

# 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)

Mar 3, 2026

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	4,524,773,478

11. Indicate the item numbers reported herein

Item 9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*

# DigiPlus Interactive Corp.

## PLUS

**PSE Disclosure Form 16-1- Update on Corporate Actions/  
Material Transactions/Agreements**  
*References: SRC Rule 17 (SEC Form 17-C) and  
Section 16 of the Revised Disclosure Rules*

### Subject of the Disclosure

Update to the Company's disclosure dated 26 February 2026 and published in PSE EDGE on 27 February 2026 (C01243-2026)

### Background/Description of the Disclosure

As a matter of further update to the Company's Update on Corporate Actions/Material Transactions/Agreements dated 26 February 2026 and published in PSE EDGE on 27 February 2026, International Entertainment Corporation ("IEC") announced that all conditions precedent to the First Completion as set out in the section headed "Conditions Precedent of the Subscription Agreement" in the Circular have been fulfilled, and the First Completion of the Subscription Agreement took place on 3 March 2026. First Subscription Notes in the principal amount of HK\$0.8 billion have been issued to DigiPlus Interactive Corp. ("DigiPlus") in accordance with the terms of the Subscription Agreement.

DigiPlus signed on 17 November 2025 the Subscription Agreement with IEC in respect of the subscription of IEC convertible notes.

The Second Completion is expected to take place no later than three (3) months from the First Completion (unless otherwise agreed by the parties in writing) when the Second Subscription Notes in the principal amount of HK\$0.8 billion will be issued to DigiPlus in accordance with the terms of the Subscription Agreement. Further announcement will be made as and when necessary.

### Other Relevant Information

Please see attached

### Filed on behalf by:

<b>Name</b>	Carol Padilla
<b>Designation</b>	Corporate Secretary



**SECURITIES AND EXCHANGE COMMISSION**

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1. March 3, 2026  
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	4,524,773,478/Not Applicable

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

As a matter of further update to the Company's Update on Corporate Actions/Material Transactions/Agreements dated 26 February 2026 and published in PSE EDGE on 27 February 2026, International Entertainment Corporation ("IEC") announced that all conditions precedent to the First Completion as set out in the section headed "Conditions Precedent of the Subscription Agreement" in the Circular have been fulfilled, and the First Completion of the Subscription Agreement took place on 3 March 2026. First Subscription Notes in the principal amount of HK\$0.8 billion have been issued to DigiPlus Interactive Corp. ("DigiPlus") in accordance with the terms of the Subscription Agreement.

DigiPlus signed on 17 November 2025 the Subscription Agreement with IEC in respect of the subscription of IEC convertible notes.

The Second Completion is expected to take place no later than three (3) months from the First Completion (unless otherwise agreed by the parties in writing) when the Second Subscription Notes in the principal amount of HK\$0.8 billion will be issued to DigiPlus in accordance with the terms of the Subscription Agreement. Further announcement will be made as and when necessary.

**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

March 3, 2026  
Date

  
**Carol V. Padilla**  
Corporate Secretary

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*This announcement appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.*



## **INTERNATIONAL ENTERTAINMENT CORPORATION**

**國際娛樂有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 01009)**

### **(1) FIRST COMPLETION OF ISSUE OF CONVERTIBLE NOTES UNDER SPECIFIC MANDATE (2) APPLICATION FOR WHITEWASH WAIVER AND (3) SPECIAL DEAL IN RELATION TO EARLY REPAYMENT OF PROMISSORY NOTES**

References are made to the announcement (the “**Announcement**”) of International Entertainment Corporation (the “**Company**”) dated 17 November 2025 in relation to, among other matters, (i) the issue of convertible Notes under Specific Mandate; (ii) application for Whitewash Waiver; (iii) Special Deal in relation to early repayment of Promissory Notes; and (iv) commencement of offer period, the circular (the “**Circular**”) of the Company dated 9 February 2026 and the EGM poll results announcement (the “**EGM Results Announcement**”) of the Company dated 26 February 2026. Capitalised terms used herein shall have the same meanings as those defined in the Announcement, the Circular and the EGM Results Announcement unless the context required otherwise.

#### **FIRST COMPLETION OF THE SUBSCRIPTION AGREEMENT**

The Board is pleased to announce that all conditions precedent to the First Completion as set out in the section headed “Conditions Precedent of the Subscription Agreement” in the Circular have been fulfilled, and the First Completion of the Subscription Agreement took place on 3 March 2026. First Subscription Notes in the principal amount of HK\$0.8 billion have been issued to the Subscriber in accordance with the terms of the Subscription Agreement.

The Second Completion is expected to take place no later than three (3) months from the First Completion (unless otherwise agreed by the parties in writing) when the Second Subscription Notes in the principal amount of HK\$0.8 billion will be issued to the Subscriber in accordance with the terms of the Subscription Agreement. Further announcement will be made as and when necessary.

After deduction of relevant costs and expenses of approximately HK\$2 million, the net proceeds raised under the First Completion and to be raised under the Second Completion are estimated to be approximately HK\$1.598 billion, which will be applied by the Company in the manner as disclosed in the Circular.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) as at the date of this announcement; (ii) immediately upon full conversion of the Notes (assuming that there will be no change in the issued share capital of the Company from the date of this announcement up to the full conversion of the Notes) are as follows:

	(i) As at the date of this announcement		(ii) Immediately upon full conversion of the Notes at the initial Conversion Price	
	Shares	Approximate %	Shares	Approximate %
Excite Opportunity Fund L.P. <sup>(Note 1)</sup>	260,000,000	18.99	260,000,000	8.76
Eriska Investment Fund Ltd <sup>(Note 2)</sup>	131,800,000	9.63	131,800,000	4.44
The Subscriber	—	—	1,600,000,000	53.89
Other public Shareholders <sup>(Note 3)</sup>	<u>977,357,235</u>	<u>71.38</u>	<u>977,357,235</u>	<u>32.91</u>
Total	<u>1,369,157,235</u>	<u>100.00</u>	<u>2,969,157,235</u>	<u>100.00</u>

Notes:

- As at the date of this announcement, the Shares were held by Excite Opportunity Fund L.P., an exempted limited partnership established in accordance with the Exempted Limited Partnership Law of the Cayman Islands, and managed by Excite Investments Holdings Limited (as general partner) which was wholly-owned by Mr. Ho Wong Meng (“**Mr. Ho**”), an executive Director. Excite Opportunity Fund L.P. was owned as to 100% by Glorious Future Fund SPC as limited partner, whose management shares were held by AG Investment Management Company Limited in its capacity as investment manager. AG Investment Management Company Limited was wholly-owned by Mr. Tang Yuk Fan. Accordingly, each of Glorious Future Fund SPC, AG Investment Management Company Limited, Mr. Tang Yuk Fan and Mr. Ho was deemed to be interested in the Shares held by Excite Opportunity Fund L.P. under the SFO.
- Based on the information available on the LEI (Legal Entity Identification) public register (the “**LEI Public Register**”) as at the date of this announcement, the direct parent and ultimate parent of Eriska Investment Fund Ltd was M.I.H. International Ltd. Based on the information available on the LEI Public Register as at the date of this announcement, the parents of M.I.H. International Ltd. were natural persons in respect of which the direct parent exception and ultimate parent exception were reported. No further

information on the direct parent and ultimate parent of M.I.H. International Ltd. was provided on the LEI Public Register. As at the date of this announcement, none of the Directors owned any shares of Eriska Investment Fund Ltd.

3. As at the date of this announcement, apart from Mr. Ho, an executive Director, who was deemed interested in 260,000,000 Shares as disclosed in Note 1 above, none of the Directors was interested in any Shares.

By Order of the Board  
**International Entertainment Corporation**  
**Ho Wong Meng**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 3 March 2026

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Ho Wong Meng and Mr. Aurelio Jr. Dizon Tablante, and three independent non-executive Directors, namely Mr. Cheng Hong Wai, Mr. Luk Ching Kwan Corio and Ms. Danica Ramos Lumawig.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm that, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*