



- **Planning for Carpentaria-5H (“C-5H”) drilling, stimulation and tie-in continues in anticipation of November commencement**
- **Ensign Rig 965 contracted to drill and Halliburton contracted to fracture stimulate C-5H (see Empire ASX release dated 10 September 2024)**
- **Long lead items including drill casing and wellhead have been secured**
- **Empire signed a 10 year binding Gas Sales Agreement with the Northern Territory Government to supply 25TJ per day from Carpentaria pilot project commencing in 2025, plus an additional 10 TJ+ per day “Option Supply”**
- **Empire is focused on delivering final investment decision for the Carpentaria Pilot Project, and commencement of gas deliveries from mid-2025, subject to receipt of all regulatory approvals**
- **Research and Development Tax Offset of \$4.0 million in cash received after Quarter-end**
- **Cash at the end of the Quarter was \$39.8 million**

Comments from Managing Director Alex Underwood:

"During the Quarter, the Empire team has been focused on preparation for delivering the Carpentaria-5H pilot development well later this year and the installation of the Carpentaria Gas Plant in 2025. We have executed drilling and stimulation contracts with leading service providers and the long-lead items have been ordered.

We have all approvals in place for the drilling and stimulation of Carpentaria-5H and we are progressing approvals for the commencement of gas sales through the plant into the McArthur River Gas Pipeline with the Northern Territory Government and the Northern Land Council on behalf of traditional owners.

The financing process previously disclosed to shareholders is proceeding well. We have selected a preferred financier and will update shareholders once the process reaches its conclusion.

Following consultation with traditional owners in August, we are pleased that some of the traditional owners are working on our Carpentaria-5H well pad site as we prepare for the upcoming work program. This is consistent with our strategy to maximise the benefits of our activities for local landholders and communities.

We are grateful to the newly elected NT Government for its strong support for Empire Energy and the Beetaloo Basin as a whole, a key pillar of its economic growth plans for the Territory.

We look forward to updating shareholders shortly when we commence drilling Carpentaria-5H."

Northern Territory Operations Update

Carpentaria Pilot Project Update

During the Quarter, Empire Energy Group Limited ("Empire") undertook planning, contracting and civil work for the Carpentaria-5H ("C-5H") well, to be drilled during November 2024. The civil work has since been substantially completed. C-5H will be drilled from the same well pad and will target the same Velkerri B Shale as Carpentaria-2H ("C-2H") and Carpentaria-3H ("C-3H"). These three wells will form the initial part of the Carpentaria Pilot Project.

C-5H will be Empire's longest drilled and stimulated horizontal shale well and will target a ~3,000 metre horizontal section with ~60 fracture stimulation stages. The C-5H fracture stimulation is expected to commence shortly after rig release. Unlike the previous wells, C-5H will be completed with 5 ½" casing and stimulation horsepower significantly increased to maximise gas productivity. C-5H will integrate the best completion practices from North American shale analogues and incorporate learnings from C-2H and C-3H.

The goals of C-5H include executing a development scale well for the Carpentaria Pilot Project, optimizing fracture stimulation design to achieve higher productivity, and conducting a long-term production test to develop a Carpentaria type curve for long laterals for full-field development planning.

Empire has executed a drilling contract with Ensign Australia Pty Limited for drilling and Halliburton Australia Pty Limited for hydraulic stimulation of C-5H.

Binding Gas Sale Agreement with NT Government

On 26 July 2024 Empire announced it had signed a binding long-term Gas Sales Agreement ("GSA") to supply the Northern Territory Government ("Buyer"):

- up to 25 Terajoules (TJ) of gas per day for 10 years (~75 Petajoules total, 100% Empire) from Empire's Beetaloo Basin properties commencing in 2025 ("Initial Supply"); and
- an additional 10 TJ+ per day for up to 10 years at the option of the Buyer to be made available by Empire if production levels from the Carpentaria project exceed 100 TJ per day ("Option Supply").

Gas will be delivered to the Power and Water Corporation ("PWC") operated McArthur River Pipeline ("MRP") on an ex-field take-or-pay basis at market competitive gas prices, escalating at 100% of the Consumer Price Index. The Option Supply would be at a slightly lower price than the Initial Supply, providing the potential for long-term affordable energy supply for the people of the Northern Territory if larger scale development occurs.

The binding GSA is conditional on customary conditions for an agreement of this nature including Empire reaching a final investment decision for the Carpentaria Pilot Project and receipt of Northern Territory regulatory approvals for the installation of the Carpentaria Pilot Gas Plant and sale of gas under the *Beneficial Use of Test Gas* provisions of the NT Petroleum Act. These regulatory approval processes are already well advanced.

Research and Development Tax Offset

The R&D Tax Incentive Scheme is designed to encourage companies to undertake R&D activities and pioneer innovation in Australia. The scheme entitles companies with an aggregate global turnover of less than \$20 million to access a refundable tax offset of 43.5% of eligible expenditure on eligible R&D activities.

After Quarter-end, Empire received an R&D Tax Offset for FY2023 of \$4.0 million in cash following finalisation of its 2023 tax return.

Proceeds will be applied to full or partial repayment of loan drawings under Facility A (Revolving Credit Facility) with Macquarie Bank, advancement of the Carpentaria Pilot Project and for additional working capital.

Western Beetaloo

During October 2024, the Northern Territory Department of Lands, Planning and Environment approved Empire's Environment Management Plan ("EMP") that covers up to 377.5 km of 2D seismic acquisition, construction of up to six well pads, drilling of six vertical / horizontal shale wells with hydraulic stimulations and production testing in Empire's wholly owned and operated EP167 and EP168 located in the Beetaloo Basin.

This approval, along with land access and compensation agreements and Traditional Owner consultation will allow Empire to evaluate its large Velkerri Shale resource across the western areas of the Beetaloo Basin which Empire acquired as part of the Pangaea (NT) Pty Ltd acquisition in 2021.

Northern Territory Community Relations

On 2 October 2024, St Mary's Football Club ("St Mary's") based in Darwin announced Empire as a sponsor for the 2024/25 Northern Territory Football League ("NTFL") season. St Mary's is a member club of the NTFL, the premier Australian Rules Football league in the Northern Territory. We wish St Mary's the best success for the season.

Empire has further demonstrated its support for the Northern Territory community through its sponsorship of the Borroloola Thunder in the Barkly Football League ("BAFL") competition.

Other Corporate News

US Deferred Solar Payment Received

As part of the transaction consideration for the US sale, Empire retained Deferred Solar payments to be received under its Mutual Use Agreement (“MUA”) with Connect Gen, a developer and operator of renewable energy projects across the United States for the use of surface rights over 2,056 acres of land which Empire held oil & gas leases in Chautauqua County, New York State (the South Ripley Solar Project).

On 13 September 2024, Empire received US\$200,000 in cash under the MUA.

Empire expects to receive a further US\$500,000 under the MUA on the earlier of commencement of commercial operations for the South Ripley Solar Project or 1 June 2026.

2024 Northern Territory Election

The 2024 Northern Territory general election was held on 24 August 2024 to elect all 25 members of the Legislative Assembly in the unicameral Northern Territory Parliament. The Country Liberal Party won 17 of the 25 seats in the Northern Territory Parliament and has formed majority Government. The new Chief Minister of the Northern Territory is Hon. Lia Finocchiaro MLA.

The Chief Minister of the Northern Territory, Hon. Lia Finocchiaro said:

“The CLP have always stood up for, and supported the Territory’s gas industry, and this industry will proceed with certainty under a CLP government.”

“We have this incredible resource right here and thousands of Territory jobs could be created over the next 20 years.”

“Gas is the cleaner and cheaper pathway to renewables. The Territory’s gas can provide the solution to the East Coast power shortage and provide economic benefit to Territorians.”¹

Empire Tenements

Per ASX Listing Rule 5.4.3, Empire has included a schedule of its oil & gas leases at Appendix A.

¹ The CLP's Plan to Rebuild the Territory

NT Petroleum Sector Update

- **30 August 2024:** Tamboran Resources Corporation (NYSE: TBN, ASX: TBN) announced it had commenced its Shenandoah South Pilot Project drilling program with the spudding of the Shenandoah South 2 (“SS-2H”) well in EP98.²
- **3 September 2024:** Falcon Oil & Gas (TSXV: FO, AIM: FOG) announced it plans to change its corporate name to “Beetaloo Resources Corp” and to consolidate its share capital on the basis of up to two hundred and fifty (250) pre-consolidation common shares for each one post consolidation common share.³

Below is a photograph of The Hon Gerard Maley – Deputy Chief Minister NT, The Hon Lia Finocchiaro – Chief Minister NT and Managing Director Alex Underwood.



² Tamboran Resources ASX release entitled “EP98 Operational Update: Commencement of Shenandoah South Pilot Project drilling program” dated 30 August 2024

³ Falcon Oil & Gas release entitled “Falcon Announces Planned Share Consolidation and Name Change to pursue US Listing” dated 3 September 2024

Balance Sheet & Liquidity

Empire's cash balance as at 30 September 2024 was \$39.8 million of which \$33.3 million was held in Australian dollars, and US\$4.6 million held in United States dollars.

Empire's total available liquidity as at 30 September 2024, was \$40.2 million, comprising total cash of \$39.8 million and \$0.4 million undrawn under Facility A (Revolving Credit Facility) with Macquarie Bank. The \$5.0 million Facility B (Performance Bond Facility) also with Macquarie Bank which is available to meet Northern Territory environmental bonding obligations was drawn to \$4.4 million at Quarter-end.

Payments to Related Parties of the Company and their Associates

Item 6.1: Appendix 5B description of payments to related parties of the Company:

Director Fees	\$14,719
Managing Director and Related Parties ⁴ Remuneration	\$207,340
Total (Item 6.1)	\$222,059

Liquidity

Quarter Ended	30 Sep 2024	30 Jun 2024	31 Mar 2024	31 Dec 2023
Cash (A\$)	\$39,835,277	\$51,568,023	\$12,028,913	\$17,309,597
Debt (A\$) ⁵	\$(6,224,896)	\$(6,224,896)	\$(8,888,405)	\$(8,771,459)
Net Cash / (Debt)⁶	\$33,610,381	\$45,343,127	\$3,140,508	\$8,538,138

Production and Development Expenditure (ASX Listing Rule 5.2.1)

Empire did not incur production and development expenditure on its assets during the Quarter.

⁴ Managing Director remuneration include his spouse, Melissa Underwood, who earns consulting fees under an arm's length contract approved by the Audit and Risk Committee of the Board

⁵ Debt is comprised of \$1,827,000 owing under Facility A (Revolving Credit Facility) and \$4,397,896 owing under Facility B (Performance Bond Facility) with Macquarie Bank Limited

⁶ Net Cash / (Debt) is defined as cash minus debt for the purposes of this calculation

Exploration Expenditure (ASX Listing Rule 5.2.2)

Asset	Nature of Expenditure	Amount
Capitalised		
EP187	Carpentaria Pilot Project	\$6,188,167
Total Capitalised		\$6,188,167
Expensed		
EP182	Cultural monitoring	\$1,325
EP184	Annual Licensing fees (NT Government)	\$136,873
EP187	Environmental, compliance and cultural monitoring	\$457,529
	Carpentaria Pilot Project - FEED	\$802,632
	Consulting and advisory expenses	\$1,455,855
	Other expenses	\$9,124
EP167 and EP168 (Western Beetaloo)	Annual Licensing fees (NT Government)	\$44,023
	Consulting and advisory expenses	\$120,115
Total Expensed		\$3,027,476

Empire did not incur exploration expenditure on its other assets during the Quarter.

This ASX release has been authorised by the Board of Directors

For queries about this release, please contact:

Alex Underwood, Managing Director

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About Empire Energy

Empire Energy holds 28.9 million acres of highly prospective exploration tenements in the McArthur Basin and Beetaloo Sub-basins, Northern Territory. Work undertaken by the Company since 2010 demonstrates that the Eastern depositional Trough of the McArthur Basin, of which the Company holds around 80%, has enormous conventional and unconventional hydrocarbon potential. The Beetaloo Sub-basin, in which Empire holds a substantial position, has world-class hydrocarbon volumes in place and a ramp up in industry activity to appraise substantial discoveries already made by major Australian oil and gas operators is ongoing.



Overhead photograph of the C-2H and C-3H well pad being prepared for the drilling and hydraulic stimulation of C-5H.

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Share Registry

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APPENDIX A
SEPTEMBER 2024
OIL & GAS LEASES (ASX LISTING RULE 5.4.3)

Imperial Oil & Gas Pty Limited

Lease	Holder	Status	Working Interest	Current Area	Area Units	SqKm	Applied Date	Grant Date	Expiry Date
EP180	Imperial Oil & Gas	Application	100%	199	blocks	14810	12/04/10	N/A	N/A
EP181	Imperial Oil & Gas	Application	100%	182	blocks	14423	12/04/10	N/A	N/A
EP182	Imperial Oil & Gas	Application	100%	174	blocks	12502	12/04/10*	N/A	N/A
EP183	Imperial Oil & Gas	Application	100%	22	blocks	857	12/04/10	N/A	N/A
EP184	Imperial Oi & Gas	Granted	100%	173	blocks	11170	12/04/10	21/08/13	20/08/25
EP187	Imperial Oil & Gas	Granted	100%	52	blocks	2988	12/04/10	20/03/15	02/11/27
EP188	Imperial Oil & Gas	Application	100%	27	blocks	1448	12/04/10	N/A	N/A
EP319	Imperial Oil & Gas	Application	100%	4	blocks	88	12/04/10	N/A	N/A
EP320	Imperial Oil & Gas	Application	100%	2	blocks	4	12/04/10	N/A	N/A
EP321	Imperial Oil & Gas	Application	100%	4	blocks	7	12/04/10	N/A	N/A
EP322	Imperial Oil & Gas	Application	100%	1	blocks	10	12/04/10	N/A	N/A
EP323	Imperial Oil & Gas	Application	100%	8	blocks	287	12/04/10	N/A	N/A
EP324	Imperial Oil & Gas	Application	100%	1	blocks	4	12/04/10	N/A	N/A
EP325	Imperial Oil & Gas	Application	100%	4	blocks	31	12/04/10	N/A	N/A
EP326	Imperial Oil & Gas	Application	100%	2	blocks	23	12/04/10	N/A	N/A
EP327	Imperial Oil & Gas	Application	100%	2	blocks	6	12/04/10	N/A	N/A
EP328	Imperial Oil & Gas	Application	100%	1	blocks	5	12/04/10	N/A	N/A
EP329	Imperial Oil & Gas	Application	100%	1	blocks	15	12/04/10	N/A	N/A
EP330	Imperial Oil & Gas	Application	100%	1	blocks	7	12/04/10	N/A	N/A
EP331	Imperial Oil & Gas	Application	100%	1	blocks	8	12/04/10	N/A	N/A
EP332	Imperial Oil & Gas	Application	100%	2	blocks	5	12/04/10	N/A	N/A
EP333	Imperial Oil & Gas	Application	100%	1	blocks	7	12/04/10	N/A	N/A
EP334	Imperial Oil & Gas	Application	100%	4	blocks	66	12/04/10	N/A	N/A
EP335	Imperial Oil & Gas	Application	100%	4	blocks	6	12/04/10	N/A	N/A
EP336	Imperial Oil & Gas	Application	100%	2	blocks	24	12/04/10	N/A	N/A
EP337	Imperial Oil & Gas	Application	100%	2	blocks	12	12/04/10	N/A	N/A
EP338	Imperial Oil & Gas	Application	100%	2	blocks	3	12/04/10	N/A	N/A
EP339	Imperial Oil & Gas	Application	100%	2	blocks	2	12/04/10	N/A	N/A
EP340	Imperial Oil & Gas	Application	100%	4	blocks	4	12/04/10	N/A	N/A
EP341	Imperial Oil & Gas	Application	100%	2	blocks	25	12/04/10	N/A	N/A
EP342	Imperial Oil & Gas	Application	100%	5	blocks	29	12/04/10	N/A	N/A

***Revised application 7/05/20**

Imperial Oil & Gas A Pty Limited

Lease	Holder	Status	Working Interest	Current Area	Area Units	SqKm	Applied Date	Grant Date	Expiry Date
EP167	Imperial Oil and Gas A	Granted	100%	131	blocks	10617	N/A	10/01/13	9/01/25
EP168	Imperial Oil and Gas A	Granted	100%	200	blocks	15852	N/A	10/01/13	9/01/25
EP169	Imperial Oil and Gas A	Granted	100%	193	blocks	14434	N/A	24/07/24	23/07/29
EP198	Imperial Oil and Gas A	Granted	100%	128	blocks	10306	N/A	24/07/24	23/07/29

Empire Energy Group Limited

On 12 April 2024, Empire announced it had divested all of its US oil & gas leases to PPP Future Development Inc. Empire has retained an economic interest in the shale formations sitting below the oil & gas leases which produce oil & gas from conventional reservoirs via the retention of a 3.75% free carried working interest on all formations below the base of the Medina Sandstone formation. A full list of the tenements previously owned by Empire in which the carried working interest applies can be found on the Empire website at:

<https://app.sharelinktechnologies.com/announcement/asx/b7cbffae643848735210c692a87786aa>