



## PALADIN ENERGY LTD

ACN 061 681 098

16 July 2018

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

By Electronic Lodgement

Dear Sir/Madam

### **NOTEHOLDER CONSENT: NEDBANK LIEN AND INTEREST CAPITALISATION**

Paladin Energy Ltd (**Paladin**) refers to its previous announcements regarding the US\$115M new 2023 secured notes issued on 25 January 2018 (**Notes**) and the announcements dated 26 April 2018 and 25 May 2018 regarding the care and maintenance of the Langer Heinrich Mine (**LHM**).

Paladin also refers to Paladin (Africa) Limited's US\$10M facility with Nedbank Limited in relation to the environmental performance bonding obligations for the Kayelekera Mine. As a condition of continuing to make the facility available, Nedbank Limited will implement a new fit for purpose agreement and have requested that Paladin Finance Pty Ltd (**PFPL**) grant a lien over a new US\$10M bank account. On execution of the new agreement, security over the existing US\$10M account will be released and the funds will be transferred to the new account.

Paladin has today launched a consent solicitation seeking noteholder consent to each of:

- the creation of a lien over an US\$10M account of PFPL, in favour of Nedbank Limited, to secure Indebtedness of up to US\$10M in relation to the environmental performance bonding obligations for the Kayelekera Mine; and
- the Security Trustee's consent to Paladin (as lender under the revolving credit facility agreement dated 9 June 2016 (**LH Revolving Credit Facility**), as amended and restated on 20 July 2017) granting a waiver or indulgence in connection with the payment of interest to PEL under the LH Revolving Credit Facility. If the consent is granted, the interest under the LH Revolving Credit Facility will capitalise during the period the LHM is on care and maintenance, that is until such time as the LHM recommences its processing operations.

The extraordinary resolution requires the approval of:

- holders of more than 75% in aggregate principal amount of the Notes held by all noteholders represented and voting at a meeting of noteholders; or
- holders of more than 50% in aggregate principal amount of the Notes outstanding agreeing to the resolution in writing (i.e. no meeting is required).

The meeting of noteholders has been convened to be held at 11.00am (London time) on 7 August 2018. If

holders of more than 50% of the aggregate principal amount of the Notes outstanding submit voting instructions in favour of the resolution, no meeting of noteholders will be held and the resolution will be held to have passed.

Yours faithfully  
Paladin Energy Ltd

A handwritten signature in black ink, appearing to read "Scott Sullivan", with a horizontal line extending to the right.

**SCOTT SULLIVAN**  
**CHIEF EXECUTIVE OFFICER**