

(the “Company”)

JPY 2,000,000,000.-

Zero Coupon JPY Convertible Notes due September 29, 2006

Valoren-No. 1.448.237    ISIN-No. XS015096306.3

Pursuant to the resolution passed at the meeting of the Board of Directors of the Company held on August 26, 2003, a stock split in the form of free share distribution on November 20, 2003, will be made to the shareholders of record as of September 30, 2003 (Japan time), at the ratio of one new share for each one share held by them.

For this reason pursuant to Section 5(K) of Annex B-2 and Section 3(A) of Annex C to the Note Purchase, Paying and Exercise Agency Agreement dated October 10, 2002, the following adjustment to the Conversion Price shall take place:

- a) Conversion Price before adjustment: JPY 272,137.5  
b) Conversion Price after adjustment: JPY 136,068.8  
c) Effective date of adjustment: October 1, 2003 (Japan time)

Zurich, September 18, 2003

**Tokyo-Mitsubishi International plc, London,  
Zurich Branch**  
on behalf of Geo Corporation