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Issuer: Prospera Global Limited

Stock code: 5HH

Meeting details:

Date: 30 June 2025

Time: 2.00 p.m.

Venue: GB Building, 143 Cecil Street, #11-03, Singapore 069542

Q1. The company is proposing to issue and allot 414,145,370 new ordinary shares to Mr Guo Jiahui, Mr Jin Jixiang and Ms Huang Yanyan at \$0.017 per share, raising gross proceeds of \$7.04 million.

In June 2024, the company had also entered into a subscription agreement with Mr Guo Jiahui, Mr Jin Jixiang, Ms Xu Lihua and Ms Wang Ling-Jong to issue and allot 207,072,685 placement shares at \$0.013 per share.

Should the current proposed subscription proceed, the total issued share capital will increase from 207,072,685 to 828,290,740 shares.

- (i) **Can the board, particularly the independent directors, help shareholders better understand how the \$0.017 issue price was determined?**
- (ii) **What financial or strategic analysis was undertaken to justify both the amount of funds to be raised and the size of the placement? Was there any financial modelling to ensure the quantum aligns with funding needs and capital structure optimisation?**
- (iii) **Is the group able to access other sources of funds, such as bank borrowings, to fund its growth?**

Q2. The previous share subscription was completed in August 2024, raising gross proceeds of \$2.69 million with \$2.49 million in net proceeds. Of this, 60% (or \$1.49 million) was initially allocated to working capital, and the remaining \$1 million was earmarked for business growth and new ventures. Subsequently, the company reallocated \$800,000 from business growth to working capital.

Under the proposed new subscription, 80% of net proceeds (or \$5.52 million) will be used for working capital, with the remaining 20% (or \$1.38 million) for growth initiatives.

In the last two financial years, the group reported losses of \$(3.1) million in 2024 and \$(1.5) million in 2023. Net cash used in operating activities was \$(1.74) million and \$(0.99) million, respectively.

- (i) **Given the persistent operating losses and reliance on equity issuance to fund working capital, is the current funding model sustainable?**
- (ii) **Can management elaborate on its roadmap to achieve cashflow breakeven? What initiatives are in place to enhance revenue quality, margin expansion and cost rationalisation?**
- (iii) **Based on current burn rate and business trajectory, when does the board project the next funding round may be needed, if any?**

Q3. In February 2025, the company incorporated a wholly owned subsidiary in Mauritius, PGL Capital Limited. The subsidiary was granted a Global Business License and an Investment Dealer (Full-Service Dealer, excluding underwriting) License by the Financial Services Commission of Mauritius the following day.

PGL Capital Limited will focus on the provision of securities and trading services through electronic trading platforms.

- (i) **For the benefit of shareholders, can management elaborate on the business plan, commercial strategy, expected timeline to launch, and capital outlay required to operationalise PGL Capital?**
- (ii) **What is the group’s capital deployment strategy across existing and new businesses? Are investments being prioritised based on return on invested capital, market potential, downside risk or payback period?**

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

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