

Section 1: Issuer information	
Name of issuer	Geo Limited
NZX ticker code	GEO
Class of financial product	Convertible Notes
ISIN (If unknown, check on NZX website)	NZGEOE0001S5
Currency	
Section 2: Capital change details	
Number issued/acquired/redeemed	526,635 convertible notes
Nominal value (if any)	\$1.00 per convertible note
Issue/acquisition/redemption price per security	\$1.00 per convertible note
Nature of the payment (for example, cash or other consideration)	Cash
Amount paid up (if not in full)	In full
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence) ¹	72.34%
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	<p>Conversion Price: On conversion the holder will receive fully paid ordinary shares in the Company with the number calculated by dividing the amount paid for the Notes by \$0.10.</p> <p>Conversion Date: The Notes may be repaid or converted no later than 36 months from 23 August 2019 (maturity date is therefore 22 August 2022), although the Notes may be repaid or converted into shares prior to this date, if requested by the holder. The Company may at any time elect to repurchase the Notes for cash at a price equal to 125% of the subscription price and all interest accrued.</p>
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	To provide the Company with additional funds in order to fund the Company's operations and growth strategy through 2020.
Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class	1,254,596 convertible notes

¹ The percentage is to be calculated immediately before the issue, acquisition, redemption or Conversion.

held as Treasury Stock after the issue/acquisition/redemption.	
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	n/a
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Board resolution dated 22 August 2019. Shareholder approval dated 27 November 2019 under Listing Rules Listing Rule 4.1.1 and 5.2.1.
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	<p>Interest on the Notes accrues at a rate of 6% per annum, compounded daily and payable quarterly in arrears. The Company may choose to pay interest in cash on a quarterly basis. The Company is permitted to issue further shares ("Interest Shares") in lieu of making the interest payments in cash. The number of Interest Shares to be issued is to be calculated by dividing the amount of interest owing by the Conversion Price. Such unpaid interest will convert to Interest Shares at the same time as the Notes (being at a date requested by the holder, but not later than 22 August 2022). The maximum amount of interest which can be converted into shares is \$300,445.</p> <p>The holder can assign, in whole or in part, all of its rights to and interests in the Notes to any person.</p> <p>If the Company undertakes a capital raising to ordinary shareholders or investors, the holder may convert the same percentage of the Notes as the number of shares issued under the capital raising represents of the total ordinary shares on issue prior to the capital raising.</p> <p>The Company has agreed to pay the holder an additional cash fee of 5% of the amount drawn down under the Convertible Note Agreement, payable by on the date on which funds are first received by the Company under the Convertible Note Agreement.</p>
Date of issue/acquisition/redemption ²	10 August 2020
Section 3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Roger Sharp
Contact person for this announcement	Ross O'Neill
Contact phone number	021 424829
Contact email address	Ross.o@geoop.com

² Continuous issuers using this form in reliance on Rule 3.13.2, please indicate the period during which the relevant issue/acquisition/redemptions were made (for example, 1 January 2019 to 31 January 2019).



NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Capital Change Notice

Date of release through MAP	10/08/2020
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