



GEOPACIFIC RESOURCES NL

ACN 003 208 393

ASX Code: GPR

info@geopacific.com.au

www.geopacific.com.au

AUSTRALIAN OFFICE

Suite 6, 125 Melville Parade
Como, WA 6152

PO Box 111
South Perth, WA 6951

T +61 2 8622 1691
F +61 2 8622 1694

FIJI OFFICE

PO Box 9975
Nadi Airport
Nadi

T +679 6 72 7150
F +679 6 72 7152

BONUS ISSUE OF OPTIONS

As announced on 7 December, 2011, the Board of Directors of Geopacific Resources NL is pleased to award its shareholders with a bonus issue of options.

This free issue is to thank our very patient and loyal shareholders for supporting the Company through the past 18 months of conducting ZTEM airborne geophysical surveys over its tenements in Fiji, the lengthy time to interpret that data, and to get advanced surface sampling and drilling commenced.

The issue of options is on the basis of one (1) free option for every two (2) fully paid shares held. The exercise price is \$0.35 with an expiry of one year (365 days) from date of issue. The options have now been allotted and option holder statements despatched.

A revised Appendix 3B in relation to the issue of bonus options is attached.

Grahame Clegg
Company Secretary,
Geopacific Resources NL

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

APPENDIX 3B

**NEW ISSUE ANNOUNCEMENT,
APPLICATION FOR QUOTATION OF ADDITIONAL SECURITIES
AND AGREEMENT**

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Geopacific Resources NL

ABN

ACN 003 208 393

We (the entity) give ASX the following information.

PART 1 - ALL ISSUES

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | Bonus Issue of options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 18,927,269 options expiring 19.1.2013 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Options expiring 19.1.2013 with an exercise price of 35 cents. |

Page 3 of 9

	Number	+Class																
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<table><tr><th colspan="2">Options</th></tr><tr><th>expiry</th><th>exercise price</th></tr><tr><td>100,000</td><td>08.05.12 \$1.25</td></tr><tr><td>100,000</td><td>08.05.13 \$1.50</td></tr><tr><td>600,000</td><td>01.08.13 \$0.50</td></tr><tr><td>500,000</td><td>30.09.14 \$0.30</td></tr><tr><td>800,000</td><td>expiry date of five years after the defining on Faddy's Gold Deposit of a JORC compliant ore reserve of over 200,000 ounces of contained gold exercise price \$2.50</td></tr><tr><td>200,000</td><td>expiry date of ten years after the defining on Faddy's Gold Deposit of a JORC compliant ore reserve of over 1,000,000 ounces of contained gold exercise price \$5.00</td></tr></table>	Options		expiry	exercise price	100,000	08.05.12 \$1.25	100,000	08.05.13 \$1.50	600,000	01.08.13 \$0.50	500,000	30.09.14 \$0.30	800,000	expiry date of five years after the defining on Faddy's Gold Deposit of a JORC compliant ore reserve of over 200,000 ounces of contained gold exercise price \$2.50	200,000	expiry date of ten years after the defining on Faddy's Gold Deposit of a JORC compliant ore reserve of over 1,000,000 ounces of contained gold exercise price \$5.00
Options																		
expiry	exercise price																	
100,000	08.05.12 \$1.25																	
100,000	08.05.13 \$1.50																	
600,000	01.08.13 \$0.50																	
500,000	30.09.14 \$0.30																	
800,000	expiry date of five years after the defining on Faddy's Gold Deposit of a JORC compliant ore reserve of over 200,000 ounces of contained gold exercise price \$2.50																	
200,000	expiry date of ten years after the defining on Faddy's Gold Deposit of a JORC compliant ore reserve of over 1,000,000 ounces of contained gold exercise price \$5.00																	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A																

PART 2 - BONUS ISSUE OR PRO RATA ISSUE

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the +securities will be offered	1 bonus option for every 2 ordinary shares

14	+Class of +securities to which the offer relates	Options
15	+Record date to determine entitlements	19 January 2012
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	Round up
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	Any countries outside Australia and New Zealand
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺ security holders	N/A
25	If the issue is contingent on ⁺ security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do ⁺ security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do ⁺ security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	⁺ Despatch date	3 February 2012

PART 3 - QUOTATION OF SECURITIES

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) ☒ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

ENTITIES THAT HAVE TICKED BOX 34(A)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories

- 1 - 1,000
- 1,001 - 5,000
- 5,001 - 10,000
- 10,001 - 100,000
- 100,001 and over

37 ☐ A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of securities for which
+quotation is sought

18,927,269

39 Class of ⁺securities for which quotation is sought

Options expiring 19.1.2013 with an exercise price of 35 cents.

40 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities?

Yes, on exercise of options

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

Bonus issue of options

	Number	⁺ Class
42 Number and ⁺ class of all ⁺ securities quoted on ASX (including the securities in clause 38)	37,854,463	Ordinary
		Options
		expiry exercise price
	18,927,269	19.01.13 \$0.35

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:  Date: ..4-2-2012

(Company Secretary)

Print name: ...Grahame Clegg.....

== == == == =