

ASX Listing Rule 3.10.5A Disclosure

11 September 2017

This notice is given by Geopacific Resources Limited ACN 003 208 393 ("Company") pursuant to ASX Listing Rule 3.10.5A in relation to an issue of 350,000,000 fully paid ordinary shares by the Company without disclosure to investors under Part 6D.2 of the Corporations Act.

The shares were issued by way of a placement to sophisticated and professional investors, pursuant to the Company's available capacity pursuant to Listing Rule 7.1 (210,931,722 shares) and Listing Rule 7.1A (139,068,278 shares).

Geopacific provides the following disclosures under ASX Listing Rule 3.10.5A:

(a) The dilutive effect of the Placement on existing shareholders was as follows:

| Fully paid ordinary shares issued under: | Number of shares issued | % of post Placement issued share capital |
|--|-------------------------|--|
| Listing Rule 7.1 | 210,931,722 | 12.0% |
| Listing Rule 7.1A | 139,068,278 | 7.9% |
| Total | 350,000,000 | 19.9% |

The percentage of the post Placement issued capital held (in aggregate) relating to shares issued under the Placement was as follows:

| Category | Percentage |
|---|------------|
| Pre-placement shareholders who did not participate in the Placement | 51.8% |
| Pre-placement shareholders who did participate in the Placement | 48.2% |
| Participants in the Placement who were not previously shareholders | 0.7% |

- (b) The Company issued the shares as a Placement under Listing Rule 7.1A to sophisticated and professional investors as it was of the view that this was the most appropriate mechanism and least dilutive way to raise the funds required to achieve its stated objectives.
- (c) The Company confirms that no underwriting agreements were entered into in respect of the Placement.
- (d) The fee payable by the Company in connection with the Placement comprised a cash fee of 5% (excluding GST) of the gross funds raised pursuant to the Placement.

Contact

For further information on this update or the Company generally, please visit our website at www.geopacific.com.au or contact:

Mr. Ron Heeks Managing Director
Ms. Philippa Leggat Executive Director Corporate

| Company details | Board | Projects |
|--|---|--|
| Geopacific Resources Limited ACN 003 208 393 ASX Code: GPR info@geopacific.com.au http://www.geopacific.com.au T +61 8 6143 1820 HEAD OFFICE Level 1, 278 Stirling Highway, Claremont WA 6010. PO Box 439, Claremont WA 6910. | Milan Jerkovic Chairman Ron Heeks Managing Director Philippa Leggat Executive Director Mark Bojanjac Non-Exec Director Ian Clyne Non-Exec Director Matthew Smith Company Secretary | PAPUA NEW GUINEA Woodlark Island Gold CAMBODIA Kou Sa Copper FIJI Nabila Gold, Rakiraki Gold, Sabeto Gold-Copper, Vuda Gold-Copper, Cakaudrove Gold-Silver |