



Update Summary

Entity name

EMPIRE ENERGY GROUP LIMITED

Announcement Type

Update to previous announcement

Date of this announcement

30/6/2022

Reason for update to a previous announcement

The Company advises it has entered into an underwriting agreement with Blue Ocean Equities Pty Limited so that the SPP is fully underwritten to AUD2.5 million

Refer to next page for full details of the announcement

**Part 1 - Entity and announcement details**

1.1 Name of +Entity

EMPIRE ENERGY GROUP LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

29002148361

1.3 ASX issuer code

EEG

1.4 The announcement is Update/amendment to previous announcement**1.4a Reason for update to a previous announcement**

The Company advises it has entered into an underwriting agreement with Blue Ocean Equities Pty Limited so that the SPP is fully underwritten to AUD2.5 million

1.4b Date of previous announcement to this update

27/6/2022

1.5 Date of this announcement

30/6/2022

1.6 The Proposed issue is: An offer of +securities under a +securities purchase plan



Part 4 - Details of proposed offer under securities purchase plan

Part 4A - Conditions

4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?

No



Part 4B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

EEG : ORDINARY FULLY PAID

Will the proposed issue of this +security include an offer of attaching +securities?

Yes

Details of +securities proposed to be issued

ASX +security code and description

EEG : ORDINARY FULLY PAID

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

11,363,637

Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?

No

Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?

No

Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?

Yes

Is the minimum acceptance unit based or dollar based?

Dollar based (\$)

Please enter the minimum acceptance value

\$ 1,000

Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?

Yes

Is the maximum acceptance unit based or dollar based?

Dollar based (\$)

Please enter the maximum acceptance value

\$ 30,000



Describe all the applicable parcels available for this offer in number of securities or dollar value

Shareholders may apply for SPP shares in parcels valued at either \$1,000, \$2,000, \$3,000, \$5,000, \$10,000, \$15,000, \$20,000, \$25,000 or \$30,000

Offer price details

Has the offer price been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.22000

Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

Applications may be scaled back at the absolute discretion of Empire.

In the event of over subscriptions, the Directors may also, in their absolute discretion, decide to increase SPP acceptances.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Attaching +Security

The proposed attaching security can only be of an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)

New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

Unlisted option for every two shares subscribed for by participants in the SPP



+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

2

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

5,681,819

Offer price details

Has the offer price been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.00000

Please confirm whether the offer of the attaching +securities is a separate offer to the offer pursuant to the +security purchase plan

Yes

Please confirm whether the attaching +securities are being offered under a +disclosure document or +PDS

Yes

Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

Applications may be scaled back at the absolute discretion of Empire.

In the event of over subscriptions, the Directors may also, in their absolute discretion, decide to increase SPP acceptances.

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.3500

Expiry date

14/6/2024



Details of the type of +security that will be issued if the option is exercised

EEG : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

5,681,819 ordinary shares will be issued if all of the unlisted options are exercised.

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

The issue of the unlisted attaching options is subject to shareholder approval. An Extraordinary General Meeting to consider the options is indicatively scheduled for 9 August 2022. Conditional on shareholder approval a prospectus will be issued.

Part 4C - Timetable

4C.1 Date of announcement of +security purchase plan

6/6/2022

4C.2 +Record date

3/6/2022

4C.3 Date on which offer documents will be made available to investors

14/6/2022

4C.4 Offer open date

14/6/2022

4C.5 Offer closing date

12/7/2022

4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer

19/7/2022

Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?

Yes



Part 4E - Fees and expenses

4E.1 Will there be a lead manager or broker to the proposed offer?

Yes

4E.1a Who is the lead manager/broker?

Blue Ocean Equities Pty Limited

4E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

2% management fee on gross proceeds raised in the Share Purchase Plan

4E.2 Is the proposed offer to be underwritten?

Yes

4E.2a Who are the underwriter(s)?

Blue Ocean Equities Pty Limited

4E.2b What is the extent of the underwriting (ie the amount or proportion of the issue that is underwritten)?

The Share Purchase Plan is fully underwritten to \$2.5 million

4E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

The underwriter will earn a 3% underwriting selling fee commission on total shortfall shares in the Share Purchase Plan

4E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Standard underwriting terms and customary termination events including a fall in the ASX All Ordinaries and Small Ordinaries Index of 20% below close of trading on 29 June 2022, 2 consecutive trading days of suspension of Empire shares, insolvency event, ASX not granting quotation of the shares, adverse change occurs in financial position and performance of Empire etc

4E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

No

4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Part 4F - Further Information

4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Proceeds from the SPP will support forthcoming capital expenditures including the drilling, fracture stimulation and flow testing of the Carpentaria-3H well, drilling of Carpentaria-4V and provide working capital.

4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

No



4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer

All countries other than Australia and New Zealand

4F.3 URL on the entity's website where investors can download information about the proposed offer

<https://empireenergygroup.net/>

4F.4 Any other information the entity wishes to provide about the proposed offer