

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Orinoco Gold Limited

ACN/ARSN 149 219 974

1. Details of substantial holder (1)

Name Mr John Andrew Hannaford

ACN/ARSN (if applicable)

The holder ceased to be a substantial holder on 11/08/2014

2. Change 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 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
11/06/2013	JAEK Holdings Pty Ltd <The Hannaford Family A/C>	On market purchase of shares	\$23,838	150,000 Ordinary Shares	150,000
12/02/2014 - 20/03/2014	Riverview Corporation Pty Ltd	Dilution due to issue of Orinoco shares	N/A	1,385,346 Ordinary Shares	1,385,346
21/03/2014	Riverview Corporation Pty Ltd	Participation in Placement	\$100,000	1,000,000 Ordinary Shares	1,000,000
22/03/2014 - 11/08/2014	Riverview Corporation Pty Ltd	Dilution due to issue of Orinoco shares	N/A	2,385,346 Ordinary Shares	2,385,346
12/02/2014 - 11/08/2014	Mr John Hannaford	Dilution due to issue of Orinoco shares	N/A	66,667 Ordinary Shares	66,667
12/02/2014 - 11/08/2014	Mrs. Emma Hannaford	Dilution due to issue of Orinoco shares	N/A	66,667 Ordinary Shares	66,667
12/02/2014 - 11/08/2014	JAEK Holdings Pty Ltd <The Hannaford Family A/C>	Dilution due to issue of Orinoco shares	N/A	2,912,934 Ordinary Shares	2,912,934
12/02/2014 - 11/08/2014	John & Emma Hannaford Pty Ltd <The Hannaford Super Fund A/C>	Dilution due to issue of Orinoco shares	N/A	333,334 Ordinary Shares	333,334

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 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
Mrs. Emma Hannaford	Spouse of Mr John Hannaford
JAEK Holdings Pty Ltd <The Hannaford Family A/C>	Mr John Hannaford is a Director and Beneficiary
John & Emma Hannaford Pty Ltd <The Hannaford Super Fund A/C>	Mr John Hannaford is a Director and Beneficiary
Riverview Corporation Pty Ltd	Mr John Hannaford is a Director and Shareholder

4. Addresses

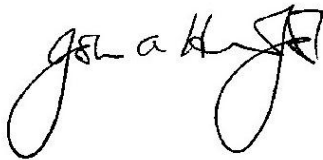
The addresses of persons named in this form are as follows:

Name and ACN/ARSN (if applicable)	Address
Mr John Hannaford	3 Minim Close Mosman Park WA 6012

Signature

Print name Mr John Hannaford

Capacity Individual



sign here

Date 13/08/2014

DIRECTIONS

- (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 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 relevant agreement or other circumstances by which the relevant interest was acquired. 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 accompanySee 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