

28 June 2011

**BY FAX - ORIGINAL IN POST**  
**(61 8 9381 4978)**

Paladin Energy Ltd  
Level 4, 502 Hay Street  
Subiaco Western Australia 6008

**Re: Notice of Person Ceasing to be a Substantial Shareholder under Section 671B**

Ms. Gillian Swaby:

Enclosed is a Notice under Section 671B of Person Ceasing to be a Substantial Shareholder dated 27 June 2011.

Please note that The Capital Group Companies, Inc. or one of its affiliates has made notifications to your company pursuant to Section 671B in the past.

For the purpose of this Notice, an outstanding share balance of 777,698,217 shares was used to calculate the percentage of holdings of the relevant share capital. We believe this outstanding share balance is current; however, if this number is not accurate, please contact us as soon as possible so that we may make the necessary revisions to this Notice.

Should you have questions or require additional information, please contact Gina Martinez or Vivien Tan at (213) 615-0469, or send a fax message to (213) 486-9698. Alternatively, you may contact us via e-mail at [GRGroup@capgroup.com](mailto:GRGroup@capgroup.com).

Regards,

Gina Martinez  
Compliance Manager

Form 605

Corporations Act 2001 Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Paladin Energy Ltd

ACN/ARSN \_\_\_\_\_

**1. Details of substantial holder(1)**

Name The Capital Group Companies, Inc.

CAN/ARSN (if applicable) N/A

The holder ceased to be a substantial holder on 27 June 2011

The previous notice was given to the company on 25 May 2011

The previous notice was dated 24 May 2011

The shares reported were owned by accounts under the discretionary investment management of 4 investment management companies (Capital Guardian Trust Company, Capital International Limited, Capital International Sàrl, and Capital International, Inc.) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

**2. 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
25 May 11 to 27 Jun 11	The Capital Group Companies, Inc.	Decreased holdings	Average price of 3.0238 AUD.	2,068,741 Ordinary Shares	2,068,741

See Annexure A dated 24 May 2011

### 3. 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)	Nature of association
N/A	N/A

### 4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
The Capital Group Companies, Inc.	333 South Hope Street, 55 <sup>th</sup> Floor Los Angeles, CA 90071

The shares being reported are owned by accounts under the discretionary investment management of 4 investment management companies (Capital Guardian Trust Company, Capital International Limited, Capital International Sàrl, and Capital International, Inc.) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

See Annexure A dated 27 June 2011 (copy attached)

### Signature

print name Katherine H. Newhall

capacity:

Counsel

sign here \_\_\_\_\_

date

28 June 2011

## **Annexure “A”**

This is the Annexure of 2 pages marked Annexure “A” referred to in Form 605 (cease) signed by this corporation dated 27 June 2011.

The Capital Group Companies, Inc.

By:

\_\_\_\_\_  
Katherine H. Newhall  
Counsel

**Australia Annexure**  
**Paladin Energy Ltd**  
**27 June 2011**

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Guardian Trust Company	44001300	360,110	
	44257000	107,574	
	44257100	313,221	
	44257600	537,072	
	44257800	277,086	
	44359800	463,603	
	44388000	165,449	
	44941300	672,052	
	44951600	125,763	
			3,021,930
Capital International Limited	43053900	209,911	
	43060800	79,669	
	43417700	2,250,317	
	43419300	498,545	
	43426300	1,442,217	
	43426800	479,078	
	43426900	691,282	
	43445200	273,945	
	43463000	333,568	
	43487800	57,046	
	43558600	378,140	
	43570200	52,948	
	43570300	10,165	
			6,756,831
Capital International SÁrl	45415100	157,800	
	45517600	441,966	
	45522900	10,663	
	45590400	153,768	
		764,197	
Capital International, Inc.	46000015	16,212,240	
	46059100	8,750,333	
	46067700	293,912	
	46459500	458,800	
	46480300	792,950	

**Australia Annexure  
Paladin Energy Ltd  
27 June 2011**

**CG Investment Management Company**

**Account Number**

**Number of Shares**

**% Held**

Capital International, Inc.

46608900

1,183,223

27,691,458

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**GRAND TOTAL**

**38,234,416**

**4.92%**

Nominee List

**Paladin Energy Ltd**

**27 June 2011**

Nominee Name

ANZ Nominees  
Level 25, Collins Street  
GPO Box 2842 AA  
Melbourne 3001 VIC

43060800	79,669
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Total Shares: 79,669

Chase Manhattan Bank Australia Limited  
Level 36 World Trade Centre  
Jamison Street  
Sydney, NSW 2000 Australia

43053900	209,911
44001300	360,110
44257000	107,574

Total Shares: 677,595

Chase Manhattan Nominee Ltd.  
Australia

43417700	2,250,317
44257800	277,086

Total Shares: 2,527,403

Citicorp Nominees PTY Ltd  
Level 26, Mitre 502-30  
101 Collins Street  
Melbourne, Victoria 3000

43426300	1,442,217
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Total Shares: 1,442,217

HSBC Bank plc  
Securities Services, Mariner House  
Pepys Street  
London EC3N 4DA

46608900	1,183,223
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Total Shares: 1,183,223

JP Morgan Chase Bank

44257600	537,072
44941300	672,052
44951600	125,763
45517600	441,966

Nominee List

**Paladin Energy Ltd**

**27 June 2011**

Nominee Name

45522900	10,663
45590400	153,768
46000015	16,212,240
46059100	8,750,333

Total Shares: 26,903,857

KAS UK  
Kass Associate  
P.O Box 178  
1000 AD Amsterdam

43463000	333,568
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Total Shares: 333,568

Mellon Bank N.A.  
London Branch  
London  
United Kingdom

44388000	165,449
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Total Shares: 165,449

National Australian Bank LTD.  
271 Collins St.  
5th Floor South  
Melbourne, Victoria 3000

43419300	498,545
43426800	479,078
43570300	10,165
44257100	313,221
46459500	458,800

Total Shares: 1,759,809

Northern Trust  
c/o NorTrust Nominees Limited  
155 Bishopsgate  
London EC2M 3XS

43426900	691,282
46067700	293,912

Total Shares: 985,194

State Street Bank & Trust Co.



Nominee List

**Paladin Energy Ltd**

**27 June 2011**

Nominee Name

46480300	792,950
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Total Shares: 792,950

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Westpac Banking Corp

45415100	157,800
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Total Shares: 157,800

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Westpac Custodian Nominees

50 Pitt Street, 8th Floor

Sydney, NSW 2000

Australia

43445200	273,945
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43487800	57,046
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43558600	378,140
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43570200	52,948
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44359800	463,603
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Total Shares: 1,225,682

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