DGB ASIA BERHAD
(Registration No.: 200601001857 (721605-K))
(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT ON CONSOLIDATED RESULTS FOR THE FINANCIAL QUARTER ENDED 31 DECEMBER 2025 (UNAUDITED)

Contents

DGB ASIA BERHAD
(Registration No.: 200601001857 (721605-K))
(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	Quarter Ended		Year-To-Date Ended	
	Unaudited	Unaudited	Unaudited	Audited
	31-Dec-2025	31-Dec-2024	31-Dec-2025	31-Dec-2024
	RM'000	RM'000	RM'000	RM'000
Revenue	16,316	16,544	56,510	56,035
Cost of sales	(3,229)	(4,964)	(14,867)	(22,276)
Gross profit	13,087	11,580	41,643	33,759
Other operating income	731	411	1,376	1,989
Administrative expenses	(7,921)	(7,548)	(26,697)	(27,697)
Selling and distribution expenses	(1,040)	(440)	(4,155)	(1,482)
Other operating expenses	(9,592)	(14,361)	(24,261)	(34,776)
Loss from operations	(4,735)	(10,358)	(12,094)	(28,207)
Finance costs	(211)	(56)	(700)	(674)
Loss before tax	(4,946)	(10,414)	(12,794)	(28,881)
Tax expenses	(30)	(1)	(62)	(22)
Loss after tax	(4,976)	(10,415)	(12,856)	(28,903)
Other comprehensive (loss)/income, net of tax				
- Currency translation difference	(2,353)	1,161	(1,933)	(2,090)
Total comprehensive loss for the financial period	(7,329)	(9,254)	(14,789)	(30,993)
Loss net of tax attributable to :				
Owners of the Company	(5,092)	(6,168)	(13,854)	(21,943)
Non-controlling interests	116	(4,247)	998	(6,960)
	(4,976)	(10,415)	(12,856)	(28,903)
Total comprehensive loss attributable to :				
Owners of the Company	(7,193)	(5,156)	(15,589)	(24,516)
Non-controlling interests	(136)	(4,098)	800	(6,477)
	(7,329)	(9,254)	(14,789)	(30,993)
Loss per share attributable to owners of the Company:				
Basic loss per share (cent per share)	(1.86)	(2.43)	(5.07)	(8.63)
Diluted loss per share (cent per share)	(1.86)	(2.43)	(5.07)	(8.63)

The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2024 and the accompanying explanatory notes to the interim financial report.

DGB ASIA BERHAD
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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

	Unaudited As At 31-Dec-2025 RM'000	Audited As At 31-Dec-2024 RM'000
Assets		
Non-current assets		
Property, plant and equipment	34,152	39,512
Right of use assets	78,583	94,967
Investment properties	9,464	9,501
Intangible assets	8,025	8,029
Total non-current assets	130,224	152,009
Current assets		
Inventories	194	259
Trade receivables	1,428	1,564
Other receivables, deposits and prepayments	47,039	56,270
Other investments	16,276	17,231
Current tax assets	27	100
Deposits with financial institution	1,154	2,273
Cash and bank balances	15,255	12,977
Total current assets	81,373	90,674
Total assets	211,597	242,683
Equity and Liabilities		
Equity		
Share capital	242,600	239,297
Reserves	(124,172)	(108,583)
	118,428	130,714
Non-controlling interests	(19,412)	(20,212)
Total equity	99,016	110,502
Liabilities		
Non-current liabilities		
Lease liabilities	70,125	85,873
Borrowing	5,602	6,172
Total non-current liabilities	75,727	92,045
Current liabilities		
Trade payables	1,906	1,848
Other payables and accruals	14,000	16,160
Amount due to directors	6,089	6,419
Amount due to related party	3,200	3,200
Current tax liabilities	6	8
Lease liabilities	11,399	12,240
Borrowing	254	261
Total current liabilities	36,854	40,136
Total liabilities	112,581	132,181
Total equity and liabilities	211,597	242,683
Net assets per shares attributable to Owners of the Company (RM per share)	0.43	0.51

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2024 and the accompanying explanatory notes to the interim financial report.

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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	<------ Attributable to owners of the Company ------>							
	<------ Non-distributable ------>				Distributable			
	Share capital	Option reserve	Translation reserve	Warrants reserve	Accumulated losses	Sub-total	Non controlling interests	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Audited								
Balance at 1 January 2024	221,844	-	1,395	12,259	(85,462)	150,036	(13,735)	136,301
Transaction with owners:								
Issuance of ordinary shares pursuant to:								
- expired of warrant C	12,259	-	-	(12,259)	-	-	-	-
- private placement	5,194	-	-	-	-	5,194	-	5,194
Total transaction with owners	17,453	-	-	(12,259)	-	5,194	-	5,194
Loss for the financial year	-	-	-	-	(21,943)	(21,943)	(6,960)	(28,903)
Other comprehensive loss:								
Currency translation differences	-	-	(2,573)	-	-	(2,573)	483	(2,090)
Total comprehensive loss for the financial year	-	-	(2,573)	-	(21,943)	(24,516)	(6,477)	(30,993)
Balance at 31 December 2024	239,297	-	(1,178)	-	(107,405)	130,714	(20,212)	110,502
Unaudited								
Balance at 1 January 2025	239,297	-	(1,178)	-	(107,405)	130,714	(20,212)	110,502
Transaction with owners:								
Grant of shares issuance scheme	-	633	-	-	-	633	-	633
Issuance of ordinary shares pursuant to:								
- exercise of shares issuance scheme	3,303	(633)	-	-	-	2,670	-	2,670
Total transaction with owners	3,303	-	-	-	-	3,303	-	3,303
Loss for the financial year	-	-	-	-	(13,854)	(13,854)	998	(12,856)
Other comprehensive loss:								
Currency translation differences	-	-	(1,735)	-	-	(1,735)	(198)	(1,933)
Total comprehensive loss for the financial year	-	-	(1,735)	-	(13,854)	(15,589)	800	(14,789)
Balance at 31 December 2025	242,600	-	(2,913)	-	(121,259)	118,428	(19,412)	99,016

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited consolidated financial statements for the financial year ended 31 December 2024 and the accompanying explanatory notes to the interim report.

DGB ASIA BERHAD
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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	Year-To-Date Ended	
	Unaudited	**Audited**
	31-Dec-25	**31-Dec-24**
	RM'000	**RM'000**
Cash flows from operating activities		
Loss before tax	(12,794)	(28,881)
Adjustments for:		
Amortisation of intangible assets	3	1,423
Amortisation of investment property	38	37
Depreciation of property, plant and equipment	4,439	6,061
Depreciation of right of use assets	12,280	12,875
Share option expenses	633	-
Fair value adjustment of other investments	6,837	2,154
Fair value adjustment of investment in money market fund	(64)	(175)
Interest expense	700	673
Interest income	(389)	(522)
Impairment of receivables	13	296
Impairment of intangible asset	-	1,937
Impairment of property, plant and equipment	-	8,462
Written off of bad debts	-	9
Written off of property, plant and equipment	-	41
Written off of inventories	34	-
Written off of intangible asset	-	64
Loss/(Gain) on disposal of property, plant and equipment	3,611	(50)
Gain on disposal of right-of-use assets	(3)	(3)
Reversal of impairment losses on property, plant and equipment	(7,611)	-
Reversal of impairment losses on inventories	-	(949)
Rental concessions	-	(1)
Unrealised foreign exchange loss	3,496	1,417
Operating profit before working capital changes	**11,223**	**4,868**
Changes in working capital:		
Inventories	30	1,098
Receivables	9,474	9,144
Payables	(2,223)	(1,728)
Cash flows generated from operations	**18,504**	**13,382**
Tax paid	(33)	(78)
Tax refunded	45	-
Net cash generated from operating activities	**18,516**	**13,304**

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025 (CONT'D)

	Year-To-Date Ended	
	Unaudited	**Audited**
	31-Dec-25	**31-Dec-24**
	RM'000	**RM'000**
Cash flows from investing activities		
Interest received	389	522
Acquisition of other investments	(7,324)	(11,544)
Acquisition of property, plant and equipment	(861)	(14,797)
Withdrawal of money market fund	2,800	16,062
Placement of money market fund	(1,617)	(7,750)
Proceeds from disposal of property, plant and equipment	4,000	468
Proceeds from disposal of investment in quoted shares	1,442	1,864
Net cash used in investing activities	**(1,171)**	**(15,175)**
Cash flows from financing activities		
Interest paid	(700)	(673)
Proceeds from issuance of shares	2,670	5,194
Proceeds from borrowings	-	6,873
Repayment of finance lease liability	-	(71)
Repayment of lease liabilities	(12,325)	(12,675)
Repayment of term loan	(264)	(156)
Net cash used in financing activities	**(10,619)**	**(1,508)**
Net increase/(decrease) in cash and bank balances	**6,726**	**(3,379)**
Effects of exchange rate changes	(4,448)	(2,234)
Cash and bank balances at the beginning of financial year	12,977	18,590
Cash and bank balances at the end of financial year	**15,255**	**12,977**

The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2024 and the accompanying explanatory notes to the interim financial report.

A NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL REPORT

A1. Basis of preparation

The interim financial report has been prepared in accordance with Malaysian Financial Reporting Standard ("MFRS") 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB"), International Accounting Standard ("IAS") 34: Interim Financial Reporting issued by the International Accounting Standards Board ("IASB") and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The interim financial report should be read in conjunction with the latest audited financial statements of the Company and its subsidiaries ("Group") for the financial year ended 31 December 2024 ("Audited Financial Statements"). The selected explanatory notes attached to these interim financial reports provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the previous financial year.

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the latest Audited Financial Statements except for the adoption of the following new MFRS, amendments/improvements to MFRSs and new IC Interpretation ("IC Int") which are effective for the financial year beginning 1 January 2025:

MFRS, Interpretations and amendments effective for annual periods beginning on or after 1 January 2025

Amendments to MFRS 121	Lack of exchangeability

The adoption of the above MFRS, amendments/improvements to MFRSs and IC Int does not have any material financial impact to the Group.

The standards and interpretations that are issued but not yet effective up to the date of issuance of these condensed consolidated interim financial statements are disclosed below. The Group and the Company intend to adopt these standards, if applicable, when they become effective.

MFRS, Interpretations and amendments effective for annual periods beginning on or after 1 January 2026

Amendments to MFRS 9 and MFRS 7	Amendments to the Classification and Measurement of Financial Instruments
Amendments to MFRS 1, MFRS 7, MFRS 9 MFRS 10, MFRS 107	Annual Improvements - Volume 11
Amendments to MFRS 9 and MFRS 7	Contracts Referencing Nature-dependent Electricity

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2027

MFRS 18	Presentation and Disclosure in Financial Statements
MFRS 19	Subsidiaries without Public Accountability: Disclosures

MFRS, Interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

Amendments to MFRS 10 and MFRS 128	Consolidated Financial Statements and Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

A2. Seasonal or cyclical factors

There were no significant seasonal or cyclical factors affecting the operations of the Group in the current financial quarter under review and the financial year-to-date.

A3. Unusual items affecting assets, liabilities, equity, net income or cash flows

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows of the Group during the current financial quarter under review and the financial year-to-date.

A4. Material changes in estimates

There were no changes in estimates that have had a material effect in the current financial quarter under review and the financial year-to-date.

A5. Debts and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities, share buy backs, share cancellation, shares held as treasury share and resale of treasury shares for the current financial quarter under review and the financial year-to-date except for:

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25 No. of shares	Unaudited 31-Dec-25 RM'000	Unaudited 31-Dec-25 No. of shares	Unaudited 31-Dec-25 RM'000
Share Issuance Scheme (SIS)	40,272,900	1,410	76,272,900	2,670

A6. Dividend

There were no dividends declared or paid during the current financial quarter under review and the financial year-to-date.

A7. Segmental information

(a) Analysis of revenue by geographical area were as follows:

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25 RM’000	Unaudited 31-Dec-24 RM’000	Unaudited 31-Dec-25 RM’000	Audited 31-Dec-24 RM’000
Malaysia	2	1,503	1,853	7,132
Taiwan	16,314	15,041	54,657	48,903
Total revenue	16,316	16,544	56,510	56,035

A7. Segmental information (cont'd)

(b) Analysis of revenue, results, assets, and liabilities by operating segments were as follows:

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25 RM'000	**Unaudited 31-Dec-24 RM'000**	**Unaudited 31-Dec-25 RM'000**	**Audited 31-Dec-24 RM'000**
Segment revenue				
Leisure and hospitality	16,314	15,041	54,657	48,903
Value added products and services	2	1,503	1,853	7,132
Total revenue	16,316	16,544	56,510	56,035
Segment result				
Leisure and hospitality	1,851	1,302	952	(2,635)
Value added products and services	(266)	(9,905)	1,689	(15,099)
Others	(6,561)	(1,812)	(15,497)	(11,169)
Total	(4,976)	(10,415)	(12,856)	(28,903)
Segment assets				
Leisure and hospitality			133,259	155,225
Value added products and services			695	2,742
Others			77,643	84,716
Total			211,597	242,683
Segment liabilities				
Leisure and hospitality			106,347	123,786
Value added products and services			3,341	3,404
Others			2,893	4,992
Total			112,581	132,182

A8. Valuation of property, plant and equipment

There was no valuation of the property, plant and equipment during the current financial quarter under review and the financial year-to-date.

A9. Events after the reporting period

There was no material event after the current financial quarter under review.

A10. Changes in composition of the Group

(i) On 1 October 2025, the Company partially capitalised its equity contribution to CLI Investment Limited ("CLI") by subscribing for an additional 14,700,000 new ordinary shares, amounting to USD 1.47 million (approximately RM6,020,000). The interest in CLI has increased from 87.20% to 89.30%.

(ii) On 1 October 2025, DGB Networks Sdn. Bhd., a wholly-owned subsidiary of the Company capitalised its equity contribution to Spacedx Sdn. Bhd. ("Spacedx") by subscribing for an additional 3,910,000 new ordinary shares, amounting to RM3,910,000. The interest in Spacedx has increased from 55.00% to 67.65%.

A11. Contingent assets or liabilities

There were no contingent assets and contingent liabilities during the current financial quarter under review and the financial year-to-date.

A12. Capital commitments

There was no capital expenditure contracted for but not recognised in the financial statements during the current financial quarter under review and the financial year-to-date.

A13. Related party transactions

The related party transactions between the Group and the related party were as follows:

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25 RM'000	**Unaudited 31-Dec-24 RM'000**	**Unaudited 31-Dec-25 RM'000**	**Audited 31-Dec-24 RM'000**
Related Party				
Sales of vending machine	-	-	4,000	-
Sales of vending machine subscription package	-	3	2	7
Purchases of networks subscription	-	1	2	3

A14. Cash and cash equivalents

Total cash and cash equivalents were as follows:

	Unaudited 31-Dec-25 RM'000	Audited 31-Dec-24 RM'000
Deposits with financial institution	1,154	2,273
Cash and bank balances	15,255	12,977
	16,409	15,250

A15. Fair value measurements

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Total financial instruments measured at Level 1 were as follows:

	Unaudited 31-Dec-25 RM'000	Audited 31-Dec-24 RM'000
Financial Assets		
Level 1		
Other investments	16,276	17,231
Deposits with financial institution	1,154	2,273
	17,430	19,504

The Group does not have any financial instruments measured at Level 2 and Level 3 as at 31 December 2025 and 31 December 2024.

B ADDITIONAL NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Review of performance

	Quarter Ended			Year-To-Date Ended		
	Unaudited 31-Dec-25 RM'000	Unaudited 31-Dec-24 RM'000	Changes RM'000	Unaudited 31-Dec-25 RM'000	Audited 31-Dec-24 RM'000	Changes RM'000
Revenue	16,316	16,544	(228)	56,510	56,035	475
Gross profit	13,087	11,580	1,507	41,643	33,759	7,884
Loss from operations	(4,735)	(10,358)	5,623	(12,094)	(28,207)	16,113
Loss before tax	(4,946)	(10,414)	5,468	(12,794)	(28,881)	16,087
Loss after tax	(4,976)	(10,415)	5,439	(12,856)	(28,903)	16,047
Loss net of tax attributable to Owners of the Company	(5,092)	(6,168)	1,076	(13,854)	(21,943)	8,089

Quarter Ended 31 December 2025 (Q4 2025) compared to Quarter Ended 31 December 2024 (Q4 2024), and Year-To-Date Ended 31 December 2025 (YTD 2025) compared to Year-To-Date Ended 31 December 2024 (YTD 2024)

For Q4 2025 vs Q4 2024, the Group's revenue decreased from RM 16.5 million to RM 16.3 million, while loss before tax (LBT) decreased from RM 10.4 million to RM 4.9 million. For YTD 2025 vs YTD 2024, the Group's revenue increased from RM 56.0 million to RM 56.5 million and LBT decreased from RM 28.9 million to RM 12.8 million.

Leisure and Hospitality

In Q4 2025 vs Q4 2024, the revenue increased from RM 15.0 million to RM 16.3 million, which was attributed to the increase in hotel's average occupancy rate from 91% to 93%. As a result, the profit before tax (PBT) increased from RM 1.3 million to RM 1.9 million.

Similarly, in YTD 2025 vs YTD 2024, the revenue increased from RM 48.9 million to RM 54.7 million, which was attributed to the increase in hotel's average occupancy rate from 82% to 89%. As a result, the LBT decreased from a loss of RM 2.6 million to a profit of RM 1.0 million, which was mainly due to higher revenue.

Value-Added Products and Services

In Q4 2025 vs Q4 2024, the revenue decreased from RM 1.5 million to RM 2 thousand. Similarly, in YTD 2025 vs YTD 2024, the revenue decreased from RM 7.1 million to RM 1.9 million. The decrease was mainly due to the cessation of vape product sales.

However, the LBT decreased from RM 9.9 million in Q4 2024 to RM 266 thousand in Q4 2025. Similarly, in YTD 2025 vs YTD 2024, the LBT decreased from RM 15.1 million to PBT RM 1.7 million, mainly due to higher impairment loss in assets recorded in YTD 2024.

Others

In Q4 2025 vs Q4 2024, the LBT increased from RM 1.8 million to RM 6.6 million.

Similarly, in YTD 2025 vs YTD 2024, the LBT increased from RM 11.2 million to RM 15.5 million. Overall, the increase was attributed to the higher fair value losses in other investments and unrealised losses in foreign exchange.

B2. Comparison with preceding quarter's results

	Quarter Ended		
	Unaudited 31-Dec-25 RM'000	**Unaudited 30-Sep-25 RM'000**	**Changes RM'000**
Revenue	16,316	12,252	4,064
Gross profit	13,087	8,880	4,207
(Loss)/Profit from operations	(4,735)	1,063	(5,798)
(Loss)/Profit before tax	(4,946)	936	(5,882)
(Loss)/Profit after tax	(4,976)	939	(5,915)
(Loss)/Profit net of tax attributable to Owners of the Company	(5,092)	1,181	(6,273)

Quarter Ended 31 December 2025 (Q4 2025) compared to 30 September 2025 (Q3 2025)

The Group's revenue increased from RM 12.3 million to RM 16.3 million whereas PBT decreased from a profit of RM 936 thousand to a loss of RM 4.9 million.

Leisure and Hospitality

The revenue increased from RM 12.2 million to RM 16.3 million. This increase in revenue was attributed to the increase in the hotel's average occupancy rate from 86% to 93%. As a result, the LBT decreased from a loss of RM 1.1 million to a profit of RM 1.9 million.

Value-Added Products and Services

The revenue decreased from RM 11 thousand to RM 2 thousand. Similarly, the LBT increased from RM 191 thousand to RM 266 thousand due to higher operating expenses recorded in Q4 2025.

Others

The PBT declined from RM 2.2 million to a LBT of RM 6.6 million, mainly due to higher fair value losses in other investments and unrealised losses in foreign exchange.

B3. Prospects

The Group acknowledges a challenging business environment marked by global supply chain disruptions, ongoing geopolitical conflicts, rising input cost, and the weakening of ringgit. These factors may potentially have an adverse effect on the purchasing power of consumers.

In order to mitigate the impact of these external economic headwinds, the Group will be focused on further enhancing its operational efficiencies. For leisure and hospitality segment, the Group will continue to improve its yield management strategy and adopt a dynamic rate strategy while maintaining an exceptional standard of customer service.

The Group is cautiously optimistic, with a focus on strengthening the Group's core ecosystems by adopting a proactive stance. The financial performance of the Group for FYE 2025 will depend on the results of management's business plans and initiatives stated above. Where necessary adjustments will be made to suit the operating environment when required to improve the Group's financial position. The availability of adequate working capital, minimal gearing and the implementation of the business initiatives stated above will help to sustain the Group in the year ahead.

B4. Income tax expenses

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25 RM'000	**Unaudited 31-Dec-24 RM'000**	**Unaudited 31-Dec-25 RM'000**	**Audited 31-Dec-24 RM'000**
Income tax:				
- Current year tax	(30)	(16)	(83)	(75)
- Over provision in prior years	-	15	21	53
	(30)	(1)	(62)	(22)

B5. Profit forecast and profit guarantee

Not applicable as the Group did not publish any profit forecast or profit guarantee.

B6. Status of corporate proposals

Save as disclosed below, there were no corporate proposals announced but not completed at the date of issue of this interim financial report:

(i) On 29 September 2025, Sierac Corporate Advisers Sdn. Bhd., on behalf of the Board of Directors of DGB Asia Berhad announced that the Company proposed to undertake the Proposed Capital Reduction of RM197,000,000 of the issued share capital of DGB pursuant to Section 117 of the Companies Act 2016 ("Proposed Capital Reduction"). On 10 November 2025, the resolution for the Proposal, as prescribed in the Notice of Extraordinary General Meeting ("EGM") of the Company dated 17 October 2025 was duly passed by the shareholders of the Company by way of poll at the EGM of the Company. On 5 February 2026, the Company received a notice dated 5 February 2026 issued by the Registrar of Companies confirming that on 23 December 2025, all requirements with respect to the Capital Reduction as stated in the special resolution dated 10 November 2025 have been complied with ("Notice"). Pursuant to Section 119(4) of the Act, the Notice shall be conclusive evidence that all the requirements of the Act with respect to the Capital Reduction have been complied with. Accordingly, the Capital Reduction took effect on 5 February 2026. Following the completion of the Capital Reduction, the issued share capital of the Company as at 5 February 2026 is RM45,599,526.71 comprising 330,516,179 Shares.

B7. Status of utilisation of proceeds raised from previous corporate proposals

i. Renounceable Rights Issue with Warrants C

The utilisation of the proceeds of RM114,765,292 from the renounceable rights issue of 956,377,178 new ordinary shares of RM0.12 each as of the date of this report are as follows: -

Purpose	**Proposed Amount RM'000**	**Variation Amount RM'000**	**Amount Utilised RM'000**	**Amount Unutilised RM'000**	**Timeframe for Utilisation**
Expansion of Ping-U, an e-commerce last mile fulfilment solutions provider in Malaysia	60,000	(34,189)	(25,811)	-	Within 36 months
Expansion of the smart vending machines business	15,000	-	(15,000)	-	Within 24 months
Marketing expenses	20,000	(10,735)	(9,265)	-	Within 36 months
Working capital	8,865	4,608	(13,473)	-	Within 12 months
Acquisition and/or investment in other complementary businesses and/or assets	10,000	-	(10,000)	-	Within 24 months
Expenses in relation to the corporate exercises	900	316	(1,216)	-	Immediate
Leisure and hospitality business	-	40,000	(40,000)	-	Within 24 months
Total	114,765	-	(114,765)	-	

B8. Borrowings and debt securities

Total group borrowings and debt securities were as follows:

	Unaudited 31-Dec-25 RM'000	Audited 31-Dec-24 RM'000
Non-Current Borrowing (Secured)		
Term Loan	5,602	6,172
	5,602	6,172
Current Borrowing (Secured)		
Term Loan	254	261
	254	261
Total	5,856	6,433

The Group does not have any foreign borrowings and debt securities as at the date of this report.

B9. Trade receivables

	Unaudited 31-Dec-25 RM'000	Audited 31-Dec-24 RM'000
Trade receivables	5,918	6,041
Less: Accumulated impairment losses	(4,490)	(4,477)
	1,428	1,564

The ageing analysis of the Group's trade receivables was as follows:

	Unaudited 31-Dec-25 RM'000	Audited 31-Dec-24 RM'000
Not past due	1,243	1,433
Past due but not impaired		
- 0 to 30 days	114	105
- 31 to 90 days	-	1
- more than 90 days	4,561	4,502
	4,675	4,608
Allowance for impairment	(4,490)	(4,477)
	1,428	1,564

The Group's normal trade credit terms granted to trade receivables ranged from 7 days to 3 months (2024: 1 month to 5 months). Other credit terms are assessed and approved on a case-by-case basis. There are no trade receivables from related parties.

B10. Material litigation

There was no litigation against the Group as at the date of this report.

B11. Dividends

The Board does not recommend any dividends for the current financial quarter under review and financial year-to-date.

B12. Loss per share

i. Basic loss per ordinary shares

Basic earnings per share amounts were calculated by dividing loss for the period attributable to Owners of the Company by the weighted average number of ordinary shares in issue during the current financial quarter under review and the financial year-to-date.

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25	Unaudited 31-Dec-24	Unaudited 31-Dec-25	Audited 31-Dec-24
Loss attributable to Owners of the Company (RM'000)	(5,092)	(6,168)	(13,854)	(21,943)
Weighted average number of ordinary shares in issue ('000)	273,336	254,243	273,336	254,243
Basic loss per share (sen)	(1.86)	(2.43)	(5.07)	(8.63)

ii. Diluted Earnings per ordinary shares

The diluted earnings per share is calculated by dividing the loss attributable to Owners of the Company by the weighted average number of ordinary shares in issue and issuable after the conversion of all outstanding warrants and options during the current financial quarter under review and the financial year-to-date.

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25	Unaudited 31-Dec-24	Unaudited 31-Dec-25	Audited 31-Dec-24
Loss attributable to Owners of the Company (RM'000)	(5,092)	(6,168)	(13,854)	(21,943)
Adjusted weighted average number of ordinary shares in issue (‘000) for the purpose of diluted loss per share	273,336	254,243	273,336	254,243
Diluted basic loss per share (sen)	(1.86)	(2.43)	(5.07)	(8.63)

B13. Comprehensive Income Disclosure

	Quarter Ended		Year-To-Date Ended	
	Unaudited 31-Dec-25 RM'000	**Unaudited 31-Dec-24 RM'000**	**Unaudited 31-Dec-25 RM'000**	**Audited 31-Dec-24 RM'000**
Profit/(Loss) before tax is derived after charging/(crediting):				
Amortisation of intangible assets	-	384	3	1,423
Amortisation of investment property	10	9	38	37
Depreciation of property, plant and equipment	1,074	1,491	4,439	6,061
Depreciation of right of use assets	2,978	3,072	12,280	12,875
Fair value adjustment of other investments	4,026	1,555	6,837	2,154
Fair value adjustment of investment in money market fund	(6)	(22)	(64)	(175)
Interest expense	451	258	700	673
Interest income	(99)	(522)	(389)	(522)
Impairment of receivables	13	296	13	296
Impairment of intangible asset	-	1,937	-	1,937
Impairment of property, plant and equipment	-	8,462	-	8,462
Written off of bad debts	-	9	-	9
Written off of property, plant and equipment	-	9	-	41
Written off of inventories	34	-	34	-
Written off of intangible asset	-	-	-	64
Loss/(Gain) on disposal of property, plant and equipment	-	-	3,611	(50)
Gain on disposal of right-of-use assets	-	(3)	(3)	(3)
Reversal of impairment losses on property, plant and equipment	-	-	(7,611)	-
Reversal of impairment losses on inventories	-	-	-	(949)
Rental concessions	-	-	-	(1)
Share option expenses	-	-	633	-
Short-term leases or leases of low value assets	24	49	105	499
Unrealised foreign exchange loss/(gain)	1,028	(3,247)	3,496	1,417

B14. Auditors' report on preceding annual financial statements

The preceding year's annual financial statements were not subject to any qualification.

By Order of the Board
Company Secretary