



19 February 2013

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

Dear Sir,

**CHANGE IN DIRECTORS INTEREST NOTICE – APPENDIX 3Y**

Please find attached an Appendix 3Y “Change in Director’s Interest Notice” for Orinoco Gold Limited.

Yours sincerely,

**For and on behalf of Orinoco Gold Limited**

A handwritten signature in black ink, appearing to read 'P. Wingate', with a large, sweeping flourish at the end.

**Phillip Wingate**  
Company Secretary

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	<b>ORINOCO GOLD LIMITED</b>
<b>ACN</b>	<b>149 219 974</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Mark PAPENDIECK
<b>Date of last notice</b>	18 December 2012

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct & Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Annette Papendieck (Spouse) Charlomont Group Pty Ltd <Papendieck Fam Super A/C>
<b>Date of change</b>	14 - 18 February 2013

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held prior to change</b>	<p>2,466,000 Ordinary shares held by the following registered holders:</p> <p>1,880,000 Mark Papendieck (subject to escrow to 31/10/2013)  480,000 Annette Papendieck (subject to escrow to 31/10/2013)  106,000 Charlomont Group Pty Ltd &lt;Papendieck Fam Super A/C&gt;</p> <p>621,053 Class A Performance Shares held by the following registered holders:</p> <p>494,737 Mark Papendieck (subject to escrow to 31/10/2013)  126,316 Annette Papendieck (subject to escrow to 31/10/2013)</p> <p>1,242,106 Class B Performance Shares held by the following registered holders:</p> <p>989,474 Mark Papendieck (subject to escrow to 31/10/2013)  252,632 Annette Papendieck (subject to escrow to 31/10/2013)</p> <p>2,120,000 Unlisted Options exercisable at 25 cents expiring on or before 31 October 2017 held by the following registered holders:</p> <p>1,880,000 Mark Papendieck (subject to escrow to 31/10/2013)  240,000 Annette Papendieck (subject to escrow to 31/10/2013)</p>
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	267,500
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$49,925.03

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held after change</b></p>	<p>2,733,500 Ordinary shares held by the following registered holders:</p> <p>1,880,000 Mark Papendieck (subject to escrow to 31/10/2013)  480,000 Annette Papendieck (subject to escrow to 31/10/2013)  373,500 Charlomont Group Pty Ltd &lt;Papendieck Fam Super A/C&gt;</p> <p>621,053 Class A Performance Shares held by the following registered holders:</p> <p>494,737 Mark Papendieck (subject to escrow to 31/10/2013)  126,316 Annette Papendieck (subject to escrow to 31/10/2013)</p> <p>1,242,106 Class B Performance Shares held by the following registered holders:</p> <p>989,474 Mark Papendieck (subject to escrow to 31/10/2013)  252,632 Annette Papendieck (subject to escrow to 31/10/2013)</p> <p>2,120,000 Unlisted Options exercisable at 25 cents expiring on or before 31 October 2017 held by the following registered holders:</p> <p>1,880,000 Mark Papendieck (subject to escrow to 31/10/2013)  240,000 Annette Papendieck (subject to escrow to 31/10/2013)</p>
<p><b>Nature of change</b>  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On-market trade.</p>

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<p><b>No. and class of securities to which interest related prior to change</b>  Note: Details are only required for a contract in relation to which the interest has changed</p>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and an estimated valuation</p>	
<b>Interest after change</b>	

+ See chapter 19 for defined terms.

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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+ See chapter 19 for defined terms.