

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 30/9/2001.

Name of entity	PALADIN ENERGY LTD
ABN	47 061 681 098

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	John Borshoff
Date of last notice	3 March 2010

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>	<p>Aylworth Holdings Pty Ltd <A/C J & RD Borshoff Family Trust>. Relevant interests arise by virtue of the power to control the voting rights attached to the securities.</p> <p>Aylworth Holdings Pty Ltd <Scomac Super Fund A/C>. Relevant interests arise by virtue of the power to control the voting rights attached to the securities.</p> <p>Scomac Management Services Pty Ltd. Relevant interests arise by virtue of the power to control the voting rights attached to the securities.</p>
Date of change	26 October 2010

+ See chapter 19 for defined terms.
26.10.2010
185694

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No. of securities held prior to change	21,877,394 fully paid shares 1,500,000 unlisted options exercisable at \$8.77 on or before 1 February 2012 1,250,000 unlisted options exercisable at \$4.50 on or before 29 January 2013 300,000 performance share rights due to vest on 26 March 2013 if certain performance conditions are met
Class	Performance share rights
Number acquired	500,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration – pursuant to the Employee Performance Share Rights Plan
No. of securities held after change	21,877,394 fully paid shares 1,500,000 unlisted options exercisable at \$8.77 on or before 1 February 2012 1,250,000 unlisted options exercisable at \$4.50 on or before 29 January 2013 300,000 performance share rights due to vest on 26 March 2013 if certain performance conditions are met 500,000 performance share rights due to vest 3 years after the date of grant if certain performance conditions are met. The performance share rights have not yet been granted as invitations to participate in the Company's long-term incentive plans have not yet closed. An Appendix 3B will be lodged in due course after the performance share rights are granted.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Acceptance of performance share rights pursuant to the Employee Performance Share Rights Plan