



7 February 2014

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

Dear Sir,

NOTICE PURSUANT TO PARAGRAPH 708AA(2)(F) OF THE CORPORATIONS ACT

This notice is given by Orinoco Gold Limited ("Orinoco" or the "Company") under Section 708AA(2)(f) of the Corporations Act 2001 (Cth) (**Corporations Act**) as notionally modified by Australian Securities and Investment Commission Class Order 08/35 (**CO 08/35**).

The Company intends to raise up to \$2,865,833 via a pro rata non-renounceable entitlements issue of one (1) new fully paid ordinary share in the Company for every three (3) shares held as at 5:00pm (WST) on 21 February 2014 (**Record Date**) to all eligible shareholders, together with one (1) free attaching Option for every 2 shares subscribed for and issued under the Offer. The New Options will have the same terms as the currently listed options in the Company under the ASX code OGXO (exercisable at \$0.25 on or before 31 May 2015) (**Entitlements Issue**).

Shares under the Entitlements Issue will be offered at \$0.10 per share.

Based on the current capital structure (and assuming no options to acquire shares (Options) are exercised prior to the Record Date), if the Entitlements Issue is fully subscribed, an additional 28,658,334 shares will be issued and approximately \$2,865,833 will be raised through the Entitlements Issue.

Any shortfall under the Entitlements Issue (**Shortfall**) will be dealt with in accordance with the Offer Document.

The Company hereby confirms that in respect of the Entitlements Issue (as per the requirements of paragraph 708AA(2)(f) of the Corporations Act):

- (a) the Company will offer the shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act as notionally modified by CO 08/35;
- (b) the Company is providing this notice under paragraph 2(f) of section 708AA of the Corporations Act as notionally modified by CO 08/35;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (ii) section 674 of the Corporations Act as it applies to the Company;

- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act as notionally modified by CO 08/35; and
- (e) the issue of the new shares under the Entitlements Issue is not expected to impact the control of the Company.

Yours sincerely,

For and on behalf of Orinoco Gold Limited



Phillip Wingate
Company Secretary