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MELBOURNE, June 3, 2015 /CNW/ - [OceanaGold Corp.](#) (TSX/ASX/NZX: OGC) (the "Company") today announced that in order to continue to align the Company with leading governance practices, it has made minor amendments to the 2015 Performance Share Rights Plan (the "Plan") and the vesting conditions of Mr. Paul Sweeney's grant of performance rights. The amendments will be presented from the floor at the Company's upcoming shareholders' meeting to be held on June 12, 2015.

With reference to the Notice of Meeting and Management Information Circular in respect of the Annual General and Special Meeting of Shareholders dated May 7, 2015 ("Circular"), the amendments are:

#### Section 7.2 - Resolution 5: Approval of Commencement Grant to Mr. Paul Sweeney

The Company will present an amendment to the conditions of Mr. Sweeney's performance rights grant. If approved, Mr. Sweeney's performance rights will vest on a time-based schedule at the end of three years from the date of appointment. References to performance of the company in section 7.2 of the Circular therefore do not apply to the terms of Mr. Sweeney's grant. The Company notes that Mr. Sweeney's performance rights were granted under its existing 2012 Performance Share Rights Plan, which previously received overwhelming shareholder support in 2012 with greater than 90% voting in favour.

#### Section 7.3 - Resolution 6: Approval of Amended and Restated Performance Share Rights Plan

The amendments to the Plan involve removing non-employee directors from the definition of "Designated Participant" under the Plan, such that non-employee directors of the Company will no longer be eligible to receive grants of performance rights under the Plan. This is the only active equity compensation plan for employees of the Company and there are no other changes to the description of the Plan.

The Board of Directors of the Company recommends that shareholders vote IN FAVOUR OF ALL resolutions to be presented at the meeting.

Due to the essence of time, all shareholders are encouraged to submit their proxies prior to the voting deadlines, being June 9, 2015 for holders of CDIs listed on the Australian Securities Exchange, and June 10, 2015 for holders of common shares listed on the Toronto and New Zealand stock exchanges. Please refer to the instructions found on the relevant proxy or voting instruction forms for further information.

Investors are advised to read this media release in conjunction with the Circular. If you have already instructed a proxy, you may wish to reconsider that instruction in light of this information.

#### SHAREHOLDERS QUESTIONS

A copy of the amended 2015 Performance Rights Plan is available on the "Corporate Reports" page of the Company's website at <http://www.oceanagold.com/investors-and-media/corporate-reports/>. Shareholders who have questions regarding the Plan or require assistance with voting may contact the Proxy Solicitation Agent below.

Laurel Hill Advisory Group  
Toll free: 1-877-452-7184  
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The proposed amendments to the Plan are subject to TSX approval.

#### About OceanaGold

[OceanaGold Corp.](#) is a significant multinational gold and copper producer with over 24 years of operating sustainably in New Zealand and more recently the Philippines. Its flagship operation is the Didipio Mine located in the northern Philippines which commenced commercial production on April 1, 2013 and has a current mine life to 2030. In New Zealand on the South Island, OceanaGold operates the country's largest gold operation at the Macraes Goldfield and the Reefton Gold Mine on the west coast. OceanaGold has an unwavering commitment to the environment and to the host communities in which it operates in and works collaboratively with its valued stakeholders to create opportunities, build capacity and leave a positive, long-lasting legacy well beyond the mining life cycle.

In 2015, the Company expects to produce 295,000 to 335,000 ounces of gold from the combined New Zealand and Didipio operations and 21,000 to 23,000 tonnes of copper from the Didipio operations.

OceanaGold is listed on the Toronto, Australian and New Zealand stock exchanges under the symbol OGC.

#### Cautionary Statement for Public Release

Certain information contained in this public release may be deemed "forward-looking" within the meaning of applicable securities laws. Forward-looking statements and information relate to future performance and reflect the Company's expectations regarding the generation of free cash flow, execution of business strategy, future growth, future production, estimated costs, results of operations, business prospects and opportunities of [OceanaGold Corp.](#) and its related subsidiaries. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as "expects" or "does not expect", "is expected", "anticipates" or "does not anticipate", "plans", "estimates" or "intends", or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved) are not statements of historical fact and may be forward-looking statements. Forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those expressed in the forward-looking statements and information. They include, among others, the accuracy of mineral reserve and resource estimates and related assumptions, inherent operating risks and those risk factors identified in the Company's most recent Annual Information Form prepared and filed with securities regulators which is available on SEDAR at [www.sedar.com](http://www.sedar.com) under the Company's name. There are no assurances the Company can fulfil forward-looking statements and information. Such forward-looking statements and information are only predictions based on current information available to management as of the date that such predictions are made; actual events or results may differ materially as a result of risks facing the Company, some of which are beyond the Company's control. Although the Company believes that any forward-looking statements and information contained in this press release is based on reasonable assumptions, readers cannot be assured that actual outcomes or results will be consistent with such statements. Accordingly, readers should not place undue reliance on forward-looking statements and information. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements and information, whether as a result of new information, events or otherwise, except as required by applicable securities laws. The information contained in this release is not investment or financial product advice.

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