



## PALADIN ENERGY LTD

ACN 061 681 098

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25 November 2014

ASX Market Announcements  
Australian Securities Exchange  
20 Bridge Street  
SYDNEY NSW 2000

By Electronic Lodgement

Dear Sir/Madam

#### **PALADIN RESPONDS TO ENQUIRIES ABOUT CANADIAN RETAIL PARTICIPATION IN ITS ENTITLEMENT OFFER**

Paladin Energy Ltd (“**Paladin**” or the “**Company**”) today responded to numerous enquires from shareholders in Canada regarding participation in the retail component of its non-renounceable entitlement offer (**Entitlement Offer**) announced on Monday, 24 November 2014. Retail shareholders in Canada are not eligible to participate in the Entitlement Offer.

While Paladin values its listing on the Toronto Stock Exchange and the support of all its shareholders in Canada, in undertaking a transaction of this sort Paladin is required to comply with legal requirements in multiple jurisdictions, not all of which are compatible with each other. The Company endeavoured to be inclusive of all shareholders, however, this was not possible due to regulatory constraints.

In particular, the regulatory approach to entitlements offerings in Australia and Canada is not commercially compatible. In Australia, such an offering can be completed on a much tighter timetable – one which the regulatory requirements in Canada would not allow. The advantage to a company in circumstances such as Paladin’s in being able to quickly complete an offering of this sort is significant.

It will take approximately two weeks from launch for the issuer to be funded using the Australian offering process. In Canada, a prospectus would first have to be prepared and cleared and then a 21-day offering process undertaken. Under the Canadian approach, it would therefore be a minimum of 5 weeks before the funds are committed, during which time Paladin would be fully exposed to market movements.

The Australian process also proceeds with a low level of documentation – no prospectus is required. This is a significant cost saving to Paladin as well as being a quicker process.

Paladin trades the vast majority of its shares on the ASX and is subject to ASX regulation. Given that the Australia timetable allows this issue to be finalised quickly and with a minimum of expense, the Board chose to proceed in a manner which assures the best outcome for the Company taken as a whole.

Yours faithfully  
Paladin Energy Ltd

**GILLIAN SWABY**  
**Group Company Secretary and**  
**EGM Corporate Services**

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*This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. Neither the entitlements nor the new shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States.*

*Accordingly, the entitlements and the new shares may not be offered or sold in the United States unless they have been registered under the Securities Act, or are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. There will be no public offering of the entitlements or the new shares in the United States.*

*Neither this announcement nor any other documents relating to the offer of entitlements or new shares may be sent or distributed to persons in the United States.*

*This announcement contains forward-looking statements, which can usually be identified by the use of words such as such as "may", "will", "expect", "intend", "plan", "estimate", "anticipate", "believe", "continue", "objectives", "outlook", "guidance" or words of similar effect. These forward-looking statements are not guarantees or predictions of future performance, and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Paladin, and which may cause actual outcomes to differ materially from those expressed in the statements contained in this announcement. Forward-looking statements include statements regarding the expected outcome from Paladin's Retail Entitlement Offer. Undue reliance should not be placed on these forward-looking statements. These forward-looking statements are based on information available to Paladin as of the date of this announcement. Except as required by law or regulation (including the ASX Listing Rules) Paladin undertake no obligation to update these forward-looking statements.*