



GEO ENERGY GROUP

GEO ENERGY RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 201011034Z)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of Geo Energy Resources Limited (the “**Company**”) will be held at Pan Pacific Singapore, Room Ocean 6, Level 2, 7 Raffles Boulevard, Marina Square, Singapore 039595 on 16 December 2016 at 4.00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

*All capitalised terms in this Notice which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 30 November 2016 (“**Circular**”).*

ORDINARY RESOLUTION:

THE PROPOSED ACQUISITION OF FORTUNE COAL RESOURCES PTE. LTD. WHICH CONSTITUTES A MAJOR ACQUISITION UNDER THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“THE LISTING MANUAL**”)**

THAT:

- (a) for the purposes of Chapter 10 of the Listing Manual, approval be and is hereby given for the proposed acquisition of 100% of the issued and paid up capital of Fortune Coal Resources Pte. Ltd. pursuant to the sale and purchase agreement (the “**Agreement**”) entered into by the Company with International Resources Investment Ltd on 18 July 2016 (the “**Proposed Acquisition**”);
- (b) for the purposes of Rule 811 of the Listing Manual, approval be and is hereby given for the issue and allotment of the Consideration Shares under the Proposed Acquisition; and
- (c) the directors of the Company (“**Directors**”) and each of them be and is hereby authorised to complete and do all such acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Acquisition) as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to this Ordinary Resolution and to the Agreement as they or he may deem fit.

BY ORDER OF THE BOARD

Geo Energy Resources Limited

Charles Antony Melati
Executive Chairman
30 November 2016

Notes:

1. Except for a member who is a Relevant Intermediary as defined under Section 181(6) of the Companies Act, a member is entitled to appoint not more than two (2) proxies to attend, speak and vote at the meeting. Where a member appoints more than one (1) proxy, the proportion of his concerned shareholding to be represented by each proxy shall be specified in the proxy form.
2. Pursuant to Section 181(1C) of the Companies Act, a member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form. A proxy need not be a member of the Company.
3. The Proxy Form must be lodged at the Company’s registered office at 12 Marina Boulevard, #16-01, Marina Bay Financial Centre Tower 3, Singapore 018982, not less than 48 hours before the time fixed for holding the above Meeting.

PERSONAL DATA PRIVACY

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guideline (collectively, the “**Purposes**”), (ii) warrants that where the shareholder discloses the personal data of the shareholder’s proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder’s breach of warranty.