

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: Change in nature of relevant interest

Date of relevant event: 18 November 2020

Date this disclosure made: 18 November 2020

Date last disclosure made: 10 August 2020

Substantial product holder(s) giving disclosure

Full name(s): Roger Keith Sharp

Summary of substantial holding

Class of quoted voting products: a) Ordinary shares b) Convertible Notes

Summary for **Roger Keith Sharp**

For **this** disclosure,—

- (a) total number held in class: a) 18,285,210 ordinary shares b) 1,500,000 Convertible Notes
- (b) total in class: a) 99,362,124 ordinary shares b) 1,500,000 Convertible Notes
- (c) total percentage held in class: a) 18.40% of ordinary shares b) 100% of Convertible Notes

For **last** disclosure,—

- (a) total number held in class: a) 18,285,210 ordinary shares b) 1,254,596 Convertible Notes
- (b) total in class: a) 81,671,095 ordinary shares b) 1,254,596 Convertible Notes
- (c) total percentage held in class: 22.39% of ordinary shares b) 100% of Convertible Notes

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure:

- a) Issue of 17,691,029 new ordinary shares to unrelated persons on 9 November 2020 resulted in the dilution of relevant interest for Roger Sharp from 22.39% to 18.40%; and
- b) Issue of 245,404 Convertible Notes on 18 November 2020 to Wentworth Financial Pty Limited pursuant to a Convertible Note Agreement dated 23 August 2019.

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	Convertible Notes	% of Convertible Notes on issue
North Ridge Partners Pty Limited	North Ridge Partners Pty Limited	473,252	0.48%		
North Ridge Partners Pty Limited	Holders of shares pursuant to an Investment Management Agreement managed by North Ridge Partners Pty Limited	6,680,622	6.72%		
North Ridge Partners Pty Limited	North Ridge Partners Pty Limited as trustee company for <Co-Investor No.1 Fund A/C>	471,778	0.47%		
North Ridge Partners Pty Limited	North Ridge Partners Pty Limited, as trustee company for <Co-Investor No. 3 PIPE Fund A/C>	1,452,581	1.46%		
North Ridge Partners Pty Limited	Wentworth Financial Pty Limited as trustee company for <Wentworth A/C>	9,206,977	9.27%	1,500,000	100%
Total		18,285,210	18.40%	1,500,000	100%

For that relevant interest,—

- (a) number held in class: 18,285,210 ordinary shares and 1,500,000 Convertible Notes
- (b) percentage held in class: 18.40% of ordinary shares and 100% of Convertible Notes
- (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, 259 Young Street
Annandale NSW 2038

Contact details: Email Roger Croker rc@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.


