



**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 April 2025 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 5 May 2025 (the "**April 2025 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 "**April 2025 Share Charge**").

**2. Entry into Supplemental Share Charge in respect of the April 2025 Share Charge**

In compliance with Rule 728 of the Catalist Rules, the Company had previously obtained an undertaking from DTGO, the aggregate 88.24% controlling shareholder of the Company, by way of a deed of information undertaking dated 7 December 2023, 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:

- (1) BBPL has agreed to provide further promissory note sales facilities in the aggregate amount of up to THB 4,000,000,000 to DTGO (which together with the promissory note sales facility in the amount of THB 2,000,000,000 provided to DTGO on 29 April 2025, results in promissory note sales facilities in the aggregate amount of up to THB 6,000,000,000 to DTGO), and
- (2) in connection with the provision of the further promissory notes sales facilities as described above, on 19 May 2025, DTPIH entered into a supplemental share charge (the "**Supplemental Share Charge**") in respect of the April 2025 Share Charge, with details of the April 2025 Share Charge as amended and supplemented by the Supplemental Share Charge as follows:

Name of Controlling Shareholder : DTPIH

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

Party in whose favour the share charge is created : BBPL

Any other material details which are necessary for the understanding of the arrangements : The Lender provided a promissory note sales facility in the amount of THB 2,000,000,000 to DTPIH's parent company, DTGO, on 29 April 2025, and has agreed to provide further promissory note sales facilities in the aggregate amount of up to THB 4,000,000,000 (equivalent of SGD 154,555,922.20 based on exchange rate SGD 1: THB 25.8806 as of 16 May 2025 (average selling rate from Bank of Thailand)) to DTGO (resulting in promissory note sales facilities in the aggregate amount of up to THB 6,000,000,000 to DTGO), pursuant to (i) the requests for credit facility issued by DTGO to the Lender, (ii) the promissory note sales agreements dated 29 April 2025, 19 May 2025 and to be made thereafter by DTGO to the Lender and (iii) the promissory notes dated 29 April 2025, 19 May 2025 and to be issued thereafter by DTGO to the Lender (collectively referred to as the **"April and May 2025 Facility Documents"**).

The April 2025 Share Charge, as amended and supplemented by the supplemental share charge, secures DTGO's financial indebtedness owed to the Lender under the April and May 2025 Facility Documents.

By Order of the Board

Iqbal Jumabhoy  
Chief Executive Officer and Executive Director  
19 May 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.

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