

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K/A

Amendment No. 1 to
CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 1, 2023

DIGITALBRIDGE GROUP, INC.

(Exact Name of Registrant as Specified in Its Charter)

Maryland
(State or Other Jurisdiction of
Incorporation or Organization)

001-37980
(Commission
File Number)

46-4591526
(I.R.S. Employer
Identification No.)

750 Park of Commerce Drive, Suite 210
Boca Raton, Florida 33487
(Address of Principal Executive Offices, Including Zip Code)

(561) 570-4644
(Registrant's telephone number, including area code)

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Title of Class	Securities registered pursuant to Section 12(b) of the Act:	Trading Symbol(s)	Name of Each Exchange on Which Registered
Class A Common Stock, \$0.01 par value		DBRG	New York Stock Exchange
Preferred Stock, 7.125% Series H Cumulative Redeemable, \$0.01 par value		DBRG.PRH	New York Stock Exchange
Preferred Stock, 7.15% Series I Cumulative Redeemable, \$0.01 par value		DBRG.PRI	New York Stock Exchange
Preferred Stock, 7.125% Series J Cumulative Redeemable, \$0.01 par value		DBRG.PRJ	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

EXPLANATORY NOTE

The registrant is furnishing this Amendment No. 1 to its Current Report on Form 8-K filed on November 1, 2023 (the Original Form 8-K) to furnish an updated slide number 5 of Exhibit 99.1 of the Original Form 8-K to correct amounts previously reported for weighted average number of shares—diluted, income (loss) from continuing operations per common share—diluted, and net income (loss) attributable to common stockholders per common share—diluted for the three months ended September 30, 2023; the corrected amounts are 173,862,000 shares, \$1.49, and \$1.48, reflecting a decrease of 11,316,000 shares, and increases of \$0.09 and \$0.09, respectively. This Amendment No. 1 is solely to furnish the updated slide number 5 of Exhibit 99.1 of the Original Form 8-K to correct the above amounts. No other changes have been made to the Original Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are being filed with this Current Report on Form 8-K/A.

Exhibit No.	Description
99.1	Slide Number 5 of the Earnings Release dated November 1, 2023
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

DIGITALBRIDGE THIRD QUARTER 2023 GAAP RESULTS

CONSOLIDATED STATEMENT OF OPERATIONS (In thousands, except per share data, unaudited)

	Three Months Ended September 30,	
	2023	2022
Revenues		
Fee income	\$ 65,240	\$ 41,263
Carried interest allocation (reversal)	168,891	121,698
Principal investment income (loss)	17,943	11,531
Property operating income	214,058	244,336
Other income	10,948	11,024
Total revenues	477,080	429,852
Expenses		
Property operating expense	94,481	105,987
Interest expense	49,894	53,032
Investment expense	5,728	9,510
Transaction-related costs	896	3,879
Placement fees	15	—
Depreciation and amortization	128,000	145,594
Compensation expense		
Compensation expense - cash and equity-based	74,714	65,544
Compensation expense (reversal) - carried interest and incentive fee	72,865	80,831
Administrative expenses	24,077	29,909
Total expenses	450,670	494,286
Other income (loss)		
Other gain (loss), net	254,827	25,908
Income (loss) before income taxes	281,237	(38,526)
Income tax benefit (expense)	143	7,841
Income (loss) from continuing operations	281,380	(30,685)
Income (loss) from discontinued operations	(2,603)	(90,392)
Net income (loss)	278,777	(120,987)
Net income (loss) attributable to noncontrolling interests:		
Redeemable noncontrolling interests	132	(6,442)
Investment entities	(17,746)	(60,623)
Operating Company	19,918	(4,834)
Net income (loss) attributable to DigitalBridge Group, Inc.	276,473	(49,088)
Preferred stock redemption	—	(1,098)
Preferred stock dividends	14,645	15,283
Net income (loss) attributable to common stockholders	\$ 261,828	\$ 63,273
Income (loss) per share—basic		
Income (loss) from continuing operations per share—basic	\$ 1.61	\$ 0.07
Net income (loss) attributable to common stockholders per share—basic	\$ 1.60	\$ (0.39)
Income (loss) per share—diluted		
Income (loss) from continuing operations per share—diluted	\$ 1.49	\$ 0.07
Net income (loss) attributable to common stockholders per share—diluted	\$ 1.48	\$ (0.39)
Weighted average number of shares		
Basic	160,564	162,398
Diluted	173,862	162,398

DIGITALBRIDGE

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