

ASM:MF:TR:B15
T Rose

29 March 2018

Australian Securities Exchange Limited
Level 40 Central Park
152-158 St George's Terrace
PERTH WA 6000

Dear Sir/Madam,

Empire Oil & Gas NL ACN 063 613 730
(Subject to Deed of Company Arrangement) (the Company)

Individual Financial Reporting Relief

I refer to our appointment as Voluntary Administrators of the Company on 28 September 2017 and our ASX announcement dated 29 September 2017 regarding the Company's intention to rely on ASIC Corporations (Externally Administered Bodies) Instrument 2015/251 (the Instrument) enabling the Company to obtain relief from Part 2M.3 obligations to prepare and lodge the audited financial statements and directors reports for a period of 6 months from the date of our appointment.

Under the terms of the Varied Deed of Company Arrangement (Varied DOCA) (refer to ASX announcement dated 28 February 2018 for further details), Trident Capital has until 30 June 2018, unless otherwise agreed by the Deed Administrators and Trident, to hold the General Meeting of Shareholders and complete the Varied DOCA.

Given the above and the deferral of the financial reporting relief under the Instrument expiring on 28 March 2018, individual financial reporting relief pursuant to section 340 of the Corporations Act 2001 (the Act) was requested by the Deed Administrators and granted by the ASIC for the Company to the earlier of 30 June 2018 or the end of the Deed Administration.

For your reference please find enclosed Orders pursuant to section 340 of the Act.

In compliance with the Order's obligations, the Deed Administrators will continue to respond to member's reasonable inquiries in relation to the consequences of the Deed Administration to them.

Should you have any queries, please do not hesitate to contact Tim Rose of this office on (08) 9214 1444.

Yours faithfully
Empire Oil & Gas NL



Andrew Smith
Joint and Several Deed Administrator

Encl.

SYDNEY
MELBOURNE
ADELAIDE
BRISBANE
PERTH
KUALA LUMPUR
SINGAPORE

Affiliated through:
Zolfo Cooper
CARIBBEAN
UNITED STATES
KLC Kennic Lui & Co.
CHINA
HONG KONG

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 340(1) - Order**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this Order under subsection 340(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This Order is ASIC Instrument 18-0214.

Commencement

3. This instrument commences on the day it is signed.

Order

4. Empire Oil & Gas NL (Subject to Deed of Company Arrangement) ACN 063 613 730 (the *Company*) does not have to comply with any of the following obligations under Part 2M.3 of the Act:
 - (a) report to members of the Company under section 314 within the time required by section 315;
 - (b) send reports to a member of the Company in accordance with a request under subsection 316(1) within the time required by subsection 316(2);
 - (c) lodge reports with ASIC under subsection 319(1) within the time required by subsection 319(3);
 - (d) lodge half-year reports with ASIC under subsection 320(1) within the time required by that subsection;

in relation to:

- (e) the financial year of the Company that ended on 30 June 2017;
- (f) the half-year of the Company that ended on 31 December 2017;

This paragraph applies until the last day of the deferral period.

Conditions

5. The Company:
 - (a) must comply with any obligation to which paragraph 4 applies by no later than the last day of the deferral period;
 - (b) must arrange for a notice explaining the relief granted by this instrument to be published;

- (i) in a prominent place on the Company's website (if any); and
- (ii) in a place that is readily accessible on a website (if any) maintained by the External Administrator or any external administrator appointed after the External Administrator during the deferral period; and

Note: If the external administrator is a member of a firm then the firm's website will satisfy this requirement

- (iii) if the company is listed on a prescribed financial market—on a website maintained by the operator of the financial market; and
- (c) must have adequate arrangements in place to answer, within a reasonable period of time and without charge, any reasonable questions asked by a member of the Company about the external administration.
6. The Company need not comply with the condition specified in subparagraph 5(a) (other than an obligation under subsections 319(1) and 320(1)) if, by no later than the last day of the deferral period, the Company arranges for a prescribed notice to be published:

- (i) in a prominent place on the Company's website (if any);
- (ii) in a place that is readily accessible on a website (if any) maintained by the External Administrator or any external administrator appointed after the External Administrator during the deferral period; and

Note: If the external administrator is a member of a firm then the firm's website will satisfy this requirement

- (iii) if the company is listed on a prescribed financial market—on a website maintained by the operator of the financial market.

7. This order will cease to apply in relation to a half-year or a financial year of the Company from the date of any failure to comply with a condition in paragraph 5 (subject to paragraph 6) in relation to the half-year or financial year.
8. To avoid doubt, subject to paragraph 6, if an obligation to which paragraph 4 applies has not been complied with by the day after the end of the deferral period or the day after this order ceases to apply under paragraph 7 whichever occurs first, this order has no application from that date to any continuing obligation.

Interpretation:

In this instrument:

deferral period means the period starting on the date of this instrument and ending on whichever is the earlier of:

- (a) 30 June 2018; or
- (b) the date that the Company ceases to have an external administrator appointed; or

Note: A company that has been granted an individual deferral, must comply with any deferred financial reporting obligations in accordance with the Corporations Act or obtain further deferral relief before the deferral expires except where a liquidator is appointed. Where a company is listed on a prescribed financial

market and quotation of its securities has been suspended during the deferral period, up-to-date financial reports are information required by investors before re-quotation of the Company's securities.

- (c) the date on which a disclosure document is lodged with ASIC in relation to any offer for issue or sale of securities that needs disclosure to investors under Chapter 6D of the Act; or

Note: Where a company is undertaking public fundraising for a recapitalisation, up-to-date financial reports are information that is reasonably required by investors in a disclosure document lodged under s710. See also the definition of *continuously quoted security* in s9 of the Act.

external administration means where an external administrator has been appointed to the Company.

external administrator means:

- (a) an administrator of the Company appointed under s436A, 436B or 436C of the Act;
- (b) where the Company has executed a deed of company arrangement that has not yet terminated, the administrator of the deed appointed under Part 5.3A of the Act; or
- (c) a provisional liquidator of the Company.

External Administrator means Andrew Smith, Martin Jones and Peter McCluskey, as joint and several deed administrators, of Ferrier Hodgson of Georges Terrace, Perth, appointed as joint and several deed administrators to the Company under Part 5.3A of the Act on 6 November 2017.

prescribed notice means a notice that contains statements to the following effect:

- (a) the reports for the relevant financial year of the Company have been lodged with ASIC; and
- (b) the Company will send copies of the reports to a member of the Company free of charge if the member asks for the reports in writing; and
- (c) the reports are available for download on the relevant website together with a hypertext link to the reports.

Dated: 28 March 2018



Signed by Kyle Wright
as a delegate of the Australian Securities and Investments Commission