

**PROSPERCAP CORPORATION LIMITED**

(Company Registration Number: 197300314D)  
(Incorporated in the Republic of Singapore)

**EXTRAORDINARY GENERAL MEETING****PROXY FORM**

(Please see notes overleaf before completing this Proxy Form.)

**IMPORTANT:**

- (1) The Extraordinary General Meeting ("EGM") of ProsperCap Corporation Limited ("ProsperCap" or the "Company") will be held at Time Room, HUONE Singapore, located at 3D River Valley Road, #03-01 Block D, Singapore 179023 ("Physical Meeting") and using virtual meeting technology ("Virtual Meeting") on Tuesday, 22 July 2025 at 3.00 p.m. (Singapore time). Printed copies of the Notice of EGM, Request Form and this proxy form will be sent by post to members. These documents will also be published on the Company's website at [www.prospercap.com/investor-relations/circulars](http://www.prospercap.com/investor-relations/circulars) and on SGXNet at [www.sgx.com/securities/company-announcements](http://www.sgx.com/securities/company-announcements).
- (2) Arrangements relating to:
- (a) in-person attendance at the EGM by shareholders, including Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") investors, and (where applicable) duly appointed proxies and representatives (including arrangements by which they are to register in person for the Physical Meeting);
- (b) attendance at the EGM by shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives using virtual meeting technology (including arrangements by which they are to pre-register at the pre-registration website at [https://conveneagm.sg/prospercap\\_egm2025](https://conveneagm.sg/prospercap_egm2025) for access to the Virtual Meeting electronically via live audio-visual webcast or live audio-only stream;
- (c) submission of questions by shareholders, including CPF and SRS investors, in advance of, or at, the EGM, and addressing of substantial and relevant questions by the Company in advance of, or at, the EGM; and
- (d) voting at the EGM (i) by shareholders or their duly appointed proxy(ies) (other than the Chairman of the Meeting) or representative(s); (ii) by CPF or SRS investors if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (iii) by shareholders, or CPF or SRS investors, appointing the Chairman of the Meeting as proxy to vote on their behalf at the EGM, are set out in the accompanying Company's announcement dated 7 July 2025. This announcement may be accessed at the Company's website at <https://prospercap.listedcompany.com/newsroom.html> and on SGXNet at [www.sgx.com/securities/company-announcements](http://www.sgx.com/securities/company-announcements).
- (3) Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).
- (4) This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF and SRS investors. CPF and SRS investors:
- (a) may vote at the EGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
- (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 10 July 2025.
- (5) By submitting an instrument appointing proxy(ies) and/or representative(s), a member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 7 July 2025.

\*I/We, \_\_\_\_\_ (Name) \*NRIC/Passport/Co. Reg. No. \_\_\_\_\_

of \_\_\_\_\_ (Address) being a  
\*member/members of ProsperCap Corporation Limited ("ProsperCap" or the "Company") hereby appoint:

Name	Email Address	NRIC/ Passport Number	Proportion of Shareholdings	
			No. of Shares	%
*and/or				

or failing \*him/her/them, the Chairman of the Extraordinary General Meeting ("EGM"), as \*my/our \*proxy/proxies to attend, speak and vote for \*me/us on \*my/our behalf at the EGM to be held at Time Room, HUONE Singapore, located at 3D River Valley Road, #03-01 Block D, Singapore 179023 on Tuesday, 22 July 2025 at 3.00 p.m. (Singapore time) and at any adjournment thereof.

\*I/We direct \*my/our \*proxy/proxies to vote for or against or abstain from voting on the Ordinary Resolution to be proposed at the EGM as indicated hereunder. If no specific directions as to voting or abstention are given or in the event of any other matters arising at the EGM and at any adjournment thereof, the \*proxy/proxies may vote or abstain from voting at \*his/her/their discretion.

No.		For <sup>#</sup>	Against <sup>#</sup>	Abstain <sup>#</sup>
<b>SPECIAL BUSINESS</b>				
1.	<b>Ordinary Resolution:</b> To approve the proposed appointment of Deloitte & Touche LLP as auditors of the Company			

<sup>#</sup> Voting will be conducted by poll. If you wish to exercise all your shares to be voted "For" or "Against" the relevant resolution, please indicate with a "✓" in the space provided under "For" or "Against". If you wish to abstain from voting on a resolution, please indicate with a "✓" in the space provided under "Abstain". Alternatively, please indicate the number of shares to be voted "For" and/or "Against" or to abstain from voting for each resolution in the space provided. If no voting instruction is specified, the proxy/proxies may vote or abstain from voting as the proxy/proxies deem(s) fit on the above resolution, and any other matter arising at the EGM.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Total Number of Shares in:	No. of Shares
(i) CDP Register	
(ii) Register of Members	
Total	

Signature(s) of Member(s) or Common Seal of Corporate Member

Contact Number/Email Address of Member(s)

**IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS FORM**

#### NOTES TO PROXY FORM:

1. A member has the option to use this proxy form (the **"Physical Proxy Form"**) or the online form (the **"Online Form"**), which can be found at [https://conveneagm.com/sg/prospercap\\_egm2025/](https://conveneagm.com/sg/prospercap_egm2025/). In the event that both the Physical Proxy Form and Online Form are submitted for the same member, the Physical Proxy Form will take precedence over the Online Form, and the Online Form shall be revoked by the Company.
2. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you have shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this instrument appointing a proxy or proxies will be deemed to relate to all the shares held by you.
3. A member of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf.
4. (a) A member (otherwise than a relevant intermediary) is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such member's form of proxy appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.  
(b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy or proxies appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

**"Relevant intermediary"** has the meaning ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore (the **"Act"**).

5. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the EGM as his/her/its proxy.
6. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
7. The instrument appointing a proxy or proxies must be submitted to the Company in the following manner:
  - (a) if submitted personally or by post, the Physical Proxy Form must be lodged at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza Tower 1, Singapore 048619; or
  - (b) if submitted electronically, be submitted:
    - (i) via email to the Company's Share Registrar at [sg.is.proxy@vistra.com](mailto:sg.is.proxy@vistra.com); or
    - (ii) via the online process through the pre-registration website at [https://conveneagm.sg/prospercap\\_egm2025](https://conveneagm.sg/prospercap_egm2025),and in each case, must be lodged or received by 3.00 p.m. on 19 July 2025, being not less than seventy-two (72) hours before the time appointed for holding the EGM.
8. The instrument appointing a proxy or proxies must, if submitted personally or by post, or electronically via email, be signed under the hand of the appointor or of his/her attorney duly authorised in writing, or if submitted electronically via the online process through the pre-registration website at [https://conveneagm.sg/prospercap\\_egm2025](https://conveneagm.sg/prospercap_egm2025), be authorised by the appointor via the online process through the website. Where the instrument appointing a proxy or proxies is executed by a corporation, it must, if submitted personally or by post, or electronically via email, be executed either under its common seal or under the hand of its attorney or a duly authorised officer, or if submitted electronically via the online process through the pre-registration website at [https://conveneagm.sg/prospercap\\_egm2025](https://conveneagm.sg/prospercap_egm2025), be authorised by the appointor via the online process through the website.
9. Completion and submission of the instrument appointing a proxy(ies) does not preclude a member from attending, speaking and voting at the EGM. A member who attends the Physical Meeting in person or accesses the Virtual Meeting via the live audio-visual webcast or live audio-only stream of the EGM proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to refuse entry by the proxy(ies) into the Physical Meeting and/or terminate the proxy(ies)' access to the live audio-visual webcast and live audio-only stream of the EGM proceedings. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Act.
10. Investors who buy shares using CPF monies and/or SRS monies (such investors, the **"CPF and SRS investors"**) (as may be applicable):
  - (a) may vote at the EGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 10 July 2025 (being not less than seven (7) working days before the EGM).
11. Investors who hold shares through relevant intermediaries (other than CPF and SRS Investors) who wish to attend, speak and vote at the EGM should approach their relevant intermediaries as soon as possible to specify their voting instructions or make necessary arrangements to be appointed as proxy.
12. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies.
13. In addition, in the case of a member whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.
14. Any reference to a time of day is made by reference to Singapore time.

#### Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof and/or submitting any question to the Company in advance of the EGM in accordance with the Notice of EGM, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the **"Purposes"**); (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.