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PALADIN LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 495)

PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

The Company proposes to amend its Bye-Laws to bring them in line with the latest regulatory requirements, and allow general meetings to be convened and held as electronic or hybrid meetings, amongst other things.

The board of directors of Paladin Limited (the “**Company**”) proposes that the Company adopt new bye-laws (the “**New Bye-Laws**”) incorporating amendments (the “**Proposed Amendments**”) to the existing Bye-Laws of the Company in order to (i) bring them in line with the latest regulatory requirements, including the amendments made to Appendix 3 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) which took effect on 1 January 2022; (ii) allow general meetings to be convened and held as electronic or hybrid meetings; and (iii) make house-keeping and consequential amendments in line with the Proposed Amendments.

The major Proposed Amendments that will be incorporated in the New Bye-Laws include those summarised below:

1. to require an annual general meeting to be held in each financial year, rather than calendar year, and that the annual general meeting be held no more than six months after the end of the financial year of the Company;
2. to provide that all Shareholders have the right to speak and vote at general meetings unless specifically required to abstain from voting by the Listing Rules;

3. to provide that Shareholder(s) holding not less than one-tenth of the paid-up capital of the Company carrying not less than 10% of the rights of voting at general meetings of the Company will have the right to convene a special general meeting and add resolutions to the agenda for any general meeting of the Company;
4. to provide that a special resolution of the Shareholders of the class to which the rights are attached will be required to approve a change to those rights;
5. to provide that an ordinary resolution of the Shareholders in general meeting will be required to appoint and fix the remuneration of the auditors of the Company and that approval by at least two-thirds of votes cast by Shareholders in general meeting will be required to remove the auditors of the Company;
6. to provide that every Shareholder being a corporation will be entitled to appoint a representative to attend and vote at any general meeting of the Company and, where a corporation is so represented, it will be treated as being present at any meeting in person; and a corporation may execute a form of proxy under the hand of a duly authorised officer;
7. to allow a general meeting of the Company to be held as an electronic meeting or a hybrid meeting;
8. to change the requirements of voting on resolutions at a general meeting to by way of poll, rather than on a show of hands, save that the Chairman of the meeting may allow a resolution which relates purely to procedural or administrative matters to be voted on by a show of hands.

The adoption of New Bye-Laws is subject to approval by the shareholders of the Company at the forthcoming annual general meeting of the Company to be held on 20 December 2022.

Further announcements will be made if and when appropriate.

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

Hong Kong, 18 October 2022

At the date of this announcement, the board of directors of Paladin Limited comprises:

Oung Shih Hua, James (*Executive director*)

Chan Chi Ho (*Non-executive director*)

Yuen Chi Wah (*Non-executive director*)

Au Chik Lam Alexander (*Independent non-executive director*)

Liu Man Kin Dickson (*Independent non-executive director*)

Luo Rongxuan (*Independent non-executive director*)