PALADIN ENERGY LTD

ACN 061 681 098

22 January 2009

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By Electronic Lodgement

Dear Sir/Madam

TAKEOVER BID BY PALADIN ENERGY LIMITED FOR FUSION RESOURCES LIMITED
NOTICE OF EXTENSION OF OFFER

We refer to Paladin Energy Limited's ("**Paladin**") off-market takeover bid for all of the fully paid ordinary shares in Fusion Resources Limited ("**Fusion**").

We attach a notice of variation of Paladin's takeover offer dated 22 December 2008 ("**Offer**"), contained in its bidder's statement dated 17 December 2008 and supplementary bidder's statement dated 19 December 2008. The notice extends the Offer Period so that it is now scheduled to close at 5.00pm (Perth, Western Australia time) on 12 February 2009 (unless further extended).

Attached are copies of the following documents:

(a) notice of variation to extend the Offer Period in accordance with sections 650D and 630(2) of the Corporations Act 2001 (Cth); and

(b) letter to Fusion's shareholders attaching the notice.

A copy of the notice of variation was lodged today with the Australian Securities and Investments Commission and has been given to Fusion and each person to whom the Offer was made.

For the purposes of ASX Listing Rule 3.2, Paladin gives notice that:

- it had a relevant interest in nil Fusion shares when the first of the offers was made; and
- it had a relevant interest in 79.25% of Fusion's shares as at 8.00am (Perth, Western Australia time) on the date of the extension of the Offer Period.

Yours faithfully
Paladin Energy Ltd

John Borshoff
Managing Director/CEO

Grand Central, First Floor, 26 Railway Road, Subiaco Western Australia 6008 Postal: PO Box 201, Subiaco Western Australia 6904
Tel: +61 (8) 9381 4366 Fax: +61 (8) 9381 4978 Email: paladin@paladinenergy.com.au Website: www.paladinenergy.com.au

Notice of variation - extension of offer period

Paladin Energy Limited ABN 47 061 681 098

To: Fusion Resources Limited ABN 68 100 287 385 ("Fusion")

Australian Securities and Investments Commission

Each person to whom offers were made under the takeover bid referred to in this notice

1. Paladin Energy Limited ("**Paladin**") gives notice under subsection 650D(1) of the Corporations Act 2001 (Cth) ("**Act**") that:

   (a) It varies its takeover offers, contained in its bidder's statement dated 17 December 2008 and supplementary bidder's statement dated 19 December (together, the "**Bidder's Statement**"), for all of the fully paid ordinary shares in Fusion by extending the period during which the offers will remain open pursuant to section 650C of the Act. The offers will now close at 5.00pm (Perth, Western Australia time) on 12 February 2009 (unless further extended).

   (b) The Bidder's Statement is varied by replacing 29 January 2009 with 12 February 2009 in:

      (i) section 12.2 of the Bidder's Statement; and

      (ii) in each place where the closing date for the Offer is specified in the Bidder's Statement or the Acceptance Form.

2. The Bidder further gives notice under section 630(2) of the Act that:

   (a) the new date for giving notice of the status of the conditions set out in section 12.8 of the Bidder's Statement is 5 February 2009;

   (b) the Offer is not free from the conditions set out in section 12.8 of the Bidder's Statement (other than the conditions set out in sections 12.8(b), 12.8(e) and section 12.8(f)); and

   (c) so far as the Bidder knows, the conditions set out in section 12.8 of the Bidder's Statement were not fulfilled as at the date of this notice (other than the conditions set out in sections 12.8(b), 12.8(e) and 12.8(f)).

Lodgement with ASIC

A copy of this notice was lodged with ASIC on 22 January 2009. ASIC takes no responsibility for the contents of this notice.

Date: 22 January 2009

Signed for and on behalf of Paladin Energy Limited pursuant to a resolution passed by its directors by

Rick Crabb Director	John Borshoff Director

PALADIN ENERGY LTD
ACN 061 681 098

22 January 2009

[Shareholder name]
[Address]
[Address]
[Suburb State Postcode]

Dear Fusion Shareholder

EXTENSION OF OFFER PERIOD

I am writing to advise you of an extension of the offer made by Paladin Energy Limited ("**Paladin**") for your shares in Fusion Resources Limited ("**Fusion**"). Paladin is offering 1 Paladin Share for every 6 Fusion Shares that you hold.

Enclosed with this letter is a notice of variation extending the offer so that the offer period will now end at 5.00pm (Perth, Western Australia time) on 12 February 2009 (unless further extended).

If you have any questions in relation to Paladin's offer, please call our shareholder information line on 1800 883 213 (toll free) (callers within Australia) and +61 8 6263 0898 (callers outside Australia).

Yours faithfully
Paladin Energy Ltd

John Borshoff
Managing Director/CEO

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