

Moonrail Limited B.V.

Financial Statements
for the year ended December 31, 2023

DS


Initial
LG

Table of Contents

Statement of financial position	3
Statement of profit or loss	4
Statement of changes in equity	5
Statement of cash flows	6
Notes to financial statements	7

DS


Initial


Moonrail Limited B.V.

Statement of financial position

(All amounts in EUR)

		31-Dec	
	Note	2023	2022
Assets			
Current assets			
Cash and cash equivalents	4	18,102,862	35,702,734
Receivable from subsidiary		1,822,270	4,225,014
Prepaid expenses		-	53,024
Total current assets		19,925,132	39,980,772
Non-current assets			
Intangible assets	5	2,083,079	29,341
Investment in subsidiary	6	1,000	1,000
Total non-current assets		2,084,079	30,341
Total assets		22,009,211	40,011,113
Equity and liabilities			
Current liabilities			
Accounts payable		975,975	807,675
Accrued expenses		-	140,961
Dividend payable		-	149,477
Payable to players		2,647,168	16,082,105
Profit tax payable	3	-	9,198
Other payables		3,200	-
Total current liabilities		3,626,343	17,189,416
Equity			
Issued capital	7	10,000	10,000
Retained earnings / (Accumulated losses)		18,372,868	22,811,697
Total equity		18,382,868	22,821,697
Total liabilities and equity		22,009,211	40,011,113

See accompanying notes.

DS


Initial


Moonrail Limited B.V.

Statement of profit or loss

(All amounts in EUR)

	Note	2023	2022
Revenue (Net)	8	38,673,558	34,602,550
Direct cost	9	-4,287,221	-3,109,734
Gross profit / (loss)		34,386,337	31,492,816
Amortization	5	-10,342	-14,733
Administrative expenses	10	-7,688,386	-6,083,715
Selling and distribution expenses	11	-492,647	-186,187
Other income		849,174	300,497
Profit / (loss) from operations		27,044,136	25,508,678
Finance income / (cost) (Net)	12	-7,507,196	-976,575
Profit / (loss) before tax		19,536,940	24,532,103
Profit tax expense	3	-	7,128
Profit / (loss) for the year		19,536,940	24,539,231
Other comprehensive income		-	-
Total comprehensive income / (loss) for the year		19,536,940	24,539,231
Attributable to the owners		19,536,940	24,539,231

See accompanying notes.

DS


Initial


Moonrail Limited B.V.

Statement of changes in equity

(All amounts in EUR)

	Issued capital	Retained earnings / (Accumulated losses)	Total
Balance, December 31, 2021	10,000	24,272,466	24,282,466
Profit / (loss) for the year	-	24,539,231	24,539,231
Other comprehensive income	-	-	-
Dividends declared and paid	-	-26,000,000	-26,000,000
Total comprehensive income / (loss) for the year	-	-1,460,769	-1,460,769
Balance, December 31, 2022	10,000	22,811,697	22,821,697
Profit / (loss) for the year	-	19,536,940	19,536,940
Other comprehensive income	-	-	-
Dividends declared and paid	-	-23,975,769	-23,975,769
Total comprehensive income / (loss) for the year	-	-4,438,829	-4,438,829
Balance, December 31, 2023	10,000	18,372,868	18,382,868

See accompanying notes.

DS


Initial


Moonrail Limited B.V.

Statement of cash flows

(All amounts in EUR)

	Note	2023	2022
Cash flow from operating activities			
Profit / (loss) for the year		19,536,940	24,539,231
Add: Amortization		10,342	14,733
(Increase) / decrease in receivable from subsidiary		2,402,744	-1,847,929
(Increase) / decrease in prepaid expenses		53,024	-51,150
Increase / (decrease) in accounts payable		168,300	267,358
Increase / (decrease) in accrued expenses		-140,961	-14,402
Increase / (decrease) in dividend payable		-149,477	-
Increase / (decrease) in payable to players		-13,434,937	13,897,429
Increase / (decrease) in profit tax payable		-9,198	6,411
Increase / (decrease) in other payables		3,200	-
Net cash generated from operating activities		8,439,977	36,811,681
Cash flow from investing activities			
(Increase) / decrease in intangible assets		-2,064,080	-
Net cash generated from investing activities		-2,064,080	-
Cash flow from financing activities			
Dividends declared and paid		-23,975,769	-26,000,000
Net cash generated from financing activities		-23,975,769	-26,000,000
Net increase / (decrease) in cash		-17,599,872	10,811,681
Cash at the beginning of the year		35,702,734	24,891,053
Cash at the end of the year	4	18,102,862	35,702,734

See accompanying notes.

DS


Initial


Moonrail Limited B.V.

Notes to financial statements**1. General information**

Moonrail Limited B.V. (the company) was established on October 01, 2018 in Curaçao as a private limited liability company. The address of its registered office is Korporaalweg 10, Curaçao. The company was registered in the Commercial register of Curaçao Chamber of Commerce & Industry under the number 148182.

The main objectives of the company are:

1. To organize, market, promote, manage, support and operate all types of remote gaming activities, comprising of all types of games, betting and other operation of betting exchange, interactive casinos, bingos, lotteries, poker and other interactive games, for clients established or residing outside of Curaçao.
2. The corporation is authorized to perform everything requisite or profitable to the accomplishment of its purpose or incidental thereto or connected therewith in the widest sense of the word.
3. The corporation has no authority to invoke the annulment of legal acts performed by the corporation, which exceeded the corporate objective.

The management of the company is borne by a board of directors. As of December 31, 2023, the management of the company is borne by a single statutory director:

- | | |
|---------------------------------------|--------------------|
| - Executive Corporate Management B.V. | Statutory Director |
|---------------------------------------|--------------------|

2. Summary of material accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of presentation

The separate financial statements of the company have been prepared in accordance with International Financial Reporting Standards (IFRS). The financial statements have been prepared under the historical cost convention. The financial statements are presented in EUR and all values are presented in actual, unless otherwise stated.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the company's accounting policies.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

DS


Initial


Moonrail Limited B.V.

Intangible assets

Intangible assets are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortization and any accumulated impairment loss.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in the statement of profit or loss.

The intangible assets with a finite life are amortized using the straight-line method and the intangible assets with an infinite life are tested for impairment on an annual basis.

The residual values, useful lives and method of amortization of intangible assets are reviewed at each financial year end and adjusted if appropriate.

Investment

Investment in subsidiary is valued at cost, less impairment losses, if any.

Foreign currency transactions

The financial statements are presented in EUR, which is the company's functional and presentation currency. Transactions denominated in foreign currencies are translated at the exchange rate prevailing when the transaction is realized. The exchange results are recorded in the statement of profit or loss.

Monetary assets and liabilities denominated in foreign currencies are translated into EUR at the exchange rates prevailing at the end of the year.

Financial instruments

Financial assets

Initial recognition and measurement

Financial assets within the scope of IFRS 9 are classified as financial assets at fair value through profit or loss, loans and receivables or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The company determines the classification of its financial assets at initial recognition.

All financial assets are recognized initially at fair value plus transaction costs, except in the case of financial assets recorded at fair value through profit or loss.

The company's financial assets include cash and cash equivalents, prepaid expenses and other assets.

DS


Initial
LG


Moonrail Limited B.V.

Financial liabilities**Initial recognition and measurement**

Financial liabilities within the scope of IFRS 9 are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognized initially at fair value plus, in the case of loans and borrowings, directly attributable transaction costs.

The company's financial liabilities include accounts payable, accrued expenses and other payables.

Subsequent measurement

The subsequent measurement of financial assets and liabilities depends on their classification.

Revenue recognition

Gaming revenue is represented by the difference between the amounts of bets placed by customers less amounts won, net of bonuses and loyalty points, if any. The revenue is recognized at the fair value of the consideration.

Impairment of long-lived assets

Long-lived assets, other than goodwill, are reviewed for impairment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. Recoverability of assets is measured by comparison of the carrying amount of the asset to the net undiscounted future cash flows expected to be generated from the asset. If the future undiscounted cash flows are not sufficient to recover the carrying value of the assets, the assets' carrying value is adjusted to fair value. The company regularly evaluates its long-lived asset for indicators of possible impairment. To date no impairment has been recorded.

Concentration of credit risk and certain other risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counterparties failed to perform as contracted. The company does not have significant exposure to any individual client or counterparty. Management of credit risk involves number of considerations, such as financial profile of the counterparty, specific terms and duration of the contractual agreement. There exists a risk of non-performance, however the management believes that the company's exposure to credit risk associated with non-performance of its counterparty is minimum.

Moonrail Limited B.V.

New standards, amendments and interpretations issued but not effective for the financial year beginning January 01, 2023 and not early adopted

There are no other standards, interpretations or amendments to existing standards that are not yet effective that would be expected to have a significant impact on the company.

3. Profit taxes

The company is subject to a territorial tax system, wherein the income earned in Curaçao is subject to 15% taxes on income up to 500,000 XCG and 22% above it and the foreign source of income is subject to 0% of profit taxes.

4. Cash and cash equivalents

	2023	2022
Funds held at		
Crypto wallets	11,218,933	24,459,384
Payment service providers (PSPs)	4,581,445	4,377,810
Bank	2,302,484	6,865,540
	18,102,862	35,702,734

5. Intangible assets

	Domains	Brands	Total
Balance at December 31, 2022			
Original cost	18,999	44,200	63,199
Accumulated amortization	-	-33,858	-33,858
Book value	18,999	10,342	29,341
Movements during the year			
Additions	2,064,080	-	2,064,080
Amortization	-	-10,342	-10,342
Net movement	2,064,080	-10,342	2,053,738
Balance at December 31, 2023			
Original cost	2,083,079	44,200	2,127,279
Accumulated amortization	-	-44,200	-44,200
Book value	2,083,079	-	2,083,079

Moonrail Limited B.V.

6. Investment in subsidiary

As at December 31, 2023 and December 31, 2022, the company holds 100% investment in Jholt Ltd, a company incorporated and domiciled in the Republic of Cyprus.

	2023	2022
Jholt Ltd	1,000	1,000
(1,000 Equity shares of EUR 1.00 each)		
	1,000	1,000

The company has elected not to present consolidated financial statements. Its owners have been informed and do not object to presenting separate financial statements.

7. Issued capital

The issued capital of the company as at December 31, 2023 and December 31, 2022, consists of 10,000 common shares with a nominal value of EUR 1 and subscribed for EUR 10,000.

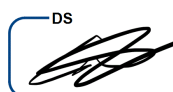
EUR 23,975,769 and EUR 26,000,000 were declared as dividends for the year 2023 and 2022 respectively.

8. Revenue (Net)

	2023	2022
Gross gaming revenue	54,778,062	41,418,399
Less: Cost of sales	-16,104,504	-6,815,849
Net gaming revenue	38,673,558	34,602,550

9. Direct cost

	2023	2022
Platform and server fees	2,266,718	1,400,133
PSP charges	1,836,005	1,472,017
Anti-fraud services	173,849	228,684
License and server fees	10,649	8,900
	4,287,221	3,109,734

DS


Initial


Moonrail Limited B.V.

10. Administrative expenses

	2023	2022
Professional and consultancy fees	7,576,093	6,092,592
Software expenses	101,340	24,582
Other expenses	10,953	-33,459
	7,688,386	6,083,715

11. Selling and distribution expenses

	2023	2022
Business travel expenses	475,647	122,063
Advertising and promotion expenses	17,000	64,124
	492,647	186,187

12. Finance income / (cost) (Net)

	2023	2022
Exchange gain / (loss)	-7,406,974	-715,073
Bank charges	-100,221	-273,069
Interest expenses	-	11,567
	-7,507,195	-976,575

13. Fair value

Fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to arrive at the fair value:

Cash and cash equivalents, prepaid expenses, accounts payable, accrued expenses, other assets and other payables approximate the carrying amount largely due to the short-term maturity.

14. Capital management

The company's capital mainly consists of shareholder contributions. The company is not subject to any externally imposed capital requirements. The directors monitor the return on capital on an annual basis. There are no debts as on December 31, 2023.

Moonrail Limited B.V.

15. Financial risk management

The company has primarily exposure to credit risk and liquidity risk. The directors of the company review these risks on a time-to-time basis.

Credit risk

Credit risk refers to the risk that a PSP/wallet will default on its contractual obligation resulting in a monetary loss to the company. The company mainly faces its credit risk on the amount receivable from PSP/wallet, which is reviewed on an ongoing basis and provisions are made as and when deemed necessary. Each PSP/wallet is also evaluated for its credit worthiness.

Liquidity risk

Liquidity risk refers to the risk faced by the company, when it is not able to meet its financial obligations that are settled by cash or other financial assets. On a regular basis, the company monitors its actual and forecasted cash flows to avoid liquidity risks.

Currency risk

Currency risk refers to the financial risk arising from the exchange rate fluctuation. The company continually monitors the foreign currency risk and takes steps, where practical, to ensure that the net exposure is kept to an acceptable level.

16. Contingencies, commitments and legal proceedings

The company has no contingent or future purchase liabilities and is not involved in any legal actions.

Moonrail Limited B.V.

17. Related party balances and transactions

Name of the related party	Relationship	% holding	Balance as on December 31, 2023 (EUR)	Balance as on December 31, 2022 (EUR)
Ossi Eemeli Ketola	Shareholder	100	-10,000	-10,000
Jholt Ltd	Subsidiary	100	1,822,270	4,225,014

Transactions during the year:

Name of the related party	Nature of transaction	2023 (EUR)	2022 (EUR)
Jholt Ltd	Services / payment received for the expenses incurred on behalf of Jholt Ltd	-2,402,744	1,849,264

18. Subsequent events

In connection with the preparation of the financial statements, the company evaluated subsequent events after the balance sheet date of December 31, 2023. Based on their evaluation there are no subsequent events that have a significant effect on the financial statements as at December 31, 2023.

DS

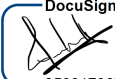

Initial


Moonrail Limited B.V.

19. Authorization for issue

These financial statements for the year ended December 31, 2023 were approved by the board of directors and authorized for issue on October 15, 2025.

Board of Directors:

<u>Name</u>	<u>Function</u>	<u>Signature</u>
Xecutive Corporate Management B.V.	Statutory Director	DocuSigned by:  3508179679034CB... Signed by:  E9C1A4A3F74E4ED...