you do not need to take any action other than completing the enclosed Share Sale Facility Form. EMP is authorised under rule 6 of its Constitution to sell your shares following the Closing Date.



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Your shares will be pooled with other shares under this Facility and sold as soon as practicable after the Closing Date.

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. The shares will be sold as soon as practicable after the Closing Date.

EMP may sell your shares on market or in any other way it considers fair and reasonable in the circumstances. If the shares are sold on market the Company will use its best endeavours to obtain the highest available price for the shares, but given the sale of the shares is subject to market conditions, no guarantee as to the price can be given by the Company and the price will depend on a number of factors. You will not have control over the time at which your shares are sold. The price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the days that your shares are sold and may be an average price per share based on the price obtained for all the shares sold under the Facility.

If EMP sells your shares other than on market, the price will be the price that EMP has been able to negotiate with the acquirer or acquirers. In any event, the sale price will not be less than that price equal to the simple average of the last sale prices of the shares quoted on ASX for each of the ten trading days immediately preceding the date of any offer received by the Company.

Australian residents will only be paid their sale proceeds in Australian dollars by direct credit to an account held with an Australian financial institution. You must complete and return the enclosed Share Sale Facility Form, including your direct credit of payments instruction in section C.

Non-resident holders who do not have an account with an Australian financial institution will be paid in Australian dollars by cheque.

There is an option on the Share Sale Facility Form to choose to donate the proceeds of the sale of your EMP shares to the Cancer Council of Australia. Amounts less than \$100 which remain unclaimed at 31 December 2020 will be donated to the Cancer Council of Australia.

All costs associated with the sale of your shares will be borne by the Company. No brokerage will be payable by you.

If your shares are held in a CHESS holding, EMP may, after the Closing Date, initiate a holding adjustment to move your shares to the issuer sponsored sub-register for the purpose of this Facility.

Any tax consequences arising from the sale of your shares will be your responsibility.

2. Retain your existing holding

If you wish to retain your existing holding then you must either:



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- lodge your election online at <https://investor.automic.com.au/#/home> or correctly complete, sign and return the enclosed Share Sale Facility Form so that it is received by 5.00pm (AEST) on 21 October 2019, being the Closing Date of this Facility. Please read the instructions on your personalised Share Sale Facility Form carefully before completing it; or
- arrange to have multiple holdings consolidated into the one holding which has 12,195 or more shares on the Closing Date; or
- make your own arrangements outside this Facility to purchase additional shares so that you are the registered holder of 12,195 or more shares on the Closing Date. For a purchase to be an effective notification that you wish to retain your shares, any additional shares purchased must be registered by 5:00pm (AEST) on the Closing Date under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

If you successfully take one of these steps, EMP will not be entitled to sell your shares under this Facility.

Important information

EMP reserves the right to vary, delay or terminate this sale facility by notice to the ASX.

EMP is not bound to sell any or all of the shares that may be available for it to sell under this facility, and there is no guarantee that EMP will be able to sell your shares. In addition, the sale proceeds may differ from the market value of your shares on the Record Date, depending on movements in the market price of the shares.

The Company will determine whether a shareholder has a Less Than Marketable Parcel as at the Record Date. The Company will not have any reference to any increase in the price of shares after the Record Date in determining whose shares may be sold or bought back pursuant to this facility.

Please also note that the Company will not sell your shares in the event that a third party announces a takeover offer for the Company. Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their shares. This information will, if released, be available on the ASX website www.asx.com.au (ASX code "EMP") and on the Company's website.

If you have a Less Than Marketable Parcel as at the Record Date, then unless you take one of the steps outlined in section 2 of this letter, EMP will be entitled to sell your shares under this Facility.



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Neither EMP nor any other person involved in the Facility shall be liable for failure to sell the shares or at a particular price. The price of EMP shares is subject to change and an up-to-date price can be obtained from the ASX website set out above.

The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX.

EMP does not make any recommendation or provide any advice to you regarding whether to buy, sell or hold your shares nor that this Facility is the best way to sell your EMP shares.

If you require advice as to whether to sell your shares, please consult your legal, financial or taxation adviser.

For further information about lodging your form or the practical operation of the Facility, please contact the Company's share registry, Automic Registry Services on 1300 288 664 between the hours of 9.00am and 5.00pm (AEST) Monday to Friday.

Yours faithfully

Carl Dumbrell
Company Secretary

[EntityRegistrationDetailsLine1Envelope]
[EntityRegistrationDetailsLine2Envelope]
[EntityRegistrationDetailsLine3Envelope]
[EntityRegistrationDetailsLine4Envelope]
[EntityRegistrationDetailsLine5Envelope]
[EntityRegistrationDetailsLine6Envelope]

Record Date: 7pm (AEST) Friday, 6 September 2019

No. of Securities Held: [Securities]

Security Code: EMP

Holder Reference (SRN/HIN): [HolderNumber]

LESS THAN MARKETABLE PARCEL: SHARE SALE ELECTION FORM

IMPORTANT: YOUR ELECTION MUST BE RECEIVED BY NO LATER THAN 5.00PM (AEST) ON MONDAY 21 OCTOBER 2019.

This is an important document and requires your immediate attention. This document should be read in conjunction with the enclosed shareholder letter. If you are in any doubt as to how to deal with this form, you should consult your professional advisor.

Option A: Elect Online (Recommended)

Visit <https://investor.automic.com.au/#/home>

To elect online, simply scan the barcode to the right with your tablet or mobile device or enter the above link into your browser. Instructions lodging your election online and accessing this portal are provided in the section overleaf.

- ✓ **It's fast and simple:** Electing online is very easy to do, it eliminates any postal delays and removes any potential risk of it being lost in transit.
- ✓ **It's secure and confirmed:** Electing online provides you with greater privacy over your instructions and provides you with confirmation that your Election has been successfully processed.



Option B: Paper Election

Step 1: Make your election below:

A PLEASE TICK THE BOX TO INDICATE YOU WISH TO RETAIN YOUR SHARES

☐

B PLEASE TICK THE BOX TO REQUEST FOR PROCEEDS TO BE DONATED TO CANCER COUNCIL OF AUSTRALIA

☐

C REQUEST FOR DIRECT CREDITING OF PAYMENTS – SELL YOUR SHARES

Please provide your EFT details below.

BSB Number

Account Number

Name in which account is held (e.g.: John Smith)



DO NOT USE YOUR CARD NUMBER
If you are unsure of your account or BSB number, please check with your bank, building society or credit union.

Note: Do not complete section C if you wish to retain your shares or donate your proceeds to Charity. By completing your details online OR above you are agreeing to the sale of your shares even if you tick the above box in section A or B.

Step 2: Provide your contact details:

Telephone Number

Contact Name (PLEASE PRINT)

Email Address

SUPPORT YOUR COMPANY: By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

Step 3: Sign and return the form in accordance with the instructions provided:

I/We authorise you to act in accordance with my/our instructions set out above. I/We acknowledge that these instructions supersede and have priority over all previous instructions relating to payments to which I/we am/are entitled to be paid in cash.

Individual or Securityholder 1

Sole Director or Sole Director &
Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

INSTRUCTIONS FOR COMPLETION OF THIS FORM

ELECTION OPTIONS

A: RETENTION OF SHARES

If you wish to retain your shares, please place a tick in the box provided. Should you validly sign the form but fail to place a tick in the box, it will be at the Company's discretion as to whether or not it is your intention to retain your shares.

B: DONATING YOUR SALE PROCEEDS TO CHARITY

If you wish to donate your share sale proceeds to the charity chosen by the company, please place a tick in the box provided.

C: SELLING YOUR SHARES - REQUEST FOR DIRECT CREDITING OF PAYMENTS

If you wish to sell your shares, please provide your bank details in this section. Do not complete this section if you wish to retain your shares. If you provide your direct credit instruction details, you are agreeing to the sale of your shares even if you have placed a tick in Box A.

SIGNING REQUIREMENTS

Individual:	Where the holding is in one name, the Shareholder must sign.
Joint holding:	Where the holding is in more than one name, all of the Shareholders must sign.
Power of Attorney:	If any signatory signs under Power of Attorney, please attach an originally certified photocopy of the Power of Attorney to this Form when you return it.
Companies:	To be signed in accordance with your Constitution. Please sign in the box which indicates the office held by you.
Estates:	If any signatory signs in the capacity of Executor/s, please attach to this Form when you return it, a certified photocopy of the Probate or Death Certificate together with the Will.

LODGING YOUR SHARE SALE FACILITY FORM



IMPORTANT! Election Forms cannot be returned by fax or email.
Your Acceptance Form must be returned via one of the return methods provided below.

Due to recent changes to delivery times by Australia Post, standard delivery may now take up to six Business Days, or longer from regional areas. Shareholders should bear this in mind when returning Election Forms using Australia Post.

ONLINE

Visit <https://investor.automic.com.au>
Login with your existing Username and Password
Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

If you have not yet established an online account, visit <https://investor.automic.com.au/#/signup>

1. Select "Emperor Energy Limited" from the dropdown list in the Issuer Name Field
2. Enter your Holder Reference (SRN/HIN) as shown on the top of this letter
3. Enter your postcode OR country of residence (only if outside Australia)
4. Tick the box "I'm not a robot" and then select "Next"
5. Complete the prompts to set up your username and password details

Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

BY MAIL

Emperor Energy Limited – Small Share Sale Facility
C/- Automic Group
GPO Box 5193
Sydney NSW 2001

BY HAND DELIVERY (Between Sydney office hours 9.00am – 5.00pm AEST)

Automic Group
Level 5
126 Phillip Street
Sydney NSW 2000

**YOUR SHARE SALE FACILITY FORM MUST BE RECEIVED BY NO LATER THAN
5.00PM (AEST) ON MONDAY 21 OCTOBER 2019**