

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.

PALADIN LIMITED

(Incorporated in Bermuda with limited liability)
(Stock code: 495 and 642 (Preference Shares))

NOTICE OF THE ADJOURNED SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the adjourned special general meeting (the “**Adjourned SGM**”) of the holders of ordinary shares of the Company will be reconvened at 3/F, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Friday, 22 August 2014 at 2:00 p.m., for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. (a) To remove Mr. Law Fong as director of the Company with immediate effect.
 - (b) To remove Mr. Chen Te Kuang Mike as director of the Company with immediate effect.
 - (c) To remove Ms. Song Fang Zhou as director of the Company with immediate effect.
 - (d) To remove Mr. Wong Chong Wei Runrun as director of the Company with immediate effect.
 - (e) To remove Ms. Ng Hei Pak as director of the Company with immediate effect.
 - (f) To remove Ms. Lam Chi Wai Tammy as director of the Company with immediate effect.
 - (g) To remove any other person or persons who may have been appointed as directors of the Company by the board of the Company during the period from the date of the requisition notice dated 2 May 2014 from Gold Seal Holdings Limited and Mr. Oung Da Ming, the shareholders of the Company, to the date of the special general meeting of the Company.
2. (a) To appoint Mr. Yuen Chi Wah as director of the Company with immediate effect.
 - (b) To appoint Mr. Chan Chi Ho as director of the Company with immediate effect.
3. (a) To re-elect Ms. Song Fang Zhou as the independent non-executive director of the Company.
 - (b) To re-elect Mr. Wong Chong Wei Runrun as the independent non-executive director of the Company.

- (c) To re-elect Ms. Ng Hei Pak as the independent non-executive director of the Company.
- (d) To re-elect Ms. Lam Chi Wai Tammy as the non-executive director of the Company.

For and on behalf of

Paladin Limited

Law Fong	Chen Te Kuang Mike
<i>Chairman &</i>	<i>Chief Executive Officer &</i>
<i>Executive Director</i>	<i>Executive Director</i>

Hong Kong, 6 August 2014

As at the date of this notice, the two executive directors of the Company are Mr. Law Fong (Chairman) and Mr. Chen Te Kuang Mike (Chief Executive Officer); the two non-executive directors of the Company are Mr. Oung Shih Hua, James and Ms. Lam Chi Wai Tammy; and the five independent non-executive directors of the Company are Mr. Zhu Pei Qing, Mr. Kwok Wai Chi, Ms. Song Fang Zhou, Mr. Wong Chong Wei Runrun and Ms. Ng Hei Pak.

Notes:

1. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
2. The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of any officer or attorney duly authorised in writing.
3. In the case of joint registered holders of any ordinary shares in the Company, any one of such persons may vote at the meeting either personally or by proxy in respect of such shares but if more than one of such joint holders is present at the meeting personally or by proxy the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
4. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be deposited at the Hong Kong branch share registrars of the Company, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting.
5. Completion and return of a form of proxy will not preclude a holder of ordinary shares in the Company from attending and voting in person at the meeting or any adjourned meeting if that holder so wishes.
6. Valid Proxy Forms delivered to the Company prior to the special general meeting of the Company held on 1 August 2014 and adjourned by the Chairman will remain valid for the Adjourned SGM. It is only necessary for members who did not deliver valid Proxy Forms to the Company prior to the SGM held on 1 August 2014 to complete and deliver Proxy Forms to the Company in respect of the Adjourned SGM.