

PROSPER CAP CORPORATION LIMITED
(formerly known as 3Cnergy Limited)
(Company Registration No. 197300314D)
(Incorporated in the Republic of Singapore)

ALLOTMENT AND ISSUANCE OF FURTHER CONVERSION SHARES

*All capitalised terms which are used in this announcement but not otherwise defined shall have the meanings ascribed to them in the announcements dated 12 June 2023, 6 July 2023, 7 August 2023, 23 August 2023, 26 October 2023, 6 November 2023, 29 November 2023, 7 December 2023, 12 December 2023, 20 December 2023, 22 December 2023, 26 December 2023, 2 January 2024, 23 January 2024 and 25 January 2024 (the “**RTO Announcements**”) and the circular to shareholders of 3Cnergy Limited (now known as Prosper Cap Corporation Limited) dated 7 December 2023 (the “**Circular**”) in relation to, inter alia, the Proposed Acquisition.*

1. ALLOTMENT AND ISSUANCE OF FURTHER CONVERSION SHARES

The Board of Directors (the “**Board**”) of Prosper Cap Corporation Limited (the “**Company**”) refers to the Company’s announcement dated 25 January 2024 titled “*Seller’s Loan and Further Conversion Shares*” (the “**Announcement**”).

As set out in the Announcement, the Company has on 23 January 2024 completed the Proposed Acquisition, pursuant to which the Company acquired from DTP Inter Holdings Corporation Pte. Ltd. (“**DTP Inter Holdings**” or the “**Seller**”) all of the issued and paid-up shares of DTP Infinities Limited, and 1,344,870,969 Consideration Shares and 13,892,664 Initial Conversion Shares were allotted and issued by the Company to the Seller. It was also stated that the issuance of the Initial Conversion Shares amounted to a partial repayment of S\$4,584,579.12 utilised from the Seller’s Loan, and the remaining amount of the Seller’s Loan that can be further utilised for the Agreed Costs is S\$2,415,420.88.

S\$1,293,629.74 remaining under the Seller’s Loan had been further utilised by the Company within the Availability Period for the payment of the Agreed Costs (“**Further Utilisation**”). Accordingly, on the date hereof, 3,920,090 Further Conversion Shares were allotted and issued by the Company to the Seller at the issue price of S\$0.33 per Further Conversion Share, as repayment of such Further Utilisation. No further Conversion Shares will be issued after the date hereof as no further amount can be utilised by the Company under the Seller’s Loan.

2. COMPLIANCE WITH MINIMUM PUBLIC FLOAT REQUIREMENT

Following the allotment and issuance of the Further Conversion Shares to the Seller, the total number of issued shares in the capital of the Company (excluding treasury shares) has increased from 1,602,047,841 Shares to 1,605,967,931 Shares, and the percentage of the total issued and paid-up share capital of the Company (excluding treasury shares) held in public hands is approximately 15.03%.

For the avoidance of doubt, as of the date hereof, the Company is, and continues to be, in compliance with the Minimum Public Float Requirement.

By Order of the Board

Iqbal Jumabhoy
Chief Executive Officer and Executive Director
28 February 2024

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

The contact person for the Sponsor is Ms Foo Jien Jieng, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.