

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

Name of Entity	ORINOCO GOLD LIMITED
ACN	149 219 974

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.

Name of Director	Mark Papendieck
Date of last notice	7 June 2016

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.

Direct or indirect interest	Direct & Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Annette Papendieck (spouse)
Date of change	(a) 31 October 2016 (b) 31 October 2016

+ See chapter 19 for defined terms.

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No. of securities held prior to change	4,546,475	Ordinary Shares held by the following registered holders:
	1,880,000	Mark Papendieck
	1,296,000	Annette Papendieck
	1,370,475	Charlomont Group Pty Ltd <Papendieck Fam Super A/C>
	139,375	Listed Options exercisable at 11 cents each expiring on or before 30 November 2016 held by Charlomont Group Pty Ltd <Papendieck Fam Super A/C>
	196,000	Listed Options exercisable at 25 cents each expiring on or before 31 January 2018 held by Charlomont Group Pty Ltd <Papendieck Fam Super A/C>
	1,242,106	Class B Performance Shares held by the following registered holders:
	989,474	Mark Papendieck
	252,632	Annette Papendieck
	2,120,000	Unlisted Options exercisable at 25 cents each expiring on or before 31 October 2017 held by the following registered holders:
	1,880,000	Mark Papendieck
	240,000	Annette Papendieck
	2,500,000	Unlisted Options exercisable at 15 cents each expiring on or before 30 April 2018 held by Annette Papendieck
Class	(a) Ordinary Shares (b) Class B Performance Shares	
Number acquired	(a) 2 (b) nil	
Number disposed	(a) nil (b) 1,242,106 (cancelled)	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) nil (b) nil (cancelled)	

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No. of securities held after change	<div> <div>4,546,475</div> <div>Ordinary Shares held by the following registered holders:</div> <div> <div>1,880,001</div> <div>Mark Papendieck</div> <div>1,296,001</div> <div>Annette Papendieck</div> <div>1,370,475</div> <div>Charlomont Group Pty Ltd</div> <div><Papendieck Fam Super A/C></div> </div> <div> <div>139,375</div> <div>Listed Options exercisable at 11 cents each expiring on or before 30 November 2016 held by Charlomont Group Pty Ltd</div> <div><Papendieck Fam Super A/C></div> </div> <div> <div>196,000</div> <div>Listed Options exercisable at 25 cents each expiring on or before 31 January 2018 held by Charlomont Group Pty Ltd</div> <div><Papendieck Fam Super A/C></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>2,500,000</div> <div>Unlisted Options exercisable at 15 cents each expiring on or before 30 April 2018 held by Annette Papendieck</div> </div> </div> </div>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<div> (a) Issued upon cancellation of Class B Performance Shares </div> <div> (b) Cancellation of Class B Performance Shares </div>

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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.

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	(a) No (b) No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not Applicable
If prior written clearance was provided, on what date was this provided?	Not Applicable

Rule 3.19A.2

⁺ See chapter 19 for defined terms.