

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**

To Company Name/Scheme Prospect Resources Limited
 ACN/ARSN 124 354 329

1. Details of substantial holder (1)

Name Sinomine International Exploration (Hong Kong) Co., Ltd
 ACN/ARSN (if applicable) _____

The holder ceased to be a substantial holder on 05/11/2021

The previous notice was given to the company on 03/04/2018

The previous notice was dated 03/04/2018

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
		see Annexure A			

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Sinomine International Exploration (Hong Kong) Co., Ltd.	Bank of America Tower, Room 502, 12 Harcourt Road, Central Hong Kong

Signature

print name

Wang Pingwei

capacity

CEO

sign here

date

23 / 11 / 2021

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (6) The voting shares of a company constitute one class unless divided into separate classes.
 - (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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Annexure A to Form 605 – Ceasing to be a substantial holder

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
11/10/2018	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of exercise of options on 11 October 2018, under which 5,000,000 shares were issued by the company (pre consolidation)	N/A	ORD 166,666,667	166,666,667
19/11/2018	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of exercise of options on 19 November 2018, under which 60,000,000 shares were issued by the Company (pre consolidation)	N/A	ORD 166,666,667	166,666,667
17/06/2019		Consolidation			
30/12/2019	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of placement on 30 December 2019, under which 4,799,999 shares were issued by the Company	N/A	ORD 16,666,667	16,666,667

16/01/2020	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of placement on 16 January 2020, under which 4,840,000 shares were issued by the Company	N/A	ORD 16,666,667	16,666,667
18-May-20	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of pro rata rights issue on 18 May 2020, under which 40,344,767 shares were issued by the Company	N/A	ORD 16,666,667	16,666,667
18 May 2020	Sinomine International Exploration (Hong Kong) Co., Ltd	Addition of 4,166,667 as part of the rights issue?	\$208,333.35 (\$0.05 x 4,166,667)	ORD 4,166,667	20,833,334
20-Oct-20	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of placement on 20 October 2020, under which 46,153,847 shares were issued by the Company	N/A	ORD 20,833,334	20,833,334
23-Apr-21	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of placement on 23 April 2021, under which 41,290,322 shares were	N/A	ORD 20,833,334	20,833,334

		issued by the Company			
30-Jun-21	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of placement on 23 April 2021, under which 645,162 shares were issued by the Company	N/A	ORD 20,833,334	20,833,334
5-Nov-21	Sinomine International Exploration (Hong Kong) Co., Ltd	Dilution as a result of placement on 5 November 2021, under which 45,000,000 shares were issued by the Company	N/A	ORD 20,833,334	20,833,334