

# 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

|                       |                            |
|-----------------------|----------------------------|
| <b>Name of entity</b> | Prospect Resources Limited |
| <b>ABN</b>            | 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.

|                            |             |
|----------------------------|-------------|
| <b>Name of Director</b>    | Hugh Warner |
| <b>Date of last notice</b> | 6 May 2016  |

### 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.

|   |  |
|---|--|
| <b>Direct or indirect interest</b>  | Direct and indirect  |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Elliot Holdings Pty Ltd<br>H Warner & D Warner ATF CBM Superfund<br>Anglo Pacific Ventures Pty Ltd   |
| <b>Date of change</b>   | 22 July 2016   |
| <b>No. of securities held prior to change</b>   | 127,166,668 fully paid ordinary shares<br><br>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 19 November 2018 |
| <b>Class</b>  | Unlisted options   |
| <b>Number acquired</b>  | 35,000,000   |
| <b>Number disposed</b>  | Nil  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | Nil – issued as part of his remuneration, and as approved by shareholders at the EGM held on 22 July 2016  |

+ See chapter 19 for defined terms.

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|   |  |
|---|--|
| <b>No. of securities held after change</b>  | 127,166,668 fully paid ordinary shares<br><br>15,000,000 unlisted options, each exercisable at 0.5 cents per option, expiring on 19 November 2018<br><br>35,000,000 unlisted options, each exercisable at 1.5 cents per option, expiring on 15 June 2019 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of options following receipt of shareholder approval on 22 July 2016   |

**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.

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

**Part 3 – +Closed period**

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

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

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|-----------------------|----------------------------|
| <b>Name of entity</b> | Prospect Resources Limited |
| <b>ABN</b>            | 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.

|                            |                        |
|----------------------------|------------------------|
| <b>Name of Director</b>    | Duncan (Harry) Greaves |
| <b>Date of last notice</b> | 16 December 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.

|   |   |
|---|---|
| <b>Direct or indirect interest</b>  | Direct and indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br><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  |
| <b>Date of change</b>   | 22 July 2016  |
| <b>No. of securities held prior to change</b>   | 20,957,944 fully paid ordinary shares<br><br>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 19 November 2018 |
| <b>Class</b>  | Unlisted options  |
| <b>Number acquired</b>  | 35,000,000  |
| <b>Number disposed</b>  | Nil   |
| <b>Value/Consideration</b><br><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 EGM held on 22 July 2016   |

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|   |   |
|---|---|
| <b>No. of securities held after change</b>  | 20,957,944 fully paid ordinary shares<br><br>15,000,000 unlisted options, each exercisable at 0.5 cents per option, expiring on 19 November 2018<br><br>35,000,000 unlisted options, each exercisable at 1.5 cents per option, expiring on 15 June 2019 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of options following receipt of shareholder approval on 22 July 2016  |

**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.

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

**Part 3 – +Closed period**

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

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|  |     |
|--|-----|
| If prior written clearance was provided, on what date was this provided? | N/A |
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|                       |                            |
|-----------------------|----------------------------|
| <b>Name of entity</b> | Prospect Resources Limited |
| <b>ABN</b>            | 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.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Gerry Fahey      |
| <b>Date of last notice</b> | 16 December 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.

|   |   |
|---|---|
| <b>Direct or indirect interest</b>  | Direct and indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Roxboro Pty Ltd ATF The Fahey Superannuation Fund   |
| <b>Date of change</b>   | 22 July 2016  |
| <b>No. of securities held prior to change</b>   | 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 19 November 2018 |
| <b>Class</b>  | Unlisted options  |
| <b>Number acquired</b>  | 10,000,000  |
| <b>Number disposed</b>  | Nil   |
| <b>Value/Consideration</b><br><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 EGM held on 22 July 2016   |

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|   |   |
|---|---|
| <b>No. of securities held after change</b>  | 5,000,000 unlisted options, each exercisable at 0.5 cents per option, expiring on 19 November 2018<br><br>10,000,000 unlisted options, each exercisable at 1.5 cents per option, expiring on 15 June 2019 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of options following receipt of shareholder approval on 22 July 2016  |

**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.

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

**Part 3 – +Closed period**

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

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