



**PROSPERCAP CORPORATION LIMITED**

(Company Registration No. 197300314D)

(Incorporated in the Republic of Singapore)

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**DISCLOSURE PURSUANT TO RULE 728 OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED LISTING MANUAL SECTION B: RULES OF CATALIST ("CATALIST RULES")**

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*Unless otherwise defined, all capitalised terms used herein shall bear the same meaning and construction as ascribed to them in the Loan Facilities Announcement (as defined below), the November 2024 Share Charge Announcement (as defined below) and the circular to shareholders of ProsperCap Corporation Limited (formerly known as 3Cnergy Limited) dated 7 December 2023.*

**1. Introduction**

The Board of Directors (the "**Board**") of ProsperCap Corporation Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the Company's announcement dated 13 September 2024 (the "**Loan Facilities Announcement**") in relation to the Group's facility agreements, setting out information required pursuant to, *inter alia*, Rule 704(33) of the Catalist Rules, and the Company's announcement dated 21 November 2024 (the "**November 2024 Share Charge Announcement**") in relation to a share charge entered into by DTP Inter Holdings Corporation Pte. Ltd. ("**DTPIH**"), an indirect wholly-owned subsidiary of DTGO Corporation Limited ("**DTGO**"), in respect of 1,344,870,969 ordinary shares of the Company (being approximately 83.74% of the Company's total issued capital) held by DTPIH in favour of Bangkok Bank Public Company Limited ("**BBPL**" or the "**Lender**") (the "**November 2024 Share Charge**").

## 2. Discharge of November 2024 Share Charge

As stated in the November 2024 Share Charge Announcement, the share charge was entered into to secure the financial indebtedness of DTGO under (i) Request for THB 1,170,000,000 (equivalent of SGD 44,799,093 based on exchange rate SGD 1 : THB 26.1166 (average selling rate from Bank of Thailand)) credit facility issued by DTGO to BBPL, (ii) the promissory note sales agreement dated on 20 November 2024 and made by DTGO to BBPL and (iii) the promissory note dated on 20 November 2024 issued by DTGO to BBPL (collectively, the **"November 2024 Facility Documents"**).

The Board of the Company wishes to update that following repayment of all indebtedness of DTGO under the November 2024 Facility Documents on 9 December 2024, the November 2024 Share Charge has been released and discharged as of 16 January 2025.

## 3. Entry into January 2025 Share Charge

In compliance with Rule 728 of the Catalist Rules, the Company had previously obtained an undertaking from DTGO, the aggregate 84.85% controlling shareholder of the Company, by way of a deed of information undertaking dated 7 December 2023 (the **"Deed of Information Undertaking"**), which requires DTGO to notify the Company immediately upon becoming aware of, *inter alia*, any share pledging arrangements (or other arrangements having similar legal or economic effect) relating to all or any of the ultimate beneficial owner's direct or indirect shareholding interests in the Company.

As of the date of this announcement, the Company has been informed by DTGO that DTPIH has entered into a new loan facility, thus a new share charge in respect of certain of its shares in the Company (the **"January 2025 Share Charge"**), with details as follows:

Name of Controlling : DTPIH  
Shareholder

Class and number of : 1,344,870,969 ordinary shares of the Company  
shares charged, and the (being approximately 83.74% of the Company's  
charged shares as a total issued capital)  
percentage of the  
Company's total issued  
share capital

Party in whose favour the : BBPL  
share charge is created

Any other material : The Lender has agreed to provide a promissory  
details which are note sales facility in the amount of THB  
necessary for the 2,000,000,000 (equivalent of SGD 77,881,619.94  
understanding of the based on exchange rate SGD 1 : THB 25.68 as of  
arrangements 15 January 2025 (average selling rate from  
Bank of Thailand)) to DTPIH's parent company,  
DTGO, pursuant to (i) the request for credit  
facility issued by DTGO to the Lender, (ii) the  
promissory note sales agreement dated on 17  
January 2025 and made by DTGO to the Lender  
and (iii) the promissory note dated on 17  
January 2025 issued by DTGO to the Lender  
(collectively referred to as the "**January 2025  
Facility Documents**"). The share charge  
secures DTGO's financial indebtedness owed to  
the Lender under the January 2025 Facility  
Documents.

By Order of the Board

Iqbal Jumabhoy  
Chief Executive Officer and Executive Director  
17 January 2025

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This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST 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](mailto:sponsorship@ppcf.com.sg).