



6 May 2015

Centralised Company Announcements Platform
Australian Stock Exchange
10th floor, 20 Bond Street
Sydney NSW 2000

Dear Sir,

ALLOTMENT OF ENTITLEMENTS ISSUE SECURITIES

With reference to the Appendix 3B lodged on 8 April 2015, Orinoco Gold Limited ("Orinoco" or the "Company") advises that allotment of 16,198,085 shares and 16,198,085 options has occurred. The Company has applied for ASX quotation of these shares and options.

The new capital structure of the Company, following allotment of the entitlement issue shares and free attaching options, is as follows:

| Type of Securities | # |
|---|-------------|
| Fully paid ordinary shares | 169,205,219 |
| Listed Options exercisable at 25c each expiring on 31 May 2015 | 27,842,756 |
| Listed Options exercisable at 11c each expiring on 30 Nov 2016 | 16,198,085 |
| Class A Performance Shares | 5,000,000 |
| Class B Performance Shares | 10,000,000 |
| Unlisted Options exercisable at 25c each expiring on 31 May 2015 | 5,600,000 |
| Unlisted Options exercisable at 35c each expiring on 30 November 2015 | 100,000 |
| Unlisted Options exercisable at 25c each expiring on 31 October 2017 | 11,000,000 |
| Unlisted Options exercisable at 30c each expiring on 31 July 2015 | 1,000,000 |
| Unlisted Options exercisable at 30c each expiring on 31 July 2016 | 1,700,000 |
| Unlisted Options exercisable at 25c each expiring on 31 May 2017 | 7,000,000 |
| Unlisted Options exercisable at 20c each expiring on 1 March 2016 | 8,000,000 |

As noted in the announcement lodged on 1 May 2015, the placement of the Entitlements Issue Shortfall will be managed by Azure Capital Limited. The Company has 3 months from the Closing Date of the Entitlements Issue to arrange for the placement of the Shortfall.

Attached are the top 20 shareholders report and distribution report for Shares and Options following allotment of the Entitlements Issue Securities.

Yours sincerely,

For and on behalf of Orinoco Gold Limited

A handwritten signature in black ink, appearing to read 'P. Wingate', is written over a horizontal line.

Phillip Wingate
Company Secretary

ORINOCO GOLD LIMITED FULLY PAID
Top 20 Listing

| | | | Current Date - 6/05/2015 Time - 11.02.27 | | Previous Top * As at: 1/05/15 * | | |
|--|---------------------------|--------------------|---|--------|------------------------------------|--------|------|
| Rank | Holder Name | Designation | Current Securities | % | Prev. Securities | % | Rank |
| * 1 | ADMARK INV PL | PINTO S/F A/C | 22,500,000 | 13.30% | 18,000,000 | 11.76% | 1 |
| * 2 | TRAFFORD RES LTD | | 12,362,876 | 7.31% | 12,362,876 | 8.08% | 2 |
| 3 | KHAOULE WALID | | 7,158,692 | 4.23% | 7,158,692 | 4.68% | 3 |
| 4 | KAS INV & DVLMT PL | KAS INV S/F A/C | 4,812,073 | 2.84% | 3,849,658 | 2.52% | 4 |
| 5 | JANELIN INV PL | JANELIN INV A/C | 3,894,548 | 2.30% | 3,115,638 | 2.04% | 7 |
| 6 | WESTORIA RESOURCE INV LTD | | 3,825,000 | 2.26% | 3,825,000 | 2.50% | 5 |
| * 7 | GREGORACH PL | | 3,495,815 | 2.07% | 3,495,815 | 2.28% | 6 |
| * 8 | PALASOVSKI TONY | | 3,296,160 | 1.95% | 2,636,928 | 1.72% | 10 |
| 9 | TAYLOR PETER W + M J | GOOD OIL S/F A/C | 3,100,000 | 1.83% | 2,750,000 | 1.80% | 9 |
| 10 | FILHO DIMAS MARTINS | | 3,068,012 | 1.81% | 3,068,012 | 2.01% | 8 |
| * 11 | RIVERVIEW CORP PL | | 2,981,683 | 1.76% | 2,385,346 | 1.56% | 11 |
| 12 | KAS DVLMTS PL | | 2,781,608 | 1.64% | 2,225,286 | 1.45% | 12 |
| * 13 | JAEC HLDGS PL | HANNAFORD FAM A/C | 2,391,168 | 1.41% | 1,912,934 | 1.25% | 14 |
| 14 | ACUITY CAP INV MGNT PL | ACUITY CAP HLDGS A | 2,000,000 | 1.18% | 2,000,000 | 1.31% | 13 |
| * 15 | PAPENDIECK MARK JOHN | | 1,880,000 | 1.11% | 1,880,000 | 1.23% | 15 |
| 16 | TAYLOR ARTHUR RICHARD | | 1,851,192 | 1.09% | 1,480,953 | 0.97% | 19 |
| 17 | LIFESAVER INV PL | CHRISTENSEN S/F A/ | 1,669,286 | 0.99% | 1,669,286 | 1.09% | 16 |
| 18 | IMPULZIVE PL | DAWSON S/F A/C | 1,666,667 | 0.98% | 1,666,667 | 1.09% | 17 |
| 19 | HSBC CUSTODY NOM AUST LTD | | 1,660,000 | 0.98% | 1,660,000 | 1.08% | 18 |
| 20 | J P MORGAN NOM AUST LTD | | 1,594,000 | 0.94% | 1,319,000 | 0.86% | 22 |
| TOP 20 TOTAL | | | 87,988,780 | 51.98% | 78,462,091 | 51.28% | |
| * Denotes merged holders. Note: All holders are included in the report. | | | | | | | |

ORINOCO GOLD LIMITED FULLY PAID
Spread Analysis
Date - 6/05/2015 Time - 11.02.27

| Spread of Holdings | Holders | Securities | % of Issued Capital |
|--------------------------|------------|--------------------|---------------------|
| NIL holding | 0 | 0 | 0.00% |
| 1 - 1,000 | 15 | 4,679 | 0.00% |
| 1,001 - 5,000 | 72 | 259,328 | 0.15% |
| 5,001 - 10,000 | 138 | 1,223,743 | 0.72% |
| 10,001 - 100,000 | 468 | 17,665,310 | 10.44% |
| Over 100,000 | 198 | 150,052,159 | 88.68% |
| TOTAL ON REGISTER | 891 | 169,205,219 | |
| Analysis by Location | | | |
| Overseas | 18 | 1,391,672 | 0.82% |
| Australia: | 861 | 166,491,718 | 98.40% |
| ACT | 14 | 377,682 | 0.22% |
| NSW | 223 | 75,675,634 | 44.72% |
| VIC | 148 | 17,638,894 | 10.42% |
| QLD | 110 | 6,689,219 | 3.95% |
| SA | 47 | 1,504,220 | 0.89% |
| WA | 306 | 64,041,071 | 37.85% |
| TAS | 7 | 443,567 | 0.26% |
| NT | 6 | 121,431 | 0.07% |
| Address Unknown | 12 | 1,321,829 | 0.78% |
| TOTAL ON REGISTER | 891 | 169,205,219 | |

Note: All holders are included in the report, with common holders merged into one holding.

ORINOCO GOLD LIMITED FULLY PAID
Foreign Investment and Statistical Analysis
Date - 6/05/2015 Time - 11.02.27

| Code | Country | Holders | Total Securities | % of Total |
|------|---------------------------|------------|--------------------|------------|
| BRA | BRAZIL FEDERATIVE REPUB | 1 | 20,000 | 0.01% |
| CAN | CANADA | 1 | 285,714 | 0.17% |
| GBR | UNITED KINGDOM GB & N I | 1 | 20,000 | 0.01% |
| HKG | HONG KONG | 2 | 244,856 | 0.14% |
| JPN | JAPAN | 1 | 38,000 | 0.02% |
| LIE | LIECHTENSTEIN PRINCIPALIT | 1 | 266,100 | 0.16% |
| NZL | NEW ZEALAND | 6 | 368,502 | 0.22% |
| SGP | SINGAPORE | 4 | 123,500 | 0.07% |
| VGB | VIRGIN ISLANDS BRITISH | 1 | 25,000 | 0.01% |
| | OTHER COUNTRIES(0) | 0 | | |
| | FOREIGN INVESTMENT | 18 | 1,391,672 | 0.82% |
| | AUSTRALIAN INVESTMENT | 873 | 167,813,547 | 99.18% |
| | TOTAL | 891 | 169,205,219 | |

ORINOCO GOLD LIMITED OPTIONS EXP 30/11/16 @ \$0.11
Top 20 Listing

| | | | Current Date - 6/05/2015 Time - 11.03.29 | | Previous Top * As at: 0/00/00 * | | |
|--|--------------------------|--------------------|---|--------|------------------------------------|---|------|
| Rank | Holder Name | Designation | Current Securities | % | Prev. Securities | % | Rank |
| * 1 | ADMARK INV PL | PINTO S/F A/C | 4,500,000 | 27.78% | | | |
| 2 | KAS INV & DVLMT PL | KAS INV S/F A/C | 962,415 | 5.94% | | | |
| 3 | JANELIN INV PL | JANELIN INV A/C | 778,910 | 4.81% | | | |
| * 4 | PALASOVSKI TONY | | 659,232 | 4.07% | | | |
| * 5 | RIVERVIEW CORP PL | | 596,337 | 3.68% | | | |
| 6 | KAS DVLMTS PL | | 556,322 | 3.43% | | | |
| * 7 | JAEC HLDGS PL | HANNAFORD FAM A/C | 478,234 | 2.95% | | | |
| 8 | TAYLOR ARTHUR RICHARD | | 370,239 | 2.29% | | | |
| 9 | TAYLOR PETER W + M J | GOOD OIL S/F A/C | 350,000 | 2.16% | | | |
| 10 | J P MORGAN NOM AUST LTD | | 275,000 | 1.70% | | | |
| 11 | BANKSIA INV PL | BANKSIA INVEST COR | 250,000 | 1.54% | | | |
| 12 | VECTOR NOM PL | VECTOR S/F A/C | 225,000 | 1.39% | | | |
| * 13 | MULLOWAY PL | JOHN HARTLEY POYNT | 178,572 | 1.10% | | | |
| 14 | ROBERT MACFADYEN PL | MACFADYEN S/F A/C | 175,834 | 1.09% | | | |
| 15 | JENFRE NOM PL | PETER GIUFFRE FAM | 166,250 | 1.03% | | | |
| 16 | CHANG ANDREW ALEXANDER | | 160,000 | 0.99% | | | |
| * 17 | CELERY PL | | 155,357 | 0.96% | | | |
| * 18 | KOULOUKAKIS TOM + ANGELA | | 150,000 | 0.93% | | | |
| * 19 | CHARLOMONT GRP PL | PAPENDIECK FAM S/F | 139,375 | 0.86% | | | |
| * 20 | MARSHALL TRACEY LEANNE | | 137,734 | 0.85% | | | |
| TOP 20 TOTAL | | | 11,264,811 | 69.55% | | | % |
| * Denotes merged holders. Note: All holders are included in the report. | | | | | | | |

ORINOCO GOLD LIMITED OPTIONS EXP 30/11/16 @ \$0.11
Spread Analysis
Date - 6/05/2015 Time - 11.03.29

| Spread of Holdings | Holders | Securities | % of Issued Capital |
|-----------------------------|------------|-------------------|---------------------|
| NIL holding | 0 | 0 | 0.00% |
| 1 - 1,000 | 15 | 9,731 | 0.06% |
| 1,001 - 5,000 | 70 | 217,155 | 1.34% |
| 5,001 - 10,000 | 27 | 202,753 | 1.25% |
| 10,001 - 100,000 | 99 | 3,638,702 | 22.46% |
| Over 100,000 | 27 | 12,129,744 | 74.88% |
| TOTAL ON REGISTER | 238 | 16,198,085 | |
| Analysis by Location | | | |
| Overseas | 2 | 65,001 | 0.40% |
| Australia: | 236 | 16,133,084 | 99.60% |
| ACT | 5 | 49,692 | 0.31% |
| NSW | 68 | 9,567,854 | 59.07% |
| VIC | 50 | 1,677,792 | 10.36% |
| QLD | 39 | 874,750 | 5.40% |
| SA | 12 | 95,975 | 0.59% |
| WA | 62 | 3,867,021 | 23.87% |
| TAS | 0 | 0 | 0.00% |
| NT | 0 | 0 | 0.00% |
| Address Unknown | 0 | 0 | 0.00% |
| TOTAL ON REGISTER | 238 | 16,198,085 | |

Note: All holders are included in the report, with common holders merged into one holding.

ORINOCO GOLD LIMITED OPTIONS EXP 30/11/16 @ \$0.11
Foreign Investment and Statistical Analysis
Date - 6/05/2015 Time - 11.03.29

| Code | Country | Holders | Total Securities | % of Total |
|------|-----------------------|------------|-------------------|------------|
| NZL | NEW ZEALAND | 2 | 65,001 | 0.40% |
| | OTHER COUNTRIES(0) | 0 | | |
| | FOREIGN INVESTMENT | 2 | 65,001 | 0.40% |
| | AUSTRALIAN INVESTMENT | 236 | 16,133,084 | 99.60% |
| | TOTAL | 238 | 16,198,085 | |