

**Notice under Sections 650F and 630(4)  
of the Corporations Act**

**GEOPACIFIC RESOURCES NL  
ACN 003 208 393  
NOTICE DECLARING TAKEOVER OFFER  
FOR BID CLASS SECURITIES IN WORLDWIDE MINING PROJECTS LIMITED  
UNCONDITIONAL**

To: Australian Securities and Investments Commission  
Worldwide Mining Projects Limited ACN 145 367 862 (**Worldwide**)

Copy to: Australian Securities Exchange

Geopacific Resources NL ACN 003 208 393 (**Geopacific**) gives notice that in relation to its offers dated 14 February 2013 for all of the fully paid ordinary shares in Worldwide (**Share Offer**) for the purposes of sections 650F and 630(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**):

1. the condition in section 9(a)(iii) of Annexure A of the bidder's statement dated 7 February 2013 (**Bidder's Statement**) regarding the provision of a legal opinion from a suitable qualified lawyer in Cambodia regarding the Kou Sa Project has been fulfilled;
2. the condition in section 9(a)(xv) of Annexure A of the Bidder's Statement that the directors of Worldwide and their associates enter into voluntary escrow agreements, pursuant to which they agree not to dispose of, or agree to offer or dispose of the Geopacific shares they are to receive in consideration for the Worldwide shares in which they have a relevant interest for a period of 12 months from the date of issue of the respective Geopacific shares has been fulfilled;
3. Geopacific declares the Offer and all contracts formed by the acceptance of the Offer free from the conditions set out in section 9(a) of Annexure A of the Bidder's Statement (**Offer Conditions**);
4. the Offer is now free of the Offer Conditions; and
5. Geopacific's voting power (within the meaning of section 610 of the Corporations Act) in Worldwide at the time of giving this notice is 99.76%.

DATED: 25 March 2013



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**Mark Pitts**  
Company Secretary  
Geopacific Resources NL