C08155-2025

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

   Nov 17, 2025

2. SEC Identification Number

   13174

3. BIR Tax Identification No.

   000-108-278-000

4. Exact name of issuer as specified in its charter

   Digiplus Interactive Corp.

5. Province, country or other jurisdiction of incorporation

   NCR, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

   Ecoprime Bldg., 32nd St. cor. 9th Ave., BGC, Taguig
   Postal Code
   1635

8. Issuer's telephone number, including area code

   (632) 8634-5099

9. Former name or former address, if changed since last report

   N/A

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	4,509,304,178

11. Indicate the item numbers reported herein

    Item 9

DigiPlus Interactive Corp.
PLUS

PSE Disclosure Form 4-31 - Press Release
References: SRC Rule 17 (SEC Form 17-C)
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
DigiPlus expands offline footprint with convertible notes subscription in parent entity of New Coast Hotel Manila
Background/Description of the Disclosure

DigiPlus Interactive Corp. (“DigiPlus” or the “Company”; PSE: PLUS), the Philippines’ leading digital entertainment provider behind BingoPlus, ArenaPlus, and GameZone, signed a convertible notes agreement (“Notes”), which carry the rights to acquire a controlling economic stake in International Entertainment Corporation (“IEC”; HKEX: 1009).

IEC is listed on the Stock Exchange of Hong Kong (HKEx). Through its subsidiaries, it owns and operates New Coast Hotel Manila, an integrated hotel and casino complex licensed by the Philippine Amusement and Gaming Corporation. Upon conversion of the Notes, the acquisition will strengthen DigiPlus’ omnipresent entertainment ecosystem by adding a strategic offline platform that seamlessly connects with its digital network, enhancing brand activation, player engagement, and customer experience across both physical and online touchpoints.

The subscription to convertible notes, amounting to HK$1.6 billion (approximately 12 billion), will be issued in two tranches. The first tranche, amounting to HK$800 million, will be completed upon satisfaction of customary conditions. The remainder will comprise the second tranche, which will follow within three months of the first completion, subject to mutually agreed terms between the parties.

DigiPlus has the option to convert the Notes. Should DigiPlus exercise this option, it will hold approximately 53.89% of IEC’s issued capital stock, based on an agreed initial conversion price of HK$1.00 per share. The Notes carry an interest rate of 3% per annum. If DigiPlus chooses not to convert, the Notes will instead be redeemable at 108% at the end of their five-year maturity.

New Coast Hotel Manila is a five-star hotel located in the area of Roxas Boulevard in Malate, Manila. Formerly known as New World Hotel Manila. It rebranded as New Coast Hotel Manila in 2020. The hotel features luxurious rooms and suites with modern amenities, elegant dining options, and versatile event and meeting facilities. The hotel-casino complex currently offers 203 guest rooms and operates 96 gaming tables, 495 slot machines, and a range of other gaming amenities. The complex is currently under renovation, with the casino expected to be completed in January 2026 and the hotel by the third quarter of 2026.

The potential acquisition allows DigiPlus to optimize its group structure by combining IEC’s expertise in hospitality and gaming management with DigiPlus’ leadership in digital entertainment and technology.

“This move marks a defining step toward DigiPlus’ long-term goal to create the most innovative and enjoyable experiences through an entertainment ecosystem, powered by cutting-edge technology and localized products for different cultures,” said DigiPlus Chairman Eusebio Tanco. “Through this transaction, we are expanding our omnipresent ecosystem—bridging digital innovation with real-world experiences—to create a new era of entertainment that is engaging, responsible, and globally competitive,” he added.

The transaction is subject to approval by IEC shareholders at an Extraordinary General Meeting (EGM) to be held after the convertible notes subscription agreement is executed and clearance from the Securities and Futures Commission of Hong Kong and the HKEx are obtained.

The conversion of the convertible notes is subject to approval of the Philippine Competition Commission, consistent with regulatory requirements.

This acquisition underscores DigiPlus’ commitment to delivering sustainable growth and long-term shareholder value through the convergence of technology, entertainment, and hospitality.

Other Relevant Information

None

Filed on behalf by:

Name	Carol Padilla
Designation	Corporate Secretary

COVER SHEET

0	0	1	-	3	1	7	4				

SEC Registration Number

DigiPlus Interactive Corp.

(Company's Full Name)

Ecoprime Building, 32nd Street Ninth Avenue, Bonifacio Global City, Taguig City

(Business Address: No. Street City/Town/Province)

Atty. Carol Padilla	8634-5099
(Contract Person)	(Company Telephone Number)

1 2 / 3 1	17-C	May 29
Month *Day*	(Form Type)	*Month* *Day*
(Fiscal Year)		

Not Applicable

(Secondary License Type, If Applicable)

	Not Applicable
Dept. Requiring this Doc.	Amended Articles Number/section

Total Amount of Borrowings

Total No. of Stockholders	Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

Remarks: Please use BLACK ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. November 17, 2025
   Date of Report (Date of earliest event reported)

2. 13174
   SEC Identification Number

3. 000-108-278-000
   BIR Tax Identification No.

4. DigiPlus Interactive Corp.
   Exact name of issuer as specified in its charter

5. NCR, PHILIPPINES
   Province. Country or other jurisdiction of incorporation

6. (SEC Use Only) Industry Classification Code

7. Ecoprime Building, 32nd Street corner Ninth Avenue, Bonifacio Global City, Taguig City
   Address of principal office

   1635
   Postal Code

8. (632) 8634-5099
   Issuer's telephone number, including area code

9. N/A
   Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock, Php1.00 Par Value	4,509,304,178/Not Applicable

11. Indicate the item numbers reported herein: **Item 9**

Please see attached Press Release.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DIGIPLUS INTERACTIVE CORP.
Issuer

November 17, 2025
Date

Carol V. Padilla
Corporate Secretary

PRESS RELEASE

DigiPlus expands offline footprint with convertible notes subscription in parent entity of New Coast Hotel Manila

Manila, Philippines / Hong Kong – November 17, 2025 – DigiPlus Interactive Corp. ("DigiPlus" or the "Company"; PSE: PLUS), the Philippines' leading digital entertainment provider behind BingoPlus, ArenaPlus, and GameZone, signed a convertible notes agreement ("Notes"), which carry the rights to acquire a controlling economic stake in International Entertainment Corporation ("IEC"; HKEX: 1009).

IEC is listed on the Stock Exchange of Hong Kong (HKEx). Through its subsidiaries, it owns and operates New Coast Hotel Manila, an integrated hotel and casino complex licensed by the Philippine Amusement and Gaming Corporation. Upon conversion of the Notes, the acquisition will strengthen DigiPlus' omnipresent entertainment ecosystem by adding a strategic offline platform that seamlessly connects with its digital network, enhancing brand activation, player engagement, and customer experience across both physical and online touchpoints.

The subscription to convertible notes, amounting to HK$1.6 billion (approximately ₱12 billion), will be issued in two tranches. The first tranche, amounting to HK$800 million, will be completed upon satisfaction of customary conditions. The remainder will comprise the second tranche, which will follow within three months of the first completion, subject to mutually agreed terms between the parties.

DigiPlus has the option to convert the Notes. Should DigiPlus exercise this option, it will hold approximately 53.89% of IEC's issued capital stock, based on an agreed initial conversion price of HK$1.00 per share. The Notes carry an interest rate of 3% per annum. If DigiPlus chooses not to convert, the Notes will instead be redeemable at 108% at the end of their five-year maturity.

New Coast Hotel Manila is a five-star hotel located in the area of Roxas Boulevard in Malate, Manila. Formerly known as New World Hotel Manila. It rebranded as New Coast Hotel Manila in 2020. The hotel features luxurious rooms and suites with modern amenities, elegant dining options, and versatile event and meeting facilities. The hotel-casino complex currently offers 203 guest rooms and operates 96 gaming tables, 495 slot machines, and a range of other gaming amenities. The complex is currently under renovation, with the casino expected to be completed in January 2026 and the hotel by the third quarter of 2026.

The potential acquisition allows DigiPlus to optimize its group structure by combining IEC's expertise in hospitality and gaming management with DigiPlus' leadership in digital entertainment and technology.

"This move marks a defining step toward DigiPlus' long-term goal to create the most innovative and enjoyable experiences through an entertainment ecosystem, powered by cutting-edge technology and localized products for different cultures," said DigiPlus Chairman Eusebio Tanco. "Through this transaction, we are expanding our omnipresent ecosystem—bridging digital innovation with real-world experiences—to create a new era of entertainment that is engaging, responsible, and globally competitive," he added.

The transaction is subject to approval by IEC shareholders at an Extraordinary General Meeting (EGM) to be held after the convertible notes subscription agreement is executed and clearance from the Securities and Futures Commission of Hong Kong and the HKEx are obtained.

The conversion of the convertible notes is subject to approval of the Philippine Competition Commission, consistent with regulatory requirements.

This acquisition underscores DigiPlus' commitment to delivering sustainable growth and long-term shareholder value through the convergence of technology, entertainment, and hospitality.