

# 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> Orion Minerals NL
<b>ABN</b> 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.

<b>Name of Director</b>	Denis Waddell
<b>Date of last notice</b>	5 January 2017

### 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>	Direct and indirect.
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<p>Tarney Holdings Pty Ltd. Mr Waddell is a director and shareholder of Tarney Holdings Pty Ltd.</p> <p>DP Waddell Superannuation Fund. Mr Waddell is a trustee and beneficiary of the DP Waddell Superannuation Fund.</p>
<b>Date of change</b>	18 December 2017.
<b>No. of securities held prior to change</b>	<p>49,309,104 shares (indirect – held by Tarney Holdings Pty Ltd).</p> <p>43,232,220 shares (indirect – held by DP Waddell Superannuation Fund).</p> <p>6,000,000 unlisted options expiring 31 May 2018 (direct):</p> <p>a. 2,000,000 exercisable at \$0.147849;</p> <p>b. 2,000,000 exercisable at \$0.247849; and</p> <p>c. 2,000,000 exercisable at \$0.347849.</p> <p>12,000,000 unlisted options expiring 30 November 2020 (indirect – held by Tarney Holdings Pty Ltd):</p> <p>a. 4,000,000 exercisable at \$0.02;</p> <p>b. 4,000,000 exercisable at \$0.035; and</p> <p>c. 4,000,000 exercisable at \$0.05.</p>
<b>Class</b>	Fully paid ordinary shares.

+ See chapter 19 for defined terms.

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<b>Number acquired</b>	10,416,666 fully paid ordinary shares.
<b>Number disposed</b>	Not applicable.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$250,000 for 10,416,666 fully paid ordinary shares.
<b>No. of securities held after change</b>	35,975,770 shares (indirect – held by Tarney Holdings Pty Ltd).  66,982,220 shares (indirect – held by DP Waddell Superannuation Fund).  6,000,000 unlisted options expiring 31 May 2018 (direct): a. 2,000,000 exercisable at \$0.147849; b. 2,000,000 exercisable at \$0.247849; and c. 2,000,000 exercisable at \$0.347849.  12,000,000 unlisted options expiring 30 November 2020 (indirect – held by Tarney Holdings Pty Ltd): a. 4,000,000 exercisable at \$0.02; b. 4,000,000 exercisable at \$0.035; and c. 4,000,000 exercisable at \$0.05.
<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	10,416,666 fully paid ordinary shares issued at an issue price of 2.4 cents per share to Mr Denis Waddell (or nominee) as approved by shareholders at the Company's General Meeting on 13 December 2017.

### 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.

<b>Detail of contract</b>	Nil
<b>Nature of interest</b>	Not applicable
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	Not applicable
<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	Not applicable
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	Not applicable
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	Not applicable

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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?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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