

**IN THE MATTER OF THE
COMPANIES ACT 1981 OF
BERMUDA
and
IN THE MATTER OF
PROSPECT MOUNTAIN
FUND LIMITED
(the "Company")**

NOTICE IS HEREBY GIVEN
pursuant to Section 132G(2)(d) of
the Companies Act 1981 that the
Company intends to discontinue
under the laws of Bermuda and
continue in the Cayman Islands
as if the Company had been
incorporated under the laws of the
Cayman Islands.

**Dated: 14 May 2012 at
Hamilton, Bermuda.**