

## Appendix 3Y

### Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

|                       |                             |
|-----------------------|-----------------------------|
| <b>Name of entity</b> | EMPIRE ENERGY GROUP LIMITED |
| <b>ABN</b>            | 29 002 148 361              |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |               |
|----------------------------|---------------|
| <b>Name of Director</b>    | Paul Espie AO |
| <b>Date of last notice</b> | 20 June 2019  |

#### **Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|                                                                                                                                                      |                                                                                                                                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                   | Indirect                                                                                                                                                                                                                                                    |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Invia Custodian Pty Limited <Ziggy Provident P/L ATF Provident Fund><br>(Securities held by custodian for and on behalf of Mr Espie's Corporate Trustee and Super Fund. Mr Espie is a Director of the Corporate Trustee and beneficiary of the Super Fund.) |
| <b>Date of change</b>                                                                                                                                | 28 June 2019                                                                                                                                                                                                                                                |
| <b>No. of securities held prior to change</b>                                                                                                        | 850,000 fully paid ordinary shares<br>375,000 options exercisable at \$0.30 per share expiring on 26/09/2020                                                                                                                                                |
| <b>Class</b>                                                                                                                                         | Ordinary shares                                                                                                                                                                                                                                             |
| <b>Number acquired</b>                                                                                                                               | 500,000                                                                                                                                                                                                                                                     |
| <b>Number disposed</b>                                                                                                                               | NIL                                                                                                                                                                                                                                                         |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                            | \$109,951.34                                                                                                                                                                                                                                                |

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+ See chapter 19 for defined terms.

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|                                                                                                                                                                             |                                                                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                  | 1,350,000 fully paid ordinary shares<br>375,000 options exercisable at \$0.30 per share expiring on 26/09/2020 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On-market trade.                                                                                               |

**Part 2 – Change of director's interests in contracts**

*Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.*

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 | N/A |
| <b>Interest after change</b>                                                                                                                                                 | N/A |

**Part 3 – <sup>+</sup>Closed period**

|                                                                                                                                                               |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>                                                          | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>                                                                               | N/A |

**1 July 2019**

<sup>+</sup> See chapter 19 for defined terms.