

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial shareholder**

To Company Name/Scheme	PROSPECT RESOURCES LIMITED
ACN	ACN 124 354 329

**1. Details of substantial holder**

Name	The Goldman Sachs Group, Inc. ("GSGI") on behalf of itself and its subsidiaries ("Goldman Sachs Group") including its significant subsidiaries listed in Annexure A ("Significant Subsidiaries") and Goldman Sachs Holdings ANZ Pty Limited and its subsidiaries ("Goldman Sachs Australia Group")
ACN/ARSN (if applicable)	Not applicable
The holder became a substantial holder on	26 May 2022

**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Persons' votes	Voting power
Fully Paid Ordinary Shares	22,581,039	22,581,039	5.0668%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest	Class and number of securities	
GSGI	GSGI has a relevant interest in fully paid ordinary shares by virtue of section 608(3) of the Corporations Act 2001.	22,581,039	Fully Paid Ordinary Shares
Goldman Sachs Financial Markets Pty Ltd ("GAUS")	GAUS beneficially owns fully paid ordinary shares.	22,440,039	Fully Paid Ordinary Shares
Goldman Sachs & Co. LLC ("GSCO")	Holder of shares subject to an obligation to return under the securities lending agreements (see Annexure B).	141,000	Fully Paid Ordinary Shares

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	
GAUS	HSBC Custody Nominees Australia Limited	GAUS	22,440,039	Fully Paid Ordinary Shares
GSCO	HSBC Custody Nominees Australia Limited	GSCO	141,000	Fully Paid Ordinary Shares

#### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of Relevant Interest	Date of Acquisition	Consideration	Class and number of securities
Please refer to Annexure C.			

#### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

#### 7. Addresses

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

Name	Address
GSGI	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA
Goldman Sachs Australia Group	All care of Level 17, 101 Collins Street, Melbourne Victoria 3000, Australia
GAUS	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
GSCO	200 West Street, New York, NY 10282, USA
HSBC Custody Nominees Australia Limited	GPO Box 5302, Sydney NSW 2001, Australia

### Signature

Print name      Noble Sebastian                                      Capacity      Authorised Person  
 (signing under power of attorney in  
 accordance with section 52 of the  
 Corporations Act)

Sign here



Date                      30 May 2022

**Annexure A**

(This is Annexure A of two (2) pages referred to in Form 603, Notice of initial substantial shareholder)

**Significant Subsidiaries of The Goldman Sachs Group, Inc.**

The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of December 31, 2021 and the states or jurisdictions in which they are organized. Each subsidiary is indented beneath its principal parent. The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of substantially all of the subsidiaries included below. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of the year covered by this report, a "significant subsidiary" as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934.

Name	State or Jurisdiction of Organization of Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman Sachs & Co. LLC	New York
Goldman Sachs Funding LLC	Delaware
GS European Funding S.A R.L.	Luxembourg
MTGLQ Investors, L.P.	Delaware
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs UK Funding Limited	United Kingdom
Goldman Sachs Group UK Limited	United Kingdom
Goldman Sachs International Bank	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Group Holdings (U.K.) Limited	United Kingdom
ELQ Investors VIII Ltd	United Kingdom
J. Aron & Company LLC	New York
GSAM Holdings LLC	Delaware
GSAMI Holdings I Ltd	United Kingdom
GSAMI Holdings II Ltd	United Kingdom
Goldman Sachs Asset Management International Holdings Ltd	United Kingdom
Goldman Sachs Asset Management International	United Kingdom
Goldman Sachs Asset Management, L.P.	Delaware
Goldman Sachs Asset Management International Holdings L.L.C.	Delaware
Goldman Sachs Asset Management Co., Ltd.	Japan
Goldman Sachs (Asia) Corporate Holdings L.L.C.	Delaware
Goldman Sachs Holdings (Asia Pacific) Limited	Hong Kong
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
Goldman Sachs Holdings (Hong Kong) Limited	Hong Kong
Goldman Sachs Holdings (Singapore) Pte. Ltd.	Singapore
J. Aron & Company (Singapore) Pte.	Singapore
Goldman Sachs Holdings ANZ Pty Limited	Australia
Goldman Sachs Financial Markets Pty Ltd	Australia
Goldman Sachs Australia Pty Ltd	Australia
GS Lending Partners Holdings LLC	Delaware
Goldman Sachs Lending Partners LLC	Delaware
Goldman Sachs Bank USA	New York
Goldman Sachs Bank Europe SE	Germany
Goldman Sachs Mortgage Company	New York

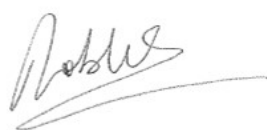
Name	State or Jurisdiction of Organization of Entity
GS Financial Services II, LLC	Delaware
GS Funding Europe VI Ltd	United Kingdom
GS Funding Europe I Ltd.	Cayman Islands
GS Funding Europe V Limited	United Kingdom
GSSG Holdings LLC	Delaware
Special Situations Investing Group II, LLC	Delaware
Special Situations Investing Group III, Inc.	Delaware
GS Asian Venture (Delaware) L.L.C.	Delaware
Asia Investing Holdings Pte. Ltd.	Singapore
Mercer Investments (Singapore) Pte. Ltd.	Singapore
Goldman Sachs Asia Strategic Pte. Ltd.	Singapore
ALQ Holdings (Del) LLC	Delaware
GLQ International Partners LP	United Kingdom
GLQ Broad Street Holdings Ltd.	Cayman Islands
Broad Street Brazil Ltd	Jersey
Broad Street Credit Investments Europe S.A R.L.	Luxembourg
BSCH III Designated Activity Company	Ireland
GLQ International Holdings Ltd	Jersey
GLQ Holdings (UK) Ltd	United Kingdom
ELQ Investors VI Ltd	United Kingdom
ELQ Investors II Ltd	United Kingdom
ELQ Lux Holding S.A R.L.	Luxembourg
GLQL S.A R.L.	Luxembourg
GLQC II Designated Activity Company	Ireland
Goldman Sachs Asia Strategic II Pte. Ltd.	Singapore
Broad Street Equity Investments Europe Ltd	United Kingdom
Goldman Sachs Specialty Lending Group, L.P.	Delaware
Broad Street Principal Investments Superholdco LLC	Delaware
Broad Street Principal Investments, L.L.C.	Delaware
Broad Street Credit Holdings LLC	Delaware
GS Fund Holdings, L.L.C.	Delaware
Broad Street Principal Credit Strategies, L.P.	Delaware
Goldman Sachs PSI Global Holdings, LLC	Delaware

## THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

### Signature

Print name	Noble Sebastian (signing under power of attorney in accordance with section 52 of the Corporations Act)	Capacity	Authorised Person
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Sign here



Date

30 May 2022

**Annexure B**

(This is Annexure B of one (1) page referred to in Form 603, Notice of initial substantial shareholder)

This is Annexure B referred to in the Form 603: Notice of initial substantial shareholder issued by The Goldman Sachs Group, Inc. and its subsidiaries.

The following is description of the securities lending agreements referenced in the accompanying Form 603:

<b>Type of agreement</b>	Master Securities Loan Agreement ("MSLA")
<b>Parties to agreement</b>	Goldman, Sachs & Co. (the "Borrower"); Citibank, N.A., acting as agent on behalf of its clients (the "Lender")
<b>Transfer date</b>	No transaction from 26 January 2022 to 26 May 2022
<b>Holder of voting rights</b>	Securities Borrower, Goldman, Sachs & Co.
<b>Are there any restrictions on voting rights? Yes/no</b> If yes, detail	No
<b>Scheduled return date (if any)</b>	N/A
<b>Does the borrower have the right to return early? Yes/no</b> If yes, detail	Yes - with notice given to the other party prior to the Close of Business on a Business Day.
<b>Does the lender have the right to recall early? Yes/no</b> If yes, detail	Yes - with notice given to the other party prior to the Close of Business on a Business Day.
<b>Will the securities be returned on settlement? Yes/no</b> If yes, detail any exceptions	Yes - Borrower will redeliver securities.

A copy of the agreements will be provided to Prospect Resources Limited or the Australian Securities and Investments Commission upon request.

**THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES****Signature**

Print name      Noble Sebastian      Capacity      Authorised Person  
(signing under power of attorney in accordance with section 52 of the Corporations Act)

Sign here            Date      30 May 2022

**Annexure C**

(This is Annexure C of three (3) pages referred to in Form 603, Notice of initial substantial shareholder)

<b>Holder of Relevant Interest</b>	<b>Date of Acquisition</b>	<b>Consideration</b>	<b>Class and number of securities</b>	
GAUS	01/28/2022	84,945	101,429	Ordinary Fully Paid Shares
GAUS	02/04/2022	354	424	Ordinary Fully Paid Shares
GAUS	02/07/2022	74,446	87,096	Ordinary Fully Paid Shares
GAUS	02/09/2022	25	29	Ordinary Fully Paid Shares
GAUS	02/10/2022	6,841	8,039	Ordinary Fully Paid Shares
GAUS	02/11/2022	33,047	38,651	Ordinary Fully Paid Shares
GAUS	02/11/2022	53,406	62,100	Ordinary Fully Paid Shares
GAUS	02/17/2022	1,475,709	1,743,224	Ordinary Fully Paid Shares
GAUS	02/17/2022	57,089	67,505	Ordinary Fully Paid Shares
GAUS	02/18/2022	1,506,501	1,748,841	Ordinary Fully Paid Shares
GAUS	02/18/2022	334	384	Ordinary Fully Paid Shares
GAUS	02/21/2022	417,768	493,378	Ordinary Fully Paid Shares
GAUS	02/21/2022	116	136	Ordinary Fully Paid Shares
GAUS	02/22/2022	262,610	314,233	Ordinary Fully Paid Shares
GAUS	02/23/2022	164,061	194,000	Ordinary Fully Paid Shares
GAUS	02/23/2022	549,689	650,000	Ordinary Fully Paid Shares
GAUS	02/23/2022	113,824	132,466	Ordinary Fully Paid Shares
GAUS	02/23/2022	96,237	110,825	Ordinary Fully Paid Shares
GAUS	02/24/2022	819,296	960,245	Ordinary Fully Paid Shares
GAUS	02/25/2022	17	19	Ordinary Fully Paid Shares
GAUS	03/01/2022	53,157	61,487	Ordinary Fully Paid Shares
GAUS	03/02/2022	623	724	Ordinary Fully Paid Shares
GAUS	03/02/2022	48,213	55,100	Ordinary Fully Paid Shares
GAUS	03/03/2022	132,695	152,300	Ordinary Fully Paid Shares
GAUS	03/04/2022	20,299	24,023	Ordinary Fully Paid Shares
GAUS	03/07/2022	24,518	29,015	Ordinary Fully Paid Shares
GAUS	03/07/2022	535,928	630,000	Ordinary Fully Paid Shares
GAUS	03/07/2022	161,629	190,000	Ordinary Fully Paid Shares
GAUS	03/07/2022	24,701	29,015	Ordinary Fully Paid Shares
GAUS	03/07/2022	1,026	1,200	Ordinary Fully Paid Shares
GAUS	03/08/2022	50,074	58,911	Ordinary Fully Paid Shares
GAUS	03/08/2022	54,218	63,772	Ordinary Fully Paid Shares
GAUS	03/09/2022	175,672	212,936	Ordinary Fully Paid Shares
GAUS	03/11/2022	26,945	31,700	Ordinary Fully Paid Shares
GAUS	03/14/2022	4,190	4,900	Ordinary Fully Paid Shares
GAUS	03/15/2022	198,900	234,000	Ordinary Fully Paid Shares

GAUS	03/18/2022	2,570	2,848	Ordinary Fully Paid Shares
GAUS	03/21/2022	38,775	43,514	Ordinary Fully Paid Shares
GAUS	03/21/2022	224	251	Ordinary Fully Paid Shares
GAUS	03/22/2022	395,748	437,556	Ordinary Fully Paid Shares
GAUS	03/22/2022	1,069	1,188	Ordinary Fully Paid Shares
GAUS	03/23/2022	190,176	209,260	Ordinary Fully Paid Shares
GAUS	03/24/2022	227,183	252,544	Ordinary Fully Paid Shares
GAUS	03/25/2022	108,157	121,032	Ordinary Fully Paid Shares
GAUS	03/28/2022	14,496	16,463	Ordinary Fully Paid Shares
GAUS	03/29/2022	24,635	28,000	Ordinary Fully Paid Shares
GAUS	03/31/2022	4,695	5,215	Ordinary Fully Paid Shares
GAUS	04/01/2022	248,793	273,446	Ordinary Fully Paid Shares
GAUS	04/04/2022	374,158	410,130	Ordinary Fully Paid Shares
GAUS	04/05/2022	826	919	Ordinary Fully Paid Shares
GAUS	04/05/2022	11,622	13,000	Ordinary Fully Paid Shares
GAUS	04/06/2022	157,745	177,100	Ordinary Fully Paid Shares
GAUS	04/06/2022	528,103	592,900	Ordinary Fully Paid Shares
GAUS	04/06/2022	4,451	5,000	Ordinary Fully Paid Shares
GAUS	04/07/2022	11,456	12,815	Ordinary Fully Paid Shares
GAUS	04/08/2022	23,748	26,510	Ordinary Fully Paid Shares
GAUS	04/11/2022	147,767	163,205	Ordinary Fully Paid Shares
GAUS	04/12/2022	679,989	737,443	Ordinary Fully Paid Shares
GAUS	04/13/2022	377,141	412,170	Ordinary Fully Paid Shares
GAUS	04/14/2022	6,096	7,036	Ordinary Fully Paid Shares
GAUS	04/19/2022	5,256	5,849	Ordinary Fully Paid Shares
GAUS	04/20/2022	84,702	92,028	Ordinary Fully Paid Shares
GAUS	04/21/2022	820,778	838,903	Ordinary Fully Paid Shares
GAUS	04/22/2022	174,994	183,126	Ordinary Fully Paid Shares
GAUS	04/26/2022	24,681	26,117	Ordinary Fully Paid Shares
GAUS	04/26/2022	211,921	224,278	Ordinary Fully Paid Shares
GAUS	04/27/2022	511,287	541,227	Ordinary Fully Paid Shares
GAUS	04/27/2022	131,568	139,854	Ordinary Fully Paid Shares
GAUS	04/27/2022	39,299	41,774	Ordinary Fully Paid Shares
GAUS	04/28/2022	940,475	995,156	Ordinary Fully Paid Shares
GAUS	04/29/2022	111,812	115,807	Ordinary Fully Paid Shares
GAUS	05/02/2022	603,194	624,572	Ordinary Fully Paid Shares
GAUS	05/02/2022	389,336	399,891	Ordinary Fully Paid Shares
GAUS	05/03/2022	153,585	159,028	Ordinary Fully Paid Shares
GAUS	05/03/2022	514,177	532,400	Ordinary Fully Paid Shares
GAUS	05/04/2022	1,993,594	2,075,000	Ordinary Fully Paid Shares
GAUS	05/05/2022	23,587	24,539	Ordinary Fully Paid Shares
GAUS	05/06/2022	32,663	34,000	Ordinary Fully Paid Shares

GAUS	05/06/2022	635,460	661,477	Ordinary Fully Paid Shares
GAUS	05/06/2022	255,564	268,041	Ordinary Fully Paid Shares
GAUS	05/09/2022	471,985	498,974	Ordinary Fully Paid Shares
GAUS	05/10/2022	747,797	795,553	Ordinary Fully Paid Shares
GAUS	05/10/2022	256,683	272,849	Ordinary Fully Paid Shares
GAUS	05/10/2022	735,044	781,337	Ordinary Fully Paid Shares
GAUS	05/11/2022	187,094	199,187	Ordinary Fully Paid Shares
GAUS	05/11/2022	343,248	366,817	Ordinary Fully Paid Shares
GAUS	05/11/2022	57,208	61,136	Ordinary Fully Paid Shares
GAUS	05/12/2022	279,221	297,395	Ordinary Fully Paid Shares
GAUS	05/13/2022	82,481	87,713	Ordinary Fully Paid Shares
GAUS	05/18/2022	92,770	96,334	Ordinary Fully Paid Shares
GAUS	05/19/2022	95,215	99,900	Ordinary Fully Paid Shares
GAUS	05/19/2022	163,252	171,565	Ordinary Fully Paid Shares
GAUS	05/20/2022	33,952	35,811	Ordinary Fully Paid Shares
GAUS	05/20/2022	92,496	97,675	Ordinary Fully Paid Shares
GAUS	05/23/2022	344,006	365,365	Ordinary Fully Paid Shares
GAUS	05/24/2022	137,852	146,379	Ordinary Fully Paid Shares
GAUS	05/25/2022	372,208	394,656	Ordinary Fully Paid Shares
GAUS	05/26/2022	349,650	370,305	Ordinary Fully Paid Shares

**THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES**

**Signature**

Print name      Noble Sebastian      Capacity      Authorised Person  
 (signing under power of attorney in  
 accordance with section 52 of the  
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Sign here



Date

30 May 2022