



GEOPARK LIMITED
This document is important and requires
your immediate attention

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser.



GEOPARK LIMITED

(Registered in Bermuda number EC33273)

NOTICE OF ANNUAL GENERAL MEETING

Enclosed:

- Notice of the 2014 Annual General Meeting which is to be held on September 11 2014 at 4:00 p.m. (Bermuda time) at the Executive Board Room, Cox Hallett Wilkinson Limited, Cumberland House, 9th Floor, 1 Victoria Street, Hamilton HM11, Bermuda.



GEOPARK LIMITED

(Incorporated in Bermuda with registered number EC33273)

Directors:

Gerald O'Shaughnessy (Chairman)

James F. Park

Peter Ryalls

Juan Cristóbal Pavez

Carlos Alberto Gulisano

Steven J. Quamme

Pedro Aylwin

Registered office:

Cumberland House

9th Floor

1 Victoria Street

Hamilton HM11

Bermuda

17 July 2014

Notice of Annual General Meeting of GeoPark Limited ("the Company")

Dear Shareholder:

Please be advised that the Annual General Meeting ("the AGM") of the Company will be held at 4:00 p.m. (Bermuda time) on September 11, 2014 at the Executive Board Room, Cox Hallett Wilkinson Limited, Cumberland House, 9th Floor, 1 Victoria Street, Hamilton HM11, Bermuda.

Ordinary Business

Annual Report and Accounts (Resolution 1 – Ordinary Resolution)

The Directors will present to Shareholders at the AGM the Annual Report and Accounts for the year ended 31 December 2013, together with the Directors' report and the Auditors' report on the 2013 Financial Statements.

Election and Re-appointment of Directors (Resolutions 2 to 8 – Ordinary Resolutions)

James Franklin Park who was re-appointed to the Board at the 2013 AGM of the Company to serve until the 2014 AGM, retire in accordance with the Company's Bye-Laws and offer himself for re-election as Executive Director.

Gerald Eugene O'Shaughnessy who was re-appointed to the Board at the 2013 AGM of the Company to serve until the 2014 AGM, retire in accordance with the Company's Bye-Laws and offer himself for re-election as Executive Director.

Pedro Enrique Aylwin Chiorrini, who was appointed to fill a vacancy in the Board by a Unanimous Written Resolution of the Directors dated 30 July 2013 to serve until the 2014 AGM, offers himself for election as Executive Director.

Peter Ryalls, who was re-appointed to the Board at the 2013 AGM of the Company to serve until the 2014 AGM, retires in accordance with the Company's Bye-Laws and offers himself for re-election as Non-Executive Director.

Juan Cristóbal Pavez, who was re-appointed to the Board at the 2013 AGM of the Company to serve until the 2014 AGM, retires in accordance with the Company's Bye-Laws and offers himself for re-election as Non-Executive Director.

Carlos Alberto Gulisano, who was appointed to the Board at the 2013 AGM of the Company to serve until the 2014 AGM, retires in accordance with the Company's Bye-Laws and offers himself for re-election as Non-Executive Director.

Steven Jerome Quamme, who was re-appointed to the Board at the 2013 AGM of the Company to serve until the 2014 AGM, retires in accordance with the Company's Bye-Laws and offers himself for re-election as Non-Executive Director.

All retiring Directors are entitled, in accordance with the Company's Bye-Laws, to offer themselves for re-election and they have all indicated their willingness to be re-elected. Accordingly, Resolutions 2 to 3 and 5 to 8 propose the re-appointment of all the retiring Directors.

Please see below brief biographical details of each of the Directors standing for election and re-election pursuant to Resolutions 2 to 8. Your Board values the individual contributions of each of the Directors referred to above and is keen to retain their services. Accordingly, your Board recommends that you vote in favour of each of the Resolutions 2 to 8 electing and re-appointing each of the Directors.

Carlos Gulisano



Age: 63

Buenos Aires, Argentina

Director Since: July 2010

Mr. Gulisano has been a member of our board of directors since June 2010. Dr. Gulisano holds a bachelor's degree in geology, a post-graduate degree in petroleum engineering and a PhD in geology from the University of Buenos Aires and has authored or co-authored over 40 technical papers. He is a former adjunct professor at the Universidad del Sur, a former thesis director at the University of La Plata, and a former scholarship director at CONICET, the national technology research council, in Argentina. Dr. Gulisano is a respected leader in the fields of petroleum geology and geophysics in South America and has over 30 years of successful exploration, development and management experience in the oil and gas industry. In addition to serving as an advisor to GeoPark since 2002 and as Managing Director from February 2008 until June 2010, Dr. Gulisano has worked for YPF, Petrolera Argentina San Jorge S.A. and Chevron San Jorge S.A. and has led teams credited with significant oil and gas discoveries, including those in the Trapial field in Argentina. He has worked in Argentina, Bolivia, Peru, Ecuador, Colombia, Venezuela, Brazil, Chile and the United States. Mr. Gulisano is also an independent consultant on oil and gas exploration and production.

Committee Memberships

Nomination Committee - Chairman
 Technical Committee - Member

Shares and Share Equivalents Held

Common Shares 15,812

Stock Awards Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
15-Dec-08	15-Dec-18	100,000	0.001 US\$	100,000

Steven J. Quamme



Age: 54

Washington DC, USA

Director Since: June 2011

Mr. Quamme has been a member of our board of directors since June 2011. He has 25 years of experience as a fund manager, securities and corporate lawyer, and investment banker. Mr. Quamme holds a B.A. in economics from Northwestern University and a J.D. from the Northwestern University School of Law, where he is a member of the Law School Board. Mr. Quamme is a member of the board of directors of Cartica Management, LLC, as well as the board of trustees of The Potomac School and of the Sibley Memorial Hospital Foundation. He has previously served as a member of the boards of directors of Equivest Finance, Milestone Merchant Partners, LLC, Kerrco Inc, Atlantic Entertainment Group, Rausch Industries, Rompetrol, and Einstein Noah Bagel Corp, LP. From 2005 to 2007, Mr. Quamme served as the Chief Operating Officer of Breeden Partners, a corporate governance fund. From 2002 to 2007, Mr. Quamme also served as Senior Managing Director of Richard C. Breeden & Co., a professional services firm, which focuses on corporate governance and crisis management. In 2000, Mr. Quamme founded Milestone Merchant Partners, a merchant bank based in Washington D.C., where he served as its CEO until 2005. Mr. Quamme is presently a co-founder and Senior Managing Director of Cartica Management, a registered investment advisor focused on emerging markets and a GeoPark shareholder.

Committee Memberships

Audit Committee - Chairman
 Remuneration Committee - Member

Shares and Share Equivalents Held

Common Shares 1,666,735 (held by Cartica Corporate Governance Fund, L.P.)
 3,910,928 (held by Cartica Investors, L.P.)
 1,382,150 (held by Cartica Investors II, L.P.)
 2,731,159 (held by Cartica Capital Partners Master, L.P.)
 8,189 (held personally)

Stock Options Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Peter Ryalls



Age: 64

Norfolk, United Kingdom

Director Since: April 2006

Mr. Ryalls has been a member of our board of directors since April 2006. He holds a master's degree in petroleum engineering from Imperial College in London. Mr. Ryalls has worked for Schlumberger Limited in Angola, Gabon and Nigeria, as well as for Mobil North Sea. He has also worked for Unocal Corporation where he held increasingly senior positions, including as Managing Director in Aberdeen, Scotland, and where he developed extensive experience in offshore production and drilling operations. In 1994, Mr. Ryalls represented Unocal Corporation in the Azerbaijan International Operating Company as Vice President of Operations and was responsible for production, drilling, reservoir engineering and logistics. In 1998, Mr. Ryalls became General Manager for Unocal in Argentina. He also served as Vice President of Unocal's Gulf of Mexico onshore oil and gas business and as Vice President of Global Engineering and Construction, where he was responsible for the implementation of all major capital projects ranging from deep water developments in Indonesia and the Gulf of Mexico to conventional oil and gas projects in Thailand. Mr. Ryalls is also an Independent Petroleum Consultant advising on international oil and gas development projects both onshore and offshore.

Committee Memberships

Remuneration Committee - Member
 Audit Committee - Member
 Technical Committee - Member

Shares and Share Equivalents Held

Common Shares 45,451

Stock Options Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Juan Cristóbal Pavez



Age: 44

Santiago de Chile, Chile

Director Since: August 2008

Mr. Pavez has been a member of our board of directors since August 2008. He holds a degree in commercial engineering from the Pontifical Catholic University of Chile and an MBA from the Massachusetts Institute of Technology. He has worked as a research analyst at Grupo CB and later as a portfolio analyst at Moneda Asset Management. In 1998, he joined Santana, an investment company, as Chief Executive Officer. At Santana he focused mainly on investments in capital markets and real estate. While at Santana, he was appointed Chief Executive Officer of Laboratorios Andrómaco, one of Santana's main assets. In 1999, Mr. Pavez co-founded Eventures, an internet company. Since 2001, he has served as Chief Executive Officer at Centinela, a company with a diversified global portfolio of investments, with a special focus in the energy industry, through the development of wind parks and run-of-the-river hydropower plants. Mr. Pavez is also a board member of Grupo Security, Vida Security and Hidroeléctrica Totoral. Over the last few years he has been a board member of several companies, including Quintec, Enaex, CTI and Frimetal.

Committee Memberships

Audit Committee - Member
 Remuneration Committee - Chairman

Shares and Share Equivalents Held

Common Shares 9,326 (held personally)
 2,877,804 (held through Socoservin Overseas Limited)*

Stock Options Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

* This company is held 100% by persons connected with Mr. Pavez.

Pedro E. Aylwin Chiorrini



Mr. Aylwin has served as a member of our board of directors since July 2013 and as our Director of Legal and Governance since April 2011. From 2003 to 2006, Mr. Aylwin worked for us as an advisor on governance and legal matters. Mr. Aylwin holds a degree in law from the Universidad de Chile and an LLM from the University of Notre Dame. Mr. Aylwin has extensive experience in the natural resources sector. Mr. Aylwin is also a partner at the law firm of Aylwin Abogados in Santiago, Chile, where he represented mining, chemical and oil and gas companies in numerous transactions. From 2006 until 2011, he served as Lead Manager and General Counsel at BHP Billiton, Base Metals, where he was in charge of legal and corporate governance matters on BHP Billiton's projects, operations and natural resource assets in South America, North America, Asia, Africa and Australia. Mr. Aylwin is also a member of the board of directors of Egeda España.

Age: 54

Santiago de Chile, Chile

Director Since: July 2013

Committee Memberships

Nomination Committee - Member

Shares and Share Equivalents Held

Common Shares 91,431

Stock Options Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
15-Dec-08	15-Dec-18	40,000	0.001 US\$	40,000

Gerald Eugene O'Shaughnessy



Mr. O'Shaughnessy has been our Executive Chairman and a member of our board of directors since he co-founded the company in 2002. Following his graduation from the University of Notre Dame with degrees in government (1970) and law (1973), Mr. O'Shaughnessy was engaged in the practice of law in Minnesota. Mr. O'Shaughnessy has been active in the oil and gas business over his business career, starting in 1976 with Lario Oil and Gas Company, where he served as Senior Vice President and General Counsel. He later formed the Globe Resources Group, a private venture firm whose subsidiaries provided seismic acquisition and processing, well rehabilitation services, sophisticated logistical operations and submersible pump works for Lukoil in Russia during the 1990s. In 2010 Mr. O'Shaughnessy founded Lario Logistics, a U.S. midstream company which owns and operates the Bakken Oil Express, serving oil producers and service providers in the Bakken Oil play. In addition to his oil and gas activities Mr. O'Shaughnessy is also engaged in investments in banking, wealth management, desktop software, computer and network security, and green clean technology. Over the past 25 years, Mr. O'Shaughnessy has also served on a number of non-profit boards of directors, including the Board of Economic Advisors to the Governor of Kansas, the I.A. O'Shaughnessy Family Foundation, the Wichita Collegiate School, the Institute for Humane Studies, The East West Institute and The Bill of Rights Institute. Mr. O'Shaughnessy is a member of the Intercontinental Chapter of Young Presidents Organization and World Presidents' Organization.

Age: 65

Wichita, Kansas, USA

Director Since: May 2002

Committee Memberships

Nomination Committee - Member

Shares and Share Equivalents Held

Common Shares 7,533,907

Stock Options Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
23-Nov-12	23-Nov-16	270,000	0.001 US\$	270,000

James F. Park



Mr. Park has served as our Chief Executive Officer and as a member of our board of directors since co-founding the Company in 2002. He has extensive experience in all phases of the upstream oil and gas business, with a strong background in the acquisition, implementation and management of international joint ventures in North America, South America, Asia, Europe and the Middle East. He holds a degree in geophysics from the University of California at Berkeley and has worked as a research scientist in earthquake and tectonic studies. In 1978, Mr. Park joined Basic Resources International Limited, an oil and gas exploration company, which pioneered the development of commercial oil and gas production in Central America. As a senior executive of Basic Resources International Limited, Mr. Park was closely involved in the development of grass-roots exploration activities, drilling and production operations, surface and pipeline construction and crude oil marketing and transportation, and with legal and regulatory issues, and raising substantial investment funds. He remained a member of the board of directors of Basic Resources International Limited until the company was sold in 1997. Mr. Park is also a member of the board of directors of Energy Holdings. Mr. Park has also been involved in oil and gas projects in California, Louisiana, Argentina, Yemen and China. Mr. Park has lived in Argentina and Chile since 2002.

Age: 58

Buenos Aires, Argentina

Director Since: May 2002

Committee Memberships

Technical Committee - Member

Shares and Share Equivalents Held

Common Shares 7,441,269

Stock Options Held

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised
23-Nov-12	23-Nov-16	450,000	0.001 US\$	450,000

Auditors (Resolution 9 – Ordinary Resolution)

The Company, at each general meeting at which accounts are presented, appoints auditors to hold office until the close of the next such meeting. PricewaterhouseCoopers LLC has been invited to act as Auditors and they have accepted the appointment. Accordingly, it is proposed by Resolution 9 to re-appoint PricewaterhouseCoopers LLC as auditors to the Company to hold office until the close of the next such meeting.


Auditors Remuneration (Resolution 10 – Ordinary Resolution)

Resolution 10 authorises the Audit Committee, which is composed of three Directors, to fix the remuneration of PricewaterhouseCoopers LLC.

Recommendation

Your Directors consider that the proposals described in this letter are in the best interests of the Company and therefore of the Shareholders as a whole and unanimously recommend Shareholders to vote in favour of all the resolutions to be proposed at the AGM, as they intend to do in respect of their beneficial holdings representing, in aggregate, 48.14% of the issued share capital of the Company.

Yours sincerely



Gerald E. O'Shaughnessy,
Chairman



ANNUAL GENERAL MEETING
Hamilton, Bermuda 11 September 2014

WWW.GEO-PARK.COM