

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 30/09/01 Amended 01/01/11

| | |
|----------------|----------------------------|
| Name of entity | Prospect Resources Limited |
| ABN | 30 124 354 329 |

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 | Hugh Warner |
| Date of last notice | 23 September 2015 |

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 and indirect |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Elliot Holdings Pty Ltd H Warner & D Warner ATF CBM Superfund Anglo Pacific Ventures Pty Ltd The Longevity Fund Pty Ltd |
| Date of change | 14 December 2015 |
| No. of securities held prior to change | 114,450,000 fully paid ordinary shares |
| Class | Unlisted options |
| Number acquired | 15,000,000 |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil consideration – issued as part of his remuneration, and as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

+ See chapter 19 for defined terms.

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| | |
|--|--|
| No. of securities held after change | 114,450,000 fully paid ordinary shares 15,000,000 unlisted and unvested options, each exercisable at 0.5 cents per option, which vests when the 20 day VWAP of the Company's share price is 1 cent or above, expiring on 14 December 2018 |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of unlisted and unvested options as part of his remuneration, as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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 | N/A |
| Nature of interest | N/A |
| Name of registered holder (if issued securities) | N/A |
| Date of change | N/A |
| 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 | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| Interest after change | N/A |

Part 3 – +Closed period

| | |
|---|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | N/A |
|---|-----|

+ See chapter 19 for defined terms.

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| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |
| If prior written clearance was provided, on what date was this provided? | N/A |

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Introduced 30/09/01 Amended 01/01/11

| | |
|----------------|----------------------------|
| Name of entity | Prospect Resources Limited |
| ABN | 30 124 354 329 |

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 | Duncan (Harry) Greaves |
| Date of last notice | 30 May 2014 |

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 and indirect |
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Continental Minerals Limited, a company based in Zimbabwe, holding the shares acquired on trust for Mr Greaves |
| Date of change | 14 December 2015 |
| No. of securities held prior to change | 20,957,944 fully paid ordinary shares |
| Class | Unlisted options |
| Number acquired | 15,000,000 |
| Number disposed | Nil |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | Nil consideration – issued as part of his remuneration, and as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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| | |
|--|---|
| No. of securities held after change | 20,957,944 fully paid ordinary shares 15,000,000 unlisted and unvested options, each exercisable at 0.5 cents per option, which vests when the 20 day VWAP of the Company's share price is 1 cent or above, expiring on 14 December 2018 |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of unlisted and unvested options as part of his remuneration, as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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 | N/A |
| Nature of interest | N/A |
| Name of registered holder (if issued securities) | N/A |
| Date of change | N/A |
| 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 | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| Interest after change | N/A |

Part 3 – +Closed period

| | |
|---|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | N/A |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |

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|--|-----|
| If prior written clearance was provided, on what date was this provided? | N/A |
|--|-----|

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| | |
|----------------|----------------------------|
| Name of entity | Prospect Resources Limited |
| ABN | 30 124 354 329 |

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 | Zivanayi (Zed) Rusike |
| Date of last notice | 2 June 2014 |

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | |
| Date of change | 14 December 2015 |
| No. of securities held prior to change | 12,403,738 fully paid ordinary shares |
| Class | Unlisted options |
| Number acquired | 5,000,000 |
| Number disposed | Nil |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | Nil consideration – issued as part of his remuneration, and as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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| | |
|--|--|
| No. of securities held after change | 12,403,738 fully paid ordinary shares 5,000,000 unlisted and unvested options, each exercisable at 0.5 cents per option, which vests when the 20 day VWAP of the Company's share price is 1 cent or above, expiring on 14 December 2018 |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of unlisted and unvested options as part of his remuneration, as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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 | N/A |
| Nature of interest | N/A |
| Name of registered holder (if issued securities) | N/A |
| Date of change | N/A |
| 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 | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| Interest after change | N/A |

Part 3 – +Closed period

| | |
|---|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | N/A |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |

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| If prior written clearance was provided, on what date was this provided? | N/A |
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Introduced 30/09/01 Amended 01/01/11

| | |
|----------------|----------------------------|
| Name of entity | Prospect Resources Limited |
| ABN | 30 124 354 329 |

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 | Gerry Fahey |
| Date of last notice | 27 September 2013 |

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 | Indirect |
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Roxboro Pty Ltd ATF The Fahey Superannuation Fund |
| Date of change | 14 December 2015 |
| No. of securities held prior to change | Nil |
| Class | Unlisted options |
| Number acquired | 5,000,000 |
| Number disposed | Nil |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | Nil consideration – issued as part of his remuneration, and as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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| | |
|---|---|
| No. of securities held after change | 5,000,000 unlisted and unvested options, each exercisable at 0.5 cents per option, which vests when the 20 day VWAP of the Company's share price is 1 cent or above, expiring on 14 December 2018 |
| Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Issue of unlisted and unvested options as part of his remuneration, as approved by Shareholders at the 2015 AGM held on 20 November 2015 |

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

Part 3 – +Closed period

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|---|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | N/A |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |
| If prior written clearance was provided, on what date was this provided? | N/A |

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