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GeoPark Holdings Ltd 20090520 6-K 1 dp223949\_6k.htm FORM 6-K Â Á UNITED STATESÂ SECURITIES AND  
EXCHANGE COMMISSION Washington, D.C. 20549 Â FORM 6-K REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934 Â For the month of  
January 2025 Commission File Number: 001-36298 Â GeoPark Limited (Exact name of registrant as specified in its  
charter) Â Calle 94 NÂ° 11-30 8Â° piso Bogota, Colombia (Address of principal executive office) Â Indicate by check  
mark whether the registrant files or will file annual reports under cover of Formâ20-F or Form 40-F: Â Form 20-F X Â  
Form 40-F Â Â Â Â Â Â Â Â Â Â GEOPARK LIMITED Â TABLE OF CONTENTS Â ITEM Â 1. Press Release  
dated January 29, 2025 titled âGeoPark Limited Prices Offering of U.S.\$550,000,000 8.750% Senior Notes due  
2030â Â Â Â Â Â Item 1 Â Â Â FOR IMMEDIATE DISTRIBUTION Â GEOPARK LIMITED PRICES OFFERING OF  
U.S.\$550,000,000 8.750% SENIOR NOTES DUE 2030 Â Bogotá, Colombia, January 29, 2025 â GeoPark Limited  
(âGeoParkâ or the âCompanyâ) (NYSE: GPRK), an exempted company incorporated under the laws of  
Bermuda, today announced the pricing of U.S.\$550,000,000 aggregate principal amount of 8.750% senior notes due  
2030 (the âNotesâ). The Notes were offered in a private placement to qualified institutional buyers in accordance  
with Rule 144A under the Securities Act of 1933, as amended (the âSecurities Actâ), and outside the United States  
to non-U.S. persons in accordance with Regulation S under the Securities Act. The Notes will be fully and  
unconditionally guaranteed jointly and severally by GeoPark Colombia S.L.U., GeoPark Colombia S.A.S., and GeoPark  
Argentina S.A. The settlement of the Notes offering is expected to take place on January 31, 2025, subject to customary  
closing conditions. Â The net proceeds from the Notes offering will be used by the Company to repurchase the  
Companyâs outstanding 5.500% senior notes due 2027 (the â2027 Notesâ) through a concurrent tender offer, to  
repay up to US\$152.0 million of outstanding prepayments due under an offtake and prepayment agreement and the  
remainder, if any, for general corporate purposes, including capital expenditures. Â This press release does not  
constitute an offer to sell or a solicitation of an offer to buy these securities, nor will there be any sale of these  
securities, in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or  
qualification under the securities laws of any state or jurisdiction. The Notes have not been registered under the  
Securities Act, or any applicable state securities laws, and will be offered only to qualified institutional buyers pursuant  
to Rule 144A promulgated under the Securities Act and outside the United States to non-U.S. persons in accordance  
with Regulation S under the Securities Act. Unless so registered, the Notes may not be offered or sold in the United  
States except pursuant to an exemption from the registration requirements of the Securities Act and any applicable  
state securities laws. Â For further information, please contact: Â INVESTORS: Â Maria Catalina Escobar Shareholder  
Value and Capital Markets Director mescobar@geo-park.com Â Â Miguel Bello Investor Relations Officer mbello@geo-  
park.com Â Â Â Maria Alejandra Velez Investor Relations Leader mvelez@geo-park.com Â Â MEDIA: Â  
Communications Department communications@geo-park.com Â \*\*\*\*\* Â Â Â CAUTIONARY STATEMENT ON  
FORWARD-LOOKING STATEMENTS Â This press release contains forward-looking statements within the meaning of  
the Private Securities Litigation Reform Act of 1995. Forward-looking statements often are preceded by words such as  
âbelieves,â âexpects,â âmay,â âanticipates,â âplans,â âintends,â âassumes,â âwillâ  
or similar expressions. The forward-looking statements contained herein include statements about the tender offer for  
the 2027 Notes, the Companyâs Notes offering and its intended use of proceeds therefrom. These expectations may  
or may not be realized. Some of these expectations may be based upon assumptions or judgments that prove to be  
incorrect. In addition, GeoParkâs business and operations involve numerous risks and uncertainties, many of which  
are beyond the control of GeoPark, which could result in GeoParkâs expectations not being realized or otherwise  
materially affect the financial condition, results of operations and cash flows of GeoPark. Some of the factors that could  
cause future results to materially differ from recent results or those projected in forward-looking statements are  
described in GeoParkâs filings with the United States Securities and Exchange Commission. Â The forward-looking  
statements are made only as of the date hereof, and GeoPark does not undertake any obligation to (and expressly  
disclaims any obligation to) update any forward-looking statements to reflect events or circumstances after the date  
such statements were made, or to reflect the occurrence of unanticipated events. In light of the risks and uncertainties  
described above, and the potential for variation of actual results from the assumptions on which certain of such  
forward-looking statements are based, investors should keep in mind that the results, events or developments disclosed  
in any forward-looking statement made in this document may not occur, and that actual results may vary materially  
from those described herein, including those described as anticipated, expected, targeted, projected or otherwise. Â Â  
Â SIGNATURE Â Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly  
caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. Â Â GeoPark Limited Â Â  
Â By: /s/ Jaime Caballero Uribe Â Name: Jaime Caballero Uribe Â Title: Chief Financial Officer Â Date:  
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