



25 August 2008

Dear Geopacific Resources NL Shareholder

**Addition to Notice of Extraordinary General Meeting**

Please find attached a replacement proxy form to allow shareholders to vote on changes to Geopacific's auditor.

The replacement proxy form must be completed and returned for your votes to be counted on all three resolutions.

The following Special Resolution will be considered at the Extraordinary General Meeting of Geopacific Resources NL (GPR), which will be held at the Company's registered office, 556 Crown Street, Surry Hills, Sydney at 11.00am on Thursday 18<sup>th</sup> September.

**Special Resolution - Appointment of Auditor**

To consider and, if thought fit, to pass the following special resolution:

"That KS Black & Co replace BDO Kendalls as auditors of the Company."

**Explanatory Statement**

To conserve scarce funds, Directors have reviewed auditing costs and selected a firm of appropriate expertise, but who can provide services at a lower cost.

If you are unable to attend the meeting, please return a completed proxy form to Registries Limited by mail or facsimile:

**Registries Limited**

**Facsimile:** 02 9279 0664

**Mail:** PO Box R67, Royal Exchange, NSW 1223

Yours sincerely,

A handwritten signature in black ink, appearing to read "I. Pringle".

Dr Ian Pringle  
Managing Director  
**Geopacific Resources NL**

Geopacific Resources NL  
ACN 003 208 393

info@geopacific.com.au  
www.geopacific.com.au

**Australia - Sydney**  
556 Crown St  
(PO Box 477)  
Surry Hills  
NSW 2010  
AUSTRALIA

T +61 2 9699 7311  
F +61 2 9699 7322

**Fiji - Nadi**  
PO Box 9975  
Nadi Airport  
Nadi  
FIJI

T +679 6 720 166  
F +679 6 720 206

# PROXY FORM

**GEOPACIFIC RESOURCES NL**  
**ABN 57 003 208 393**  
**Extraordinary General Meeting**  
**Proxy Form**

**All correspondence to:**

Registries Limited  
P O Box R67  
Royal Exchange, Sydney NSW 1223  
Enquiries: 61 2 9290 9600  
Facsimile: 61 2 9279 0664  
www.registriesltd.com.au  
registries@registriesltd.com.au

Mark this box with an 'X' if you are Issuer Sponsored and want to make any changes to your address details (see reverse)

«NameAddress\_1»  
«NameAddress\_2»  
«NameAddress\_3»  
«NameAddress\_4»  
«NameAddress\_5»  
«NameAddress\_6»

## REPLACEMENT FORM

**\*«Holder\_Id»\***

«Holder\_Id»

## Appointment of Proxy

If appointing a proxy to attend the Extraordinary General Meeting on your behalf, please complete the form and submit it in accordance with the directions at the bottom of the page.

I/We being a shareholder/shareholders of Geopacific Resources NL pursuant to my/our right to appoint not more than two proxies, appoint

The Chairman of the Meeting (mark with an "X")

OR

Write here the name of the person you are appointing if this person **is someone other than** the Chairman of the Meeting.

or failing him/her

Write here the name of the other person you are appointing.

or failing him/her, (or if no proxy is specified above), the Chairman of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting to be held at **556 Crown Street, Surry Hills NSW** on **Thursday 18 September 2008 at 11.00 am** and at any adjournment of that meeting.

This proxy is to be used in respect of \_\_\_\_\_ % of the ordinary shares I/we hold.

If you do not wish to direct your proxy how to vote, please place a mark in the box. If you have appointed the Chair of the meeting to exercise your proxy, by marking this box, you acknowledge that the Chairman of the meeting may exercise your proxy even if he has an interest in the outcome of a particular resolution and votes cast by him other than as proxy holder will be disregarded because of that interest. The Chair intends to vote 100% of all open proxies in favour of the resolution. If you do not mark this box, and you have not directed your proxy how to vote, the Chair will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution.

## Voting directions to your proxy – please mark to indicate your directions

RESOLUTION	For	Against	Abstain*
1. Issue of shares and options to Ian Simpson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Ratification of Issue of 1,000,000 shares and 500,000 options to Exploration Drilling Services (Fiji) Ltd	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That KS Black & Co replace BDO Kendalls as auditors of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

## PLEASE SIGN HERE

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.  
*Executed in accordance with section 127 of the Corporations Act:*

Individual or Shareholder 1

Sole Director & Sole Company Secretary

Joint Shareholder 2

Director / Company Secretary

Joint Shareholder 3

Director

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2008

Contact Name

Contact Business Telephone / Mobile

## INSTRUCTIONS FOR COMPLETING PROXY FORM

1. Your pre-printed name and address is as it appears on the share register of Geopacific Resources NL. If you are Issuer Sponsored and this information is incorrect, please mark the box at the top of the proxy form and make the correction on the form. Securityholders sponsored by a broker on the CHESSE subregister should advise their broker of any changes. Please note, you cannot change ownership of your securities using this form.
2. Completion of a proxy form will not prevent individual shareholders from attending the Extraordinary General Meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the Extraordinary General Meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the Extraordinary General Meeting.
3. A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment do not specify this proportion, each proxy may exercise half of the votes.
4. A proxy need not be a shareholder of the Company.
5. If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.
6. If a representative of a company shareholder is to attend the Meeting, a properly executed original (or certified copy) of the appropriate "Certificate of Appointment of Corporate Representative" should be produced for admission to the Meeting. Previously lodged "Certificates of Appointment of Corporate Representative" will be disregarded by the Company.
7. If a representative as Power of Attorney of a shareholder is to attend the meeting, a properly executed original (or originally certified copy) of an appropriate Power of Attorney should be produced for admission to the Extraordinary General Meeting. Previously lodged Powers of Attorney will be disregarded by the Company.

### 8. Signing Instructions

You must sign this form as follows in the spaces provided:

- Individual:** Where the holding is in one name, the holder must sign.
- Joint Holding:** Where the holding is in more than one name, all of the shareholders should sign.
- Power of Attorney:** If you are signing under a Power of Attorney, you must lodge an original or certified photocopy of the appropriate Power of Attorney with your completed Proxy Form.
- Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person.
- If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone.
- Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

### 9. Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address below not later than 11am on Tuesday, 16 September 2008 (48 hours before the commencement of the meeting). Any Proxy Form received after that time will not be valid for the scheduled meeting.

#### Hand deliveries

**Registries Limited**  
**Level 7**  
**207 Kent Street**  
**Sydney NSW 2000**

#### Postal address:

**Registries Limited**  
**PO Box R67**  
**Royal Exchange NSW 1223**

#### Fax number:

**(02) 9279 0664**