

POLICY AND PROCEDURE FOR SELECTION AND APPOINTMENT OF NEW DIRECTORS

Selection and Appointment

Directors are selected by reference to their background and experience which is relevant to the business needs of the Company. New directors are invited to join the Board by the chairperson, who makes the invitation based on recommendations made by the Board and approved by the Board.

Diversity

Diversity refers to all the characteristics that make individuals different from each other. It includes characteristics or factors such as religion, race, ethnicity, language, gender, sexual orientation, disability, age or any other area of potential difference. Orinoco Gold Limited is committed to equality and the treating of all individuals with respect.

Orinoco Gold's Diversity Policy

The Company aims to nominate and appoint individuals with diverse skills, values, backgrounds and experiences. The Company values this diversity and recognises the strengths and opportunities it may bring to the Board.

In order to attract and retain a diverse Board composition, the Company is committed to providing a working environment in which all directors, employees and consultants are treated fairly and respectfully, and have equal access to opportunities available within the Company for personal and professional development.

Gender Diversity

Orinoco Gold is aware of the benefits of gender diversity and is committed to ensuring female participation is reflected at all levels of the organisation including among senior management and directors of the Board.

The Board is responsible for assessing on an annual basis the achievement against gender diversity objectives, including the representation of women at all levels of the organisation.

Orinoco Gold will make appointments and internal promotions based on merit, and continue to nurture leadership development and provide flexible work arrangements.

Work-Life Flexibility

Orinoco Gold recognises the need for a work-life balance and assists employees in achieving a holistic balance between life and work. The Company allows flexible working hours and provides support for employees with family or career responsibilities, personal commitments or those transitioning towards retirement.

Measuring Diversity

Orinoco Gold develops monitors all types of diversity as it related to improving the skill set and problem solving attributes of personnel within the organization and reports on gender diversity in its annual report.