

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>ORION METALS LIMITED</b>
<b>ABN</b>	<b>89 096 142 737</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>DAVID KEITH BARWICK</b>
<b>Date of last notice</b>	<b>27 October 2011</b>

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Chivas Group Pty Ltd of which Mr. Barwick is sole director
<b>Date of change</b>	20 July 2012
<b>No. of securities held prior to change</b>	a) 2,500,000 shares b) 500,000 unlisted options
<b>Class</b>	a) Ordinary shares-fully paid, listed b) Options-unlisted, exercisable at 12 cents expiring 29/7/13
<b>Number acquired</b>	Nil
<b>Number disposed</b>	2,500,000 shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	16¢ per share cash pursuant to take-over offer from Conglin Group
<b>No. of securities held after change</b>	a) 0 shares b) 500,000 unlisted options

+ See chapter 19 for defined terms.

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<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Sale of shares off-market under take-over offer</p>
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**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<p><b>Detail of contract</b></p>	<p>Not applicable</p>
<p><b>Nature of interest</b></p>	
<p><b>Name of registered holder (if issued securities)</b></p>	
<p><b>Date of change</b></p>	
<p><b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed</p>	
<p><b>Interest acquired</b></p>	
<p><b>Interest disposed</b></p>	
<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation</p>	
<p><b>Interest after change</b></p>	

**Part 3 – +Closed period**

<p><b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b></p>	<p>No</p>
<p><b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b></p>	
<p><b>If prior written clearance was provided, on what date was this provided?</b></p>	

Bill Lyne  
Company Secretary  
24 July 2012

+ See chapter 19 for defined terms.