



Address Level 11/330 Collins Street Melbourne VIC 3000
Telephone +61 3 8080 7170 Facsimile +61 3 8080 7174

ABN 76 098 939 274
www.oriongold.com.au

14 August 2009

Expression of Interest – Share Placement

Dear Shareholder,

Most shareholders will be aware that following the appointment of Administrators, ASX trading of the Company's shares (previously named Goldstar Resources NL) was suspended from 8 January 2009. Subsequently, at a meeting of creditors held on 27 February 2009, creditors accepted the Deed of Company Arrangement ("DOCA") proposal, the principal objective of which was to restore the operational independence of the Company and to maximise the return to shareholders and creditors as compared with a liquidation scenario.

In accordance with the DOCA, at a general meeting of the Company on 12 June 2009 ("Shareholder Meeting") shareholder approval was obtained to raise sufficient funds from new capital and a re-negotiated converting loan agreement from Silja Investment Limited ("Silja"), to enable full payment of the costs and expenses of the Administrators, payment of 100% of the admitted claims of unsecured creditors and most importantly for shareholders, fund the ongoing exploration of the Company's highly prospective Walhalla Gold Project tenement package and progress the Walhalla Gold Project pre-feasibility study. The Board and management rate the prospectivity of the Walhalla region very highly given the historical gold production in the region and the Company's existing gold resources as previously reported.

On 22 June 2009 the Company raised \$5.8 million (before expenses) of the \$6.0 million Capital Raising approved by shareholders at the Shareholder Meeting and on 24 June 2009, the Company received \$4.6 million (before expenses) from Silja in relation to the drawdown of the Second and Third Tranche Notes of the re-negotiated converting loan agreement. With the DOCA having been effectuated on 16 July 2009 (including payment in full of all admitted claims of unsecured creditors), the Deed Administrator having resigned on that date and the Company having satisfied ASX's conditions for reinstatement, the Company's shares were reinstated to trading on the ASX on 21 July 2009.

As communicated at the Shareholder Meeting, the Directors have determined in principle that shareholders of the Company as at 12 June 2009 will have an opportunity to acquire shares in Orion Gold NL by way of subscription to a placement of new shares at 1 cent per share ("New Shares"). Shareholder approval obtained at the Shareholder Meeting gives the Company the ability to raise \$0.2 million (20 million shares at 1 cent per share) in addition to the \$5.8 million issued on 22 June 2009. Some or all of these shares will be allocated to shareholders of the Company as at 12 June 2009, depending upon the expressions of interest received and subject to the discretion of the Directors. Once the Company has received expressions of interest, the Directors will determine the number of New Shares to be issued.

The offer of New Shares will be made pursuant to a prospectus, expected to be issued by the Company in late August 2009 ("Prospectus"). If you wish to request a copy of the Prospectus related to the proposed issue of New Shares, please complete the details on the back of this letter and forward to our share registry, Security Transfer Registrars to the address shown. Your interest must be registered at the registry by **5.00pm (Perth time) on 26 August 2009** to receive a copy of the Prospectus and to have the opportunity to participate in the placement of New Shares.

Shareholders interested in applying for New Shares should read the Prospectus in deciding whether to acquire New Shares. Applications for New Shares may only be made by completing the application form which will accompany the Prospectus.

Please note that the Directors reserve the right to allocate the New Shares to the parties and in the quantities as determined by the Directors. As there are risks involved in the exploration and development of mineral properties, an investment in New Shares issued should be regarded as speculative. If after reading this letter and the Prospectus you have any questions about the New Shares being offered under the

Prospectus or any other matter, then you should consult your stockbroker, accountant or other professional adviser.

The Directors appreciate the ongoing support of shareholders and look forward to sharing in the future success of the Company.

Yours faithfully



Denis Waddell
Executive Chairman
Orion Gold NL

EXPRESSION OF INTEREST – SHARE PLACEMENT		
I/We Of.....	HOLDER NO: 	
Being a registered holder of Orion Gold NL shares, express an interest in receiving a copy of the Prospectus as per your letter of 13 August 2009		
Signed:	Date:	
Contact Details:	Phone:	
	Fax:	
	Email:	

Address for return of Expression of Interest

ORION GOLD NL
 Security Transfer Registrars Pty Ltd
 PO Box 535
 APPLECROSS WA 6953
 Email: registrar@securitytransfer.com.au
 Website: www.securitytransfer.com.au
 Ph: (618) 9315 2333 Fax: (618) 9315 2233