



EMPIRE ENERGY GROUP LIMITED

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29 January 2016

Shannon Hong  
Senior Advisor, Listings Compliance  
ASX Compliance Pty Limited  
20 Bridge Street  
Sydney NSW 2000

Dear Ms Hong

**LATE LODGEMENT – APPENDIX 3Y**

I refer to your letter dated 28 January 2016 regarding the late lodgement of an Appendix 3Y and advise the following:

1. The Appendix 3Y relates to the expiry of options controlled by Mr Bruce McLeod. The late lodgement of the Appendix 3Y was an oversight by the Company and relates to the expiry of options rather than an active trade.
2. The Company acknowledges its disclosure obligations under ASX Listing Rule 3.19A and has set procedures in place to ensure it is able to meet its disclosure obligations. All trades in the Company's securities by Directors are required to be reported to the Company Secretary. In this instance no notification was given as it was not an active trade but rather an expiry of options.
3. The Company considers its current arrangements to be adequate, however will continue to review and update its policies and procedures as appropriate.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Rachel Ryan', written in a cursive style.

Rachel Ryan  
Company Secretary



28 January 2016

Rachel Ryan  
Company Secretary  
Empire Energy Group Limited  
Level 7, 151 Macquarie Street  
Sydney NSW 2000

By email

Dear Ms Ryan

**Empire Energy Group Limited (the “Entity”): Appendix 3Y – Change of Director’s Interest Notice**

We refer to the following;

1. The Appendix 3Y lodged by the Entity with ASX on Thursday, 28 January 2016 for Mr Bruce McLeod.
2. Listing rule 3.19A which requires an entity to tell ASX the following:
  - 3.19A.1 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.
    - On the date that the entity is admitted to the official list.
    - On the date that a director is appointed.The entity must complete Appendix 3X and give it to ASX no more than 5 business days after the entity’s admission or a director’s appointment.
  - 3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.
  - 3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.
3. Listing rule 3.19B which states as follows.



An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

As the Appendix 3Y indicated that the change of the director's notifiable interest occurred on 31 December 2015, it appears the Appendix 3Y should have been lodged with ASX by 8 January 2016. As it was lodged on 28 January 2016, it appears that there may have been a breach by the Entity of listing rules 3.19A and/or 3.19B. It also appears the director concerned may have breached section 205G of the Corporations Act.

Please note that ASX is required to record details of breaches of the listing rules by listed entities for its reporting requirements.

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: *Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at [shannon.hong@asx.com.au](mailto:shannon.hong@asx.com.au). It should not be sent to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (**i.e. before 9.30 a.m. A.E.D.T.) on Tuesday, 2 February 2016.**

Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.



If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

*[Sent electronically without signature]*

Shannon Hong  
**Senior Adviser, Listings Compliance**