SBC MEDICAL GROUP HOLDINGS INCORPORATED
CONSOLIDATED BALANCE SHEETS

	December 31, 2025	December 31, 2024
ASSETS		
Current assets:		
Cash and cash equivalents	$ 163,773,838	$ 125,044,092
Accounts receivable	2,388,021	1,413,433
Accounts receivable – related parties	27,511,730	28,846,680
Inventories	2,792,617	1,494,891
Short-term investments – related parties	319,193	—
Finance lease receivables, current – related parties	12,832,355	5,992,585
Income tax recoverable	1,175,510	—
Customer loans receivable, current	8,705,999	10,382,537
Prepaid expenses and other current assets	11,724,852	11,276,802
Total current assets	**231,224,115**	**184,451,020**
Non-current assets:		
Property and equipment, net	7,539,392	8,771,902
Intangible assets, net	47,742,888	1,590,052
Long-term investments, net	1,299,366	3,049,972
Equity method investments	20,312,642	—
Goodwill, net	15,432,061	4,613,784
Finance lease receivables, non-current – related parties	13,746,513	8,397,582
Operating lease right-of-use assets	8,366,569	5,267,056
Finance lease right-of-use assets	450,874	—
Deferred tax assets	4,014,294	9,798,071
Customer loans receivable, non-current	4,824,977	5,023,551
Long-term prepayments	393,270	1,745,801
Long-term investments in MCs – related parties	17,837,293	17,820,910
Other assets	7,263,692	15,553,453
Total non-current assets	**149,223,831**	**81,632,134**
Total assets	**$ 380,447,946**	**$ 266,083,154**
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 16,988,384	$ 13,875,179
Accounts payable – related parties	651,463	659,044
Bank and other borrowings, current	9,099,046	96,824
Notes payables, current – related parties	—	26,255
Advances from customers	1,415,762	820,898
Advances from customers – related parties	5,357,221	11,739,533
Income tax payable	8,821,853	18,705,851
Operating lease liabilities, current	4,416,960	4,341,522
Finance lease liabilities, current	132,946	—
Accrued liabilities and other current liabilities	11,544,695	8,103,194
Due to related party	2,692,673	2,823,590
Total current liabilities	**61,121,003**	**61,191,890**
Non-current liabilities:		
Bank and other borrowings, non-current	33,734,438	6,502,682
Notes payables, non-current – related parties	—	5,334
Deferred tax liabilities	16,374,832	926,023
Operating lease liabilities, non-current	4,136,257	1,241,526
Finance lease liabilities, non-current	116,527	—
Other liabilities	1,660,183	1,193,541
Total non-current liabilities	**56,022,237**	**9,869,106**
Total liabilities	**117,143,240**	**71,060,996**

SBC MEDICAL GROUP HOLDINGS INCORPORATED
CONSOLIDATED BALANCE SHEETS — (Continued)

	December 31, 2025	December 31, 2024
Stockholders' equity:		
Preferred stock ($0.0001 par value, 20,000,000 shares authorized; no shares issued and outstanding as of December 31, 2025 and 2024)	—	—
Common stock ($0.0001 par value, 400,000,000 shares authorized, 103,881,251 and 103,020,816 shares issued, 102,576,943 and 102,750,816 shares outstanding as of December 31, 2025 and 2024, respectively)	10,388	10,302
Additional paid-in capital	72,867,424	62,513,923
Treasury stock (at cost, 1,304,308 and 270,000 shares as of December 31, 2025 and December 31, 2024, respectively)	(7,749,997)	(2,700,000)
Retained earnings	240,448,620	189,463,007
Accumulated other comprehensive loss	(57,294,239)	(54,178,075)
Total SBC Medical Group Holdings Incorporated stockholders' equity	**248,282,196**	**195,109,157**
Non-controlling interests	15,022,510	(86,999)
Total stockholders' equity	**263,304,706**	**195,022,158**
Total liabilities and stockholders' equity	**$ 380,447,946**	**$ 266,083,154**

SBC MEDICAL GROUP HOLDINGS INCORPORATED
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

	For the Three Months Ended December 31, (Unaudited)		For the Years Ended December 31,	
	2025	**2024**	**2025**	**2024**
Revenues, net – related parties	$ 35,041,379	$ 42,455,401	$ 158,860,970	$ 195,173,889
Revenues, net	4,525,327	1,965,136	14,746,519	10,241,653
Total revenues, net	**39,566,706**	**44,420,537**	**173,607,489**	**205,415,542**
Cost of revenues	10,638,132	10,548,170	46,323,767	49,365,035
Gross profit	**28,928,574**	**33,872,367**	**127,283,722**	**156,050,507**
Operating expenses:				
Selling, general and administrative expenses	16,079,682	13,880,503	59,797,324	57,665,140
Stock-based compensation	—	215,237	—	13,022,692
Impairment loss on intangible asset	—	15,058,965	—	15,058,965
Total operating expenses	**16,079,682**	**29,154,705**	**59,797,324**	**85,746,797**
Income from operations	**12,848,892**	**4,717,662**	**67,486,398**	**70,303,710**
Other income (expenses):				
Interest income	(284)	(17,340)	198,315	19,943
Interest expense	(56,090)	(12,402)	(160,583)	(28,300)
Foreign currency exchange gain, net	2,907,364	800,643	2,002,789	895,711
Other income	3,184,379	3,287,471	5,113,637	3,914,297
Other expenses	(317,263)	(2,716,703)	(1,321,064)	(5,463,153)
Gain on redemption of life insurance policies	—	—	8,746,138	—
Gain on disposal of subsidiary	—	—	—	3,813,609
Total other income	**5,718,106**	**1,341,669**	**14,579,232**	**3,152,107**
Income before income taxes	**18,566,998**	**6,059,331**	**82,065,630**	**73,455,817**
Income tax expense (benefit)	4,287,103	(488,553)	31,020,607	26,765,925
Net income	**14,279,895**	**6,547,884**	**51,045,023**	**46,689,892**
Less: net income attributable to non-controlling interests	79,604	8,663	59,410	75,617
Net income attributable to SBC Medical Group Holdings Incorporated	**$ 14,200,291**	**$ 6,539,221**	**$ 50,985,613**	**$ 46,614,275**
Other comprehensive loss:				
Foreign currency translation adjustment	$ (14,589,478)	$ (18,100,852)	$ (2,949,843)	$ (16,557,607)
Total comprehensive income (loss)	**(309,583)**	**(11,552,968)**	**48,095,180**	**30,132,285**
Less: comprehensive income attributable to non-controlling interests	67,823	7,737	225,731	117,830
Comprehensive income (loss) attributable to SBC Medical Group Holdings Incorporated	**$ (377,406)**	**$ (11,560,705)**	**$ 47,869,449**	**$ 30,014,455**
Net income per share attributable to SBC Medical Group Holdings Incorporated				
Basic and diluted	$ 0.14	$ 0.06	$ 0.50	$ 0.48
Weighted average shares outstanding				
Basic and diluted	102,576,943	102,750,816	102,997,967	96,561,041

SBC MEDICAL GROUP HOLDINGS INCORPORATED
CONSOLIDATED STATEMENTS OF CASH FLOWS

	For the Years Ended December 31, 2025	For the Years Ended December 31, 2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	$ 51,045,023	$ 46,689,892
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization expense	2,684,300	3,799,377
Non-cash lease expense	4,698,731	3,870,198
Provision for (reversal of) credit losses	302,949	(402,196)
Stock-based compensation	—	13,022,692
Impairment loss on intangible asset	—	15,058,965
Impairment loss on long-term investments	133,513	529,596
Fair value change of long-term investments	(247,514)	2,617,435
Gain on disposal of subsidiary	—	(3,813,609)
Gain on redemption of life insurance policies	(8,746,138)	—
Loss (gain) on disposal of property and equipment and intangible assets	(3,179,200)	511,947
Gain on previously held equity interest	(815,328)	—
Deferred income taxes	5,326,982	(14,417,087)
Changes in operating assets and liabilities:		
Accounts receivable	(160,963)	(733,219)
Accounts receivable - related parties	1,552,477	1,350,413
Inventories	(170,174)	1,124,805
Finance lease receivables - related parties	(12,746,857)	(5,991,486)
Customer loans receivable	15,821,375	18,477,327
Prepaid expenses and other current assets	332,264	(2,268,209)
Long-term prepayments	318,470	1,910,274
Other assets	(195,846)	(1,692,642)
Accounts payable	2,675,066	(9,588,067)
Accounts payable - related parties	(8,571)	682,320
Notes payables - related parties	(14,252,502)	(34,756,754)
Advances from customers	604,072	(1,476,240)
Advances from customers - related parties	(6,693,127)	(9,144,031)
Income tax payable	(11,662,531)	11,228,429
Operating lease liabilities	(4,927,460)	(3,950,587)
Accrued liabilities and other current liabilities	2,968,513	(12,096,825)
Other liabilities	10,972	40,215
NET CASH PROVIDED BY OPERATING ACTIVITIES	**24,668,496**	**20,582,933**
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	(1,401,012)	(2,564,643)
Purchase of convertible note	—	(1,700,000)
Prepayments for property and equipment	(968,848)	(843,740)
Advances to related parties	—	(622,804)
Payments made on behalf of related parties	(1,840,801)	(5,572,564)
Purchase of short-term investments - related parties	(334,173)	—
Purchase of long-term investments	(654,070)	(331,496)
Purchases of cryptocurrencies	(424,250)	—
Proceeds from disposal of cryptocurrencies	457,828	—
Purchase of equity method investments	(20,062,642)	—
Cash paid for acquisition of subsidiaries, net of cash acquired	(22,941,701)	(4,236,009)
Long-term loans to others	(14,514)	(172,411)
Repayments from related parties	1,914,454	6,597,564
Repayment from others	83,677	176,109
Proceeds from redemption of life insurance policies	17,735,717	—
Disposal of subsidiaries, net of cash disposed of	—	(832,416)
Proceeds from disposal of property and equipment	7,478,783	—
NET CASH PROVIDED USED IN INVESTING ACTIVITIES	**(20,971,552)**	**(10,102,410)**
CASH FLOWS FROM FINANCING ACTIVITIES		
Borrowings from bank and others	34,753,946	6,603,253
Borrowings from related parties	15,000	5,481,787
Proceeds from reverse recapitalization, net of transaction costs	—	11,707,417

SBC MEDICAL GROUP HOLDINGS INCORPORATED
CONSOLIDATED STATEMENTS OF CASH FLOWS — (Continued)

	For the Years Ended December 31,	
Proceeds from exercise of stock warrants	—	31,374
Repayments of bank and other borrowings	(1,353,071)	(119,017)
Repayments of finance lease liabilities	(331,365)	—
Repayments to related parties	(145,917)	(739,414)
Repurchase of common stock	(4,999,997)	—
Deemed contribution in connection with price modification on disposal of property and equipment	10,353,587	—
NET CASH PROVIDED BY FINANCING ACTIVITIES	**38,292,183**	**22,965,400**
Effect of exchange rate changes	(3,259,381)	(11,424,763)
NET CHANGE IN CASH AND CASH EQUIVALENTS	**38,729,746**	**22,021,160**
CASH AND CASH EQUIVALENTS AS OF THE BEGINNING OF THE YEAR	**125,044,092**	**103,022,932**
CASH AND CASH EQUIVALENTS AS OF THE END OF THE YEAR	**$ 163,773,838**	**$ 125,044,092**
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash paid for interest expense	$ 160,583	$ 28,300
Cash paid for income taxes	$ 37,190,188	$ 30,239,002
NON-CASH INVESTING AND FINANCING ACTIVITIES		
Property and equipment transferred from long-term prepayments	$ 1,493,450	$ 597,602
Operating lease right-of-use assets obtained in exchange for operating lease liabilities	$ 1,322,455	$ —
Finance lease right-of-use assets obtained in exchange for finance lease liabilities	$ 612,466	$ —
Remeasurement of operating lease liabilities and right-of-use assets due to lease modifications	$ 5,302,043	$ 2,908,554
Payables to related parties in connection with loan services provided	$ 14,219,401	$ 20,524,499
Issuance of common stock as incentive shares	$ 86	$ —
Issuance of common stock from conversion of convertible note	$ —	$ 2,700,000
Deemed contribution in connection with disposal of subsidiaries	$ —	$ 1,473,571

RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES

SBC MEDICAL GROUP HOLDINGS INCORPORATED
Unaudited Reconciliations of GAAP and Non-GAAP Results

	For the Three Months Ended December 31,		For the Years Ended December 31,	
	2025	**2024**	**2025**	**2024**
Total Revenues, net	$ 39,566,706	$ 44,420,537	$ 173,607,489	$ 205,415,542
Income from operations	12,848,892	4,717,662	67,486,398	70,303,710
Depreciation and amortization expense	673,684	931,596	2,684,300	3,799,377
Impairment loss	—	15,058,965	—	15,058,965
EBITDA	13,522,576	20,708,223	70,170,698	89,162,052
EBITDA margin	34%	47%	40%	43%
Net income margin	36%	15%	29%	23%