605

Corporations Act 2001 Section 671B

Notice of ceasing to be a substantial holder

To C	ompany	Name/Scheme	OCEANAGOLD	CORP.
------	--------	-------------	------------	-------

ACN/ARSN 50 124 980 187 (ABN)

1. Details of substantial holder(1)

Name BlackRock Group (BlackRock Inc. and subsidiaries named in Annexures to

ACN/ARSN (if applicable) this form)

The holder ceased to be a

substantial holder on $\frac{20 \ /12 \ /13}{110 \ \text{The previous notice was given to the company on}}$ The previous notice was dated $\frac{01 \ /11 \ /13}{30 \ /10 \ /13}$

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
	Annexure A				

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Annexure B	

Signature

print name Belinda Plotkin capacity Company Secretary

sign here date 24 / 12 /2013

- (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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.

- (5) 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 of 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) 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 605.

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 ACN 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.

24/12/13

Belinda Plotkin, Company Secretary

Date

2. Changes in relevant interests

		Nature of char	ne (4) /			Person's
Date of Change	Person whose relevant interest changed	Consideration give	n in relation	` '	nd number es affected CCY	votes
30-Oct-13	BlackRock Advisors (UK) Limited	on mkt purchase	1.71	ord	1,984 CAD	1,98
31-Oct-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	3,702 AUD	3,70
31-Oct-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-2,423 AUD	-2,42
31-Oct-13	BlackRock Institutional Trust Company, N.A.	on mkt purchase	1.74	CDI 1:1	12,088 AUD	12,08
31-Oct-13	BlackRock Institutional Trust Company, N.A.	on mkt sale	1.74	CDI 1:1	-12,000 AUD	-12,00
01-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-1,851 AUD	-1,85
01-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-762 AUD	-76
01-Nov-13	BlackRock Asset Management Australia Limited	on mkt purchase	1.78	ord	123,845 CAD	123,84
01-Nov-13	BlackRock Asset Management Australia Limited	on mkt purchase	1.78	ord	5,605 CAD	5,60
01-Nov-13	BlackRock Asset Management Australia Limited	on mkt purchase	1.78	ord	24,133 CAD	24,13
01-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt purchase	1.79	ord	75,769 CAD	75,76
01-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt purchase	1.78	ord	9,343 CAD	9,34
01-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt purchase	1.78	ord	8,525 CAD	8,5
04-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	2,286 AUD	2,28
04-Nov-13 04-Nov-13	BlackRock Asset Management Canada Limited BlackRock Asset Management	in specie on mkt purchase	N/A 1.74	CDI 1:1	-191,417 AUD 53,746 CAD	-191,4°
04-Nov-13	Australia Limited BlackRock Asset Management	on mkt purchase	1.74	ord	2,432 CAD	2,43
04-Nov-13	Australia Limited BlackRock Asset Management	on mkt purchase	1.74	ord	10,474 CAD	10,4
04-Nov-13	Australia Limited BlackRock Investment	on mkt purchase	1.74	ord	4,056 CAD	4,0
04-Nov-13	Management (Australia) Limited BlackRock Investment	on mkt purchase	1.74	ord	3,700 CAD	3,70
05-Nov-13	Management (Australia) Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	3,048 AUD	3.04
05-Nov-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	-2,423 AUD	-2,42
	Canada Limited	•				,
05-Nov-13	BlackRock Advisors (UK) Limited	in specie	N/A	ord	232,011 CAD	232,01
06-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	381 AUD	3
06-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	2,286 AUD	2,2
06-Nov-13	BlackRock Asset Management Australia Limited	on mkt purchase	1.89	ord	6,639 CAD	6,6
06-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt purchase	1.89	ord	1,558 CAD	1,5
06-Nov-13 06-Nov-13	BlackRock Advisors (UK) Limited BlackRock Investment	on mkt purchase on mkt sale	1.92 1.91	ord ord	1,983 CAD -2,916 CAD	1,99 -2,9
07-Nov-13	Management (Australia) Limited BlackRock Investment	in specie	N/A	ord	6,248 CAD	6,2
07-Nov-13	Management (Australia) Limited BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	1,524 AUD	1,52
07-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	3,855 AUD	3,8

Date of Change	Person whose relevant interest changed	Consideration give	n in relation		nd number es affected	CCY	Person's votes
		to change					affected
07-Nov-13	BlackRock Asset Management Australia Limited	on mkt purchase	1.80	ord	32,587 CAI		32,587
07-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt purchase	1.80	ord	7,650 CAI		7,650
08-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-9,144 AUI)	-9,144
08-Nov-13	BlackRock Fund Advisors	in specie	N/A	CDI 1:1	642 AUI)	642
08-Nov-13	BlackRock Asset Management Canada Limited	on mkt purchase	1.84	CDI 1:1	2,875 AUI)	2,875
08-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.83	ord	-1,598 CAI)	-1,598
08-Nov-13	BlackRock Asset Management Canada Limited	on mkt sale	1.84	CDI 1:1	-851 AUI)	-851
11-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	1,851 AUI)	1,851
11-Nov-13	BlackRock Institutional Trust Company, N.A.	on mkt sale	1.86	CDI 1:1	-3,954 AUI)	-3,954
12-Nov-13		in specie	N/A	CDI 1:1	762 AUI)	762
12-Nov-13		in specie	N/A	CDI 1:1	-2,423 AUI)	-2,423
12-Nov-13	BlackRock Advisors (UK) Limited	on mkt purchase	1.92	ord	1,983 CAI)	1,983
12-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.90	ord	-9,771 CAI		-9,771
13-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	387 AUI)	387
14-Nov-13	BlackRock Asset Management	in specie	N/A	CDI 1:1	1,143 AUI)	1,143
14-Nov-13	Canada Limited BlackRock Investment	on mkt sale	1.90	ord	-9,628 CAI)	-9,628
15-Nov-13	· ·	in specie	N/A	CDI 1:1	-2,423 AUI)	-2,423
18-Nov-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	1,143 AUI)	1,143
18-Nov-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	3,855 AUI)	3,855
18-Nov-13	Canada Limited BlackRock Investment	on mkt purchase	1.82	ord	1,146 CAI)	1,146
18-Nov-13	Management (Australia) Limited BlackRock Asset Management	on mkt purchase	1.72	CDI 1:1	3,457 AUI)	3,457
19-Nov-13	Canada Limited BlackRock Advisors (UK) Limited	on mkt purchase	1.73	ord	3,962 CAI		3,962
19-Nov-13	BlackRock Investment	on mkt sale	1.76	ord	-4,861 CAI		
19-1100-13	Management (Australia) Limited	OH HIKL Sale	1.70	oru	-4,001 CAI	J	-4,001
20-Nov-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-2,423 AUI	D	-2,423
20-Nov-13		on mkt purchase	1.74	ord	52,292 CAI)	52,292
20-Nov-13		on mkt purchase	1.74	ord	2,343 CAI)	2,343
20-Nov-13		on mkt sale	1.63	CDI 1:1	-906 AUI)	-906
21-Nov-13		in specie	N/A	CDI 1:1	5,553 AUI)	5,553
21-Nov-13		in specie	N/A	CDI 1:1	762 AUI)	762
21-Nov-13	BlackRock Asset Management	in specie	N/A	CDI 1:1	-2,423 AUI)	-2,423
21-Nov-13	•	in specie	N/A	CDI 1:1	-2,423 AUI)	-2,423
21-Nov-13	Canada Limited BlackRock Advisors (UK) Limited	on mkt sale	1.65	ord	-6,791 CAI	`	-6,791
21-Nov-13	BlackRock Asset Management	on mkt sale	1.65	CDI 1:1	-2,107 AUI		-2,107
21-Nov-13	Canada Limited BlackRock Asset Management Canada Limited	on mkt sale	1.65	CDI 1:1	-30,439 AUI)	-30,439
22-Nov-13	· · · · · · · · · · · · · · · · · · ·	in specie	N/A	CDI 1:1	7,104 AUI)	7,104
22-Nov-13	•	in specie	N/A	CDI 1:1	-2,368 AUI)	-2,368
22-Nov-13	•	in specie	N/A	CDI 1:1	9,472 AUI)	9,472
22-Nov-13	•	on mkt purchase	1.66	ord	25,277 CAI)	25,277
22-Nov-13	Australia Limited BlackRock Investment	on mkt purchase	1.66	ord	1,654 CAI	<u> </u>	1,654

OGC page 2 of 4

Date of Change	Person whose relevant interest changed	Nature of chan Consideration given to change	in relation	` '	nd number .	CCY	Person's votes affected
22-Nov-13	BlackRock Investment	on mkt sale	1.67	ord	-2,501	CAD	-2,501
25-Nov-13	Management (Australia) Limited BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-21,312	AUD	-21,312
25-Nov-13		on mkt purchase	1.78	ord	1,942	CAD	1,942
26-Nov-13		in specie	N/A	CDI 1:1	-1,647		-1,647
26-Nov-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	11,565	AUD	11,565
26-Nov-13	Canada Limited	on mkt sale	1.78	ord	-2,751	CAD	-2,751
27-Nov-13	Management (Australia) Limited	in specie	N/A	CDI 1:1	-1.524		-1,524
27-Nov-13	Canada Limited	·	N/A	CDI 1:1			2,368
	Canada Limited	in specie			2,368		
27-Nov-13	, ,	on mkt purchase	1.77	ord	13,594		13,594
28-Nov-13	Australia Limited	on mkt purchase	1.76	ord	21,685		21,685
28-Nov-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.81	ord	-1,934	CAD	-1,934
29-Nov-13	BlackRock Institutional Trust Company, N.A.	on mkt purchase	1.79	CDI 1:1	13,179	AUD	13,179
29-Nov-13		on mkt sale	1.78	ord	-2,353	CAD	-2,353
29-Nov-13	BlackRock Institutional Trust	on mkt sale	1.79	CDI 1:1	-30,126	AUD	-30,126
02-Dec-13	Company, N.A. BlackRock Investment	on mkt sale	1.80	ord	-10,041	CAD	-10,041
03-Dec-13	Management (Australia) Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	381	AUD	381
03-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	2,368	AUD	2,368
03-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	-2,368	AUD	-2,368
	Canada Limited	'			,		,
03-Dec-13		on mkt purchase	1.67	ord	1,943		1,943
03-Dec-13	3	on mkt sale	1.67	CDI 1:1	-1,177	AUD	-1,177
04-Dec-13	9	in specie	N/A	CDI 1:1	-14,208	AUD	-14,208
04-Dec-13	•	in specie	N/A	CDI 1:1	11,840	AUD	11,840
04-Dec-13	Canada Limited BlackRock Asset Management	on mkt purchase	1.71	CDI 1:1	2,948	AUD	2,948
04-Dec-13	Canada Limited BlackRock Investment	on mkt sale	1.70	ord	-3,541	CAD	-3,541
05-Dec-13	Management (Australia) Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	9,110	AUD	9,110
05-Dec-13	Canada Limited	in specie	N/A	CDI 1:1	-1,143		-1,143
	Canada Limited						
05-Dec-13	Canada Limited	in specie	N/A	CDI 1:1	2,368		2,368
05-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	18,944		18,944
05-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	4,736	AUD	4,736
06-Dec-13		in specie	N/A	CDI 1:1	2,368	AUD	2,368
09-Dec-13		on mkt sale	1.56	ord	-4,552	CAD	-4,552
10-Dec-13	BlackRock Asset Management	in specie	N/A	CDI 1:1	-3,644	AUD	-3,644
10-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	2,368	AUD	2,368
10-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	11,840	AUD	11,840
10-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	16,576	AUD	16,576
11-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	762	AUD	762
11-Dec-13	Canada Limited	in specie	N/A	CDI 1:1	-5,130		-5,130
12-Dec-13	Management (Australia) Limited	in specie	N/A	CDI 1:1	3,644		3,644
12-Dec-13	Canada Limited	in specie	N/A	CDI 1:1	-1,524		-1,524
	Canada Limited	iii apcole	1N/ <i>F</i> 1	ווטס ו.ו	-1,024	,,,,,,,	
iC							page 3 of

Date of Change	Person whose relevant interest changed	Nature of change (4) / Consideration given in relation to change (5)		Class (6) a	Person's votes affected	
12-Dec-13	BlackRock Institutional Trust	in specie	N/A	CDI 1:1	3,371 AUD	3,371
12-Dec-13	Company, N.A. BlackRock Investment	on mkt purchase	1.63	ord	1,965 CAD	1,965
12-Dec-13	Management (Australia) Limited BlackRock Asset Management	on mkt sale	1.49	CDI 1:1	-4,986 AUD	-4,986
13-Dec-13	Canada Limited BlackRock Asset Management	in specie	N/A	CDI 1:1	-1,143 AUD	-1,143
13-Dec-13	Canada Limited BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-3,885 AUD	-3,885
13-Dec-13	BlackRock Investment Management (Australia) Limited	on mkt purchase	1.61	ord	1,646 CAD	1,646
16-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-2,368 AUD	-2,368
16-Dec-13	BlackRock Advisors (UK) Limited	on mkt purchase	1.61	ord	1,945 CAD	1,945
16-Dec-13		on mkt purchase	1.61	CDI 1:1	2,485 AUD	2,485
17-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-2,368 AUD	-2,368
17-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	9,472 AUD	9,472
17-Dec-13		in specie	N/A	CDI 1:1	67,577 AUD	67,577
17-Dec-13	BlackRock Advisors (UK) Limited	on mkt purchase	1.54	ord	11,670 CAD	11,670
17-Dec-13	BlackRock Asset Management Australia Limited	on mkt sale	1.65	ord	-6,219 CAD	-6,219
17-Dec-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.65	ord	-7,812 CAD	-7,812
18-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	8,235 AUD	8,235
18-Dec-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.64	ord	-4,843 CAD	-4,843
18-Dec-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.64	ord	-6,083 CAD	-6,083
18-Dec-13	BlackRock Fund Advisors	on mkt sale	1.52	CDI 1:1	-165 AUD	-165
19-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	5,466 AUD	5,466
19-Dec-13	BlackRock Asset Management Canada Limited	in specie	N/A	CDI 1:1	-2,368 AUD	-2,368
19-Dec-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.65	ord	-7,669 CAD	-7,669
19-Dec-13	BlackRock Investment Management (Australia) Limited	on mkt sale	1.65	ord	-9,635 CAD	-9,635
19-Dec-13	BlackRock Institutional Trust Company, N.A.	on mkt sale	1.48	CDI 1:1	-18,880 AUD	-18,880
20-Dec-13		on mkt purchase	1.50	CDI 1:1	1,816 AUD	1,816
20-Dec-13	BlackRock Asset Management Canada Limited	on mkt purchase	1.50	CDI 1:1	11,936 AUD	11,936
20-Dec-13	BlackRock Asset Management Canada Limited	on mkt purchase	1.50	CDI 1:1	7,933 AUD	7,933
20-Dec-13	BlackRock Asset Management Canada Limited	on mkt purchase	1.50	CDI 1:1	45,431 AUD	45,431
20-Dec-13	BlackRock Institutional Trust Company, N.A.	on mkt purchase	1.50	CDI 1:1	13,845 AUD	13,845
20-Dec-13	BlackRock Investment Management, LLC	on mkt purchase	1.50	CDI 1:1	727 AUD	727
20-Dec-13	BlackRock Investment	on mkt sale	1.58	ord	-43,461 CAD	-43,461
20-Dec-13	Management (Australia) Limited BlackRock Investment Management (Australia) Limited	on mkt sale	1.58	ord	-54,592 CAD	-54,592
20-Dec-13	Management (Australia) Limited BlackRock Investment	on mkt sale	1.58	ord	-11,693 CAD	-11,693
20-Dec-13	Management, LLC BlackRock Investment	on mkt sale	1.58	ord	-8,150 CAD	-8,150
20-Dec-13	Management, LLC BlackRock Advisors (UK) Limited	on mkt sale	1.50	ord	-383,487 CAD	-383,487
	BlackRock Asset Management	on mkt sale	1.50	CDI 1:1	-3,255 AUD	-3,255

OGC page 4 of 4

This is Annexure B of 1 pages referred to in form 605 Notice of ceasing to be a substantial shareholder

	24/12/13
Belinda Plotkin,	Date
Company Secretary	

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
BlackRock Group	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock Advisors (UK) Ltd.	Murray House 1Royal Mint Court London, EC3N 4HH, UK
BlackRock Asset Management Australia Limited (ACN 001 804 566)	Level 43, Grosvenor Place 225 George Street Sydney NSW 2000 Australia
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500 Toronto, Ontario M5J 2S1
BlackRock Fund Advisors	400 Howard Street San Francisco, CA, 94105
BlackRock Institutional Trust Company, N.A.	400 Howard Street San Francisco, CA, 94105
BlackRock Investment Management (Aust) Ltd (ACN 006 165 975)	Level 26, 101 Collins St Melbourne Australia
BlackRock Investment Management, LLC	1 University Square Drive, Princeton, NJ 08540

OGC page 1 of 1