

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

Name of entity	Orion Minerals Ltd
ABN	76 098 939 274

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.

Name of Director	Denis Waddell
Date of last notice	24 August 2022

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.

Direct or indirect interest	Direct and indirect.
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Tarney Holdings Pty Ltd. Mr Waddell is a director and shareholder of Tarney Holdings Pty Ltd. Louden Super Fund. Mr Waddell is a trustee and beneficiary of the Louden Super Fund. DP Waddell Superannuation Fund. Mr Waddell is a trustee and beneficiary of the DP Waddell Superannuation Fund.
Date of change	21 December 2022

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>49,975,770 shares (indirect – held by Tarney Holdings Pty Ltd).</p> <p>8,756,756 shares (indirect – held by Louden Super Fund).</p> <p>66,982,220 shares (indirect – held by DP Waddell Superannuation Fund).</p> <p>5,000,000 unlisted options expiring 30 June 2023 and exercisable at \$0.025 (indirect – held by Tarney Holdings Pty)</p> <p>12,000,000 unlisted options expiring 30 April 2024 (direct):</p> <p>a. 4,000,000 exercisable at \$0.04;</p> <p>b. 4,000,000 exercisable at \$0.05; and</p> <p>c. 4,000,000 exercisable at \$0.06.</p> <p>12,000,000 unlisted options expiring 31 March 2025 (indirect – held by Tarney Holdings Pty Ltd):</p> <p>a. 4,000,000 exercisable at \$0.028;</p> <p>b. 4,000,000 exercisable at \$0.035; and</p> <p>c. 4,000,000 exercisable at \$0.04.</p>
Class	Fully paid ordinary shares.
Number acquired	1,562,500 fully paid ordinary shares.
Number disposed	Not applicable.
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$31,250 for 1,562,500 fully paid ordinary shares at a deemed issue price of \$0.02 per share, in lieu of cash consideration for Director Fees (as approved at the Company's Annual General Meeting on 24 November 2022).
No. of securities held after change	<p>51,538,270 shares (indirect – held by Tarney Holdings Pty Ltd).</p> <p>8,756,756 shares (indirect – held by Louden Super Fund).</p> <p>66,982,220 shares (indirect – held by DP Waddell Superannuation Fund).</p> <p>5,000,000 unlisted options expiring 30 June 2023 and exercisable at \$0.025 (indirect – held by Tarney Holdings Pty)</p> <p>12,000,000 unlisted options expiring 30 April 2024 (direct):</p> <p>a. 4,000,000 exercisable at \$0.04;</p> <p>b. 4,000,000 exercisable at \$0.05; and</p> <p>c. 4,000,000 exercisable at \$0.06.</p> <p>12,000,000 unlisted options expiring 31 March 2025 (indirect – held by Tarney Holdings Pty Ltd):</p> <p>a. 4,000,000 exercisable at \$0.028;</p> <p>b. 4,000,000 exercisable at \$0.035; and</p> <p>c. 4,000,000 exercisable at \$0.04.</p>

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Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue of fully paid ordinary shares as approved at the Company's Annual General Meeting on 24 November 2022.
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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.

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

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

⁺ See chapter 19 for defined terms.