



# PALADIN

Clean energy. Clear future.

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PALADIN ENERGY LTD  
ABN 47 061 681 098  
ASX:PDN  
OTCQX: PALAF

**ASX Announcement**  
**8 March 2024**

## Proposed Consolidation of Share Capital

Paladin Energy Ltd (**Paladin** or the **Company**) advises that it is seeking shareholder approval at a General Meeting of the Company on 9 April 2024 to consolidate the issued capital of the Company through the conversion of every ten (10) existing shares into one (1) share (“the Consolidation”).

The Consolidation is proposed to reduce Paladin’s shares on issue to a level that better reflects the Company’s position as an ASX 200 company and provides a share price that is more appealing to a wider range of international investors.

The Consolidation applies equally to all shareholders and as such the shareholders proportional interest in the Company’s issued capital will remain unchanged (other than minor variations resulting from the rounding of fractional shareholdings).

The Paladin Board unanimously recommend that shareholders vote **FOR** the proposed Consolidation.

For full details of the proposed Consolidation please refer to the accompanying Notice of Meeting.

Table 1: Effect of the Consolidation

Capital Structure	Shares	Unlisted Share Appreciation Rights	Unlisted Performance Rights
Current (pre-Consolidation)	2,984,645,182	2,643,000	17,400,020
Current (post-Consolidation)*	298,464,519	264,300	1,740,002

\* Assumes no Performance Rights or Share Appreciation Rights are converted. These are approximate numbers only. The actual numbers will depend on the number of Shares, Performance Rights and Share Appreciation Rights held by each security holder as at 11 April 2024 and the effects of rounding.



Table 2: proposed timeline of the Consolidation

Event	Date
Notification to ASX that Consolidation is approved	Tuesday, 9 April 2024
Effective date of Consolidation	Tuesday, 9 April 2024
Last day for trading in pre-consolidated securities	Wednesday, 10 April 2024
Trading in the consolidated securities on a deferred settlement basis commences	Thursday, 11 April 2024
Record date (last day to register transfers on a pre-Consolidation basis)	Friday, 12 April 2024
Registration of securities reflecting Consolidation	Monday, 15 April 2024
Despatch of new holding statements	Friday, 19 April 2024
Last day for the Company to update its register, to despatch new holding statements to security holders and to notify ASX that this has occurred	Friday, 19 April 2024
Deferred settlement trading ends	Friday, 19 April 2024
Normal trading starts	Monday, 22 April 2024

*This announcement has been authorised for release by the Board of Directors of Paladin Energy Ltd.*

For further information contact:

Jeremy Ryan

Company Secretary

P: +61 8 9423 8100

E: paladin@paladinenergy.com.au

### **About Paladin**

Paladin Energy Ltd (ASX:PDN OTCQX:PALAF) is an Australian listed, independent uranium company with a focus on restarting its globally significant Langer Heinrich Mine, currently progressing to commercial production in CY2024. With a proven operations performance over 10 years, Langer Heinrich is on track for successful, long-life operations delivering real stakeholder value. The mine's future-facing drive includes a robust ESG framework in place to support its accountability-led contribution to decarbonisation.

The Company also owns a large global portfolio of uranium exploration and development assets. As nuclear power remains a leading sustainable source of low-carbon electricity generation, Paladin has a clear role in positive, worldwide change.

**Forward-looking statements**

This announcement contains certain forward-looking statements. The Company cannot guarantee that any forward-looking statement will be realised. Achievement of anticipated results is subject to risks, uncertainties and inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from past results and those anticipated, estimated or projected. You should bear this in mind as you consider forward-looking statements, and you are cautioned not to put undue reliance on forward-looking statements.



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PALADIN ENERGY LTD  
ABN 47 061 681 098  
ASX:PDN  
OTCQX: PALAF

8 March 2024

Dear Shareholder,

## GENERAL MEETING – NOTICE AND PROXY FORM

Notice is hereby given that the General Meeting (**Meeting**) of Shareholders of Paladin Energy Ltd (ASX:PDN OTCQX: PALAF) (the **Company**) will be held in person on Tuesday, 9 April at 10.00am (Perth time), at Corrs Chambers Westgarth, Level 6, Brookfield Place, Tower Two, 123 St Georges Terrace, Perth, Western Australia, 6000.

The Company will not be dispatching physical copies of the Notice of Meeting to shareholders unless a shareholder has previously requested a hard copy. The Notice of Meeting can be viewed and downloaded from our website at: <https://www.paladinenergy.com.au/investors/asx-announcements>.

Shareholders are encouraged to vote online at [www.investorvote.com.au](http://www.investorvote.com.au), or please complete and return the Proxy Form in accordance with the instructions set out therein. Your proxy voting instruction must be received by 10.00am (Perth time) on Sunday, 7 April 2024, being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Notice of Meeting is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser. If you have any difficulties obtaining a copy of the Notice of Meeting please contact the Company's share registry, Computershare Investor Services Pty Limited, on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia).

Yours sincerely

Jeremy Ryan  
Company Secretary

*This announcement has been authorised for release by the Company Secretary of Paladin Energy Ltd.*

**PALADIN ENERGY LTD**

**ACN 061 681 098**

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**NOTICE OF GENERAL MEETING**

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**Date of Meeting**

Tuesday, 9 April 2024

**Time of Meeting**

10.00am (Perth time)

**Place of Meeting**

Corrs Chambers Westgarth, Level 6, Brookfield Place,  
Tower Two, 123 St Georges Terrace, Perth, Western Australia, 6000

**PALADIN ENERGY LTD  
ACN 061 681 098**

**NOTICE OF GENERAL MEETING**

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**NOTICE IS HEREBY GIVEN** that a General Meeting of the members of Paladin Energy Ltd will be held at Corrs Chambers Westgarth, Level 6, Brookfield Place, Tower Two, 123 St Georges Terrace, Perth, Western Australia, 6000 on Tuesday, 9 April 2024 at 10.00am (Perth time) for the purpose of transacting the following business.

**AGENDA**

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**BUSINESS**

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**1. RESOLUTION 1 – SHARE CONSOLIDATION**

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*“That, for the purpose of section 254H(1) of the Corporations Act, rule 3.5 of the Company’s Constitution and for all other purposes, approval is given for the Company to consolidate its issued Share capital on a 10 for 1 basis (such that every ten (10) Shares be consolidated into one (1) Share), with any resulting fractions of a Share rounded up to the next whole number of Shares, with the consolidation to take effect in accordance with the timetable and otherwise on the terms and conditions set out in the Explanatory Statement that forms part of this Notice of Meeting.”*

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By order of the Board.



Jeremy Ryan  
Company Secretary  
8 March 2024

**For the purposes of this Notice of General Meeting:**

"**ASX**" means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited;

"**Board**" means the board of directors of the Company;

"**Chair**" means the chair of the Meeting;

"**Company**" or "**Paladin**" means Paladin Energy Ltd ACN 061 681 098;

"**Constitution**" means the Company's constitution;

"**Corporations Act**" means the *Corporations Act 2001* (Cth);

"**Director**" means a director of the Company;

"**Explanatory Notes**" means the explanatory notes accompanying the Notice;

"**General Meeting**" or "**Meeting**" means the general meeting convened by the Notice;

"**Last Practicable Date**" means the last practicable date prior to finalising the Notice, being Monday, 4 March 2024;

"**Listing Rules**" means the listing rules of the ASX;

"**Notice**" or "**Notice of General Meeting**" means this notice of General Meeting, including the Explanatory Notes;

"**Performance Right**" means a right to acquire, for no consideration, a Share in the capital of the Company upon the satisfaction of specified performance conditions;

"**Proxy Form**" means the proxy form accompanying the Notice;

"**Resolution**" means the resolution set out in the Notice of Meeting;

"**Share Appreciation Right**" means a right to be issued a Share in the capital of the Company based on the increase of the value of the Shares of the Company from the grant date of the right until the date of exercise of the right;

"**Share**" means a fully paid ordinary share in the capital of the Company; and

"**Shareholder**" means a holder of a Share.

## PROXIES

A Shareholder entitled to attend and vote at the Meeting may appoint a proxy. A Shareholder entitled to cast two or more votes at the Meeting can appoint not more than two proxies. Where more than one proxy is appointed, each proxy may be appointed to represent a specified proportion of the Shareholder's voting rights. If such appointment is not made then each proxy may exercise half of the Shareholder's voting rights. A proxy may, but need not be, a Shareholder.

Proxies must be delivered prior to 10.00am (Perth time) on Sunday, 7 April 2024 using one of the following methods:

**Online:**

At [www.investorvote.com.au](http://www.investorvote.com.au)

**By mobile:**

Scan the QR Code on your Proxy Form and follow the prompts

**By mail:**

Computershare Investor Services Pty Ltd  
GPO Box 242  
Melbourne Victoria 3001  
Australia

**By fax:**

1800 783 447 (within Australia) or  
+61 3 9473 2555 (outside Australia)

**Custodian voting:**

For Intermediary Online subscribers only  
(custodians) please visit  
[www.intermediaryonline.com](http://www.intermediaryonline.com) to submit your  
voting intentions.

## UNDIRECTED PROXIES

If a Shareholder entitled to vote appoints the Chair as their proxy (or the Chair becomes their proxy by default) and the Shareholder does not direct the Chair how to vote on the Resolution, the Shareholder may authorise the Chair in respect of the Resolution to exercise the proxy. Further details are contained in the Proxy Form.

Where the Chair is appointed as proxy for a Shareholder entitled to vote (or the Chair becomes their proxy by default), the Chair will (where authorised) vote all undirected proxies IN FAVOUR of the Resolution. Accordingly, if you appoint the Chair as your proxy and wish to vote differently to how the Chair intends to vote on the Resolution, you must mark "For", "Against" or "Abstain" on the Proxy Form for the Resolution.

## ENTITLEMENT TO VOTE

For the purposes of regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Company determines that members holding Shares at 10.00am (Perth time) on Sunday, 7 April 2024 will be entitled to attend and vote at the General Meeting.

If you cannot attend the Meeting in person, you are encouraged to date, sign and deliver the accompanying proxy and return it in accordance with the instructions set out above under the heading 'Proxies'.

## BODY CORPORATE REPRESENTATIVES

A body corporate member or proxy may elect to appoint a representative, rather than appoint a proxy, in accordance with section 250D of the Corporations Act. Where a body corporate appoints a representative, the Company requires written proof of the representative's appointment to be lodged with, or presented to, the Company before the Meeting.

## RESOLUTION

A simple majority of votes cast by Shareholders entitled to vote on the Resolution at the Meeting is required to approve the Resolution (as an ordinary resolution) submitted to Shareholders at the Meeting.



## EXPLANATORY NOTES

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The following information is intended to provide Shareholders with sufficient information to assess the merits of the Resolution contained in the accompanying Notice of General Meeting.

The Directors recommend that Shareholders read the Explanatory Notes in full before making any decision in relation to the Resolution.

### 1. RESOLUTION 1 – CONSOLIDATION OF SHARE CAPITAL

#### 1.1 Background

Pursuant to section 254H(1) of the Corporations Act and rule 3.5 of the Company's Constitution, the Company may convert all or any of its Shares into a larger or smaller number of Shares by ordinary resolution passed at a general meeting and subject always to compliance with the Listing Rules.

The Company is seeking the approval of Shareholders to consolidate its issued capital on the basis that every ten (10) Shares be consolidated into one (1) Share, subject to rounding in accordance with section 1.2(b) below (**Consolidation**).

If the Resolution is passed, the result of the Consolidation is that the number of Shares on issue will be reduced to 10% of their current number. Further, as a result of proceeding with the Consolidation, the Performance Rights and Share Appreciation Rights will be consolidated in accordance with their terms (that is on a 10 for 1 basis) to reflect the effect of the Consolidation.

The Directors expect that the Consolidation will:

- result in a more appropriate and effective capital structure for Paladin (creating a share count below one billion); and
- provide for a share price that is considered more reflective of Paladin's status as a leading global uranium company with a tier-1 cornerstone asset (Langer Heinrich Mine in Namibia) and that is considered to be more appealing to a wider range of investors, particularly global institutional investors.

Resolution 1 seeks the approval of Shareholders to proceed with the Consolidation.

#### 1.2 Purpose of the Consolidation

As at the Last Practicable Date, the Company has 2,984,645,182 Shares on issue with a market capitalisation of approximately \$3,626 million.

The Directors note that the number of Shares on issue in the Company for a company of Paladin's size is considered unusual particularly by North American shareholders and investors who are accustomed to investing in companies with a smaller number of shares on issue (with those shares having a higher share price).

The Directors believe that the Consolidation will result in a more appropriate and effective capital structure for the Company and a Share price that is more appealing to a wider range of investors.

In particular, as the Company matures towards being a uranium producer, the Company expects to be able to access deeper and more diverse pools of capital, some of which are expected to be attracted to a smaller issued capital structure.

The Directors believe that the large number of Shares currently on issue in the Company has several potential disadvantages, including:

- the potential for investors to equate the low share price with the perception of a troubled or poorly performing company; and
- the potential vulnerability to speculative day-to-day trading and short selling activity (due to the lower cost of dealing in a Share), which contributes to Share price volatility.

The Board believes these factors can be minimised by implementing the Consolidation.

If the Resolution is not passed, the Company will retain its current (pre-Consolidation) capital structure and the potential benefits associated with the Consolidation identified above will not be realised.

### **1.3 Regulatory requirements**

Pursuant to, and in accordance with ASX Listing Rule 7.20, the information below is provided in relation to the Resolution:

#### **(a) *Effect of the Consolidation***

If the Resolution is passed, every ten (10) Shares on issue will be consolidated into one (1) Share (subject to rounding).

Overall, this will result in the number of Shares on issue reducing from 2,984,645,182 to approximately 298,464,519 (subject to rounding).

The Consolidation applies equally to each holder of Shares. Accordingly, individual shareholdings will be reduced in the same ratio as the total number of Shares (subject to rounding). Assuming no other market movements or impacts occur, the Consolidation will have no effect on the percentage interest in the Company of each Shareholder (other than minor variations resulting from rounding). By way of example, if a Shareholder currently holds 29,846,452 Shares representing approximately 1% of the Company's issued capital, then if the Consolidation is approved and implemented, the Shareholder will have 2,984,645 Shares following the Consolidation, still representing the same 1% of the Company's issued capital.

Similarly, the aggregate value of each Shareholder's holding (and the Company's market capitalisation) should not materially change (other than minor changes as a result of rounding) as a result of the Consolidation alone (and assuming no other market movements occur). However, the price per Share can be expected to increase to reflect the reduced number of Shares on issue. Theoretically, in the absence of market or other events, the post-Consolidation Share price should be approximately 10 times its pre-consolidation price. The actual effect of the Consolidation on the Share price will depend on a number of factors outside the control of the Company, and the market price following the Consolidation may be higher or lower than the theoretical post-Consolidation price.

The Consolidation will not result in any change to the substantive rights and obligations of existing Shareholders.

#### **(b) *Fractional entitlements***

Where the Consolidation (and associated consolidation of the Performance Rights and Share Appreciation Rights) result in an entitlement to a fraction of a Share, Performance Rights or Share Appreciation Rights (as applicable) that fraction will be rounded up to the next whole number of Shares, Performance Rights or Share Appreciation Rights (as applicable).

However, if the Company is of the opinion that a security holder has, before the record date for the Consolidation, been party to share splitting or division in an attempt to obtain an unfair advantage by reference to such rounding, the Company may aggregate the holdings of that security holder before applying any rounding of entitlements.

Each security holder's proportional interest in the Company's issued capital will, however, remain unchanged as a result of the Consolidation (other than minor variations resulting from rounding).

(c) *Proposed treatment of convertible securities (Performance Rights and Share Appreciation Rights)*

As at the Last Practicable Date, the Company has on issue the following convertible securities:

- 17,400,020 unquoted Performance Rights; and
- 2,643,000 unquoted Share Appreciation Rights,

(collectively, '**Rights**').

In accordance with Listing Rule 7.21 and the terms of the Rights, if the Resolution is passed, the Consolidation will result in the number of Rights being consolidated in a manner determined by the Board so that the relevant holder of any Rights does not receive a benefit that holders of Shares do not receive. This means that the number of Rights will be consolidated in the same ratio as the Shares, as shown in the table under section 1.2(d) below (subject to rounding). In respect of Share Appreciation Rights, if applicable, the relevant starting price and/or maturity price of each Share Appreciation Right will also be adjusted accordingly.

The Consolidation will not result in any change to the substantive rights and obligations of existing holders of Rights.

(d) *Effect on capital structure*

If the Resolution is approved, the effect which the Consolidation will have on the Company's capital structure is set out as follows (subject to rounding):

Capital Structure	Shares	Unlisted Share Appreciation Rights	Unlisted Performance Rights
Current (pre-Consolidation)	2,984,645,182	2,643,000	17,400,020
Current (post-Consolidation)*	298,464,519	264,300	1,740,002

\* Assumes no Performance Rights or Share Appreciation Rights are converted. These are approximate numbers only. The actual numbers will depend on the number of Shares, Performance Rights and Share Appreciation Rights held by each security holder as at 11 April 2024 and the effects of rounding.

## 1.4 Other matters

(a) *Holding statements*

With effect from the date of the Consolidation, all existing holding statements will cease to have any effect, except as evidence of entitlement to a certain number of securities on a post-Consolidation basis.

After the Consolidation becomes effective, new holding statements will be issued to security holders, who are encouraged to check their post-Consolidation holdings before seeking to sell or otherwise dispose of any Company securities.

(b) *Taxation*

The Consolidation is not expected to have any taxation implications for Shareholders. However, Shareholders are encouraged to consider their own circumstances and to seek their own tax advice on the effect of the Consolidation. The Company, the Directors and their advisers do not accept any responsibility for the individual taxation implications arising from the Consolidation.

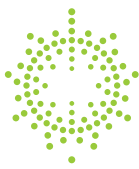
(c) *Indicative timetable*

If approved by Shareholders, the proposed Consolidation will take effect on 9 April 2024. The following is an indicative timetable (subject to change) of the key events:

<b>Event</b>	<b>Date</b>
Notification to ASX that Consolidation is approved	Tuesday, 9 April 2024
Effective date of Consolidation	Tuesday, 9 April 2024
Last day for trading in pre-consolidated securities	Wednesday, 10 April 2024
Trading in the consolidated securities on a deferred settlement basis commences	Thursday, 11 April 2024
Record date (last day to register transfers on a pre-Consolidation basis)	Friday, 12 April 2024
Registration of securities reflecting Consolidation	Monday, 15 April 2024
Despatch of new holding statements	Friday, 19 April 2024
Last day for the Company to update its register, to despatch new holding statements to security holders and to notify ASX that this has occurred	Friday, 19 April 2024
Deferred settlement trading ends	Friday, 19 April 2024
Normal trading starts	Monday, 22 April 2024

## 1.5 Board recommendation

The Board supports the proposed Consolidation and unanimously recommends that Shareholders vote in favour of the Resolution.



# PALADIN

Paladin Energy Ltd  
ABN 47 061 681 098

## Need assistance?



**Phone:**  
1300 850 505 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**  
[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AWST) Sunday, 7 April 2024.**

# Proxy Form

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

### SIGNING INSTRUCTIONS FOR POSTAL FORMS

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

### PARTICIPATING IN THE MEETING

#### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 186362**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

# Proxy Form

Please mark  to indicate your directions

## Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Paladin Energy Ltd hereby appoint

the Chairman of the Meeting OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of Paladin Energy Ltd to be held at Corrs Chambers Westgarth, Level 6, Brookfield Place, Tower Two, 123 St Georges Terrace, Perth, Western Australia, 6000 on Tuesday, 9 April 2024 at 10:00am (AWST) and at any adjournment or postponement of that meeting.

## Step 2 Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
Resolution 1 Share Consolidation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of the item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on the resolution, in which case an ASX announcement will be made.

## Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1  Securityholder 2  Securityholder 3  / /  
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

### Update your communication details *(Optional)*

Mobile Number  Email Address   
By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

