

**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

27/11/2019

The previous notice was given to the company on

24/06/2019

The previous notice was dated

21/06/2019

**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	71,609,113	11.51%	77,854,979	12.51%

**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 ( <b>VEAC</b> )	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 ( <b>GDX</b> )	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 40,985,903	6.59%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Junior Gold Miners ETF	VanEck Vectors Junior Gold Miners ETF ( <b>GDXJ</b> )	Same as above.	Ordinary shares 29,898,423	4.80%

VEAC	Bank of New York Mellon as custodian for VanEck Vectors Natural Resources ETF	Bank of New York Mellon as custodian for VanEck Vectors Natural Resources ETF (HAP)	Same as above.	Ordinary shares 13,472	0.00%
VEAC	State Street Bank as custodian for VanEck International Investors Gold Fund	VanEck International Investors Gold Fund (IIG)	Same as above.	Ordinary shares 4,061,057	0.65%
VEAC	JPMorgan as custodian for Jackson National	Jackson National/VanEck International Fund (JLGOLD)	Same as above.	Ordinary shares 414,702	0.07%
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 521,323	0.08%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Global Mining UCITS ETF	VanEck Vectors Global Mining UCITS ETF (UCTGDIG)	Same as above.	Ordinary shares 4,911	0.00%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Gold Miners UCITS ETF	VanEck Vectors Gold Miners UCITS ETF (UCTGDJ)	Same as above.	Ordinary shares 843,057	0.14%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Junior Gold Miners UCITS ETF	VanEck Vectors Junior Gold Miners UCITS ETF (UCTGDJ)	Same as above.	Ordinary shares 919,558	0.15%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Natural Resources UCITS ETF	VanEck Vectors Natural Resources UCITS ETF (UCTHAP)	Same as above.	Ordinary shares 434	0.00%
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 192,139	0.03%

**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 Tulzer*

capacity

*AUP*

sign here

*[Signature]*

date

*2 /12/2019*

#### 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.

This is Annexure A of 2 pages 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	06/20/2019	S	-	In-Kind	634,077
GDX	06/21/2019	S	-	In-Kind	35,976
GDX	06/21/2019	B	6,720,721.25	-	1,730,933
GDX	06/24/2019	S	-	In-Kind	23,575
GDX	06/25/2019	B	-	In-Kind	122,564
GDX	06/26/2019	B	-	In-Kind	183,846
GDX	06/27/2019	S	-	In-Kind	9,428
GDX	06/28/2019	S	-	In-Kind	113,136
GDX	07/01/2019	S	-	In-Kind	131,992
GDX	07/02/2019	S	-	In-Kind	452,544
GDX	07/05/2019	S	-	In-Kind	66,010
GDX	07/09/2019	S	-	In-Kind	28,284
GDX	07/10/2019	S	-	In-Kind	249,842
GDX	07/12/2019	S	-	In-Kind	108,422
GDX	07/15/2019	S	-	In-Kind	18,856
GDX	07/16/2019	S	-	In-Kind	113,136
GDX	07/17/2019	S	-	In-Kind	98,994
GDX	07/18/2019	B	-	In-Kind	47,140
GDX	07/19/2019	B	-	In-Kind	292,206
GDX	07/22/2019	B	-	In-Kind	268,641
GDX	07/23/2019	B	-	In-Kind	127,251
GDX	07/25/2019	B	-	In-Kind	28,278
GDX	07/26/2019	B	-	In-Kind	122,538
GDX	08/02/2019	S	-	In-Kind	70,695
GDX	08/06/2019	B	-	In-Kind	136,648
GDX	08/07/2019	B	-	In-Kind	249,736
GDX	08/12/2019	S	-	In-Kind	47,120
GDX	08/13/2019	S	-	In-Kind	155,496
GDX	08/14/2019	S	-	In-Kind	386,384
GDX	08/15/2019	S	-	In-Kind	23,560
GDX	08/16/2019	S	-	In-Kind	263,872
GDX	08/19/2019	S	-	In-Kind	197,904
GDX	08/20/2019	S	-	In-Kind	211,995
GDX	08/21/2019	S	-	In-Kind	56,532
GDX	08/26/2019	B	-	In-Kind	4,714
GDX	08/27/2019	B	-	In-Kind	37,720
GDX	08/28/2019	B	-	In-Kind	9,430
GDX	09/04/2019	B	-	In-Kind	1,052,114
GDX	09/06/2019	B	-	In-Kind	358,644
GDX	09/09/2019	S	-	In-Kind	23,595
GDX	09/10/2019	B	-	In-Kind	745,602
GDX	09/11/2019	S	-	In-Kind	9,438
GDX	09/12/2019	S	-	In-Kind	9,442

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDX	09/13/2019	B	-	In-Kind	231,378
GDX	09/16/2019	S	-	In-Kind	793,296
GDX	09/17/2019	S	-	In-Kind	61,386
GDX	09/18/2019	S	-	In-Kind	118,025
GDX	09/19/2019	B	-	In-Kind	802,740
GDX	09/20/2019	S	-	In-Kind	14,163
GDX	09/20/2019	S	2,037,110.40	-	565,864
GDX	09/23/2019	B	-	In-Kind	23,230
GDX	09/27/2019	S	-	In-Kind	23,225
GDX	10/01/2019	S	-	In-Kind	9,292
GDX	10/02/2019	S	-	In-Kind	18,584
GDX	10/04/2019	S	-	In-Kind	46,460
GDX	10/08/2019	S	-	In-Kind	204,424
GDX	10/16/2019	S	-	In-Kind	157,930
GDX	10/17/2019	B	-	In-Kind	4,645
GDX	10/23/2019	S	-	In-Kind	102,190
GDX	10/24/2019	B	-	In-Kind	18,580
GDX	10/29/2019	B	-	In-Kind	13,932
GDX	10/30/2019	B	-	In-Kind	134,705
GDX	10/31/2019	B	-	In-Kind	255,475
GDX	11/01/2019	B	-	In-Kind	515,595
GDX	11/04/2019	B	-	In-Kind	92,900
GDX	11/05/2019	B	-	In-Kind	213,670
GDX	11/06/2019	B	-	In-Kind	394,825
GDX	11/07/2019	B	-	In-Kind	74,320
GDX	11/08/2019	B	-	In-Kind	506,196
GDX	11/11/2019	B	-	In-Kind	204,336
GDX	11/12/2019	B	-	In-Kind	130,032
GDX	11/13/2019	B	-	In-Kind	176,472
GDX	11/18/2019	S	-	In-Kind	301,860
GDX	11/19/2019	S	-	In-Kind	139,320
GDX	11/26/2019	B	-	In-Kind	13,908
GDX	11/27/2019	B	-	In-Kind	217,939
GDXJ	06/20/2019	S	-	In-Kind	33,888
GDXJ	06/21/2019	S	-	In-Kind	11,295
GDXJ	06/21/2019	B	9,126,013.34	-	2,350,420
GDXJ	06/24/2019	S	-	In-Kind	37,176
GDXJ	06/24/2019	S	326,645.73	-	83,397
GDXJ	06/26/2019	S	-	In-Kind	12,391
GDXJ	07/01/2019	S	-	In-Kind	86,744
GDXJ	07/02/2019	S	-	In-Kind	272,646
GDXJ	07/03/2019	S	-	In-Kind	49,568
GDXJ	07/08/2019	S	-	In-Kind	74,352

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDXJ	07/09/2019	S	-	In-Kind	74,352
GDXJ	07/11/2019	S	-	In-Kind	185,850
GDXJ	07/12/2019	S	-	In-Kind	173,474
GDXJ	07/15/2019	S	-	In-Kind	148,680
GDXJ	07/16/2019	S	-	In-Kind	123,900
GDXJ	07/18/2019	B	-	In-Kind	37,170
GDXJ	07/19/2019	B	-	In-Kind	49,552
GDXJ	07/22/2019	B	-	In-Kind	123,870
GDXJ	07/23/2019	B	-	In-Kind	173,418
GDXJ	07/24/2019	S	-	In-Kind	24,776
GDXJ	07/25/2019	B	-	In-Kind	148,656
GDXJ	07/31/2019	B	-	In-Kind	99,120
GDXJ	08/02/2019	S	-	In-Kind	24,780
GDXJ	08/05/2019	S	-	In-Kind	223,002
GDXJ	08/07/2019	B	-	In-Kind	49,552
GDXJ	08/13/2019	S	-	In-Kind	24,774
GDXJ	08/14/2019	S	-	In-Kind	396,384
GDXJ	08/15/2019	S	-	In-Kind	74,328
GDXJ	08/19/2019	S	-	In-Kind	297,312
GDXJ	08/20/2019	S	-	In-Kind	272,536
GDXJ	08/23/2019	S	-	In-Kind	98,920
GDXJ	08/29/2019	S	-	In-Kind	24,744
GDXJ	09/03/2019	S	-	In-Kind	309,575
GDXJ	09/09/2019	S	-	In-Kind	12,392
GDXJ	09/10/2019	B	-	In-Kind	24,788
GDXJ	09/13/2019	S	-	In-Kind	86,779
GDXJ	09/13/2019	B	284,182.13	-	86,686
GDXJ	09/16/2019	B	-	In-Kind	1,259,167
GDXJ	09/17/2019	S	-	In-Kind	99,712
GDXJ	09/18/2019	S	-	In-Kind	137,082
GDXJ	09/19/2019	B	-	In-Kind	236,797
GDXJ	09/20/2019	S	-	In-Kind	12,462
GDXJ	09/20/2019	S	5,566,366.28	-	1,548,070
GDXJ	09/24/2019	B	-	In-Kind	140,904
GDXJ	09/25/2019	B	-	In-Kind	35,223
GDXJ	10/15/2019	B	-	In-Kind	35,223
GDXJ	10/22/2019	B	-	In-Kind	93,920
GDXJ	10/28/2019	B	-	In-Kind	93,912
GDXJ	10/30/2019	B	-	In-Kind	70,446
GDXJ	10/31/2019	B	-	In-Kind	70,446
GDXJ	11/01/2019	B	-	In-Kind	821,870
GDXJ	11/06/2019	B	-	In-Kind	281,760
GDXJ	11/07/2019	B	-	In-Kind	46,964

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDXJ	11/08/2019	B	-	In-Kind	176,130
GDXJ	11/11/2019	B	-	In-Kind	610,636
GDXJ	11/12/2019	B	-	In-Kind	293,575
GDXJ	11/13/2019	B	-	In-Kind	164,402
GDXJ	11/15/2019	B	-	In-Kind	117,430
GDXJ	11/18/2019	B	-	In-Kind	187,888
GDXJ	11/19/2019	B	-	In-Kind	93,944
HAP	06/21/2019	S	16,505.60	-	4,257
HAP	07/30/2019	B	209.15	-	55
HAP	08/23/2019	S	-	In-Kind	444
HAP	09/03/2019	S	-	In-Kind	444
HAP	09/16/2019	S	-	In-Kind	444
HAP	09/20/2019	S	9,393.02	-	2,611
HAP	11/25/2019	S	-	In-Kind	375
IIG	08/09/2019	S	405,268.50	-	105,000
IIG	08/26/2019	B	134,478.20	-	43,000
IIG	08/30/2019	B	66,855.60	-	21,000
IIG	10/30/2019	S	433,434.00	-	141,000
IIG	11/12/2019	S	193,299.20	-	64,000
LODH	06/21/2019	B	237,003.30	-	61,000
LODH	06/28/2019	S	31,780.80	-	9,000
LODH	07/02/2019	S	22,327.50	-	6,500
LODH	07/22/2019	S	35,344.80	-	9,000
LODH	07/29/2019	S	43,611.60	-	12,000
LODH	08/01/2019	S	32,742.90	-	9,000
LODH	08/07/2019	B	142,635.00	-	37,000
LODH	08/28/2019	B	20,120.85	-	6,100
LODH	09/03/2019	S	23,878.80	-	7,370
LODH	09/10/2019	S	21,719.60	-	7,000
LODH	09/13/2019	S	12,819.60	-	4,000
LODH	09/19/2019	S	23,870.00	-	7,000
LODH	10/03/2019	S	58,641.16	-	16,600
LODH	10/08/2019	S	70,520.00	-	20,000
JLGOLD	06/25/2019	B	43,823.66	-	11,300
JLGOLD	08/01/2019	S	21,828.60	-	6,000
JLGOLD	08/08/2019	B	65,672.70	-	17,000
JLGOLD	08/23/2019	B	47,601.00	-	15,000
JLGOLD	09/05/2019	B	9,607.50	-	3,000
JLGOLD	09/10/2019	S	15,514.00	-	5,000
JLGOLD	09/13/2019	S	12,178.62	-	3,800
JLGOLD	09/19/2019	S	15,345.00	-	4,500
JLGOLD	09/26/2019	S	17,467.86	-	4,712
JLGOLD	09/27/2019	S	18,073.02	-	4,988

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
JLGOLD	10/01/2019	S	20,049.75	-	5,700
JLGOLD	10/15/2019	S	35,949.60	-	12,000
JLGOLD	11/13/2019	S	15,500.00	-	5,000
JLGOLD	11/27/2019	B	63,142.50	-	25,000
VGOLD	07/02/2019	B	23,652.20	-	6,500
VGOLD	07/12/2019	B	9,191.61	-	2,700
VGOLD	07/17/2019	S	22,996.26	-	6,300
VGOLD	07/30/2019	S	9,841.00	-	2,600
VGOLD	08/09/2019	B	44,324.45	-	11,500
VGOLD	09/05/2019	B	6,725.25	-	2,100
VGOLD	09/10/2019	S	3,413.08	-	1,100
VGOLD	09/13/2019	S	5,768.82	-	1,800
VGOLD	10/16/2019	S	10,131.00	-	3,300
VGOLD	11/13/2019	S	8,990.00	-	2,900
VGOLD	11/14/2019	S	13,164.69	-	4,100
VGOLD	11/15/2019	S	9,775.00	-	3,400
UCTGDX	06/21/2019	B	127,186.13	-	32,757
UCTGDX	06/27/2019	B	17,696.46	-	4,956
UCTGDX	07/09/2019	B	33,228.44	-	9,912
UCTGDX	07/10/2019	B	16,605.92	-	4,956
UCTGDX	07/16/2019	B	16,759.62	-	4,955
UCTGDX	07/23/2019	B	1,325.34	-	337
UCTGDX	07/24/2019	B	57,664.56	-	14,862
UCTGDX	07/25/2019	B	18,045.18	-	4,954
UCTGDX	08/01/2019	B	18,491.35	-	4,954
UCTGDX	08/16/2019	B	32,309.64	-	9,904
UCTGDX	08/26/2019	B	30,538.00	-	9,908
UCTGDX	09/09/2019	S	60,499.90	-	19,840
UCTGDX	09/11/2019	S	96,417.58	-	29,760
UCTGDX	09/13/2019	B	94,991.67	-	29,772
UCTGDX	09/17/2019	S	33,448.95	-	9,926
UCTGDX	09/18/2019	S	81,856.63	-	24,810
UCTGDX	09/18/2019	B	33,178.58	-	9,924
UCTGDX	09/20/2019	S	41,831.50	-	11,628
UCTGDX	10/03/2019	B	4,126.99	-	1,165
UCTGDX	10/04/2019	B	190,153.53	-	53,713
UCTGDX	10/17/2019	B	77,433.87	-	24,410
UCTGDX	11/05/2019	B	12,870.56	-	4,694
UCTGDX	11/11/2019	B	29,684.04	-	9,764
UCTGDX	11/11/2019	B	29,684.04	-	9,764
UCTGDX	11/19/2019	S	2,271.99	-	893
UCTGDX	11/25/2019	B	34,077.31	-	14,229
UCTGDXJ	06/21/2019	B	249,188.83	-	64,179



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
UCTGDXJ	06/24/2019	B	36,348.15	-	9,266
UCTGDXJ	06/25/2019	B	40,136.76	-	10,364
UCTGDXJ	06/27/2019	B	37,003.31	-	10,363
UCTGDXJ	07/10/2019	B	34,722.99	-	10,363
UCTGDXJ	07/16/2019	B	33,370.65	-	9,871
UCTGDXJ	07/17/2019	B	77,354.63	-	20,724
UCTGDXJ	07/25/2019	B	75,435.88	-	20,720
UCTGDXJ	08/06/2019	B	272,677.08	-	72,506
UCTGDXJ	08/09/2019	B	39,571.65	-	10,357
UCTGDXJ	08/14/2019	B	71,885.01	-	20,712
UCTGDXJ	08/20/2019	S	5,680.01	-	1,901
UCTGDXJ	08/29/2019	B	65,361.44	-	20,684
UCTGDXJ	09/05/2019	B	32,820.65	-	10,353
UCTGDXJ	09/12/2019	S	65,459.29	-	20,716
UCTGDXJ	09/16/2019	B	18,200.27	-	5,579
UCTGDXJ	09/16/2019	B	134,554.12	-	41,440
UCTGDXJ	09/19/2019	B	36,154.22	-	10,417
UCTGDXJ	09/20/2019	S	203,642.55	-	56,607
UCTGDXJ	09/23/2019	B	37,836.55	-	10,416
UCTGDXJ	09/23/2019	B	1,346.58	-	372
UCTGDXJ	09/26/2019	B	35,928.36	-	9,816
UCTGDXJ	10/17/2019	B	31,135.33	-	9,815
UCTGDXJ	11/07/2019	B	27,891.27	-	9,814
UCTGDXJ	11/11/2019	S	179,016.65	-	58,890
UCTGDXJ	11/12/2019	B	60,895.60	-	19,630
UCTGDXJ	11/19/2019	S	4,469.37	-	1,789
UCTHAP	06/21/2019	S	415.11	-	107
UCTHAP	09/20/2019	S	327.56	-	91
UCTGDIG	06/21/2019	B	628.64	-	162
UCTGDIG	07/10/2019	B	3,082.39	-	920
UCTGDIG	09/20/2019	S	424.75	-	118

In-Kind transactions result from UCTGDIG receiving a basket of securities (including OCEANAGOLD CORP) in exchange for securities in UCTGDIG.

LM	7/13/19	S	12,248.16		QTY
LM	9/25/19	S	<del>105,127.70</del>		3,400
LM	9/26/19	S	393,805.23		107,741
LM	9/27/19	S	407,636.47		106,230
					112,518

AT