



Prospect Resources

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30 May 2014

The Manager
Company Announcements
Australian Securities Exchange
Level 5, 20 Bridge Street
SYDNEY NSW 2000

By E-Lodgement

Dear Sirs

Cleansing notice under section 708A of the *Corporations Act 2001 (Cth)*

As announced by the Company on 26 May 2014, pursuant to Resolutions of the Notice of Meeting dated 14 April 2014 (**NOM**), which were all passed by shareholders of the Company at the 2014 Extraordinary General Meeting held at 11am (WST) on 14 May 2014, the Company has issued and allotted the following securities:

- 15,000,000 fully paid ordinary shares pursuant to Resolution 2 of the NOM;
- 42,900,000 fully paid ordinary shares pursuant to Resolution 3 of the NOM;
- 7,500,000 fully paid ordinary shares pursuant to Resolution 4 of the NOM;
- and
- 9,600,000 fully paid ordinary shares pursuant to Resolution 5 of the NOM.

(collectively referred to as **the Shares**)

The Company gives this this notice (**Notice**) under section 708A(5)(e) of the Corporations Act 2001 (Cth) (**Corporations Act**) and states the following:

1. The Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act.
2. As at the date of this Notice, the Company has compiled with:
 - a. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - b. section 674 of the Corporations Act.
3. As at the date of this Notice, there is no excluded information for the purposes of sections 708A(7) and 708A(8) of the Corporations Act.

For more information, please contact the undersigned on (+61 2) 8072 1400.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Andrew Whitten', with a stylized flourish at the end.

Andrew Whitten
Company Secretary