

Form 604**Corporations Act 2001
Section 671B****Notice of change of interest of substantial holder**

To Company Name/Scheme PEGASUS METALS LIMITED
ACN/ARSN 115 535 030

1. Details of substantial holder (1)

Name PETER PRESTON ANDREWS
ACN/ARSN (if applicable)
There was a change in the interests of the substantial holder on 31 DECEMBER 2008
The previous notice was given to the company on 7 MARCH 2007
The previous notice was dated 7 MARCH 2007

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous notice		Present notice	
	Person's vote	Voting Power	Person's vote	Voting Power
ORDINARY FULLY PAID	3,500,001	10.85%	5,860,501	16.27%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
31/12/2008	PETER ANDREWS & KELLY ANDREWS <GRUMPY SUPERANNUATION FUND>	OFF-MARKET TRADE	\$47,500	ORD 1,750,000	1,750,000
27/11/2008	PETER ANDREWS & KELLY ANDREWS <GRUMPY SUPERANNUATION FUND>	ON-MARKET TRADE	\$6,497	ORD 350,500	350,500
29/10/2007	PETER ANDREWS & KELLY ANDREWS <GRUMPY SUPERANNUATION FUND>	ON-MARKET TRADE	\$30,513	ORD 260,000	260,000

4. Present relevant interests

Particulars of each interest of the substantial holder in voting securities after the change are as follows:

Holder of the relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes affected
PETER ANDREWS & KELLY ANDREWS	PETER ANDREWS & KELLY ANDREWS <GRUMPY SUPER FUND>	PETER ANDREWS & KELLY ANDREWS <GRUMPY SUPER FUND>	HOLDER	4,110,500	4,110,500
PETER ANDREWS	REAL GRUMPY PTY LTD	REAL GRUMPY PTY LTD	HOLDER	1	1

5. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	
N/A	

6. Addresses

The addresses of persons named in this form are as follows

Name	Address
PETER PRESTON ANDREWS	3 FAULKNER CIRCLE, MOSMAN PARK WA 6012

Signature

Print name PETER PRESTON ANDREWS Capacity Director

Sign here



Date 2 JANUARY 2009