

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Oceanagold Corporation

ACN/ARSN 124 980 187

### 1. Details of substantial holder (1)

Name Van Eck Associates Corporation (and its associates referred to in paragraph 6).

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

17/03/2017

The previous notice was given to the company on

23/09/2016

The previous notice was dated

21/09/2016

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	4,476,480	0.74%	47,656,838	7.80%
CDI 1:1	35,177,742	5.78%	0	0.00%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Van Eck Associates Corporation (VEAC)	See Annexure A			

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Gold Miners ETF	VanEck Vectors Gold Miners ETF (GDX)	VEAC holds its relevant interest by having the power to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates in the ordinary course of investment management business.	Ordinary shares 42,206,213	6.90%
VEAC	State Street Bank as custodian for VanEck International Investors Gold Fund	VanEck International Investors Gold Fund (IIG)	Same as above.	Ordinary shares 3,693,257	0.60%

VEAC	JPMorgan as custodian for Jackson National	Jackson National/Van Eck International Fund (JLGOLD)	Same as above.	Ordinary shares 373,102	0.06%
VEAC	Northern Trust as custodian for Lockheed Martin Corporation Master Retirement Trust	Lockheed Martin Junior Gold (LM)	Same as above.	Ordinary shares 216,589	0.04%
VEAC	Credit Agricole as custodian for LODH Invest - The World Gold Expertise Fund	LODH Invest - The World Gold Expertise Fund (LODH)	Same as above.	Ordinary shares 639,993	0.10%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Gold Miners UCITS ETF	VanEck Vectors Gold Miners UCITS ETF (UCTGDX)	Same as above.	Ordinary shares 405,145	0.07%
VEAC	State Street Bank as custodian for Van Eck VIP Trust – VIP Global Gold	Van Eck VIP Trust – VIP Global Gold (VGOLD)	Same as above.	Ordinary shares 122,539	0.02%

##### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

##### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
VEAC	666 Third Avenue, New York, NY 10017
Van Eck Securities Corporation	666 Third Avenue, New York, NY 10017
Van Eck Absolute Return Advisers, Inc.	666 Third Avenue, New York, NY 10017
VanEck Australia Pty Ltd	Level 4 Aurora Place, 88 Phillip Street, Sydney NSW 2000
VanEck Investments Limited	Level 4 Aurora Place, 88 Phillip Street, Sydney NSW 2000

## Signature

print name Andrew Tilzer

capacity AVP

sign here

date 21/03/2017

##### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.

- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
- (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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# GUIDE

**This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 604.**

## Signature

This form must be signed by either a director or a secretary of the substantial holder.

## Lodging period

Nil

## Lodging Fee

Nil

## Other forms to be completed

Nil

## Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
  - (i) within 2 business days after they become aware of the information; or
  - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
    - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
    - (B) the person becomes aware of the information during the bid period.

## Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and A.C.N or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:  
*This is annexure (mark) of (number) pages referred to in form (form number and title)*
- 7 sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder.

Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDX	12/19/2016	S	-	In-Kind	11,715
GDX	12/22/2016	B	-	In-Kind	132,328
GDX	12/28/2016	B	-	In-Kind	583,800
GDX	01/03/2017	B	-	In-Kind	233,520
GDX	01/04/2017	S	-	In-Kind	19,460
GDX	01/05/2017	B	-	In-Kind	583,800
GDX	01/09/2017	B	-	In-Kind	85,624
GDX	01/10/2017	S	-	In-Kind	622,720
GDX	01/17/2017	B	-	In-Kind	97,275
GDX	01/23/2017	B	-	In-Kind	330,735
GDX	01/26/2017	S	-	In-Kind	124,512
GDX	01/31/2017	S	-	In-Kind	194,550
GDX	02/01/2017	S	-	In-Kind	23,346
GDX	02/07/2017	B	-	In-Kind	62,240
GDX	02/09/2017	B	-	In-Kind	132,260
GDX	02/10/2017	B	-	In-Kind	124,480
GDX	02/13/2017	B	-	In-Kind	447,350
GDX	02/15/2017	B	-	In-Kind	116,700
GDX	02/16/2017	B	-	In-Kind	389,000
GDX	02/22/2017	B	-	In-Kind	583,500
GDX	02/23/2017	B	-	In-Kind	202,280
GDX	02/24/2017	B	-	In-Kind	408,450
GDX	02/27/2017	B	-	In-Kind	147,858
GDX	02/28/2017	S	-	In-Kind	19,460
GDX	03/02/2017	S	-	In-Kind	280,224
GDX	03/03/2017	B	-	In-Kind	194,800
GDX	03/06/2017	S	-	In-Kind	167,528
GDX	03/08/2017	B	-	In-Kind	420,984
GDX	03/10/2017	B	-	In-Kind	545,860
GDX	03/14/2017	S	-	In-Kind	362,421
GDX	03/15/2017	B	-	In-Kind	202,748
GDX	03/17/2017	B	10,948,737.12	-	2,683,514
IIG	12/15/2016	S	743,668.20	-	207,000
IIG	02/16/2017	B	873,849.60	-	209,687
IIG	02/17/2017	B	583,683.41	-	141,936
IIG	02/21/2017	B	908,156.62	-	225,377
LM	02/16/2017	B	48,462.69	-	11,629
LM	02/17/2017	B	32,372.03	-	7,872
LM	02/21/2017	B	50,364.72	-	12,499
LODH	11/25/2016	S	181,209.60	-	48,000
LODH	12/13/2016	S	121,095.30	-	30,999
LODH	02/16/2017	B	151,447.48	-	36,341
LODH	02/17/2017	B	101,158.47	-	24,599

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder.

Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
LODH	02/21/2017	B	157,392.27	-	39,060
LODH	03/06/2017	S	166,909.60	-	43,999
LODH	03/14/2017	B	133,382.00	-	34,000
LODH	03/16/2017	B	139,080.40	-	34,000
JLGOLD	12/15/2016	S	71,852.00	-	20,000
JLGOLD	12/21/2016	S	30,049.20	-	9,000
JLGOLD	02/10/2017	B	96,150.60	-	21,000
JLGOLD	02/16/2017	B	106,010.32	-	25,438
JLGOLD	02/17/2017	B	70,809.69	-	17,219
JLGOLD	02/21/2017	B	110,178.62	-	27,343
JLGOLD	03/02/2017	S	112,128.00	-	30,000
VGOLD	02/10/2017	B	41,207.40	-	9,000
VGOLD	02/16/2017	B	28,775.90	-	6,905
VGOLD	02/17/2017	B	19,220.89	-	4,674
VGOLD	02/21/2017	B	29,902.92	-	7,421
VGOLD	03/08/2017	S	39,001.00	-	10,000
UCTGDX	01/12/2017	S	32,947.42	-	8,096
UCTGDX	03/17/2017	B	84,640.20	-	20,741
In-Kind transactions result from UCTGDX receiving a basket of securities (including OCEANAGOLD CORP) in exchange for securities in UCTGDX.					

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