

7 October 2015

**GEOPACIFIC RESOURCES LTD**

ACN 003 208 393

**ASX Code: GPR**

[info@geopacific.com.au](mailto:info@geopacific.com.au)

[www.geopacific.com.au](http://www.geopacific.com.au)

**AUSTRALIAN OFFICE**

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**DIRECTORS**

Chairman: Milan Jerkovic

Managing Director: Ron Heeks

Non-Exec Director: Mark  
Bojanjac

Company Secretary: John Lewis

**PROJECTS**

CAMBODIA:

Kou Sa Copper

FIJI:

Sabeto/Vuda Gold-Copper

Rakiraki Gold

Nabila Copper-Gold

**ASX ANNOUNCEMENT**

**UNMARKETABLE PARCEL SALE FACILITY**

Geopacific Resources Limited (The Company) advises that it is implementing an Unmarketable Parcel share sale facility (Facility) which provides eligible shareholders with the opportunity to sell their shareholding without incurring brokerage or handling costs.

The ASX Listing Rules define an Unmarketable Parcel as those with a market value of \$500 or less. As at 1 October 2015 (Record Date), based on the closing price of \$0.05 an Unmarketable Parcel of shares is any shareholding of 10,000 ordinary shares or less. This represents 1,116,064 ordinary shares, held by 289 shareholders (Minority Members).

The Company is offering this sale to assist holders of unmarketable parcels to sell shares without having to use a broker or to pay brokerage fees. The Company will pay the costs of the sale of shareholders who use this Facility, excluding tax consequences from the sale which remain the shareholder's responsibility.

The Company values all of its shareholders, however, it incurs significant administrative costs maintaining such a large number of Unmarketable Parcels. By facilitating this sale, the Company expects to reduce the administrative costs associated with maintaining a large number of very small holdings.

If Minority Members wish to sell their shares through this Facility, they do not need to take any action. If Minority Members do **NOT** wish to sell their shares through this Facility, they **MUST** complete and return the Notice of Retention Form to the Company, by 5:00pm (Western Standard Time) on 18 November 2015 (Retention Date).

Upon the sale of the Unmarketable Parcel shares by the appointed broker, proceeds shall be forwarded to eligible shareholders as soon as practicable.

Attached is a copy of the letter and the Notice of Retention Form that is currently being mailed to shareholders that are holding an Unmarketable Parcel in Geopacific Resources Limited on the Record Date.

**John Lewis**  
**Company Secretary**

7 October 2015

Dear Shareholder

**IMPORTANT NOTICE- Sale of your Unmarketable Parcel of Geopacific Resources Limited Shares**

Our records show that you are eligible to take part in a share sale facility (Facility) established by Geopacific Resources Limited (Geopacific). The Facility provides the opportunity for holders to sell their Unmarketable Parcels (shares valued at AUD\$500 or less) without incurring any brokerage or handling costs. This Facility is available to shareholders who on 1 October 2015 (Record date) held an Unmarketable Parcel. Based on the closing price on the Record Date of \$0.05, an Unmarketable Parcel is a holding of 10,000 Geopacific shares or less.

By facilitating the sale of Unmarketable Parcels the Company expects to reduce the administrative costs associated with maintaining a large number of shareholdings. This also provides the opportunity for these shareholders to exit their investment without incurring any undue costs.

If you do **NOT wish to sell** your shares, you **MUST** complete and return the attached Retention Form to the address on the form so that is received by 5:00pm (Western Standard Time) on 18 November 2015 (Retention Date). If you do not advise the Company by the Retention Date, Geopacific intends to sell your shares through the Facility.

If you do **WISH to sell** your shares through the Facility, you do not need to take any action. By refraining from taking action, after the expiration of the time prescribed in the ASX Listing Rules, you will be deemed to have irrevocably appointed the Company as your agent:-

- a) to sell all of your shares at a price to be determined by when and how the shares are sold and without any cost being incurred by you; and
- b) to deal with the proceeds of the sale as set out in the attached information pack

The sale price will be determined once all shares under the Facility are sold. Each shareholder will receive their proportionate share of the sale proceeds for all shares sold through the facility. Payment will be sent to each shareholder following settlement of the sale or otherwise as soon as practicable.

Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their shares. This information will, if released, be available on the ASX website ([www.asx.com.au](http://www.asx.com.au)) and on the company's website ([www.geopacific.com.au](http://www.geopacific.com.au)).

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility you should consult your legal, financial or taxation adviser.

The information set out below provides further details of the Facility, which you should read before making any decision.

If you have any queries about lodging your form or the practical operation of the Facility please contact us on 08 6143 1820 or at [jlewis@geopacific.com.au](mailto:jlewis@geopacific.com.au).

Yours sincerely

John Lewis  
Company Secretary  
Geopacific Resources Limited

## Unmarketable Parcels - Information

### 1. Key Dates

Unmarketable Parcel Record Date: 1 October 2015

Closing date for receipt of Share Retention Forms: 5:00pm WST 18 November 2015

Letter sent to shareholders holding Unmarketable Parcels: 7 October 2015

### 2. What is an Unmarketable Parcel of Shares?

An Unmarketable Parcel of shares is a holding of Geopacific shares valued at less than AUD\$500 as at close of trade on 1 October 2015 (the Record Date). Based on the price of Geopacific shares at the Record Date, this is a holding of 10,000 shares or less.

### 3. What price will I receive for shares sold through the Facility?

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. Geopacific may sell your shares on market in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale. You will not have control over the time at which your shares are sold, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price obtained for all the shares sold under the Facility. If Geopacific sells your shares other than on market, the price will be the price that Geopacific have been able to negotiate with the acquirer(s).

### 4. What is the price of Geopacific Shares?

The last sale price of Geopacific Shares on 1 October 2015 was \$0.05 the share price changes frequently under more recent prices are available in newspapers and from the ASX website ([www.asx.com.au](http://www.asx.com.au)) under the ASX code "GPR".

### 5. When will the proceeds from the sale of shares be sent to me?

Payment will be sent to you as soon as practicable pursuant to the Facility. Payment will be made in Australian dollars by cheque. You will be notified by way of a transaction confirmation statement of the number of your shares sold, and the price and total sale proceeds. The cheque will be sent by post to your address as shown in the share register at the time the share sale payment is run.

### 6. If I buy more shares, will I retain my holding?

Yes, Geopacific will treat any purchase of additional shares to increase the value of a Geopacific shareholding to more than AUD\$500 as an indication that you do not want your shares to be sold through the Facility. For a purchase to be an effective notification that you wish to retain your shares, any additional shares must be registered by 5:00pm (Western Standard Time) on 18 November 2015 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

**7. What if my shares are held in a CHESS holding?**

If your shares remain in a CHESS holding at 5:00 pm on 18 November 2015 the company may move those Shares to an issuer sponsored holding and the Shares will be sold through the Facility.

**8. Where can I get further information?**

If you have any questions concerning your shareholding or the Facility, please contact John Lewis on telephone: +61 (0)8 6143 1820 or by email to [jlewis@geopacific.com.au](mailto:jlewis@geopacific.com.au)

**9. Important notes**

Geopacific reserves the right to change any of the dates referred to in this letter by notice to the ASX. The letter does not constitute advice or a recommendation to buy, sell or hold shares or that is the Facility is the best way to sell Geopacific Shares.

If you are in any doubt about what to do, you should contact your legal, financial or taxation adviser.

**NOTE:**

If you currently have more than one holding on the Geopacific share register, you may wish to consider amalgamating them. This may result in your amalgamated holding no longer being an Unmarketable Parcel. Under these circumstances your shares will not be sold as part of this Facility.



Subregister

SRN/HIN.

## Share Retention Form

**IMPORTANT:** This is an important document and requires your attention. Geopacific Resources Limited (Company) is implementing a share sale facility for holders of parcels of the Company's shares valued at less than \$500. Further details regarding the program are set out in the letter to you from the Company dated 7 October 2015, which accompanies this form. **If you do not want the parcel of shares in the Company referred to below sold under the program, you must complete this form and return it so that it is received by the Company no later than 5.00pm on 18 November 2015.** If you are in any doubt as to how to deal with this form, you should consult your professional adviser. If your holding of the Company's shares increases to more than \$500 by on market purchases or otherwise, then your holding will not be sold under the program.

### A Number of shares held as at Record Date

The number of shares that you held at 7pm on 1 October 2015.

### B Retention of shares

I/We refer to the letter from the company dated 7 October 2015 and hereby give notice that by marking this box I/we would like to retain my/our shares.

### C Contact details (Enter your contact details below)

CONTACT NAME	TELEPHONE WORK	TELEPHONE HOME	EMAIL ADDRESS (optional)
	( )	( )	

### D Shareholder Signature

By signing and returning this form, I/we confirm that I/we understand that my/our shares will **NOT BE SOLD** under the program.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Day      Month      Year

**This form must be received by no later than 5.00pm on**

**18 November 2015**

LODGEMENT INSTRUCTIONS ARE ON THE REVERSE OF THIS FORM

# Additional information

## How to complete this form

- A. This is the number of shares that you held at 7pm on 1 October 2015.
- B. If you would like to retain your shares, please mark the box on the front of this form and return it to the Company in accordance with the lodgement instructions below. If this form is not received by 5.00pm on 18 November 2015, and you have not otherwise validly notified the Company that you wish to retain your shares, the Company will be entitled to sell your shares on your behalf. **IF YOU WOULD LIKE THE COMPANY TO SELL YOUR SHARES, YOU SHOULD NOT COMPLETE THIS FORM.**
- C. Enter your **contact details** so we may contact you regarding your form.
- D. The form **must** be signed. In the spaces provided you must sign this form as follows:

**Individual:** Where the holding is in only one name, this form is to be signed by the securityholder.

**Joint Holding:** Where the holding is in more than one name, all the securityholders must sign.

**Power of Attorney:** To sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. Please indicate the office held by signing in the appropriate place.

## Lodgement of this Form

If you wish to retain your shares, this form must be completed and returned to the Company by no later than 5.00pm on 18 November 2015. If you are returning your form by post, please allow sufficient time for collection and delivery by postal services. The postal rule does not apply, which means that to be valid your completed form must be received by no later than 5.00pm on 18 November 2015.

### Mailing address:

Geopacific Resources Limited  
PO Box 439  
Claremont WA 6910

### Delivery address:

Geopacific Resources Limited  
Level 1, 278 Stirling Highway  
Claremont WA 6010

## Consolidation of shareholdings

If you have more than one holding on the Geopacific Resources Limited register, you should consider consolidating them. For further information regarding this, please contact Boardroom Pty Limited on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia).

## Changes of Address Supported by your Signature(s)

If your address is not exactly as shown, please provide details below. This is only relevant for Issuer Sponsored registered holdings. CHESS holders must notify your sponsoring broker for amendments to holdings on the CHESS Subregister.

CHANGE OF ADDRESS DETAILS – ISSUER SPONSORED ONLY		
SIGN HERE FOR ADDRESS AMENDMENTS:		

Shareholder 1 (Individual) /

Joint Shareholder 2 (Individual) /

Joint Shareholder 3 (Individual) /

Sole Director & Sole Company Secretary

Director

Director/Company Secretary  
(Delete one)