



**EMPIRE ENERGY GROUP LIMITED**  
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## Announcement

**17 May 2011**

### **PROCEEDINGS AT ANNUAL GENERAL MEETING OF MEMBERS**

As required by section 251AA(2) of the Corporations Act, the following statistics are provided in respect of each Resolution dealt with at today's Annual General Meeting of members of the Company.

**Resolution 1:** Ordinary Resolution to adopt Remuneration Report.

Proxy votes were directed as follows:

For the motion	11,721,629
Against the motion	380,074
Proxies discretion	66,666
Abstain	33,741,263

The Resolution to adopt the Remuneration Report of Empire Energy Group Limited for the period ending 31 December 2011 was carried on a show of hands.

**Resolution 2:** Ordinary Resolution to re-elect D H Sutton as a Director.

Proxy votes were directed as follows:

For the motion	44,103,860
Against the motion	1,735,706
Proxies discretion	66,666
Abstain	3,400

The Resolution to re-elect Mr D H Sutton, a Director of Empire Energy Group Limited was carried on a show of hands.

**Resolution 3:** Ordinary Resolution to ratify previous share issue.

Proxy votes were directed as follows:

For the motion	18,118,004
Against the motion	12,618
Proxies discretion	66,666
Abstain	27,712,344

The Resolution to ratify the previous share issue of 22,000,000 fully paid ordinary shares pursuant to a private placement was carried on a show of hands.

**Resolution 4:** Ordinary Resolution to approve private placement to sophisticated investors.

Proxy votes were directed as follows:

For the motion	12,928,538
Against the motion	290,822
Proxies discretion	66,666
Abstain	32,623,606

The Resolution to approve a private placement of 88,000,000 fully paid ordinary shares to sophisticated investors was carried on a show of hands.

**Resolution 5:** Ordinary Resolution to approve Director participation in share placement.

Proxy votes were directed as follows:

For the motion	40,623,207
Against the motion	308,497
Proxies discretion	66,666
Abstain	4,911,262

The Resolution to approve the participation of Mr B W McLeod, a Director of Empire Energy Group Limited in a share placement was carried on a show of hands.

**Resolution 6:** Ordinary Resolution to approve Director participation in Employee Share Option Plan.

Proxy votes were directed as follows:

For the motion	5,250,662
Against the motion	34,144,174
Proxies discretion	66,666
Abstain	6,448,130

The Resolution to approve the participation of Mr D H Sutton a Director of Empire Energy Group Limited in the Company's Employee Share Option Plan was defeated by proxy votes.

**Resolution 7:** Ordinary Resolution to approve Director participation in Employee Share Option Plan.

Proxy votes were directed as follows:

For the motion	5,250,662
Against the motion	34,144,174
Proxies discretion	66,666
Abstain	6,448,130

The Resolution to approve the participation of Mr K A Torpey a Director of Empire Energy Group Limited in the Company's Employee Share Option Plan was defeated by proxy votes.

Yours faithfully



D L Hughes  
Secretary