

**IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*
R.S.Y. 2002, Chapter 20, AS AMENDED**

and

**IN THE MATTER OF
GEOINFORMATICS EXPLORATION INC.**

SUPERINTENDENT ORDER 2009/11 YBCA

**ORDER EXEMPTING COMPLIANCE WITH SECTIONS 151 and 152(1)
ISSUED PURSUANT TO SECTION 153**

WHEREAS Geoinformatics Exploration Inc. (the "Corporation") is a Yukon corporation having continued into the Yukon from the Province of British Columbia on October 10, 1996;

AND WHEREAS the Corporation has applied to the Yukon Superintendent of Securities pursuant to section 153 of the *Business Corporations Act* (Yukon) (the "Act") for an order exempting the Corporation from compliance with the requirements of sections 151 and 152(1) of the Act;

AND WHEREAS the Superintendent has issued Superintendent Order 2009/08YBCA on July 2, 2009, exempting the Corporation from compliance with the requirements of sections 151 and 152(1) of the Act on the basis of the representations made to the Superintendent in support of the above noted application;

AND WHEREAS the Corporation has applied to the Yukon Superintendent of Securities to repeal Superintendent Order 2009/08YBC;

AND WHEREAS the Corporation has made the following representations to the Yukon Superintendent of Securities in support of its subsequent application for an order exempting the Corporation from compliance with the requirements of sections 151 and 152(1) of the Act:

1. the Corporation has no registered shareholders and no creditors in the Yukon Territory;
2. the Corporation's primary place of business is in British Columbia and the Corporation does not conduct business or own assets in the Yukon Territory, with the exception of its corporate records;
3. the Corporation's shares are listed on the TSX Venture Exchange;
4. the Corporation will be holding an annual and a special meeting of its shareholders (the "Annual Meeting") in Vancouver, British Columbia on or about July 30, 2009;

5. in conjunction with the Annual Meeting, the Corporation has forwarded to its shareholders of record and certain other persons, a notice of annual and special meeting, information circular, proxy form and related meeting materials;
6. the Corporation is a reporting issuer in the Provinces of British Columbia, Alberta, and Yukon Territory and the Corporation has selected British Columbia as the principal regulator in connection with all filings made thereunder. Accordingly, the Corporation will comply with all the requirements of the British Columbia Securities Commission and The TSX Venture Exchange with respect to the information circular and proxy in relation to the Annual Meeting;
7. the Corporation undertakes to file with the Yukon Superintendent of Securities copies of the notice of annual and special meeting, information circular, proxy and any related materials filed with the British Columbia Securities Commission in relation to the Annual Meeting.

ORDER

Superintendent's Order 2009/08YBCA is hereby repealed and replaced with the following order:

1. If the Corporation complies with the conditions set out in section 2, the Corporation is exempt from the application of section 151 and subsection 152(1) of the Act in respect of the Annual meeting.
2. (1) The corporation shall comply with the requirements of the British Columbia Securities Commission and the TSX Venture Exchange with respect to the management proxy circular and proxy in relation to the Annual Meeting.

(2) After the Corporation files the management proxy circular, proxy and any related materials for the Annual Meeting with the British Columbia Securities Commission and the TSX Venture Exchange, the Corporation shall promptly file a copy of the same management proxy circular, proxy and any related materials with the Yukon Superintendent of Securities.

DATED at the City of Whitehorse in the Yukon Territory this 17 day of July, 2009.

“signature on file”

Frederik Pretorius
Yukon Superintendent of Securities