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PALADIN ENERGY LTD

ACN 061 681 098

4 February 2020

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

By Electronic Lodgement

Dear Sir/Madam

NEW CHIEF EXECUTIVE OFFICER APPOINTMENT

Paladin Energy Limited (**Paladin** or the **Company**) (ASX:PDN) is pleased to announce that Mr. Ian Purdy has been appointed as Chief Executive Officer (CEO) commencing on 4 February 2020.

Mr. Purdy has a proven leadership record as a successful CEO and CFO with extensive Australian and international natural resources experience. He has delivered significant shareholder value through managing and optimising operations, delivering large projects, business improvements and asset sales. In addition, Mr. Purdy has a track record of developing and implementing strategic initiatives quickly and at critical times and he has earned a trusted reputation with shareholders, financial institutions, board members, employees, customers and other industry participants.

Mr. Purdy's most recent role was CFO of Quadrant Energy, one of Australia's largest and most active oil and gas companies producing over 20% of the domestic gas production in Western Australia and a significant proportion of Australia's oil. Quadrant Energy was established as a standalone company following the acquisition of Apache Corporation's Australian assets by a consortium led by Macquarie Bank and Brookfield. As CFO, Mr. Purdy led the transformation of Quadrant Energy from a branch office of a large multi-national oil and gas company into a full standalone ASX100 equivalent company. The business was successfully sold via a trade sale providing an exceptional return to shareholders.

Prior to his position with Quadrant Energy, Mr. Purdy was the Managing Director of Mirabela Nickel Limited, an Australian ASX-listed nickel producer operating in Brazil. Mr. Purdy led Mirabela through the transition from construction into production as well as the recapitalisation of the business and its repositioning in the market. During his time at Mirabela, Mirabela successfully raised over USD350M in equity and refinanced approximately USD450M of complex legacy debt positions.

Paladin's Chairman, Cliff Lawrenson said "The Board is very pleased that Ian has agreed to join the Company as CEO. We extend our sincere thanks to the top-quality candidates who expressed interest in the CEO role and participated in the selection process - this is a testament to the outstanding position the Company is in within the Uranium market. Ian is very much aligned with the Board on the future of the Uranium market, preferring a remuneration package with an equity bias with clear alignment with shareholders. Ian has the necessary experience and skill set to optimise Paladin's existing assets, improve the Company's strategic position within the nuclear fuel market, maximise Paladin's strategic options and work comfortably and confidently with our shareholders and the wider investment community."

Scott Sullivan, the outgoing CEO, will remain with the Company through to July 2020, working with Mr. Purdy to transition the CEO role. Mr. Sullivan was appointed as the CEO of Paladin in July 2018 and successfully implemented several valuable initiatives, including leading the Langer Heinrich re-start study and the on-going care and maintenance program. Scott also initiated the sale process of Paladin's Kayelekera project in Malawi with a view to further reducing the Company's cash expenditure.

"On behalf of the Board I would like to thank Scott for his leadership, drive and commitment as Paladin's CEO over the last 18 months" said Mr. Lawrenson.

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

For more information please contact:

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Non-Executive Chairman
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CLIFF LAWRENSON
Chairman

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Key Terms of Employment for Mr. Ian Purdy as CEO

The Company and Mr. Purdy have entered into an employment agreement for the role of Chief Executive Officer.

The key terms are as follows:

<table>
<tr><td>Commencement date</td><td>4 February 2020.</td></tr>
<tr><td>Term</td><td>No fixed term. Ongoing until terminated by either party.</td></tr>
<tr><td>Salary</td><td>Annual salary of A$500,000 (plus statutory superannuation entitlements).</td></tr>
<tr><td>Equity incentives</td><td>25 million (25,000,000) performance rights are to be issued to Mr. Purdy in connection with his commencement with the Company. Each performance right entitles Mr. Purdy to acquire an ordinary fully paid share in the capital of the Company, subject to the applicable vesting conditions being satisfied.

The performance rights are being issued in four equal tranches on the same terms as the performance rights proposed to be issued to the directors of the Company (subject to receipt of the approval of Shareholders at the general meeting to be held on 5 February 2020), including the relevant share price vesting conditions set out below:

<table>
<tr><th>Tranche</th><th>No. of Performance Rights that Vest</th><th>Vesting Condition</th></tr>
<tr><td>1</td><td>25% (6,250,000)</td><td>5-day VWAP of Shares is equal to or greater than $0.20</td></tr>
<tr><td>2</td><td>25% (6,250,000)</td><td>5-day VWAP of Shares is equal to or greater than $0.30</td></tr>
<tr><td>3</td><td>25% (6,250,000)</td><td>5-day VWAP of Shares is equal to or greater than $0.40</td></tr>
<tr><td>4</td><td>25% (6,250,000)</td><td>5-day VWAP of Shares is equal to or greater than $0.50</td></tr>
</table>

As such, the performance rights to be issued to Mr. Purdy will only vest, and Mr. Purdy will only be able to realise value from the grant of these performance rights, if there is a substantial appreciation in the Company's share price, thereby aligning the interests of Mr. Purdy with the interests of the Company's shareholders.</td></tr>
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	The performance rights will be issued for nil cash consideration and no consideration is payable by the holder upon the vesting of a performance right. There is a 12 month general restriction on selling, transferring or otherwise disposing of the shares issued upon the vesting of performance rights for a period ending 12 months after the date that the relevant vesting condition was satisfied. Any performance rights that have not vested on or before the date that is five years after the date of issue will automatically lapse and become incapable of vesting into shares. As the performance rights have a five year term, it is not expected that Mr. Purdy will initially participate in the Company's short term incentive arrangements.
Notice period / termination entitlements	Mr. Purdy will be employed on a full-time basis in this role with either party required to provide six (6) months' notice to terminate the employment contract. Employment may be terminated immediately in certain circumstances including serious misconduct, incapacity or in the event of a material breach of the contract that is not remedied.

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