

## **Capital Change Notice**

| Section 1: Issuer information                                                                                                                                                                                                                                                                                    |                                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of issuer                                                                                                                                                                                                                                                                                                   | Geo Limited                                                                                                                                                 |
| NZX ticker code                                                                                                                                                                                                                                                                                                  | GEO                                                                                                                                                         |
| Class of financial product                                                                                                                                                                                                                                                                                       | Ordinary Shares                                                                                                                                             |
| ISIN (If unknown, check on NZX website)                                                                                                                                                                                                                                                                          | NZGEOE0001S5                                                                                                                                                |
| Currency                                                                                                                                                                                                                                                                                                         | NZD                                                                                                                                                         |
| Section 2: Capital change details                                                                                                                                                                                                                                                                                |                                                                                                                                                             |
| Number issued/acquired/redeemed                                                                                                                                                                                                                                                                                  | 1,159,251                                                                                                                                                   |
| Nominal value (if any)                                                                                                                                                                                                                                                                                           | N/A                                                                                                                                                         |
| Issue/acquisition/redemption price per security                                                                                                                                                                                                                                                                  | \$0.10                                                                                                                                                      |
| Nature of the payment (for example, cash or other consideration)                                                                                                                                                                                                                                                 | 938,000 in part satisfaction of directors' fees (Director Fees)     2. 221,251 in part satisfaction of Short Term Incentive Entitlements (STI Entitlements) |
| Amount paid up (if not in full)                                                                                                                                                                                                                                                                                  | N/A                                                                                                                                                         |
| 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) <sup>1</sup>                                                                                                                 | 1.03%                                                                                                                                                       |
| 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) | N/A                                                                                                                                                         |
| Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)                                                                                                                                                                 | Issue of ordinary shares:  1. In part satisfaction of outstanding directors' fees  1. In part satisfaction of outstanding STI Entitlements                  |
| 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 held as Treasury Stock after the issue/acquisition/redemption.                                                              | 113,676,493                                                                                                                                                 |
| In the case of an acquisition of shares, whether those shares are to be held as treasury stock                                                                                                                                                                                                                   | N/A                                                                                                                                                         |

 $<sup>^{\</sup>mathrm{1}}$  The percentage is to be calculated immediately before the issue, acquisition, redemption or Conversion.

| Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made | 1. Shareholders' approval and Directors resolution dated 2/11/20 2. Shareholders' approval and Directors resolution dated 21/12/20 3. Listing Rule 4.6.1 and Directors resolution dated 21/12/20                                                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)                                                      | Issue of ordinary shares:  1. In part satisfaction of outstanding directors' fees at \$0.10 per share  2. In satisfaction of outstanding fees for non-director services provided by a Director at \$0.10 per share  3. In part satisfaction of outstanding STI Entitlements at \$0.10 per share |
| Date of issue/acquisition/redemption <sup>2</sup>                                                                                                               | 21/12/20                                                                                                                                                                                                                                                                                        |
| Section 3: Authority for this announcement and contact person                                                                                                   |                                                                                                                                                                                                                                                                                                 |
| Name of person authorised to make this announcement                                                                                                             | Ross O'Neill                                                                                                                                                                                                                                                                                    |
| Contact person for this announcement                                                                                                                            | Ross O'Neill                                                                                                                                                                                                                                                                                    |
| Contact phone number                                                                                                                                            | 021 424829                                                                                                                                                                                                                                                                                      |
| Contact email address                                                                                                                                           | Ross.o@geoop.com                                                                                                                                                                                                                                                                                |
| Date of release through MAP                                                                                                                                     | 21/12/20                                                                                                                                                                                                                                                                                        |

<sup>&</sup>lt;sup>2</sup> 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).