

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

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

There was a change in the interests of the substantial holder on 14 June 2022

The previous notice was given to the company on 30 May 2022

The previous notice was dated 30 May 2022

2. Previous and present 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 had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous Notice		Present Notice	
	Person's votes	Voting Power	Person's votes	Voting Power
Fully Paid Ordinary Shares	22,581,039	5.0668%	27,173,204	6.0972%

3. Change in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate 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	Consideration given in relation to change	Class and Number of Securities affected	Person's votes affected
Please refer to Annexure C.					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities		Person's votes
The Goldman Sachs Group Inc ("GSGI")	See below	N/A	GSGI has a relevant interest in these Fully Paid Ordinary Shares by virtue of section 608(3) of the Corporations Act 2001	27,173,204	Fully Paid Ordinary Shares	27,173,204
Goldman Sachs & Co. LLC ("GSCO")	HSBC Custody Nominees Australia Limited	Various clients	Holder of shares subject to an obligation to return under the securities lending agreements (see Annexure B).	41,000	Fully Paid Ordinary Shares	41,000
Goldman Sachs Financial Markets Pty Ltd ("GAUS")	HSBC Custody Nominees Australia Limited	GAUS	GAUS beneficially owns fully paid ordinary shares.	27,132,204	Fully Paid Ordinary Shares	27,132,204

5. Change in association

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

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

6. 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
 (signing under power of attorney in
 accordance with section 52 of the
 Corporations Act)

Capacity

Authorised Person

Sign here



Date

16 June 2022

Annexure A

(This is Annexure A of two (2) pages referred to in Form 604, Notice of Change of Interests of 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

16 June 2022

Annexure B

(This is Annexure B of one (1) page referred to in Form 604, Notice of Change of Interests of substantial shareholder)

This is Annexure B referred to in the Form 604: Notice of change of interests of substantial holder issued by The Goldman Sachs Group, Inc. and its subsidiaries.

The following is description of the securities lending agreements referenced in the accompanying Form 604:

Type of agreement	Master Securities Loan Agreement ("MSLA")
Parties to agreement	Goldman, Sachs & Co. (the "Borrower"); Citibank, N.A., acting as agent on behalf of its clients (the "Lender")
Transfer date	14 June 2022
Holder of voting rights	Securities Borrower, Goldman, Sachs & Co.
Are there any restrictions on voting rights? Yes/no If yes, detail	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes - with notice given to the other party prior to the Close of Business on a Business Day.
Does the lender have the right to recall early? Yes/no If yes, detail	Yes - with notice given to the other party prior to the Close of Business on a Business Day.
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes - Borrower will redeliver securities.

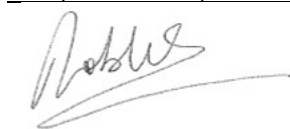
A copy of the agreements will be provided to PROSPECT RESOURCES LIMITED or the Australian Securities and Investments Commission upon request.

THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

Signature

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



Date

16 June 2022

Annexure C

(This is Annexure C of one (1) page referred to in Form 604, Notice of Change of Interests of substantial shareholder)

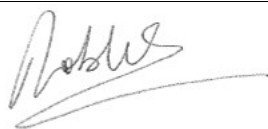
Date of Change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Class and number of securities affected		Person's votes affected
5/27/2022	GAUS	Buy	9,839	10,327	Ordinary Fully Paid Shares	10,327
5/30/2022	GAUS	Buy	17,093	18,082	Ordinary Fully Paid Shares	18,082
5/30/2022	GAUS	Sell	11,669	12,373	Ordinary Fully Paid Shares	12,373
5/31/2022	GAUS	Buy	9,511	10,034	Ordinary Fully Paid Shares	10,034
6/1/2022	GAUS	Sell	322	341	Ordinary Fully Paid Shares	341
6/1/2022	GAUS	Buy	149,259	155,478	Ordinary Fully Paid Shares	155,478
6/2/2022	GAUS	Buy	68,700	71,043	Ordinary Fully Paid Shares	71,043
6/2/2022	GAUS	Sell	6,426	6,722	Ordinary Fully Paid Shares	6,722
6/3/2022	GAUS	Buy	313,217	326,601	Ordinary Fully Paid Shares	326,601
6/6/2022	GAUS	Sell	1,602	1,667	Ordinary Fully Paid Shares	1,667
6/6/2022	GAUS	Buy	125,196	129,822	Ordinary Fully Paid Shares	129,822
6/7/2022	GAUS	Buy	1,394	1,439	Ordinary Fully Paid Shares	1,439
6/7/2022	GAUS	Sell	14,792	15,269	Ordinary Fully Paid Shares	15,269
6/7/2022	GAUS	Buy	145,586	151,596	Ordinary Fully Paid Shares	151,596
6/8/2022	GAUS	Buy	21,736	22,760	Ordinary Fully Paid Shares	22,760
6/8/2022	GAUS	Sell	20,075	20,939	Ordinary Fully Paid Shares	20,939
6/8/2022	GAUS	Buy	359,090	374,127	Ordinary Fully Paid Shares	374,127
6/9/2022	GAUS	Buy	210,259	219,049	Ordinary Fully Paid Shares	219,049
6/9/2022	GAUS	Sell	12,591	13,186	Ordinary Fully Paid Shares	13,186
6/9/2022	GAUS	Buy	248,645	259,422	Ordinary Fully Paid Shares	259,422
6/10/2022	GAUS	Buy	573,255	600,463	Ordinary Fully Paid Shares	600,463
6/10/2022	GAUS	Sell	8,918	9,334	Ordinary Fully Paid Shares	9,334
6/10/2022	GAUS	Buy	340,132	356,409	Ordinary Fully Paid Shares	356,409
6/14/2022	GAUS	Sell	3,432	3,600	Ordinary Fully Paid Shares	3,600
6/14/2022	GAUS	Sell	2,844	3,000	Ordinary Fully Paid Shares	3,000
6/14/2022	GAUS	Buy	599,434	629,730	Ordinary Fully Paid Shares	629,730
6/14/2022	GAUS	Buy	974,367	1,038,214	Ordinary Fully Paid Shares	1,038,214
6/14/2022	GAUS	Buy	376,021	404,000	Ordinary Fully Paid Shares	404,000
6/14/2022	GSCO	Return of borrowed shares	N/A	100,000	Ordinary Fully Paid Shares	100,000

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

Sign here



Date

16 June 2022