



DISA Limited
(Company Registration No. 197501110N)
(Incorporated in the Republic of Singapore)

ADDITIONAL INVESTMENT IN DIGITAL LIFE LINE PTE. LTD.

1. INTRODUCTION

The Board of Directors (the “**Board**” or “**Directors**”) of DISA Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that the Company has on 2 September 2025, through its wholly-owned subsidiary, Disa Digital Safety Pte. Ltd. (“**DiSa**”), increased its investment in the share capital of Digital Life Line Pte. Ltd. (“**DLL**”) by subscribing for an additional 560,889,768 new ordinary shares in DLL (“**DLL Shares**”) in cash at S\$0.00039515281 per DLL Share for a total subscription amount of S\$221,638 through a rights issue exercise carried out by DLL (the “**Proposed Additional Investment**”).

Following the Proposed Additional Investment, DiSa’s total investment in DLL increased from S\$1,573,294 to S\$1,794,932, with percentage of shareholding increased from 55.41% to 76.36%.

The Proposed Additional Investment was funded by the internal resources of the Group.

2. INFORMATION ON DLL

Incorporated in 2021, DLL is a Singapore-based ISO13485-certified medical technology company that provides digital, AI-powered diagnostic ophthalmology solutions to enable community-based vision screening for early detection and treatment of vision impairment.

On the date of this announcement, DLL has completed the renounceable rights issue exercise and successfully raised S\$235,411, with a subscription rate of approximately 58.9%, for additional working capital purposes. Each existing shareholder of DLL is entitled to two (2) rights for each existing DLL Share held at an issue price of S\$0.00039515281 per DLL Share. The issue price was determined based on DLL’s projected working capital requirements over the next 12 months, divided by the total number of existing shares in DLL. The Group has participated in the rights issue exercise which resulted in the Proposed Additional Investment.

The shareholding structure in DLL before and after the Proposed Additional Investment are set out below:

	Before the Proposed Additional Investment	After the Proposed Additional Investment
DiSa	55.41%	76.36%
Mr. Chng Weng Wah ⁽¹⁾	4.88%	2.24%
Other individual and institutional investors ⁽²⁾	39.71%	21.40%
Total	100.00%	100.00%

Notes:

- (1) Mr. Chng Weng Wah is the Executive Chairman, Managing Director and Chief Executive Officer of the Company. He is also a controlling shareholder of the Company with total direct and deemed shareholding of 17.23% in the Company as at the date of this announcement.
- (2) None of the other individual and institutional investors is a director or controlling shareholder (as defined in the Catalist Rules) of the Company or their respective associates.

3. RATIONALE OF THE PROPOSED ADDITIONAL INVESTMENT

The Proposed Additional Investment is essential to support DLL’s ongoing operations and to fund its key strategic initiatives. This includes the marketing of its automated visual acuity test (AVAT) device, the clinical development and validation of its cataract screening device known as Mobile Imaging Device for Anterior Segment (MIDAS), and the development of an artificial intelligence tool for cataract diagnostics (collectively, “**DLL’s Products**”).

The Board believes that the Proposed Additional Investment is in the best interests of the Company. The issue price is reasonably attractive and enables the Group to increase its level of control over DLL, thereby supporting its continued involvement in DLL’s ongoing and future projects. This, in turn, strengthens the Group’s position to capture potential upside from the successful commercialisation of DLL’s Products.

4. RELATIVE FIGURES COMPUTED BASED ON CATALIST RULE 1006

Based on the Company’s latest announced unaudited financial results of the Group for the financial year ended 30 June 2025 (“**FY2025**”), the relative figures computed on the bases set out in Catalist Rule 1006 in respect of the Proposed Additional Investment are set out below:

Catalist Rules 1006	Basis of Computation	Relative Figure for the Acquisition⁽¹⁾ (%)	Relative Figure for the Proposed Additional Investment (%)	Aggregated Relative Figure (%)
(a)	The net asset value of the assets to be disposed of, compared with the group's net asset value. This basis is not applicable to an acquisition of assets.	Not applicable	Not applicable ⁽²⁾	Not applicable
(b)	The net profits ⁽³⁾ attributable to the assets acquired or disposed of, compared with the group's net profits.	-31.9%	5.4% ⁽⁴⁾	-9.8%
(c)	The aggregate value of the consideration given or received, compared with the issuer's market capitalisation based on the total number of issued shares excluding treasury shares.	39.7%	1.5% ⁽⁵⁾	36.9%
(d)	The number of equity securities issued by the issuer as consideration for an acquisition, compared with the number of equity securities previously in issue.	1.8%	Not applicable ⁽⁶⁾	1.8%
(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the group's proved and probable reserves. This basis is applicable to the disposal of mineral, oil or gas assets by a mineral, oil and gas company, but not to an acquisition of such assets. If the reserves are not directly comparable, the Exchange may permit valuations	Not applicable	Not applicable ⁽⁷⁾	Not applicable

Catalist Rules 1006	Basis of Computation	Relative Figure for the Acquisition⁽¹⁾ (%)	Relative Figure for the Proposed Additional Investment (%)	Aggregated Relative Figure (%)
	to be used instead of volume or amount.			

Notes:

- (1) Extracted from the Company's announcement dated 22 July 2025 in relation to the acquisition of 50% interests in Rheumatology Associates Pte. Ltd. (the "Acquisition").
- (2) Not applicable as the Proposed Additional Investment is considered an acquisition of assets.
- (3) Under Catalist Rule 1002(3), "net profits" means profit or loss including discontinued operations that have not been disposed and before income tax and non-controlling interests.
- (4) The Company has computed the relative figure based on DLL's unaudited net loss for FY2025 attributable to the effective additional 20.95% interest acquired by the Group of approximately S\$155,000, and the Group's unaudited net loss for FY2025 of approximately S\$2,861,000.
- (5) The total value of consideration to be received includes the total subscription amount of the Proposed Additional Investment of S\$221,638 and DLL's unaudited negative net asset value as at 30 June 2025 attributable to the effective additional 20.95% interest acquired by the Group of approximately S\$3,000. The market capitalisation of the Company of S\$15,498,784, which is computed based on a total number of 14,089,803,417 shares of the Company (excluding treasury shares) multiply by the weighted average price of S\$0.0011 per share on 1 September 2025, being the last full market day on which the Company's shares were traded on the SGX-ST preceding the date on which the Proposed Additional Investment is completed.
- (6) Not applicable as the Proposed Additional Investment will be fully satisfied in cash.
- (7) Not applicable as the Company is not a mineral, oil or gas company.

The relative figures for the Proposed Additional Investment and the aggregated basis together with the Acquisition as computed on the bases set out in Catalist Rule 1006 exceed 5% but does not exceed 75%. Further, as the relative figure computed on the basis of Catalist Rule 1006(b) involves negative figures, Catalist Rule 1007(1) read with Practice Note 10A of the Catalist Rules shall apply.

As (i) the absolute relative figure computed on the basis of each of Catalist Rule 1006(c) and 1006(d) of (where applicable) does not exceed 75%; and (ii) the net loss of DLL attributable to the effective additional 20.95% interest acquired by the Group exceeds 5% but does not exceed 10% of the the consolidated net loss of the Group (taking into account only the absolute values), the Proposed Additional Investment falls within Paragraph 4.4(a) of Practice Note 10A of the Catalist Rules. Even when aggregated with the Acquisition, the net profit attributable to the Acquisition and the effective additional 20.95% interest acquired by the Group exceeds 5% of the of the the consolidated net loss of the Group (taking into account only the absolute values), and the Proposed Additional Investment, when aggregated with the Acquisition, falls within Paragraph 4.4(b) of Practice Note 10A of the Catalist Rules. Accordingly, the Proposed Additional Investment constitutes a discloseable transaction and no shareholders' approval is required.

5. FINANCIAL EFFECTS OF THE PROPOSED ADDITIONAL INVESTMENT

5.1 The financial effects of the Proposed Additional Investment set out below are strictly for illustrative purposes only and do not reflect the future financial position of the Company or the Group after the completion of the Proposed Additional Investment. The financial effects of the Proposed Additional Investment were calculated based on the Group's unaudited consolidated financial statements for the financial year ended 30 June 2025 ("FY2025") and the unaudited financial statements of DLL for FY2025, on the following bases and key assumptions:

- (a) the effects of the Proposed Additional Investment on the net tangible assets ("NTA") attributable to the shareholders of the Group and the NTA per share are computed assuming that the Proposed Additional Investment has been completed on 30 June 2025;

- (b) the financial effects of the Proposed Additional Investment on the loss attributable to the shareholders of the Group and the loss per share (“LPS”) are computed assuming that the Proposed Additional Investment had been completed on 1 July 2024;
- (c) the issuance of new Shares post-FY2025 in relation to the Acquisition have not been included in the computation of the financial effects on the NTA per share and LPS; and
- (d) the expenses in connection with the Proposed Additional Investment have been disregarded.

5.2 NTA per share

	Before the Proposed Additional Investment	After the Proposed Additional Investment
NTA ⁽¹⁾ attributable to the shareholders of the Company (S\$'000)	2,331	2,176
Number of shares (excluding treasury shares) ('000)	13,839,803	13,839,803
NTA per share (S\$ cents)	0.02	0.02

Note:

⁽¹⁾ NTA refers to total assets less the sum of total liabilities, non-controlling interests and intangible assets.

5.3 LPS

	Before the Proposed Additional Investment	After the Proposed Additional Investment
Net loss attributable to the shareholders of the Company ⁽¹⁾ (S\$'000)	(2,543)	(2,698)
Weighted average number of shares (excluding treasury shares) ('000)	10,653,008	10,653,008
Loss per share (S\$ cents)	(0.02)	(0.03)

Note:

⁽¹⁾ Net loss attributable to the shareholders of the Company refers to the loss after income tax and non-controlling interests.

6. SERVICE CONTRACT

No person will be appointed as a Director to the Board in connection with the Proposed Additional Investment. Accordingly, no service contract in relation thereto will be entered into between the Company and any such person.

7. INTEREST OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Save as disclosed in this announcement, none of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Additional Investment other than through their respective shareholdings (if any) in the Company.

8. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Additional Investment, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Chng Weng Wah
Managing Director and Chief Executive Officer
2 September 2025

This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

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