

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 17/06/2016
The previous notice was given to the company on 23/03/2016
The previous notice was dated 22/03/2016

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	5,347,558	0.88%	4,970,258	0.82%
CDI 1:1	34,450,765	5.67%	28,231,212	4.63%

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	State Street Bank as custodian for VanEck International Investors Gold Fund	VanEck International Investors Gold Fund (IIG)	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 3,647,257	0.60%
VEAC	JPMorgan as custodian for Jackson National	Jackson National/Van Eck International Fund (JLGOLD)	Same as above.	Ordinary shares 322,102	0.05%

VEAC	Northern Trust as custodian for Lockheed Martin Corporation Master Retirement Trust	Lockheed Martin Junior Gold (LM)	Same as above.	Ordinary shares 184,589	0.03%
VEAC	Northern Trust as custodian for Lockheed Martin Corporation Master Retirement Trust	Lockheed Martin Corporation Master Retirement Trust (LMJ)	Same as above.	Ordinary shares 164,778	0.03%
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 566,993	0.09%
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 84,539	0.01%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Gold Miners ETF	VanEck Vectors Gold Miners ETF (GDX)	Same as above.	CDI 1:1 27,811,383	4.56%
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.	CDI 1:1 419,829	0.07%

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	Gold Fields House, Level 3, 1 Alfred Street, Sydney NSW 2000
VanEck Investments Limited	Gold Fields House, Level 3, 1 Alfred Street, Sydney NSW 2000

Signature

print name Andrew Tilzer

capacity Assistant Vice President

sign here



date 21/06/2016

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.

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 2 pages referred to in Form 604 -
Notice of change of interests of substantial holder**

Holder of relevant interest	Date of Acquisition/Disposal	B/S	Consideration Cash	Consideration Non-cash	Number of Securities
GDX	2/17/2016	S	\$ -	In-Kind	436,170
GDXJ	2/17/2016	S	\$ -	In-Kind	271,420
GDX	2/18/2016	S	\$ -	In-Kind	12,462
GDX	2/19/2016	B	\$ -	In-Kind	149,544
GDX	2/22/2016	S	\$ -	In-Kind	6,231
GDX	2/23/2016	B	\$ -	In-Kind	479,710
GDX	2/24/2016	S	\$ -	In-Kind	24,920
GDX	2/25/2016	B	\$ -	In-Kind	299,040
LMJ	2/25/2016	S	\$ 153,300	\$ -	42,000
GDX	2/26/2016	S	\$ -	In-Kind	124,640
GDX	3/1/2016	S	\$ -	In-Kind	542,271
GDX	3/2/2016	S	\$ -	In-Kind	93,495
GDXJ	3/2/2016	S	\$ -	In-Kind	461,907
GDX	3/4/2016	S	\$ -	In-Kind	623,300
GDXJ	3/4/2016	S	\$ 725,541	\$ -	193,794
GDXJ	3/4/2016	S	\$ -	In-Kind	108,716
UCTGDXJ	3/4/2016	S	\$ 3,746	\$ -	997
GDX	3/8/2016	B	\$ -	In-Kind	12,466
GDX	3/9/2016	S	\$ -	In-Kind	342,815
GDXJ	3/9/2016	S	\$ 480,873	\$ -	125,315
UCTGDXJ	3/9/2016	B	\$ 161,900	\$ -	42,132
GDX	3/10/2016	S	\$ -	In-Kind	461,316
GDX	3/11/2016	S	\$ -	In-Kind	928,866
GDX	3/14/2016	S	\$ -	In-Kind	317,934
GDXJ	3/14/2016	S	\$ -	In-Kind	457,232
GDX	3/17/2016	B	\$ -	In-Kind	2,370,060
GDXJ	3/17/2016	S	\$ 170,700	\$ -	43,800
GDXJ	3/17/2016	S	\$ -	In-Kind	134,460
GDX	3/18/2016	S	\$ 19,904,111	\$ -	5,323,552
GDX	3/18/2016	S	\$ -	In-Kind	349,384
UCTGDX	3/18/2016	S	\$ 328,934	\$ -	88,012
GDXJ	3/18/2016	S	\$ 127,824,370	\$ -	34,454,008
UCTGDXJ	3/18/2016	S	\$ 1,049,684	\$ -	283,132
GDX	3/24/2016	S	\$ -	In-Kind	270,250
IIG	3/24/2016	S	\$ 788,040	\$ -	220,000
GDX	3/28/2016	S	\$ -	In-Kind	324,240
GDX	3/29/2016	B	\$ -	In-Kind	216,160
LODH	4/1/2016	S	\$ 213,006	\$ -	61,000
GDX	4/5/2016	S	\$ -	In-Kind	697,245
GDX	4/6/2016	S	\$ -	In-Kind	10,808
GDX	4/7/2016	S	\$ -	In-Kind	183,736
JLGOLD	4/7/2016	B	\$ 91,335	\$ -	23,000
GDX	4/8/2016	S	\$ -	In-Kind	162,120
GDX	4/11/2016	S	\$ -	In-Kind	648,480
UCTGDX	4/11/2016	S	\$ 84,869	\$ -	20,970
GDX	4/14/2016	S	\$ -	In-Kind	324,180
GDX	4/15/2016	S	\$ -	In-Kind	64,836
GDX	4/19/2016	B	\$ 323,289	\$ -	78,648
VGOLD	4/20/2016	B	\$ 20,532	\$ -	5,000

**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/Disposal	B/S	Consideration Cash	Consideration Non-cash	Number of Securities
UCTGDX	4/22/2016	B	\$ 22,943	\$ -	5,433
GDX	4/26/2016	B	\$ -	In-Kind	405,225
UCTGDX	4/26/2016	B	\$ 67,939	\$ -	16,815
GDX	4/27/2016	S	\$ -	In-Kind	1,080,600
UCTGDX	4/28/2016	S	\$ 23,408	\$ -	5,604
GDX	4/29/2016	B	\$ -	In-Kind	664,569
GDX	5/3/2016	B	\$ -	In-Kind	237,688
JLGOLD	5/3/2016	B	\$ 123,392	\$ -	29,000
GDX	5/4/2016	B	\$ -	In-Kind	21,608
GDX	5/5/2016	B	\$ -	In-Kind	459,170
GDX	5/6/2016	B	\$ -	In-Kind	286,306
VGOLD	5/6/2016	B	\$ 55,595	\$ -	12,500
GDX	5/9/2016	B	\$ -	In-Kind	659,044
IIG	5/9/2016	S	\$ 215,960	\$ -	51,000
GDX	5/11/2016	B	\$ -	In-Kind	540,200
GDX	5/12/2016	B	\$ -	In-Kind	27,010
VGOLD	5/13/2016	B	\$ 26,927	\$ -	6,000
GDX	5/18/2016	B	\$ -	In-Kind	27,010
GDX	5/23/2016	B	\$ -	In-Kind	27,010
GDX	5/26/2016	B	\$ -	In-Kind	432,160
LODH	5/26/2016	S	\$ 58,160	\$ -	14,000
LODH	5/27/2016	S	\$ 160,088	\$ -	40,000
VGOLD	5/27/2016	S	\$ 55,230	\$ -	13,800
LODH	6/2/2016	S	\$ 204,856	\$ -	53,000
GDX	6/6/2016	B	\$ -	In-Kind	594,220
GDX	6/7/2016	B	\$ -	In-Kind	43,208
GDX	6/8/2016	B	\$ -	In-Kind	253,894
GDX	6/9/2016	B	\$ -	In-Kind	32,412
GDX	6/10/2016	B	\$ -	In-Kind	637,318
GDX	6/13/2016	B	\$ -	In-Kind	86,416
GDX	6/14/2016	B	\$ -	In-Kind	664,323
GDX	6/14/2016	S	\$ 15,782,330	\$ -	3,547,242
GDX	6/15/2016	B	\$ -	In-Kind	605,024
GDX	6/16/2016	S	\$ -	In-Kind	27,010
GDX	6/17/2016	S	\$ 25,848,848	\$ -	5,732,723
UCTGDX	6/17/2016	S	\$ 638,729	\$ -	140,380
GDX	6/20/2016	B	\$ 157,567	\$ -	34,612
GDX	6/20/2016	B	\$ -	In-Kind	291,816
UCTGDX	6/20/2016	B	\$ 2,760	\$ -	606

In-Kind transactions result from the ETF receiving a basket of securities in exchange for securities in the ETF.

In-Kind transactions refers to how market makers of exchange traded funds (ETF) can reconcile the differences between net asset value (NAV) and market values when shares of the ETFs are bought and sold. The market maker can arbitrage the ETF shares with the shares that make up the underlying portfolio, by creating or redeeming lots of the ETF shares. This structure causes ETFs to be treated as "in kind" transactions where investors only pay capital gains like with stocks, as opposed to other fees associated with mutual funds.