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UEN No: S99SS0111B  
GST Reg No: M90367530Y0Y

**Issuer:** Prosper Cap Corporation Limited

**Stock code:** PPC

**Meeting details:**

Date: 30 Apr 2024

Time: 2.00 p.m.

Venue: Seminar Room 1 and 2, 160 Robinson Road, #06-01 SBF Center, Singapore 068914

**Q1.** The company completed the reverse takeover on 23 January 2024 and the board was reconstituted on the same day. The board currently comprises:

- Mr Bunyong Visatemongkolchai (as chairman)
- Mr Hansa Susayan
- Mr Iqbal Jumabhoy
- Mrs Sasinan Allmand
- Mr Lee Kwai Seng
- Mr Christopher Tang Kok Kai
- Mr Chiew Chun Wee

At the annual general meeting scheduled to be held on 30 April 2024, Mr Bunyong Visatemongkolchai, Mr Hansa Susayan and Mr Iqbal Jumabhoy would be retiring pursuant to Article 94 of the company's constitution and will be seeking re-election.

Additional information on directors seeking re-election can be found on pages 41 to 46 of the annual report.

- (i) **Can the chairman help shareholders better understand his experience with real estate, particularly in the hospitality sector in the United Kingdom?**
- (ii) **As a first-time director of a listed company in Singapore, how does the chairman perceive his role in guiding the board?**
- (iii) **Can the company clarify whether all newly appointed directors to the company will have to retire at the first AGM following their appointment and seek shareholders' approval through re-election?**

**Q2.** Resolutions 2 and 3 of the notice of annual general meeting seek shareholders' approval for the payment of directors' fees of up to \$605,229 and \$200,000 for the financial year ending 31 December 2024 and 3-month period ending 31 March 2025 respectively.

- (i) **To facilitate shareholders' informed voting at the AGM, can the board disclose the method used to calculate directors' fees?**
- (ii) **Does the board have a defined fee structure for directors, and if so, could the board provide details on this structure?**
- (iii) **Can the board disclose the fees received by each director for better transparency?**
- (iv) **What is the rationale behind the company proposing a resolution to pay directors' fee for the 3-month period ending 31 March 2025? This approach does not appear to be a common practice on SGX.**

**Q3.** The chairman and chief executive officer presented to shareholders in a short one-page letter in the annual report (page 105). An overview of the group's properties in the United Kingdom can be seen on pages 106 and 107. The portfolio of 17 hotels achieved occupancy of 79.5%, with average daily rate of £99.4.

- (i) **What was the occupancy rate of the portfolio before COVID?**
- (ii) **Has the travel industry in the United Kingdom returned to or surpassed pre-COVID levels?**
- (iii) **Is it management's strategy to maintain a geographical diverse portfolio franchised under various well-known international hotel brands?**
- (iv) **Can shareholders expect a presentation from management during the AGM to gain deeper insights into the group's operations?**

*Shareholders are welcome to use and/or adapt the questions prepared by SIAS and to forward them to the company.*

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