



24 March 2014

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

Dear Sir,

**CHANGE OF DIRECTORS INTEREST NOTICES – APPENDIX 3Y**

Please find attached Appendix 3Y "Change of Director's Interest Notice's" for Directors of Orinoco Gold Limited who participated in the recently completed placement and non-renounceable entitlement issue.

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 initial 'P'.

**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 30/09/01 Amended 01/01/11

<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>	Klaus Petersen (as alternate director for Mr Mark Papendieck and Mr Ian Finch)
<b>Date of last notice</b>	11 March 2014

### 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
<b>Nature of indirect interest</b> <b>(including registered holder)</b>  Note: Provide details of the circumstances giving rise to the relevant interest.	Not Applicable
<b>Date of change</b>	19 March 2014

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+ See chapter 19 for defined terms.

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

<b>No. of securities held prior to change</b>	1,895,000 Ordinary Shares  494,737 Class A Performance Shares  989,474 Class B Performance Shares  1,880,000 Unlisted Options exercisable at 25 cents each expiring on or before 31 October 2017
<b>Class</b>	(a) Ordinary Shares  (b) Listed Options exercisable at 25 cents each expiring on or before 31 May 2015
<b>Number acquired</b>	(a) 200,000  (b) 100,000
<b>Number disposed</b>	Not Applicable
<b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation	(a) \$20,000  (b) Nil (free attaching options under the entitlements issue)
<b>No. of securities held after change</b>	2,095,000 Ordinary Shares  100,000 Listed Options exercisable at 25 cents each expiring on or before 31 May 2015  494,737 Class A Performance Shares  989,474 Class B Performance Shares  1,880,000 Unlisted Options exercisable at 25 cents each expiring on or before 31 October 2017
<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	Participation in non-renounceable entitlements issue.

+ See chapter 19 for defined terms.

## **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>	Not Applicable
<b>Nature of interest</b>	
<b>Name of registered holder</b> <b>(if issued securities)</b>	
<b>Date of change</b>	
<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	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

## **Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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>	Not Applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not Applicable

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<sup>+</sup> See chapter 19 for defined terms.

# 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 30/09/01 Amended 01/01/11

<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>	19 February 2013

### 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</b> <b>(including registered holder)</b>  Note: Provide details of the circumstances giving rise to the relevant interest.	Annette Papendieck (Spouse)  Charlomont Group Pty Ltd <Papendieck Fam Super A/C>
<b>Date of change</b>	24 March 2014

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+ See chapter 19 for defined terms.

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

<b>No. of securities held prior to change</b>	<p>2,733,500 Ordinary Shares held by the following registered holders:</p> <p>1,880,000 Mark Papendieck</p> <p>480,000 Annette Papendieck</p> <p>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</p> <p>126,316 Annette Papendieck</p> <p>1,242,106 Class B Performance Shares held by the following registered holders:</p> <p>989,474 Mark Papendieck</p> <p>252,632 Annette Papendieck</p> <p>2,120,000 Unlisted Options exercisable at 25 cents each expiring on or before 31 October 2017 held by the following registered holders:</p> <p>1,880,000 Mark Papendieck</p> <p>240,000 Annette Papendieck</p>
<b>Class</b>	<p>(a) Ordinary Shares</p> <p>(b) Listed Options exercisable at 25 cents each expiring on or before 31 May 2015</p>
<b>Number acquired</b>	<p>(a) 1,000,000</p> <p>(b) 500,000</p>
<b>Number disposed</b>	Not Applicable
<b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation	<p>(a) \$100,000</p> <p>(b) Nil (free attaching options under the placement)</p>

+ See chapter 19 for defined terms.

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

<b>No. of securities held after change</b>	<div> <div>3,733,500</div> <div>Ordinary Shares held by the following registered holders:</div> <div> <div>1,880,000</div> <div>Mark Papendieck</div> <div>1,480,000</div> <div>Annette Papendieck</div> <div>373,500</div> <div>Charlomont Group Pty Ltd</div> <div>&lt;Papendieck Fam Super A/C&gt;</div> </div> <div> <div>500,000</div> <div>Listed Options exercisable at 25 cents each expiring on or before 31 May 2015 held by Annette Papendieck</div> </div> <div> <div>621,053</div> <div>Class A Performance Shares held by the following registered holders:</div> <div> <div>494,737</div> <div>Mark Papendieck</div> <div>126,316</div> <div>Annette Papendieck</div> </div> <div> <div>1,242,106</div> <div>Class B Performance Shares held by the following registered holders:</div> <div> <div>989,474</div> <div>Mark Papendieck</div> <div>252,632</div> <div>Annette Papendieck</div> </div> <div> <div>2,120,000</div> <div>Unlisted Options exercisable at 25 cents each expiring on or before 31 October 2017 held by the following registered holders:</div> <div> <div>1,880,000</div> <div>Mark Papendieck</div> <div>240,000</div> <div>Annette Papendieck</div> </div> </div> </div> </div></div>
<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	Participation in the placement as approved by shareholders on 18 March 2014.

**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>	Not Applicable
<b>Nature of interest</b>	

+ See chapter 19 for defined terms.

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

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

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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>	Not Applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not Applicable

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Introduced 30/09/01 Amended 01/01/11

<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>	John Hannaford
<b>Date of last notice</b>	13 June 2013

### 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</b>  (including registered holder)  <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Emma Hannaford (Spouse)  JAEK Holdings Pty Ltd <The Hannaford Family A/C> (Director and Beneficiary)  John & Emma Hannaford Superannuation Pty Ltd <The Hannaford Super Fund A/C> (Director and Beneficiary)  Riverview Corporation Pty Ltd (Director and Shareholder)
<b>Date of change</b>	24 March 2014

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+ See chapter 19 for defined terms.

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

<b>No. of securities held prior to change</b>	<p>4,764,948 Ordinary Shares held by the following registered holders:</p> <p>66,667 John Hannaford</p> <p>66,667 Emma Hannaford</p> <p>2,912,934 JAEK Holdings Pty Ltd &lt;The Hannaford Family A/C&gt;</p> <p>333,334 John &amp; Emma Hannaford Superannuation Pty Ltd &lt;The Hannaford Super Fund A/C&gt;</p> <p>1,385,346 Riverview Corporation Pty Ltd</p> <p>820,569 Listed Options exercisable at 25 cents each expiring on or before 31 May 2015 held by the following registered holders:</p> <p>16,667 John Hannaford</p> <p>16,667 Emma Hannaford</p> <p>607,401 JAEK Holdings Pty Ltd &lt;The Hannaford Family A/C&gt;</p> <p>179,834 Riverview Corporation Pty Ltd</p> <p>1,994,812 Unlisted Options exercisable at 25 cents each expiring on or before 31 May 2015 held by the following registered holder:</p> <p>1,994,812 JAEK Holdings Pty Ltd &lt;The Hannaford Family A/C&gt;</p>
<b>Class</b>	<p>(a) Ordinary Shares</p> <p>(b) Listed Options exercisable at 25 cents each expiring on or before 31 May 2015</p>
<b>Number acquired</b>	<p>(a) 1,000,000</p> <p>(b) 500,000</p>
<b>Number disposed</b>	Not Applicable
<b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation	<p>(a) \$100,000</p> <p>(b) Nil (free attaching options under the placement)</p>

+ See chapter 19 for defined terms.

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

<b>No. of securities held after change</b>	<div> 5,764,948 Ordinary Shares held by the following registered holders: </div> <div> 66,667 John Hannaford  66,667 Emma Hannaford  2,912,934 JAEK Holdings Pty Ltd  &lt;The Hannaford Family A/C&gt;  333,334 John &amp; Emma Hannaford  Superannuation Pty Ltd  &lt;The Hannaford Super Fund A/C&gt;  2,385,346 Riverview Corporation Pty Ltd </div> <div> 1,320,569 Listed Options exercisable at 25 cents each expiring on or before 31 May 2015 held by the following registered holders: </div> <div> 16,667 John Hannaford  16,667 Emma Hannaford  607,401 JAEK Holdings Pty Ltd  &lt;The Hannaford Family A/C&gt;  679,834 Riverview Corporation Pty Ltd </div> <div> 1,994,812 Unlisted Options exercisable at 25 cents each expiring on or before 31 May 2015 held by the following registered holder: </div> <div> 1,994,812 JAEK Holdings Pty Ltd  &lt;The Hannaford Family A/C&gt; </div>
<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	Participation in the placement as approved by shareholders on 18 March 2014.

**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>	Not Applicable
<b>Nature of interest</b>	
<b>Name of registered holder</b> <b>(if issued securities)</b>	

+ See chapter 19 for defined terms.

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

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<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b>  <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b>  <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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>	Not Applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not Applicable

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