ANNOUNCEMENT TO THE AUSTRALIAN SECURITIES EXCHANGE

March 2017 Quarterly Report

OreCorp Limited (**OreCorp** or the **Company**) is pleased to present its quarterly report for the period ended 31 March 2017.

Tanzania – Nyanzaga Gold Project

During the quarter, the Company announced the results of the Pre-Feasibility Study (**PFS**). The highlights are summarised below:

- Life of mine (**LOM**) average gold production increased to 213koz per annum (+17% over the Scoping Study) over 12 years
- The PFS was completed eight months ahead of the Joint Venture (JV) schedule and demonstrates the rapid progress being made by OreCorp in assessing the significant potential of Nyanzaga
- The PFS has determined that a concurrent open pit (**OP**) and underground (**UG**) mine schedule represents the optimum mining sequence
- The OP will deliver the base load of mineralised material over the LOM and is expected to deliver approximately 1.75Moz of contained gold over its 12 year mine life, an increase of 25% or 350koz gold from the Scoping Study pit
- UG mining will commence in Year 1, from a box cut external to the OP, and is expected to produce approximately 1.16Moz (including UG development material) of contained gold. The UG will be developed to a depth of 800m below surface, with the deposit remaining open at depth
- Detailed metallurgical test work in the PFS has confirmed gold recovery of 88% through a conventional 4Mtpa Carbon in Leach (**CIL**) processing plant, an increase of 3% over the Scoping Study
- Competitive cost position with a forecast All-in Sustaining Cost (**AISC**) of US$838/oz and All-in-Cost (**AIC**) of US$858/oz (Scoping Study AIC of US$874/oz) over the LOM
- Pre-production capital cost of US$287M includes OP pre-strip, plant (including first fill inventory), all associated project infrastructure and a US$33M contingency
- The PFS capital intensity is consistent with the Scoping Study
- The PFS is based on a high proportion of Measured and Indicated resource material, accounting for 83% of the Mineral Resource Estimate (**MRE**). It is anticipated that a maiden Ore Reserve for Nyanzaga will be prepared as part of the Definitive Feasibility Study (**DFS**)
- The PFS has been based on a US$1,250/oz gold price
- The DFS has commenced and will focus on:
  - Metallurgy and comminution aimed at optimising metallurgical recoveries, reagent and power consumption and confirming detailed plant design;

ASX RELEASE:
26 April 2017

ASX CODE:
Shares: ORR

BOARD:
Craig Williams
Non-Executive Chairman

Matthew Yates
CEO & Managing Director

Alastair Morrison
Non-Executive Director

Michael Klessens
Non-Executive Director

Robert Rigo
Non-Executive Director

Luke Watson
CFO & Company Secretary

ISSUED CAPITAL:
Shares: 216.4 million
Unlisted Options: 9.8 million

ABOUT ORECORP:
OreCorp Limited is a Western Australian based company focused on the development of the Nyanzaga Gold Project in Tanzania & the Akjoujt South Nickel - Copper Project in Mauritania.

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- OP and UG mine scheduling and optimisation;
- Tailings storage facility (**TSF**) location, construction and capital cost;
- Environmental and social issues and management; and
- Site layout and Project infrastructure.

Mauritania – Akjoujt South Project

- Ground based Moving Loop Electromagnetic (**MLEM**) was completed and identified two significant anomalies at Anomaly 5
- Drill testing of these MLEM anomalies has commenced.

Corporate

- On 5 April 2017, the Company completed the placement of 43 million ordinary shares at an issue price of A$0.48 per share to institutional and sophisticated investors in North America, Europe and Australia to raise gross proceeds of A$20.6 million (the Placement). The capital raising is consistent with the Company's strategy of strengthening its institutional shareholder base. The funds will be used to fast track the various planned feasibility, development and exploration activities at the Nyanzaga Project and to also accelerate exploration activities at Akjoujt South in Mauritania

- OreCorp finished the quarter with approximately $8.0m cash and no debt. It is noted that the closing cash balance excludes the proceeds from the Placement, which settled shortly after quarter end. The post Placement cash balance is $27.5m (after costs of the Placement).

For further information please contact:

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CEO & Managing Director

TANZANIA

Nyanzaga Project (Gold) [OreCorp Earning up to 51%]

On 22 September 2015, the Company announced that it had entered into a binding earn-in and JV agreement with Acacia Mining plc (**Acacia**) to earn up to a 51% interest in the Nyanzaga Project in the Lake Victoria Goldfields of Tanzania ***(Figure 1)***.

The Nyanzaga Project comprises 27 contiguous Prospecting Licences covering a combined area of 271km^2. In addition to the Nyanzaga deposit, there are a number of other exploration prospects within the JV tenements.

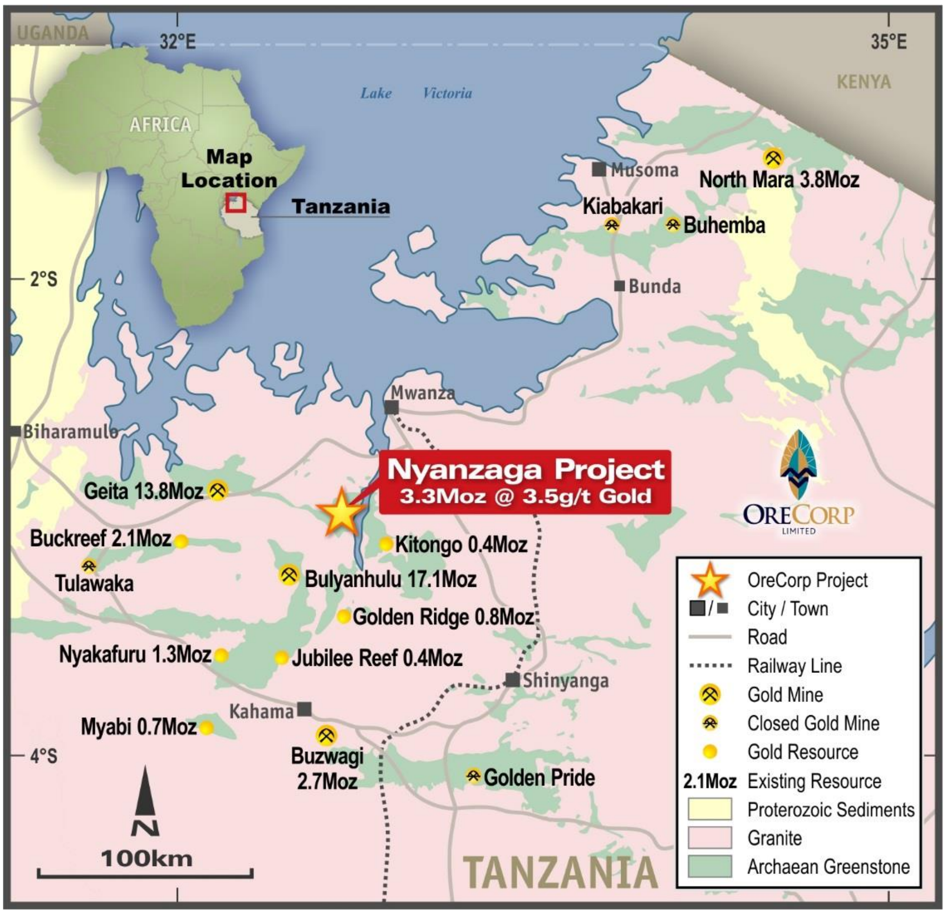

Figure 1: Lake Victoria Goldfields, Tanzania – Existing Resources

Pre-Feasibility Study (PFS)

Overview

The PFS, led by Lycopodium Minerals Pty Ltd (ASX: LYL; **Lycopodium**) of Perth, Western Australia, was completed during the quarter. It examined all facets of geology, mining, processing and supporting infrastructure at a US$1,250/oz gold price, to a nominal accuracy of ±25%.

The Study evaluated the technical and economic viability of various OP and UG development scenarios. Processing options were considered in the context of the various mining scenarios to optimise both throughput capacity, utilisation and mineralised feed flexibility to enhance metallurgical outcomes.

The trade off and detailed optimisation studies delivered an optimal development scenario of a 4Mtpa concurrent OP and UG operation. The concurrent mining schedule significantly reduces the low grade stockpiling scenario considered in the Scoping Study and increases the OP contained ounces and LOM average gold mineralised material grade processed from 1.9 g/t in the Scoping Study to 2.0 g/t (+5%).

The Project is expected to deliver an average gold production of 213koz per annum over a 12 year LOM, peaking at 249koz in Year 3 and totalling approximately 2.56Moz of gold produced over the LOM. This delivers an additional 188koz over the Scoping Study (85koz of which is attributable to increased metallurgical recovery and the remainder is additional gold from the revised pit design). The AISC and AIC are estimated to be US$838/oz and US$858/oz respectively over the LOM.

Mining

Under the proposed concurrent OP and UG mine schedule the Nyanzaga OP will provide the base load of mineralised material over the 12 year LOM.

OP mine operations will continue for the duration of the LOM, solely from the single Nyanzaga pit. The grade of mineralised material from the OP will average 1.5g/t gold compared to the Scoping Study 1.8g/t gold (1.23g/t gold including the low grade stockpile material assumed in the Scoping Study). The lower direct feed grade is offset by the benefit of removing the stockpiling of low grade mineralised material and subsequent costs associated with the double handling of that material. The OP strip ratio has increased from the Scoping Study 2.5:1 (which included the low grade stockpile material) to 3.7:1 in the PFS as a result of the increased pit depth. A total of 171Mt is expected to be mined over LOM, including 36Mt of mineralised material and 135Mt of unmineralised material. This compares with a total of 124Mt of material mined from the Scoping Study pit.

UG mine development is now expected to commence during Year 1 of OP operations. The first UG material is expected to be processed in Year 2 and reach full production rates of 1Mpta in Year 3. As envisaged in the Scoping Study the UG mine is expected to utilise a sub level open stoping method with paste fill.

UG mineralised material is expected to average a grade of 3.7g/t gold (consistent with the Scoping Study). A total of 9Mt of mineralised material and 2Mt of unmineralised material is expected to be mined. The acceleration of the UG development in the mining schedule will require a box cut to be developed adjacent to the OP, rather than a portal in the OP as contemplated in the Scoping Study. The focus of UG development work in the initial years will be to establish the decline and lateral development to provide multiple working faces for UG mine development.

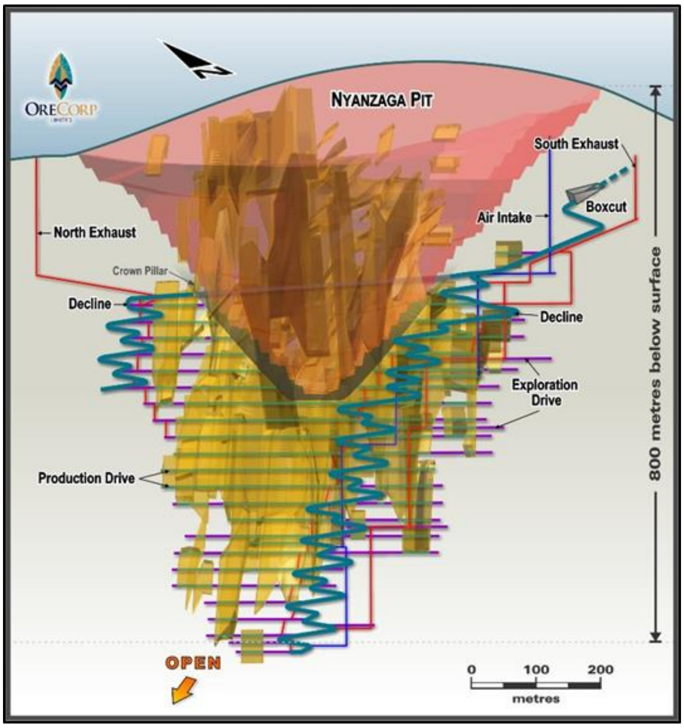

Figure 2: Proposed UG Mining Infrastructure

Processing

The process facility is based on a conventional flow sheet design with a gyratory primary crusher, followed by semi-autogenous mill/ball mill configuration and pebble crusher (**SABC**), followed by gravity recovery and CIL processes. The flowsheet utilises proven technology that has been used globally in gold mines for many years. Detailed metallurgical testwork and comminution studies has increased expected recoveries to 88% (85% in the Scoping Study) by reducing the grind size to P_{80}75µm from P_{80}106µm in the Scoping Study.

Capital and Operating Costs

Pre-production capital costs are estimated at US$287M, which includes a US$33M contingency. The change in capital from the Scoping Study (US$248) is largely due to the change in mine schedule resulting in an increased pre-strip which is now 7.1Mt, with a consequent increase in the cost of the pre-strip from US$14M to US$36M. The process plant capital cost has increased by approximately US$11M resulting from the reduced grind size (P_{80}75µm versus P_{80}106µm) and the inclusion of additional processing equipment to improve plant availability and operability. The higher initial capital cost compared to the Scoping Study estimate is offset by the increased average annual LOM production and overall LOM ounces, whilst retaining consistent capital intensity.

Consistent with the Scoping Study the capital estimate is based on a contractor mining scenario and therefore excludes capital for a mining fleet.

UG development capital will be brought forward in the schedule and box cut development will commence during Year 1 of production. The UG capital is expected to be funded out of the operating cash flow from the OP.

The LOM UG capital (pre-production and sustaining) is expected to be US$171M, slightly below the US$180M estimate in the Scoping Study.

The PFS estimates a LOM average AISC of US$838/oz and an AIC of US$858/oz. The cost estimates are based on bottom up modelling of key inputs including consumption rates and regional unit costs for key consumables and power. Where contract services are assumed (mining operations), quotes were provided by independent contractors, which have the relevant experience to provide an estimate of the cost for the service.

Summary of Key Inputs and Assumptions

The key operating assumptions and financial outcomes of the Study are set out in ***Table 1*** below. All costs are in US$ and no exchange rate assumptions have been made.

Parameter	Value
Development period (Months)	18
Mine life (Years)	12
Total Mill Throughput (Mt) LOM	45.3
Measured & Indicated Resources (% of Mineral Resource)	83%
Inferred Resources (% of Mineral Resource)	17%
Annual Mill Throughput (Mtpa)	4
Strip ratio (life of pit)	3.7:1
Steady state UG mining rate (Mtpa)	1.0
Average OP direct feed mineralised material grade mined (g/t gold)	1.5
Average UG mineralised diluted grade mined (g/t gold)	3.7
Average mill feed grade LOM (g/t gold)	2.0
Gold recovery	88%
Production (Average LOM gold koz pa)	213
OP mining costs (US$/t total material moved)	3.66

UG mining costs (US$/t mineralised material moved)	60.76
Processing cost (US$/t milled)	11.53
General and administration (US$/t milled)	3.72
Upfront Project capital (US$M) (including contingency)	287
UG development capital (US$M)	50
Sustaining capital – Above ground (US$M pa)	3.77
Sustaining capital – UG (US$M pa)	11
Corporate tax and royalty rates	30% and 4.3%
Average Cash Cost (US$/oz gold)	775
AISC* LOM average (US$/oz gold)	838
AIC** (All-in Cost) LOM average (US$/oz gold)	858
Gold Price (US$/oz)	1,250

** AISC as per World Gold Council definition.*
*** AIC does not include Initial Capital.*

Table 1: Pre-Feasibility Study Parameters

The Directors believe that the positive results of the Study underpin the Company's strategy of focusing on near-term production and generating an early cash flow, further demonstrating the potential of the Nyanzaga Project to deliver significant returns for shareholders from a substantial gold operation with competitive costs.

Definitive Feasibility Study

A DFS has commenced following the successful discussions with our JV Partner, Acacia, regarding the parameters of the DFS. Lycopodium, who was responsible for the PFS, will head the DFS and the study team as summarised in Table 2 below.

Study Discipline	Proposed Industry Expert
Project Managers/Engineering Group	Lycopodium (Perth)
Geology	CSA Global & OreCorp
Resource Estimation	CSA Global (Perth and London)
Mining Engineering	Mining Plus (Perth)
Metallurgy Testwork	SGS Perth
Metallurgical Testwork Supervision & Review	Lycopodium (Perth)
Metallurgy and Process Engineering	Lycopodium (Perth)
Comminution	Orway Mineral Consultants (consulting to Lycopodium)
Tailings Management	Knight Piesold (consulting to Lycopodium)
Paste Fill Consultant	Quattro PE
Hydrogeology/Hydrology	AQ2
ESIA	MTL Consulting (Tanzania) Ltd
Legal	ENS Attorneys (Tanzania), Allen & Overy (Perth)

Table 2: DFS Study Team

The DFS will primarily focus on optimisation of OP and UG mining and will assess the proposed timing of the UG operation. The DFS will also further assess the process flow sheet to enhance gold recovery through optimisation of the comminution, gravity gold, leach and elution circuits and further refine all Project costs to a ±15% accuracy. A revised MRE will be prepared on completion of the current resource infill drilling program and it is anticipated that a maiden Ore Reserve will be prepared as part of the DFS.

OreCorp believes there is potential to enhance the Project economics during the DFS by:

- Conducting a detailed geotechnical drilling program to further optimise pit wall angles, potentially reducing the OP stripping ratio and to confirm the boxcut and decline positions
- Optimisation of OP and UG mine designs, including finalisation of the commencement of the UG development to optimise timing of capital expenditure
- Completion of testwork to confirm suitability of tailings material for paste backfilling and identifying opportunities to reduce filling requirements
- Development of first principle cost models for both the OP and UG mining operations to fully investigate the operating/capital cost trade-off between contractor mining versus owner operator
- Conducting a mine to mill optimisation study to maximise plant throughput and gold production during the early years of operation
- Finalising the detailed metallurgical testwork programme, which is already at an advanced stage, to further enhance gold recovery, optimise reagent consumption rates and refine operating costs
- Completing an MRE upgrade utilising new drilling data and optimising the block size of the MRE to refine stope design, resulting in an Ore Reserve

Bululu Exploration

During the quarter results of the 1m splits from the initial anomalous gold 4m composite samples at Bululu were received. Sample splits were selected from the 4m composite intervals which returned values in excess of 0.25g/t Au over 4m. The 1m split assays confirm the tenor of the mineralisation drilled in the AC holes (BULAC022-28, 41, and 61). The most significant results are confirmed from the single RC hole completed (BULRC001) which returned 16m @ 2.54g/t gold from 49m.

Future Work

The Company is focussed on the commencement of the DFS in Q2 2017. The completion of the infill RC and diamond drilling will allow for a further revision of the current MRE.

As part of the feasibility studies, geotechnical and hydrogeological drilling has commenced. The sterilisation drilling will be concluded in H1 2017, to confirm the positions of critical surface infrastructure. The Company will also conclude the wet season environmental work ahead of lodging the Environmental and Social Impact Assessment report in H1 2017.

Regional exploration will continue with a view to delineating and refining targets for drill testing in 2017. Stakeholder engagement will continue throughout the coming months as the Company advances toward the lodgement of the Special Mining Licence Application.

MAURITANIA

Akjoujt South Project (Nickel - Copper: 90% interest in Licences 1415 & 1416, granted)

The Akjoujt South Project comprises two licences (1415 and 1416) and covers 460km^2. The licences were renewed for a period of three years, effective from July 2015. An application has been lodged covering 136km^2 immediately to the north of licence 1415 and Anomaly 5.

Anomaly 5 was identified in a regional soil sampling program which generated an anomalous soil sample of 0.26% nickel and 0.23% copper. The anomalism is associated with an intrusive body and alteration assemblage. Subsequent mapping, infill sampling and trenching, Induced Polarisation/resistivity (**IP/res**) survey, and diamond drilling identified a significant zone of anomalism approximately 1.6km long.

Moving Loop Electromagnetic Survey (MLEM)

A MLEM ground survey utilising a 200m x 200m transmitter loop, was completed in Q1 2017. The survey covered an area of approximately 900m x 1,000m within the Anomaly 5 Prospect area (***Figure 3***). This survey identified two significant late time MLEM anomalies which warrant further work.

Two other survey areas (one over the Trench 9 area and the other south of Anomaly 5) did not identify any anomalism.

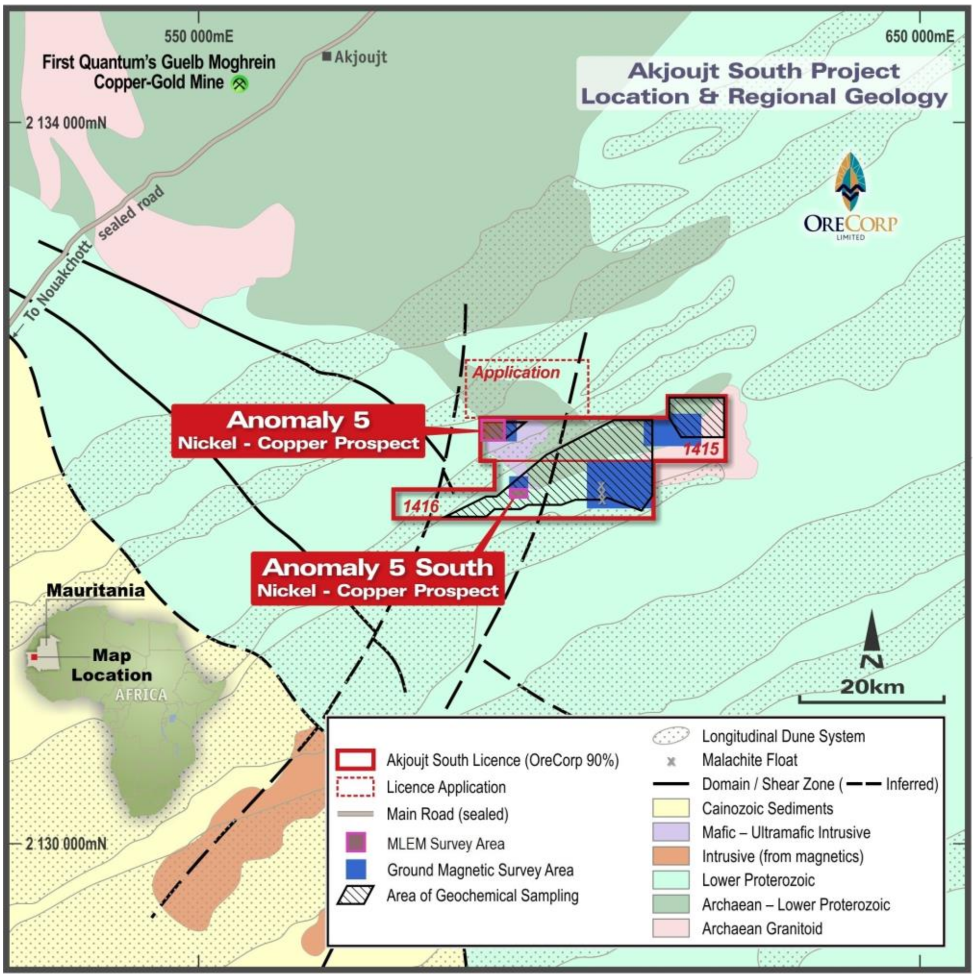

Figure 3: Location of the Anomaly 5 Prospect, Akjoujt South Project with Survey Areas

Diamond Drilling

Drilling to test the strong late time conductivity anomalism defined by the MLEM survey has commenced. This MLEM anomalism is partly coincident with nickel-copper mineralisation encountered in previous exploration campaigns. The drilling program will comprise nine holes for a total of up to 1,000m, to an approximate down hole depth of 100m.

The first four holes will be drilled as cross sections to confirm the dip of the mineralisation (***Figure 4***). The drilling will be completed in two phases and will advance based on visual observations made from the core logging conducted during the drilling. It will test down dip and plunge extensions of outcropping nickel - copper mineralisation over a strike length of approximately 420m. Down hole electromagnetic surveys will be used to provide input and refinement to the drilling.

If results are successful, then a third phase of the drill program may test the southern extension of the MLEM anomalism, extending the total strike length of drill coverage to approximately 570m.

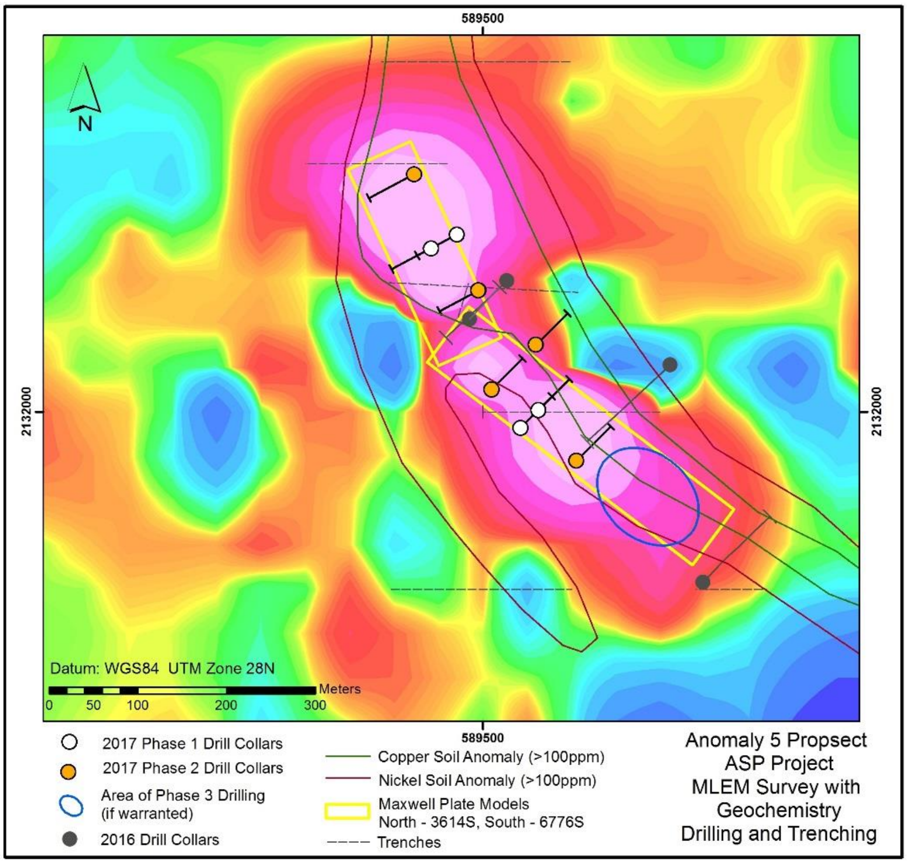

Figure 4: Anomaly 5 Prospect –MLEM Late Time Channel Data, Geochemistry and Proposed Drill Holes

Future Work

Further work will be conditional on the diamond drilling and downhole survey results in the current program. If encouraging, it is anticipated that further drilling will be completed.

CORPORATE AND BUSINESS DEVELOPMENT

Capital Raising

On 5 April 2017, the Company completed the placement announced during the quarter. The Placement, which involved the issue of 43 million fully paid ordinary shares at an issue price of $0.48 per share (the Placement Shares) to institutional and sophisticated investors in North America, Europe and Australia, raised $20.6 million (before costs).

The Placement Shares were allotted in a single tranche. The Company has convened a general meeting, to be held on 15 May 2017, to seek shareholder approval for the ratification of the Placement and to refresh its capacity under Listing Rules 7.1 and 7.1A. A notice of meeting was filed with ASX on 13 April 2017 and has been despatched to shareholders. Please refer to the notice of meeting for further details.

Proceeds from the Placement will be used to fast track the various planned feasibility, development and exploration activities, including:

- completion of the DFS for Nyanzaga;
- business and corporate development (e.g. US$3M required upon election to move from 25% to 51% at conclusion of the DFS);
- permitting and licensing for Nyanzaga during H2 2017;
- provision for pre-development approval capex, including front-end engineering design and pre-construction site activities;
- follow-up drilling at Nyanzaga and regional prospects, targeting potential for near-mine satellite deposits;
- a follow-up drilling program at the Akjoujt South Nickel – Copper Project in Mauritania; and
- general working capital.

Financial

OreCorp finished the quarter with approximately $8.0m cash and no debt. It is noted that the closing cash balance excludes the proceeds from the Placement, which settled shortly after quarter end. The post Placement cash balance is approximately $27.5m (after costs of the Placement).

EXPLORATION INTERESTS

During the quarter, the Company had an interest in the following projects and exploration licences:

Mining Tenements Held

Project	Licence Number	Status	Interest at beginning of Quarter	Interest at end of Quarter
Tanzania	PL 9591/2014	Pending Surrender	100%	100%
	PL10911/2016	Granted	100%	100%
	PL10877/2016	Granted	100%	100%
Mauritania				
Akjoujt South Project [1]	1415B2	Granted	90%	90%
	1416B2	Granted	90%	90%
Australia				
Cheriton's East Project [2]	E77/1223	Expired	100%	Nil

Notes:

1) Licence renewal dates are 30 July 2015, for a period of three years.
2) Minimal work was completed on the Cheriton's East Project during the quarter.

Mining Tenements Acquired/Disposed

Project	Licence Number	Status	Interest at beginning of Quarter	Interest at end of Quarter
<u>Acquired</u>				
Nil				
<u>Disposed</u>				
Australia				
Cheriton's East Project	E77/1223	Expired	100%	Nil

Beneficial Percentage Interests Held in Farm-In or Farm-Out Agreements

Project	Licence Number	Status	Interest at beginning of Quarter	Interest at end of Quarter
Tanzania				
Nyanzaga Project [1]	PL 4830/2007	Granted	10%	15%
	PL 4450/2007	Granted	10%	15%
	PL 5069/2008	Granted	10%	15%
	PL 6493/2010	Granted	10%	15%
	PL 6922/2011	Granted	10%	15%
	PL 7129/2011	Granted	10%	15%
	PL 7476/2011	Granted	10%	15%
	PL 8592/2012	Under Renewal	10%	15%
	PL 8635/2012	Under Renewal	10%	15%
	PL 9016/2013	Under Renewal	10%	15%
	PL 9065/2013	Under Renewal	10%	15%
	PL 9236/2013	Granted	10%	15%
	PL 9237/2013	Granted	10%	15%
	PL 9446/2013	Granted	10%	15%
	PL 9656/2014	Granted	10%	15%
	PL 9661/2014	Granted	10%	15%
	PL 9662/2014	Granted	10%	15%
	PL 9663/2014	Granted	10%	15%
	PL 9664/2014	Granted	10%	15%
	PL 9770/2014	Granted	10%	15%
	PL 9919/2014	Granted	10%	15%
	PL 4730/2007	Under extension	6%	9%
	PL 7120/2011	Granted	6%	9%
	PL 7121/2011	Granted	6%	9%
	PL 9673/2011	Granted	10%	15%

Notes:

1) Pursuant to a whole of company earn-in agreement with Acacia Mining plc, under which the Company has contractual rights to earn beneficial interests in the tenements and, upon completion of a DFS, acquire shares in the direct holding company of the tenements.

Beneficial Percentage Interests Held in Farm-In or Farm-Out Agreements Acquired or Disposed

Project	Licence Number	Status	Interest at beginning of Quarter	Interest at end of Quarter
Acquired				
Nil				
Disposed				
Nil				

Other than as disclosed above, no other tenements were acquired or disposed during the quarter (including beneficial interests in joint venture projects), nor were there any further changes to the beneficial interest in any tenements.

ABOUT ORECORP LIMITED

OreCorp Limited is a Western Australian based mineral company with gold & base metal projects in Tanzania and Mauritania. OreCorp is listed on the Australian Securities Exchange **(ASX)** under the code 'ORR'. The Company is well funded with no debt. OreCorp's key projects are the Nyanzaga Gold Project in northwest Tanzania and the Akjoujt South Nickel-Copper Project in Mauritania.

On 13 March 2017, the Company announced that it had completed the third stage of its earn-in and JVA with Acacia Mining plc to earn up to a 51% interest in the Nyanzaga Project in the Lake Victoria Goldfields of Tanzania. The Project currently hosts a JORC 2012 MRE of 3.3Mozs at 3.48g/t gold.

JORC 2012 Compliance Statements

Nyanzaga Project Update

The information in this presentation relating to the Nyanzaga Project is extracted from the ASX Announcement dated 13 March 2017 titled 'Pre-Feasibility Study Demonstrates Significant Potential of Nyanzaga Gold Project', which is available to view on the Company's website 'orecorp.com.au'.

The Company confirms that it is not aware of any new information or data that materially affects the information included in the Announcement referred to above and, in the case of (i) estimates of Mineral Resources, (ii) Metallurgical Testwork and Results, and (iii) Exploration Results in relation to the Nyanzaga Project (Project Results), that all material assumptions and technical parameters underpinning the Project Results in the original Announcement referred to above continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' findings are presented have not been materially modified from the original Announcement referred to above.

Akjoujt South Project

The information in this report relating to the Akjoujt South Project is extracted from the following original ASX Announcements dated; 10 April 2017 titled 'Diamond Drilling Commences at Akjoujt South Project in Mauritania' and 24 March 2017 titled 'Drill Targets Identified from EM Survey Akjoujt South Project Mauritania', which are available to view on the Company's website 'orecorp.com.au'.

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original ASX Announcements referred to above and, in the case of Exploration Results, that all material assumptions and technical parameters underpinning the Exploration Results in the original ASX Announcements referred to above continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' findings are presented have not been materially modified from the original ASX Announcements referred to above.

Forward Looking Statements

This Report contains statements which may constitute forward-looking information. Such statements are only predictions and are subject to inherent risks, uncertainties and other factors which could cause actual values, results, performance or achievements to differ materially from those expressed, implied or projected in any forward-looking statements. Forward-looking information is developed based on assumptions about such risks, uncertainties and other factors, including but not limited to the risk factors set out in the Scoping Study Results Announcement and OreCorp's prospectus dated 30 January 2013. These documents do not provide an exhaustive list of factors that may affect OreCorp's forward-looking information. These and other factors should be considered carefully and readers should not place undue reliance on such forward-looking information. No representation or warranty, express or implied, is made by the Company that the matters stated in this presentation will be achieved or prove to be correct. Recipients of this presentation must make their own investigations and inquiries regarding all assumptions, risks, uncertainties and contingencies which may affect the future operations of the Company or the Company's securities.

OreCorp disclaims any intent or obligation to update or revise any forward-looking statements whether as a result of new information, estimates or opinions, future events or results or otherwise, unless required to do so by law.

Cautionary Statements

The Study referred to in this report is based on moderate accuracy level technical and economic assessments. The PFS is at a lower confidence level than a Feasibility Study and the Mineral Resource Estimate (MRE) which forms the basis for the PFS is not sufficiently defined to allow conversion to an Ore Reserve or to provide assurance of an economic development case at this stage; or to provide certainty that the conclusions of the PFS will be realised. The PFS includes a financial analysis based on reasonable assumptions on the Modifying Factors, among other relevant factors, and a competent person has determined that, based on the content of the PFS, none of the Mineral Resources may be converted to an Ore Reserve at this time. Further, the financial analysis in the PFS is conceptual in nature and should not be used as a guide for investment.

83% of the existing MRE is in the Indicated and Measured categories, with the balance of 17% classified in the Inferred category. There is a low level of geological confidence associated with Inferred mineral resources and there is no certainty that further exploration work will result in the determination of Indicated or Measured Mineral Resources. Furthermore, there is no certainty that further exploration work will result in the conversion of Indicated and Measured Mineral Resources to Ore Reserves, or that the production target itself will be realised.

The consideration of the application of all JORC modifying factors is well advanced, including mining studies, processing and metallurgical studies, approval of the Scoping Report and terms of reference required prior the submission of the Environmental and Social Impact Assessment (ESIA) with the responsible regulator, environmental baseline studies, key inputs into the application for a Special Mining Licence and other key permits required from the government. The Company has concluded it has a reasonable basis for providing the forward looking statements included in this announcement and believes that it has a “reasonable basis” to expect it will be able to fund the development of the Project with its JV partner (Acacia Mining plc).

All material assumptions on which the forecast financial information is based are set out in this presentation.

+Rule 5.5

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

Name of entity

ORECORP LIMITED

ABN	**Quarter ended ("current quarter")**
24 147 917 299	31 March 2017

Consolidated statement of cash flows		**Current quarter $A'000**	**Year to date (9 months) $A'000**
1.	**Cash flows from operating activities**		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(3,932)	(7,614)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(109)	(468)
	(e) administration and corporate costs	(115)	(563)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	39	134
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Research and development refunds	-	-
1.8	Other (provide details if material)	(27)	(34)
1.9	**Net cash from / (used in) operating activities**	**(4,144)**	**(8,545)**

2.	**Cash flows from investing activities**		
2.1	Payments to acquire:		
	(a) property, plant and equipment	-	(73)
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-

Consolidated statement of cash flows		**Current quarter $A'000**	**Year to date (9 months) $A'000**
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	**Net cash from / (used in) investing activities**	**-**	**(73)**

3.	**Cash flows from financing activities**		
3.1	Proceeds from issues of shares	-	-
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	**Net cash from / (used in) financing activities**	**-**	**-**

4.	**Net increase / (decrease) in cash and cash equivalents for the period**		
4.1	Cash and cash equivalents at beginning of period	12,329	17,269
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(4,144)	(8,545)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	(73)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-
4.5	Effect of movement in exchange rates on cash held	(164)	(630)
4.6	**Cash and cash equivalents at end of period**	**8,021**	**8,021**

5.	**Reconciliation of cash and cash equivalents** at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	**Current quarter $A'000**	**Previous quarter $A'000**
5.1	Bank balances	286	459
5.2	Call deposits	3,509	2,628
5.3	Bank overdrafts	-	-
5.4	Other – Term Deposits	4,226	9,242
5.5	**Cash and cash equivalents at end of quarter (should equal item 4.6 above)**	**8,021** [1]	**12,329**

Notes:
1. It is noted that the closing cash balance excludes the proceeds from the Placement (refer details in the Quarterly Report), which settled shortly after quarter end. The post Placement cash balance is approximately $27.5m (after costs of the Placement).

6.	**Payments to directors of the entity and their associates**	**Current quarter $A'000**
6.1	Aggregate amount of payments to these parties included in item 1.2	141
6.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	Nil

6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2

Payments include non-executive directors' fees and the managing director's salary.

7.	**Payments to related entities of the entity and their associates**	**Current quarter $A'000**
7.1	Aggregate amount of payments to these parties included in item 1.2	Nil
7.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	Nil

7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2

8.	**Financing facilities available** *Add notes as necessary for an understanding of the position*	**Total facility amount at quarter end $A'000**	**Amount drawn at quarter end $A'000**
8.1	Loan facilities	Nil	-
8.2	Credit standby arrangements	Nil	-
8.3	Other (please specify)	-	-

8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.

9.	**Estimated cash outflows for next quarter**	**$A'000**
9.1	Exploration and evaluation	(4,245)
9.2	Development	-
9.3	Production	-
9.4	Staff costs	(135)
9.5	Administration and corporate costs	(115)
9.6	Other (provide details if material)	(30)
9.7	**Total estimated cash outflows**	**(4,525)**

10.	**Changes in tenements (items 2.1(b) and 2.2(b) above)**	**Tenement reference and location**	**Nature of interest**	**Interest at beginning of quarter**	**Interest at end of quarter**
10.1	Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced	**Australia:** **Cheriton's Project** - E77/1223	Expired	100%	Nil
10.2	Interests in mining tenements and petroleum tenements acquired or increased	**Tanzania:** **Nyanzaga Project**			
		PL 4830/2007	Granted	10%	15%
		PL 4450/2007	Granted	10%	15%
		PL 5069/2008	Granted	10%	15%
		PL 6493/2010	Granted	10%	15%
		PL 6922/2011	Granted	10%	15%
		PL 7129/2011	Granted	10%	15%

	PL 7476/2011	Granted	10%	15%
	PL 8592/2012	Under Renewal	10%	15%
	PL 8635/2012	Under Renewal	10%	15%
	PL 9016/2013	Under Renewal	10%	15%
	PL 9065/2013	Under Renewal	10%	15%
	PL 9236/2013	Granted	10%	15%
	PL 9237/2013	Granted	10%	15%
	PL 9446/2013	Granted	10%	15%
	PL 9656/2014	Granted	10%	15%
	PL 9661/2014	Granted	10%	15%
	PL 9662/2014	Granted	10%	15%
	PL 9663/2014	Granted	10%	15%
	PL 9664/2014	Granted	10%	15%
	PL 9770/2014	Granted	10%	15%
	PL 9919/2014	Granted	10%	15%
	PL 4730/2007	Under extension	6%	9%
	PL 7120/2011	Granted	6%	9%
	PL 7121/2011	Granted	6%	9%
	PL 9673/2011	Granted	10%	15%

Compliance statement

1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.

2 This statement gives a true and fair view of the matters disclosed.

Sign here: *By Electronic Lodgment* Date: 26 April 2017
(~~Director/~~Company secretary)

Print name: Luke Watson

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.