

## GeoOp Limited 2016 Special Meeting Admission Card or Proxy Form

Notice is hereby given that a special meeting of shareholders of GeoOP Limited (the Company) will be held at Bell Gully, Level 21 Vero Centre, 48 Shortland Street on 5 May 2016 commencing at 9am

Name and address

CSN/Holding No  
Barcode

Scan this QR code with your smartphone and vote online



**Admission Card** – Please bring this form intact to the meeting as the barcode is required for registration purposes.

If you do **not** plan to attend the meeting in person but wish to appoint a proxy please complete the reverse of this form and return the form intact to Link Market Services by no later than 9am on 3 May 2016 (New Zealand time) being 48 hours before the commencement of the Special Meeting. **Proxy appointment can also be completed online.**

### Proxy Appointment

1. Any shareholder of the Company entitled to attend and vote at the meeting may appoint another person or persons as proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company. If the proxy form is returned without direction as to how the proxy should vote on the resolution then the proxy may vote as he or she thinks fit on that resolution.
2. If you appoint a proxy you must either direct the proxy how to vote by ticking the “For”, “Against” or “Abstain” box in respect of each resolution OR by ticking the “Proxy Discretion” box in respect of each resolution. If you do not tick a box your proxy may vote as they choose. If you mark more than one box on an item, your vote will be invalid on that item.
3. If you tick the ‘Proxy Discretion’ box for a particular resolution, you are directing your proxy to decide how to vote on that resolution on your behalf. If you tick the ‘Abstain’ box for a particular resolution, you are directing your proxy **not** to vote on that resolution. If a proxy does not vote on your behalf on a resolution, your votes will not be counted when calculating the majority of that resolution.
4. The Chairman of the meeting or any Director is willing to act as proxy for any shareholder who appoints him/her for that purpose. The Chairman and Directors intend to vote all discretionary proxies in favour of resolutions 1 to 3.

### Signing Instructions:

1. If you are joint holders of shares, each of you must sign this Proxy Form. In the case of a corporate shareholder, this form must be signed by a director or a duly authorised officer of the shareholder, acting under the express or implied authority of the shareholder, or be executed under the common seal of the corporate shareholder (if it has one).
2. If this form is signed by an attorney of a shareholder, a certificate of non-revocation of power of attorney must be attached. A copy of the power of attorney must also be attached unless it has previously been produced to the Company.
3. If you have any questions about how to complete this Proxy Form or vote, please call the Link Market Services Limited Investor Helpline between 8.30am and 5.00pm (New Zealand time) on +64 9 375 5998 or email [meetings@linkmarketservices.co.nz](mailto:meetings@linkmarketservices.co.nz)

### PLEASE COMPLETE YOUR PROXY FORM ONLINE OR RETURN IT IN THE FOLLOWING WAYS:

Online:

**Please go to the following website to appoint your proxy online:**

<https://investorcentre.linkmarketservices.co.nz/voting/GEO>

You will need to enter your CSN/Holder number and Authorisation Code (FIN) to securely access the website and then follow the prompts to appoint your proxy and, if desired, to provide voting instructions to your proxy.

Mail:

If mailing from in New Zealand, please place in the reply paid envelope provided

If mailing from outside New Zealand please place in the pre-addressed envelope, affix the postage from the country of mailing and post to Link Market Services, PO Box 91976, Victoria Street West, Auckland 1142, New Zealand.

Deliver:

Link Market Services, Level 11, Deloitte Centre, 80 Queen Street, Auckland, New Zealand

Fax:

+ 64 9 375 5990

Scan & email:

[meetings@linkmarketservices.co.nz](mailto:meetings@linkmarketservices.co.nz) (please put the words “GeoOp Proxy Form” in the subject line for easy identification)

## PROXY FORM

You may appoint the Chairman of the Meeting, or any other director, as your proxy by entering "Chairman of the Meeting" or the name of the director you wish to appoint in the box below.

I/We being a shareholder(s) of GeoOp Limited (Company) and entitled to attend and vote

hereby appoint\*

Full Names

or failing him/her

Full Names

as my/our proxy to vote for me/us on my/our behalf at the Special Meeting of Shareholders of the Company to be held at 9am on 5 May 2016 (New Zealand time), and at any adjournment of that meeting, and to vote as my/our proxy thinks fit on any resolutions to amend any of the resolutions, or any resolution so amended and on any other resolution proposed at the Special Meeting (or any adjournment thereof) so as to give effect to my/our intention as set out below where possible.

\*If you do not name a person as your proxy or your named proxy does not attend the meeting, the Chairman will be appointed your proxy and may only vote in accordance with your express direction.

## VOTING INSTRUCTIONS

RESOLUTIONS	TICK (✓) BOX TO RECORD YOUR VOTE			
	FOR	AGAINST	ABSTAIN	PROXY DISCRETION
1. To approve the performance of the Sale and Purchase Deed as further explained in the Explanatory Notes.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Issue of share and convertible notes as further explained in the Explanatory Notes.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Appointment of Roger Keith Sharp as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature(s):

Daytime phone number:

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

Email address:

**If you have not provided your email address previously, and you would like to receive all your GeoOp Limited investor communications electronically – please provide your email address above. Thank you**