

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:	OreCorp Limited
ABN:	24 147 917 299

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	Matthew Yates
Date of last notice	8 February 2024

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	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	
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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	Acceptance of the conditional off-market takeover offer made by Perseus Mining Limited (Perseus) to acquire 100% of the shares in OreCorp Limited (Takeover Offer) for \$0.575 cash for every 1 OreCorp share held (Takeover Consideration)
Nature of interest	Indirect
Name of registered holder (if issued securities)	(1) Beacon Exploration Pty Ltd. Mr Yates is the sole director of Beacon Exploration Pty Ltd. (2) METO Pty Ltd as trustee for the Yates Family Trust. Mr Yates is a beneficiary of the Yates Family Trust. Mr Yates' spouse, Mrs Elise Yates is the sole director of Meto Pty Ltd.
Date of change	26 March 2024
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>	(1) 5,591,124 fully paid ordinary shares (ORR) (2) 4,999,874 fully paid ordinary shares (ORR)
Interest acquired	Nil
Interest disposed	(1) 5,591,124 fully paid ordinary shares (ORR) – see below Interest after change (2) 4,999,874 fully paid ordinary shares (ORR) – see below Interest after change
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	The Takeover Consideration
Interest after change	<i>Matthew Yates</i> 1,059,603 unlisted options with an exercise price of \$0.9906 and expiry date of 25 November 2024 (ORRAB) <i>Beacon Exploration Pty Ltd</i> (1) 5,591,124 fully paid ordinary shares, which have been accepted into the Takeover Offer. If the Takeover Offer becomes unconditional and acceptances are processed, 5,591,124 fully paid ordinary shares will be disposed of to Perseus. (2) 560,208 unlisted performance rights with an expiry date of 22 November 2026 (ORRAR) <i>METO Pty Ltd as trustee for the Yates Family Trust</i> (1) 4,999,874 fully paid ordinary shares, which have been accepted into the Takeover Offer. If the Takeover Offer becomes unconditional and acceptances are processed, 4,999,874 fully paid ordinary shares will be disposed of to Perseus. (2) 500,000 unlisted performance rights with an expiry date of 26 August 2027 (ORRAS)

+ See chapter 19 for defined terms.

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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

Name of Entity:	OreCorp Limited
ABN:	24 147 917 299

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	Michael Klessens
Date of last notice	8 February 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	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

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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	Acceptance of the conditional off-market takeover offer made by Perseus Mining Limited (Perseus) to acquire 100% of the shares in OreCorp Limited (Takeover Offer) for \$0.575 cash for every 1 OreCorp share held (Takeover Consideration)
Nature of interest	Indirect
Name of registered holder (if issued securities)	Invia Custodian Pty Limited (custodial service of JB Were Limited) on behalf of Jetumi Pty Ltd as trustee for the Snesselk Family Trust. Mr Klessens is a director of Jetumi Pty Ltd and a beneficiary of the Snesselk Family Trust.
Date of change	27 March 2024
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>	2,509,365 fully paid ordinary shares (ORR)
Interest acquired	Nil
Interest disposed	2,509,365 fully paid ordinary shares (ORR) – see below Interest after change
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	The Takeover Consideration
Interest after change	<i>Invia Custodian Pty Limited (custodial service of JB Were Limited) on behalf of Jetumi Pty Ltd as trustee for the Snesselk Family Trust.</i> 2,509,365 fully paid ordinary shares, which have been accepted into the Takeover Offer. If the Takeover Offer becomes unconditional and acceptances are processed, 2,509,365 fully paid ordinary shares will be disposed of to Perseus. <i>Jetumi Pty Ltd as trustee for the Snesselk Family Trust.</i> 250,000 unlisted options with an exercise price of \$0.9066 and expiry date of 25 November 2024 (ORRAE).

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.

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

Name of Entity:	OreCorp Limited
ABN:	24 147 917 299

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	Hendrik Jacob Diederichs
Date of last notice	8 February 2024

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	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

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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	Acceptance of the conditional off-market takeover offer made by Perseus Mining Limited (Perseus) to acquire 100% of the shares in OreCorp Limited (Takeover Offer) for \$0.575 cash for every 1 OreCorp share held (Takeover Consideration)
Nature of interest	Indirect
Name of registered holder (if issued securities)	Rachelle Diederichs as trustee for the Terra Firma Trust. Mrs Diederichs is the spouse of Mr Diederichs. Mr Diederichs is a beneficiary of the Terra Firma Trust.
Date of change	25 March 2024
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>	250,000 fully paid ordinary shares (ORR)
Interest acquired	Nil
Interest disposed	250,000 fully paid ordinary shares – see below Interest after change
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	The Takeover Consideration
Interest after change	<p><i>Rachelle Diederichs as trustee for the Terra Firma Trust.</i></p> <p>(1) 250,000 fully paid ordinary shares, which have been accepted into the Takeover Offer. If the Takeover Offer becomes unconditional and acceptances are processed, 250,000 fully paid ordinary shares will be disposed of to Perseus.</p> <p>(2) 404,274 unlisted performance rights with an expiry date of 22 November 2026 (ORRAR)</p> <p>(3) 400,000 unlisted performance rights with an expiry date of 26 August 2027 (ORRAS)</p>

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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

Name of Entity:	OreCorp Limited
ABN:	24 147 917 299

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	Alastair Morrison
Date of last notice	8 February 2024

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	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

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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	Acceptance of the conditional off-market takeover offer made by Perseus Mining Limited (Perseus) to acquire 100% of the shares in OreCorp Limited (Takeover Offer) for \$0.575 cash for every 1 OreCorp share held (Takeover Consideration)
Nature of interest	Indirect
Name of registered holder (if issued securities)	(1) Alastair Donald Morrison as trustee for the Tongariro Investment Trust. Mr Morrison is the trustee, and a beneficiary of the Tongariro Investment Trust. (2) Dalmor Investments Pty Ltd as trustees for the Aconcagua Super Fund. Mr Morrison is a director of the corporate trustee, and a member of the Aconcagua Super Fund.
Date of change	27 March 2024
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>	(1) 4,092,143 fully paid ordinary shares (ORR) (2) 1,045,454 fully paid ordinary shares (ORR)
Interest acquired	Nil
Interest disposed	(1) 4,092,143 fully paid ordinary shares (ORR) – See below Interest after change (2) 1,045,454 fully paid ordinary shares (ORR) – See below Interest after change
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	The Takeover Consideration
Interest after change	<i>Alastair Donald Morrison as trustee for the Tongariro Investment Trust.</i> (1) 4,092,143 fully paid ordinary shares, which have been accepted into the Takeover Offer. If the Takeover Offer becomes unconditional and acceptances are processed, 4,092,143 fully paid ordinary shares will be disposed of to Perseus. (2) 250,000 unlisted options with an exercise price of \$0.9066 and expiry date of 25 November 2024 (ORRAE). <i>Dalmor Investments Pty Ltd as trustees for the Aconcagua Super Fund</i> 1,045,454 fully paid ordinary shares, which have been accepted into the Takeover Offer. If the Takeover Offer becomes unconditional and acceptances are processed, 1,045,454 fully paid ordinary shares will be disposed of to Perseus.

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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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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