



PALADIN RESOURCES LTD

A.C.N. 061 681 098

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Ref:F5639

23 December 2004

Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Amendment to Appendix 3Y

Attached please find amended Appendix 3Y for Rick Crabb, John Borshoff and Leon Pretorius.

Yours faithfully
Paladin Resources Ltd

GILL SWABY
Company Secretary

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	PALADIN RESOURCES LIMITED
ABN	47 061 681 098

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Rick Wayne Crabb
Date of last notice	20/07/04

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	DIRECT AND INDIRECT												
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Rick Wayne Crabb, Rick Wayne Crabb and Carol Jean Crabb ATF Intermax Trust and Westessa Holdings Pty Ltd. Relevant interests arise by virtue of the power to control the voting rights attached to the securities.												
Date of change	22 December 2004												
No. of securities held prior to change RICK WAYNE CRABB ATF INTERMAX TRUST ATF WESTESSA HOLDINGS	<table><tr><td>2,029,218</td><td>Fully paid ordinary shares</td></tr><tr><td>1,000,000</td><td>Unlisted Options exercisable on or before 30/11/04 at A\$0.15</td></tr><tr><td>3,248,050</td><td>Fully paid ordinary shares</td></tr><tr><td>2,250,000</td><td>Unlisted Options exercisable on or before 26 May 2006 at \$0.22</td></tr><tr><td>750,000</td><td>Unlisted Options exercisable on or before 26 May 2006 at \$0.32</td></tr><tr><td>187,478</td><td>Fully paid ordinary shares</td></tr></table>	2,029,218	Fully paid ordinary shares	1,000,000	Unlisted Options exercisable on or before 30/11/04 at A\$0.15	3,248,050	Fully paid ordinary shares	2,250,000	Unlisted Options exercisable on or before 26 May 2006 at \$0.22	750,000	Unlisted Options exercisable on or before 26 May 2006 at \$0.32	187,478	Fully paid ordinary shares
2,029,218	Fully paid ordinary shares												
1,000,000	Unlisted Options exercisable on or before 30/11/04 at A\$0.15												
3,248,050	Fully paid ordinary shares												
2,250,000	Unlisted Options exercisable on or before 26 May 2006 at \$0.22												
750,000	Unlisted Options exercisable on or before 26 May 2006 at \$0.32												
187,478	Fully paid ordinary shares												
Class	Unlisted options.												
Number acquired	3,250,000 unlisted options												

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Number disposed	1,000,000 Unlisted Options expired 30/11/04
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change RICK WAYNE CRABB ATF INTERMAX TRUST ATF WESTESSA HOLDINGS	2,029,218 Fully paid ordinary shares 3,248,050 Fully paid ordinary shares 2,250,000 Unlisted Options exercisable on or before 26 May 2006 at \$0.22 750,000 Unlisted Options exercisable on or before 26 May 2006 at \$0.32 3,250,000 Unlisted Options exercisable on or before 20 December 2007 187,478 Fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Expiration of options on 30 November 2004

Part 2 – Change of director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Interest after change	
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Introduced 30/9/2001.

Name of entity	PALADIN RESOURCES LIMITED
ABN	47 061 681 098

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	John Borshoff
Date of last notice	26 May 2004

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Aylworth Holdings Pty Ltd <A/C J & RD Borshoff Family Trust>. Relevant interests arise by virtue of the power to control the voting rights attached to the securities. Aylworth Holdings Pty Ltd <Scomac Super Fund A/C>. Relevant interests arise by virtue of the power to control the voting rights attached to the securities. Scomac Pty Ltd. Relevant interests arise by virtue of the power to control the voting rights attached to the securities. Scomac Management Services Pty Ltd. Relevant interests arise by virtue of the power to control the voting rights attached to the securities.
Date of change	22 December 2004

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to change	13,091,394 fully paid shares 1,500,000 options exercisable at 15 cents each and expiring on 30.11.04. 2,500,000 unlisted options exercisable at \$0.22 on or before 26 May 2006 1,000,000 unlisted options exercisable at \$0.32 on or before 26 May 2006
Class	Unlisted Options
Number acquired	3,750,000
Number disposed	1,500,000 options expired 30.11.04
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	13,091,394 fully paid shares 2,500,000 unlisted options exercisable at \$0.22 on or before 26 May 2006 1,000,000 unlisted options exercisable at \$0.32 on or before 26 May 2006 3,750,000 unlisted options exercisable at \$1.00 on or before 20 December 2007
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Expiration of options on 30.11.04

Part 2 – Change of director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	PALADIN RESOURCES LTD
ABN	47 061 681 098

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Leon Pretorius
Date of last notice	26 May 2004

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	22 December 2004
No. of securities held prior to change	8,550,000 Fully Paid Shares 2,250,000 unlisted options exercisable at \$0.22 on or before 26 May 2006 750,000 unlisted options exercisable at \$0.32 on or before 26 May 2006
Class	Unlisted options
Number acquired	3,250,000
Number disposed	

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	8,550,000 Fully Paid Shares 2,250,000 unlisted options exercisable at \$0.22 on or before 26 May 2006 750,000 unlisted options exercisable at \$0.32 on or before 26 May 2006 3,250,000 unlisted options exercisable at \$1.00 on or before 20 December 2007
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.