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4 July 2012

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



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 third 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



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 third supplementary statement ("**Third 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 Third Supplementary Bidder's Statement supplements, and should be read together with, Conglin's bidder's statement dated 8 June 2012 (the "**Bidder's Statement**"), the first supplementary bidder's statement dated 22 June 2012, and the second supplementary bidder's statement dated 27 June 2012 (collectively, the "**Statements**"). Unless the context requires otherwise, terms defined in the Statements have the same meaning in this Third Supplementary Bidder's Statement. A copy of this Third Supplementary Bidder's Statement was lodged with ASIC on 4 July 2012. Neither ASIC nor any of its officers take any responsibility for the contents of this Third Supplementary Bidder's Statement.



CONGLIN INVESTMENT GROUP

AUSTRALIA CONGLIN INTERNATIONAL INVESTMENT GROUP PTY, LTD.

4 July 2012

Dear Orion Shareholder

Provision of funds by Orion Metals Limited to Ultimate Resources Pty Ltd

Orion has announced to the market this morning ("**Announcement**") that, among other things, it has been agreed that Orion will provide Ultimate Resources Pty Ltd ("**Ultimate**") further funding in the amount of \$500,000 by way of subscription for shares ("**Further Advance**").

Conglin confirms that it will not rely on the making of the Further Advance by Orion to Ultimate as the basis for determining that a defeating condition under section 7.9 of the Bidder's Statement was not fulfilled.

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

A handwritten signature in black ink, appearing to be 'Bin Cai', is written over a horizontal line.

Bin Cai
Director

Dated: 4 July 2012