

PROSPERA GLOBAL LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 200402180C)

THE PROPOSED DISPOSAL OF THE GROUP'S INVESTMENT PROPERTY

**– UPDATE ON THE USE OF THE GROUP'S ADJUSTED NET ASSET VALUE FOR THE
COMPUTATION OF THE RELATIVE FIGURES UNDER CATALIST RULE 1006**

All capitalised terms which are used in this announcement but not otherwise defined shall have the meanings ascribed to them in the announcement dated 8 December 2025 (the “Announcement”).

1. INTRODUCTION

- 1.1. The board of directors (the “**Board**” or the “**Directors**”) of Prospera Global Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Announcement. As disclosed in the Announcement, the Company had written to the SGX-ST on 28 November 2025 to seek the SGX-ST's no objection to the use of the adjusted net asset value of the Group to reflect the effects of the Placement Exercise for the purposes of computing the relative figures under Catalist Rule 1006 in relation to the Proposed Disposal, in accordance with Catalist Rule 1002(3)(c).
- 1.2. The Board is pleased to announce that the SGX-ST has on 15 December 2025 advised that they have no further comments to the Company's use of adjusted net asset value for the purposes of computing the relative figures under Catalist Rule 1006 in relation to the Proposed Disposal, pursuant to Catalist Rule 1002(3)(c).
- 1.3. The Proposed Disposal would accordingly constitute as a “disclosable transaction” under Chapter 10 of the Catalist Rules and Practice Note 10A, and no shareholder's approval under Rule 1014(2) of the Catalist Rules will be required for the Proposed Disposal.

2. RELATIVE FIGURES COMPUTED PURSUANT TO RULE 1006 OF THE CATALIST RULES

- 2.1. Based on the 1H2025 Results and taking into account the adjusted net asset value of the Company reflecting the effects of the Placement Exercise, the relative figures of the Proposed Disposal computed on the bases set out in Catalist Rule 1006 are set out below:

Rule 1006	Bases of Computation	Relative Figure
(a)	Net asset value of assets to be disposed of, compared with the Company's net asset value	11.86% ⁽¹⁾
(b)	Net profits attributable to the assets acquired, compared with the Company's net profits	(0.18)% ⁽²⁾⁽³⁾
(c)	Aggregate value of the Purchase Consideration compared with the Company's market capitalisation based on the total number of issued shares (excluding treasury shares)	1.74% ⁽⁴⁾
(d)	Number of equity securities issued by the Company as consideration for the Proposed Acquisition, compared with the number of equity securities previously in issue	Not applicable ⁽⁵⁾
(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the group's proved and probable reserves	Not applicable ⁽⁶⁾

Notes:

- (1) Computed based on the book value or net asset value of the Property of S\$797,102 (representing US\$615,000 based on the Illustrative Exchange Rate) and net asset value of the Group (adjusted to take into account the effects of the Placement Exercise) of S\$6,719,471 as of 30 June 2025.
- (2) Under Rule 1002(3)(b) of the Catalist Rules, "net profits" is defined to be profit or loss, including discontinued operations that have not been disposed and before income tax, non-controlling interests and extraordinary items.
- (3) Based on the net profits attributable to the Property for 1H2025 was approximately S\$2,916 (representing US\$2,250 based on the Illustrative Exchange Rate), and the Group's net loss for 1H2025 was approximately S\$1,616,000.
- (4) The Consideration for the Proposed Disposal is US\$550,000 (approximately S\$712,855 based on the Illustrative Exchange Rate), compared to the Company's market capitalisation of approximately S\$41,000,392. The market capitalisation of the Company is computed based on the existing issued share capital of 828,290,740 ordinary shares in the share capital of the Company (excluding treasury shares) and the volume-weighted average price of the Company's Shares of S\$0.0495 per Share on 05 December 2025, being the last date market day preceding the date of the Purchase Agreement).
- (5) This basis is not applicable as there will be no issuance of equity securities by the Company in relation to the Proposed Disposal.
- (6) This basis is not applicable as the Proposed Disposal is not of mineral, oil or gas assets.

2.2. Having regard to paragraphs 4.3 and 4.4 of Practice Note 10A of the Catalist Rules, the Proposed Disposal constitutes a disposal of a profitable asset by a loss-making issuer. Accordingly, only paragraphs 4.3(d) and 4.4(d) of Practice Note 10A of the Catalist Rules are applicable to the Proposed Disposal.

2.3. With reference to paragraph 4.4(d) of Practice Note 10A of the Catalist Rules, the Proposed Disposal constitutes a disposal of a profitable asset by a loss-making issuer where: (i) the absolute relative figure computed on the basis of each of Rule 1006(a) and Rule 1006(c) does not exceed 50%; and (ii) the sum of the net profit attributable to the asset to be disposed of and the loss on disposal represents 5.4% (i.e. exceeding 5%, but not exceeding 10%) of the consolidated net loss of the issuer (taking into account only the absolute values). Accordingly, the Proposed Disposal will fall within the situation described in paragraph 4.4(d) of Practice Note 10A, which relates to the disposal of a profitable asset by a loss-making issuer.

2.4. The Proposed Disposal would therefore constitute a "discloseable transaction" under Chapter 10 of the Catalist Rules and Practice Note 10A and accordingly, no shareholder's approval under Rule 1014(2) of the Catalist Rules will be required for the Proposed Disposal.

3. FINANCIAL EFFECTS OF THE PROPOSED DISPOSAL

3.1. Bases and assumptions

The following are presented for illustration purposes only and are not intended to reflect the actual future financial situation of the Group after the completion of the Proposed Disposal. The financial effects of the Proposed Disposal on the Group as set out below are based on the Group's latest audited financial statements for the financial year ended 31 December 2024 and the following assumptions:

- (a) the financial effects on the Group's net tangible assets ("**NTA**") attributable to the shareholders of the Company ("**Shareholders**") and the NTA per share have been computed assuming that the completion of the Proposed Disposal took place on 31 December 2024;
- (b) the financial effects on the Group's net loss/profit attributable to the Shareholders and the loss per share ("**LPS**") or earnings per share ("**EPS**") have been computed assuming that the completion of the Proposed Disposal took place on 1 January 2024;
- (c) the effects of the Placement Exercise have been taken into account pursuant to Catalist Rule 1002(3)(c); and

- (d) the expenses incurred in connection with the Proposed Disposal are not material, and have not been included in the following illustration.

3.2. NTA per Share

	Before the Proposed Disposal	After the Proposed Disposal
NTA of the Group as at 31 December 2024 (S\$'000)	8,333	8,249
Number of issued shares (excluding treasury shares)	828,290,740	828,290,740
NTA per share as at 31 December 2024 (S\$ cents)	1.01	1.00

3.3. (LPS)/EPS

	Before the Proposed Disposal ⁽¹⁾	After the Proposed Disposal ⁽¹⁾
Loss attributable to equity holders of the Company for FY2024 (S\$'000)	3,195	3,285
Weighted average number of shares of issued shares	692,505,373	692,505,373
LPS for FY2024 (S\$ cents)	0.46	0.47

Note:

- (1) Assuming the placement of 414,145,370 shares as announced on 15 May 2025 occurred on 1st January 2024, which takes into account the S\$7,040,471 gross proceeds raised, and estimated expense of the placement of S\$140,000.

4. FURTHER ANNOUNCEMENTS

The Company will make further announcements to update its Shareholders as and when there are material updates or developments in connection with the Proposed Disposal.

5. CAUTIONARY STATEMENT AND FURTHER ANNOUNCEMENTS

Shareholders are advised to exercise caution when dealing in the Company's securities as the Proposed Disposal is subject to certain conditions and there is no certainty or assurance as at the date of this announcement that the Proposed Disposal will be completed. The Company will make the necessary announcements when there are further developments.

Shareholders are advised to read the Announcement, this announcement and any further announcements by the Company carefully. When in any doubt, Shareholders are advised to seek independent advice from their stockbroker, bank manager, accountant, solicitor or any other professional adviser.

BY ORDER OF THE BOARD Prospera Global Limited

Guo Jiahui
Group Chief Executive Officer and Executive Director
16 December 2025

This announcement has been reviewed by the Company's Sponsor, Evolve Capital Advisory Private Limited. It has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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