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PALADIN LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 495)

GRANT OF OPTIONS WAIVER OF THE RESTRICTION UNDER RULE 10.06(3) OF THE LISTING RULES ON NEW ISSUES WITHIN 30 DAYS AFTER SHARE REPURCHASES

On 23 June, 2017, 130,900,000 Options were granted, subject to acceptance by the grantees, at an exercise price of HK\$0.305 per Ordinary Share, under the Share Option Scheme of the Company.

104,720,000 Options, out of the total 130,900,000, were granted to Directors, a substantial shareholder of the Company and their associates.

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

After Stock Exchange trading hours, on 23 June, 2017 (the “**Date of Grant**”) Paladin Limited (the “**Company**”) granted, subject to acceptance by the grantees, an aggregate of 130,900,000 options (the “**Options**”) to subscribe for ordinary shares of HK\$0.01 each in the Company (“**Ordinary Shares**”) under the Company’s Share Option Scheme adopted on 8 December, 2015 and refreshed on 12 December 2016. The details of the Options are:

Date of Grant: 23 June, 2016

Exercise price: Each Option entitles the holder of the Option to subscribe for one Ordinary Share upon exercise of such Option at an exercise price of HK\$0.305 per Ordinary Share, being the highest of (i) the closing price of the Ordinary Shares as stated in the Stock Exchange’s daily quotations sheet on the date of grant; (ii) the average closing price of the Ordinary Shares as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the date of grant; and (iii) the nominal value of an Ordinary Share

Number of
Options granted: 130,900,000

Closing price of
Ordinary Shares
on Date of Grant: HK\$0.305 per Ordinary Share

Validity period: The Options are exercisable at any time after they are granted for a period of ten years

104,720,000 Options, out of the total 130,900,000 Options, were granted to Directors, a substantial shareholder (as defined in the Listing Rules) of the Company and their associates (as defined in the Listing Rules) as follows:

Name	Position held/Relationship with the Company	Number of Options
Oung Shih Hua, James	Chairman and executive Director	13,090,000
Chan Chi Ho	Non-executive Director	13,090,000
Yuen Chi Wah	Non-executive Director	13,090,000
Oung Da Ming	Substantial shareholder and uncle of Oung Shih Hua, James (Chairman and executive Director)	13,090,000
Oung Shih How	Son and associate of Oung Da Ming (substantial shareholder) and cousin of Oung Shih Hua, James (Chairman and executive Director)	13,090,000
Hsu Ong Hsiao Ling	Sister and associate of Oung Da Ming (substantial shareholder) and aunt of Oung Shih Hua, James (Chairman and executive Director)	13,090,000

King, Camille V.	Niece and associate of Oung Da Ming (substantial shareholder) and cousin of Oung Shih Hua, James (Chairman and executive Director)	13,090,000
Zee Alfred	Nephew and associate of Oung Da Ming (substantial shareholder) and cousin of Oung Shih Hua, James (Chairman and executive Director)	13,090,000

The grant of the 104,720,000 Options to the Directors, substantial shareholder of the Company and the relevant associates (as defined in the Listing Rules) was reviewed and approved by the independent non-executive Directors of the Company.

The Company announced on 19 June, 2016 that it intends to give notice to redeem, its outstanding Preference Shares (defined in that announcement). It applied for and has received from the Stock Exchange a waiver of the restriction under Rule 10.06(3) of the Listing Rules on a listed issuer, making a new issue of shares or announcing a proposed new issue of shares for a period of 30 days after any purchase by it of shares, without the prior approval of the Stock Exchange, so as to permit the grant of share options referred to in this announcement within 30 days after redemption of the Preference Shares.

By Order of the Board
Paladin Limited
Oung Shih Hua James
Chairman

Hong Kong, 23 June, 2017

At the date of this announcement, the Chairman and executive director of the Company is Dr. Oung Shih Hua, James; the non-executive directors of the Company are Mr. Yuen Chi Wah and Mr. Chan Chi Ho; and the independent non-executive directors of the Company are Dr. Au Chik Lam Alexander, Mr. Liu Man Kin Dickson and Mr. Luo Rongxuan.