

Disclosure of movement of 1% or more in substantial holding
or change in nature of relevant interest, or both

Sections 277 and 278, Financial Markets Conduct Act 2013

Note: This form must be completed in accordance with the instructions at the end of the form.

To NZX Limited
and
To Geo Limited

Relevant event being disclosed: movement of 1% or more in substantial holding

Date of relevant event: 26 August 2019

Date this disclosure made: 26 August 2019

Date last disclosure made: 9 July 2018

Substantial product holder(s) giving disclosure

Full name(s): Roger Keith Sharp

Summary of substantial holding

Class of quoted voting products: Ordinary shares

Summary for **Roger Keith Sharp**

For **this** disclosure,—

- (a) total number held in class: 24,298,261 ordinary shares
- (b) total in class: 81,008,233 ordinary shares
- (c) total percentage held in class: 29.99% of ordinary shares

For **last** disclosure,—

- (a) total number held in class: 25,606,114 ordinary shares
- (b) total in class: 80,453,765 ordinary shares
- (c) total percentage held in class: 31.83% of ordinary shares

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure:

Pro-rata off-market transfer of ordinary shares at a price of \$0.085 per share from Valuestream Investment Management Limited <Co-Investor No.3 PIPE Fund> to underlying investors as part of the wind-up process for the Fund. No shares have been sold as part of this distribution.

Details after relevant event

Details for **Roger Keith Sharp**

Nature of relevant interest(s):

Roger Sharp, through entities which he directly or indirectly controls, holds a majority of voting shares in North Ridge Partners Pty Limited, which, as shown in the table below, holds a substantial relevant interest in Geo Limited, either directly or indirectly:

Holder of Relevant Interest	Registered holder and beneficial owner	Ordinary shares	% of ordinary shares on issue
North Ridge Partners Pty Limited	North Ridge Partners Pty Limited	473,252	0.58
North Ridge Partners Pty Limited	Holders of shares pursuant to an Investment Management Agreement managed by North Ridge Partners Pty Limited	6,680,622	8.25
North Ridge Partners Pty Limited	North Ridge Partners Pty Limited as trustee company for <Co-Investor No.1 Fund A/C>	471,778	0.58
North Ridge Partners Pty Limited	Valuestream Investment Management Limited, as trustee company for <Co-Investor No. 3 PIPE Fund A/C>	1,452,581	1.79
North Ridge Partners Pty Limited	Wentworth Financial Pty Limited as trustee company for <Wentworth A/C>	9,206,977	11.37
North Ridge Partners Pty Limited	VBS Investments Pty Limited	6,013,051	7.42
Total		24,298,261	29.99

For that relevant interest,—

- (a) number held in class: 24,298,261 ordinary shares
- (b) percentage held in class: 29.99% of ordinary shares
- (c) current registered holder(s): NRP Funds and Associates
- (d) registered holder(s) once transfers are registered: NRP Funds and Associates

Additional information

Address of substantial product holder: c/o North Ridge Partners Pty Limited, Level 27, 161 Castlereagh St, Sydney NSW 2000

Contact details: Roger Sharp +64 21 27 88883

Email rs@northridgepartners.com

Disclosure has effect for purposes of directors' and senior managers' disclosure

Roger Sharp is also a director of Geo Limited. This disclosure also constitutes disclosure for the purposes of the directors' and senior managers' disclosure obligations.

Certification

I, Roger Sharp certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.


