

Continental Solutions Limited B.V.

Financial Statements

for the years ended December 31, 2023 and December 31, 2022

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Continental Solutions Limited B.V.

Statement of financial position

(All amounts in EUR)

		31-Dec	
	Note	2023	2022
Assets			
Current assets			
Cash and cash equivalents	4	14,725,798	2,006,283
Prepaid expenses		39,453	17,502
Receivable from group companies		-	84,949
Receivable from shareholders	5	233	88
Other assets		349,603	-
Total current assets		15,115,087	2,108,822
Non-current assets			
Other assets		-	-
Total non-current assets		-	-
Total assets		15,115,087	2,108,822
Equity and liabilities			
Current liabilities			
Accounts payable		1,230,443	21,002
Payable to players		1,060,992	184,819
Accrued expenses		934,600	-
Total current liabilities		3,226,035	205,821
Equity			
Issued capital	6	88	88
Retained earnings / (Accumulated losses)		11,888,964	1,902,913
Total equity		11,889,052	1,903,001
Total liabilities and equity		15,115,087	2,108,822

See accompanying notes.

Continental Solutions Limited B.V.

Statement of profit or loss

(All amounts in EUR)

	Note	2023	2022
Revenue	7	44,660,818	21,208,744
Direct cost	8	-21,238,553	-16,979,858
Gross profit / (loss)		23,422,265	4,228,886
Selling and marketing expenses	9	-11,802,670	-2,037,676
Administrative expenses	10	-51,461	-83,122
Profit / (loss) from operations		11,568,134	2,108,088
Finance cost	11	-1,582,083	-
Profit / (loss) before tax		9,986,051	2,108,088
Profit tax expense	3	-	-
Profit / (loss) for the year		9,986,051	2,108,088
Other comprehensive income		-	-
Total comprehensive income / (loss) for the year		9,986,051	2,108,088
Attributable to the owners		9,986,051	2,108,088

See accompanying notes.

Continental Solutions Limited B.V.

Statement of changes in equity

(All amounts in EUR)

	Issued capital	Retained earnings / (Accumulated losses)	Total
Balance, December 31, 2021	88	-205,175	-205,087
Profit / (loss) for the year	-	2,108,088	2,108,088
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the year	-	2,108,088	2,108,088
Balance, December 31, 2022	88	1,902,913	1,903,001
Profit / (loss) for the year	-	9,986,051	9,986,051
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the year	-	9,986,051	9,986,051
Balance, December 31, 2023	88	11,888,964	11,889,052

See accompanying notes.

Continental Solutions Limited B.V.

Statement of cash flows

(All amounts in EUR)

	Note	2023	2022
Cash flow from operating activities			
Profit / (loss) for the year		9,986,051	2,108,088
(Increase) / decrease in prepaid expenses		-21,951	-17,502
(Increase) / decrease in receivable from group companies		84,949	-84,949
(Increase) / decrease in receivable from shareholders		-145	-
(Increase) / decrease in other assets		-349,603	-
Increase / (decrease) in payable to group companies		-	-557,118
Increase / (decrease) in accounts payable		1,209,441	21,002
Increase / (decrease) in payable to players		876,173	47,115
Increase / (decrease) in accrued expenses		934,600	-2,750
Net cash generated from operating activities		12,719,515	1,513,886
Cash flow from investing activities			
(Increase) / decrease in other assets		-	-
Net cash generated from investing activities		-	-
Cash flow from financing activities			
Increase / (decrease) in issued capital		-	-
Net cash generated from financing activities		-	-
Net increase / (decrease) in cash		12,719,515	1,513,886
Cash at the beginning of the year		2,006,283	492,397
Cash at the end of the year	4	14,725,798	2,006,283

See accompanying notes.

Notes to financial statements

1. General information

Continental Solutions Limited B.V. (the company) was established on December 11, 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 and Industry under the number 148806.

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 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.

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.

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.

Revenue recognition

Casino 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.

Subsequent measurement

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

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 counter parties failed to perform as contracted. The company does not have significant exposure to any individual client or counter party. Management of credit risk involves a number of considerations, such as financial profile of the counter party, specific terms and duration of the contractual agreement. There exists a risk of non-performance, however management believes that the company's exposure to credit risk associated with non-performance of its counter party is minimum.

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 ANG and 22% above it and the foreign source of income is subject to 0% of profit taxes.

4. Cash and cash equivalents

	2023	2022
Balances with PSPs	13,897,132	2,006,283
Balances at bank	828,666	-
	14,725,798	2,006,283

5. Receivable from shareholders

Receivable from shareholders represents the amount due from them net of expenses incurred by the shareholders on behalf of the company. The receivable does not carry any interest and is repayable on demand.

6. Issued capital

The issued share capital of the company as on December 31, 2023 and December 31, 2022 consists of 100 shares with a nominal value of USD 1 and subscribed for EUR 88.

No dividends were declared in 2023 and 2022.

7. Revenue

	2023	2022
Gaming revenue	44,660,818	21,208,744
	44,660,818	21,208,744

8. Direct cost

	2023	2022
License and server fees	12,871,198	11,346,920
Payment wallet charges	8,325,535	5,592,397
Software expenses	41,820	40,541
	21,238,553	16,979,858

9. Selling and marketing expenses

	2023	2022
Advertising expenses	8,230,063	320,945
Affiliate commission expenses	3,572,607	1,716,731
	11,802,670	2,037,676

10. Administrative expenses

	2023	2022
Professional fees	33,773	76,682
Rent expenses	5,588	350
Compliance fees	5,400	-
Annual management fees	3,750	2,990
Annual compliance fees	2,750	2,750
Other expenses	200	350
	51,461	83,122

11. Finance cost

	2023	2022
Exchange loss (Net)	1,360,025	-
Bank charges	222,058	-
	1,582,083	-

12. 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 approximates the carrying amount largely due to the short-term maturity.

13. Contingencies, commitments and legal proceedings

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

14. 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.

15. 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 January 20, 2025.

Board of Directors:

<u>Name</u>	<u>Function</u>	<u>Signature</u>
Xecutive Corporate Management B.V.	Statutory Director	