



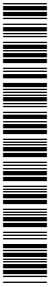
9th Floor, 100 University Avenue  
Toronto, Ontario M5J 2Y1  
www.computershare.com

000001

SAM SAMPLE  
123 SAMPLES STREET  
SAMPLETOWN SS X9X X9X  
CANADA

Security Class COMMON SHARES

Holder Account Number  
C9999999999 I ND



Fold

## Form of Proxy - Annual General Meeting to be held on June 5, 2009

### This Form of Proxy is solicited by and on behalf of Management.

#### Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Fold

**Proxies submitted must be received not less than 48 hours prior to the meeting (excluding Saturdays, Sundays and holidays).**

### VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



#### To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

**1-866-732-VOTE (8683) Toll Free**



#### To Vote Using the Internet

- Go to the following web site:  
[www.investorvote.com](http://www.investorvote.com)

**If you vote by telephone or the Internet, DO NOT mail back this proxy.**

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER, HOLDER ACCOUNT NUMBER and ACCESS NUMBER listed below.

**CONTROL NUMBER 017841**

**HOLDER ACCOUNT NUMBER C9999999999**

**ACCESS NUMBER 99999**



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**Appointment of Proxyholder**

I/We, being holder(s) of OCEANAGOLD CORPORATION hereby appoint: **MARCUS ENGELBRECHT**, Chief Financial Officer, of failing him, **DARREN KLINCK**, Vice President- Investor Relations,

OR Print the name of the person you are appointing if this person is someone other than the management designees

[Empty box for appointing name]

as my/our proxyholder with full power of substitution to attend, act and to vote for and on behalf of the shareholder in accordance with the following directions (or if no directions have been given, as the proxyholder sees fit) on all matters that may properly come before the Annual General Meeting of shareholders of OceanaGold Corporation to be held at RACV Club, Bourke Room 1, Level 2, 501 Bourke Street, Melbourne, Victoria 3000, Australia, on June 5, 2009 at 2:00 pm (Melbourne Time) and at any adjournment thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

**1. Election of Directors**

	<b>For</b>	Withhold		<b>For</b>	Withhold		<b>For</b>	Withhold
01. James E. Askew	<input type="checkbox"/>	<input type="checkbox"/>	02. Terrence N. Fern	<input type="checkbox"/>	<input type="checkbox"/>	03. J. Denham Shale	<input type="checkbox"/>	<input type="checkbox"/>

Fold

**For** Withhold

**2. Appointment of Auditors**

Appointment of PricewaterhouseCoopers as Auditors of the Corporation for the ensuing year.

Fold

**Authorized Signature(s) - This section must be completed for your instructions to be executed.**

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.**

Signature(s)

Date

[Signature box]

DD / MM / YY



9th Floor, 100 University Avenue  
 Toronto, Ontario M5J 2Y1  
 www.computershare.com

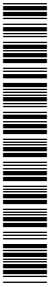
000001

SAM SAMPLE  
 123 SAMPLES STREET  
 SAMPLETOWN SS X9X X9X  
 CANADA

Security Class COMMON SHARES

Holder Account Number  
 B9999999999 I ND

Intermediary  
 ABCD



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## Voting Instruction Form ("VIF") - Annual General Meeting to be held on June 5, 2009

### NON-REGISTERED (BENEFICIAL) SHAREHOLDERS

1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by Management, as proxy holder of the registered holder, in accordance with your instructions.
2. **We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions.** In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this form to provide your voting instructions to us promptly.
3. **If you wish to attend the meeting in person or appoint some other person or company, who need not be a shareholder, to attend and act on your behalf at the meeting or any adjournment or postponement thereof, please insert your name(s) or the name of your chosen appointee in the space provided (please see reverse) and Computershare will send you a legal form of proxy which will grant you or the person specified by you the right to attend and vote at the meeting. Please remember that a legal proxy is subject to all terms and conditions that apply to proxies as outlined in the documentation provided by Management including any cut-off time for receipt.**
4. **This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.**
5. If this VIF is not dated, it will be deemed to bear the date on which it is mailed by Management to you.
6. **When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.**
7. This VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the Notice of Meeting or other matters as may properly come before the meeting or any adjournment or postponement thereof.
8. Should you wish to receive a legal form of proxy, please write to Computershare at the address indicated above and one will be sent to you by mail.
9. Your voting instructions will be recorded on receipt of the VIF.
10. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.
11. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
12. This VIF should be read in conjunction with the accompanying documentation provided by Management.

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 Fold

**VIFs submitted must be received not less than 48 hours prior to the meeting (excluding Saturdays, Sundays and holidays).**

### VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

**1-866-734-VOTE (8683) Toll Free**



To Vote Using the Internet

- Go to the following web site:  
[www.investorvote.com](http://www.investorvote.com)

**If you vote by telephone or the Internet, DO NOT mail back this VIF.**

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER, HOLDER ACCOUNT NUMBER and ACCESS NUMBER listed below.

**CONTROL NUMBER 617841**

**HOLDER ACCOUNT NUMBER B999999999**

**ACCESS NUMBER 9999**



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**Appointee(s)**

Management Appointees are: **MARCUS ENGELBRECHT**, Chief Financial Officer, or failing him, **DARREN KLINCK**, Vice President-Investor Relations,

OR

If you wish to attend in person or appoint someone else to attend on your behalf, print your name or the name of your appointee in this space (see Note #3 on reverse).

as my/our appointee to attend, act and to vote in accordance with the following directions (or if no directions have been given, as the appointee sees fit) on all matters that may properly come before the Annual General Meeting of shareholders of OceanaGold Corporation to be held at RACV Club, Bourke Room 1, Level 2, 501 Bourke Street, Melbourne, Victoria 3000, Australia, on June 5, 2009 at 2:00 pm (Melbourne Time) and at any adjournment thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

**1. Election of Directors**

	<b>For</b>	<b>Withhold</b>		<b>For</b>	<b>Withhold</b>		<b>For</b>	<b>Withhold</b>
01. James E. Askew	<input type="checkbox"/>	<input type="checkbox"/>	02. Terrence N. Fern	<input type="checkbox"/>	<input type="checkbox"/>	03. J. Denham Shale	<input type="checkbox"/>	<input type="checkbox"/>

Fold

**For** **Withhold**

**2. Appointment of Auditors**

Appointment of PricewaterhouseCoopers as Auditors of the Corporation for the ensuing year.

Fold

**Authorized Signature(s) - This section must be completed for your instructions to be executed.**

If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this VIF with signing capacity stated.

Signature(s)

Date

DD / MM / YY

Should you wish to receive a legal proxy, refer to Note #8 on reverse.



# CDI Voting Instruction Form



**All correspondence to:**  
 Computershare Investor Services Pty Limited  
 GPO Box 242 Melbourne  
 Victoria 3001 Australia  
 Enquiries (within Australia) 1300 850 505  
 (outside Australia) 61 3 9415 4000  
 Facsimile 61 3 9473 2555  
 www.computershare.com

Mark this box with an 'X' if you have made any changes to your address details (see reverse)



000001  
 000  
 SAM  
 MR JOHN SMITH 1  
 FLAT 123  
 123 SAMPLE STREET  
 THE SAMPLE HILL  
 SAMPLE ESTATE  
 SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 IND

Annual General Meeting to be held on June 5, 2009 at 2.00pm (Melbourne time) at the RACV Club, Bourke Room 1, Level 2, 501 Bourke Street, Melbourne, Victoria, 3000, Australia.

### Voting instructions to CHESSE Depository Nominees Pty Ltd

I/We being a holder of CHESSE Depository Interests of the above Company hereby direct CHESSE Depository Nominees Pty Ltd to vote the shares underlying my/our holding at the Annual General Meeting in respect of the resolutions outlined below, as follows:

**CHESSE Depository Nominees Pty Ltd will vote as directed. Please mark with an  to indicate your directions.**

1. Election of Directors

- 1a. James E. Askew
- 1b. Terrence N. Fern
- 1c. J. Denham Shale

For Withhold

<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>

2. Appointment of Auditors

Appointment of PricewaterhouseCoopers as Auditors for the Company for the ensuing year.

If you do not mark either the 'FOR' or 'WITHHOLD' box your vote will be voted 'For' the Resolution.

By execution of this CDI Voting Instruction Form the undersigned hereby authorises CHESSE Depository Nominees Pty Ltd to appoint such proxies or their substitutes to vote in their discretion on such business as may properly come before the meeting.

**PLEASE SIGN HERE** This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

In addition to signing this form in the above box(es) please provide the information below in case we need to contact you.

Contact Name

Contact Daytime Telephone

Date

/ /



# Instruction for Completion of CDI Voting Instruction Form

## Your Address

This is your address as it appears on the company's Securities register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker (in which case your reference number overleaf will commence with an 'x') should advise your broker of any changes. Please note, you cannot change ownership of your securities using this form.

## Your vote is important

Each CHESS Depository Interest (CDI) is equivalent to one share of Company Common Stock, so that every 1 (one) CDI that you own at 1 May 2009 (record date) entitles you to one vote.

You can vote by completing, signing and returning your CDI Voting Instruction Form. The CDI Voting Instruction Form gives your voting instructions to CHESS Depository Nominees Pty Ltd, which will vote the underlying shares on your behalf. You need to return your completed CDI Voting Instruction Form so that it is received at the address shown on the Form by 72 hours prior to the meeting (excluding Saturdays, Sundays and holidays). That will give CHESS Depository Nominees Pty Ltd enough time to tabulate all CHESS Depository Interest votes and to vote the underlying shares.

## Election of Directors and Appointment of Auditors

In accordance with applicable Canadian corporate and securities laws, a form of proxy (and consequently, a voting instruction form) sent to securityholders of a reporting issuer must provide an option for the securityholder to specify that the securities subject to the form must be voted or withheld from voting in respect of the appointment of an auditor or the election of directors. Accordingly, this CDI Voting Instruction Form provides voting "For" or "Withhold" (which is the equivalent to "Abstain") with respect to the appointment of an auditor and the election of directors.

## Signature(s) of CHESS Depository Interest Holders

Each holder must sign this form. If your CDIs are held in joint names, all holders must sign in the boxes. If you are signing as an Attorney, then the Power of Attorney must have been noted by the Company's Australian Registry or a certified copy of it must accompany this form.

Only duly authorised officer/s can sign on behalf of a company. Please sign in the boxes provided, which state the office held by the signatory, ie. Sole Director and Sole Company Secretary, two Directors or Director and Company Secretary.

If you require further information on how to complete the CDI Voting Instruction Form, telephone the Registry on (within Australia) 1300 850 505 (outside Australia) +61 3 9415 4000.

## Lodgement of Notice

CDI Voting Instruction Forms may be lodged:



**Online:**  
[www.investorvote.com.au](http://www.investorvote.com.au)



**By Mail:**  
Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia



**By Fax:**  
(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

## For all enquiries call:

(within Australia) 1300 850 505  
(outside Australia) +61 3 9415 4000

### Your secure Investor Vote access information is:

**Control Number:** 123456

**SRN/HIN:** I1234567890

**PIN:** 123456



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

For assistance please contact **Computershare Investor Services Pty Limited** on 1300 850 505



# Proxy Form

**All correspondence to:**  
Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia  
Enquiries (within Australia) 1300 850 505  
(outside Australia) 61 3 9415 4000  
Facsimile 61 3 9473 2555  
www.computershare.com

000001  
000  
SAM  
MR JOHN SMITH 1  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 IND

**Form of Proxy - Annual General Meeting to be held on June 5, 2009 at 2:00pm (Melbourne time) at the RACV Club, Bourke Room 1, Level 2, 501 Bourke Street, Melbourne, Victoria, 3000, Australia.**

**This Form of Proxy is solicited by and on behalf of Management.**

### Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
6. **The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.**
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

### Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by 48 hours prior to the meeting (excluding Saturdays, Sundays and holidays).

### Lodge your vote either:

**Online:**  
[www.investorvote.com.au](http://www.investorvote.com.au)

**By Mail:**  
Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia

**By Fax:**  
(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

#### Your secure Investor Vote access information is:

**Control Number:** 123456

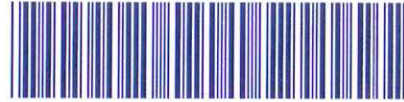
**SRN/HIN:** I1234567890 **PIN:** 123456

**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

### For all enquiries call:

(within Australia) 1300 850 505  
(outside Australia) +61 3 9415 4000

MR JOHN SMITH 1



I 1234567890 IND

**Appointment of Proxyholder**

The undersigned registered shareholder ("Registered Shareholder") of OCEANAGOLD CORPORATION (the "Corporation") hereby appoints: **MARCUS ENGELBRECHT**, Chief Financial Officer or failing him **DARREN KLINCK**, Vice President - Investor Relations

OR **Print the name of the person you are appointing if this person is someone other than the Management appointees.**

as my/our proxyholder with full power of substitution to attend, act and vote for and on behalf of the shareholders in accordance with the following directions (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General Meeting of OceanaGold Corporation to be held at the RACV Club, Bourke Room 1, Level 2, 501 Bourke Street, Melbourne, Victoria, 3000, Australia on June 5, 2009 at 2:00pm (Melbourne time) and at any adjournment there of.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

**1. Election of Directors**

	For	Withhold		For	Withhold		For	Withhold
01. James E. Askew			02. Terrence N Fern			03. J Denham Shale		

**2. Appointment of Auditors**

Appointment of PricewaterhouseCoopers as Auditors of the Corporation for the ensuing year.

For	Withhold

**Authorized Signature(s) - This section must be completed for your instructions to be executed.**

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.

Signature (s)

Date - Day      Month      Year  

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