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22 June 2012

The Manager
Company Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

The logo for Ashurst, featuring the word "ashurst" in a lowercase, bold, sans-serif font.

Dear Sir/Madam

Takeover bid by Australia Conglin International Investment Group Pty Ltd for Orion Metals Limited

We act for Australia Conglin International Investment Group Pty Ltd ACN 133 767 665 ("**Conglin**").

In accordance with section 647(3)(b) *Corporations Act 2001* (Cth), we **attach** a copy of the supplementary bidder's statement of Conglin relating to its takeover offer to acquire up to 100% of the ordinary shares in Orion Metals Limited ACN 096 142 737 ("**Supplementary Statement**").

A copy of the Supplementary Statement has been lodged with the Australian Securities and Investments Commission.

Should you have any queries please contact Simon Brown on (07) 3259 7153 or Ben Warne on (07) 3259 7471.

Yours faithfully

A handwritten signature in blue ink that reads "Ashurst Australia".

Ashurst Australia

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PAPUA NEW GUINEA SINGAPORE SPAIN SWEDEN UNITED ARAB EMIRATES UNITED KINGDOM UNITED STATES OF AMERICA

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This document is a supplementary bidder's statement given under section 643 of the *Corporations Act 2001* (Cth). It is the first supplementary statement ("**Supplementary Bidder's Statement**") issued by Conglin International Investment Group Pty Ltd ACN 133 767 665 ("**Conglin**") in relation to its off-market takeover bid to acquire up to 100% of the ordinary shares in Orion Metals Limited ACN 096 142 737 ("**Orion**").

This Supplementary Bidder's Statement supplements, and should be read together with, Conglin's bidder's statement dated 8 June 2012 (the "**Original Bidder's Statement**"). Unless the context requires otherwise, terms defined in the Original Bidder's Statement have the same meaning in this Supplementary Bidder's Statement. A copy of this Supplementary Bidder's Statement was lodged with ASIC on 22 June 2012. Neither ASIC nor any of its officers take any responsibility for the contents of this Supplementary Statement.



CONGLIN INVESTMENT GROUP

AUSTRALIA CONGLIN INTERNATIONAL INVESTMENT GROUP PTY LTD

22 June 2012

Dear Orion Shareholder

Resolution to issue shares to shareholders of Ultimate Resources Pty Ltd

At its Annual General Meeting to be held at 11.00am on Friday 22 June 2012 ("**AGM**"), Orion will be seeking shareholder approval for the issue of Orion Shares to the shareholders of Ultimate Resources Pty Ltd ACN 128 784 001 ("**Ultimate Transaction**").

Conglin confirms that if the Ultimate Transaction is approved at the AGM and Orion Shares are subsequently issued under the terms of the Ultimate Transaction, Conglin will not rely on such issue of shares as the basis for determining that the defeating condition under clause 7.2(j)(ii) of the Bidder's Statement was not fulfilled.

Notwithstanding the above, it is Conglin's intention to vote against the Ultimate Transaction at the AGM, as Conglin does not believe that the Ultimate Transaction is in the best interests of shareholders.

Signed for and on behalf of Conglin following a resolution of its directors.



Bin Cai
Director

Dated: 22 June 2012