

Free Games B.V.

Financial Statements

for the years ended December 31, 2024 and December 31, 2023

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Free Games B.V.

Statement of financial position

(All amounts in EUR)

			Restated
		31-Dec	
	Note	2024	2023
Assets			
Current assets			
Prepaid expenses		-	24,094
Total current assets		-	24,094
Non-current assets			
Investment in subsidiary	4	221	221
Total current assets		221	221
Total assets		221	24,315
Equity and liabilities			
Current liabilities			
Accounts payable		5,939	35,292
Accrued expenses	5	2,900	-
Payable to shareholders	6	88,295	53,003
Total current liabilities		97,134	88,295
Equity			
Issued capital	7	91	91
Retained earnings / (Accumulated losses)		-97,004	-64,071
Total equity		-96,913	-63,980
Total liabilities and equity		221	24,315

See accompanying notes.

Free Games B.V.

Statement of profit or loss

(All amounts in EUR)

	Note	2024	2023
Revenue		-	-
Direct cost	8	-14,094	-10,649
Gross profit / (loss)		-14,094	-10,649
Administrative expenses	9	-18,839	-18,348
Profit / (loss) from operations		-32,933	-28,997
Finance cost	10	-	-155
Profit / (loss) before tax		-32,933	-29,152
Profit tax expense	3	-	-
Profit / (loss) for the year		-32,933	-29,152
Other comprehensive income		-	-
Total comprehensive income / (loss) for the year		-32,933	-29,152
Attributable to the owners		-32,933	-29,152

See accompanying notes.

Free Games B.V.

Statement of changes in equity

(All amounts in EUR)

	Issued capital	Retained earnings / (Accumulated losses)	Total
Balance, December 31, 2022	91	-34,919	-34,828
Profit / (loss) for the year	-	-29,152	-29,152
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the year	-	-29,152	-29,152
Balance, December 31, 2023	91	-64,071	-63,980
Profit / (loss) for the year	-	-32,933	-32,933
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the year	-	-32,933	-32,933
Balance, December 31, 2024	91	-97,004	-96,913

See accompanying notes.

Free Games B.V.

Statement of cash flows

(All amounts in EUR)

	Note	2024	Restated 2023
Cash flow from operating activities			
Profit / (loss) for the year		-32,933	-29,152
(Increase) / decrease in prepaid expenses		24,094	-8,044
Increase / (decrease) in accounts payable		-29,353	35,292
Increase / (decrease) in accrued expenses		2,900	-
Increase / (decrease) in payable to shareholders		35,292	-128,712
Net cash generated from operating activities		-	-130,616
Cash flow from investing activities			
(Increase) / decrease in investment in subsidiary		-	-92
Net cash generated from investing activities		-	-92
Cash flow from financing activities			
Increase / (decrease) in issued capital		-	-
Net cash generated from financing activities		-	-
Net increase / (decrease) in cash		-	-130,708
Cash at the beginning of the year		-	130,708
Cash at the end of the year	4	-	-

See accompanying notes.

Notes to financial statements

1. General information

Free Games B.V. (the company) was incorporated on February 24, 2016 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 138968.

The main objectives of the company are as follows:

1. To organize, market, promote, manage, support and operate all types of remote gaming activities, comprising all types of games, betting and other operation of betting exchanges, interactive casinos, bingos, lotteries, poker and other interactive games.
2. The business of the company shall exclusively be conducted in an economic zone as expressed in the National Ordinance dated the twelfth day of February two thousand and one (P.B. 2001, number 18).

The management of the company is borne by a board of directors. As of December 31, 2024, the management of the company is borne by a single managing director:

- | | | |
|---|------------------------------------|-------------------|
| - | Xecutive Corporate Management B.V. | Managing 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.

Previous year's financial statements have been restated to include investment in a subsidiary.

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.

Investment in subsidiaries

Investment in subsidiaries are valued at cost less impairment losses, if any.

Foreign currency transaction

The company's financial statements are presented in EUR, which is also the company's functional currency. Transactions denominated in foreign currencies are translated at the exchange rate prevailing when the transaction is realized. The exchange results rerecorded 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 prepaid expenses.

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.

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 management believes that the company's exposure to credit risk associated with non-performance of its counterparty is minimum.

New standards, amendments and interpretations issued but not effective for the financial period beginning January 01, 2024 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. Investment in subsidiaries

As at December 31, 2024 and 2023, the company holds 100% investment in Free Games Ltd, a company incorporated and domiciled in England and Wales and 100% investment in Sena Bet B.V., a company incorporated and domiciled in Curaçao.

	2024	2023
Free Games Ltd. (100 ordinary shares of GBP 1 each)	129	129
Sena Bet B.V. (100 ordinary shares of USD 1 each)	92	92
	221	221

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

Further, the 2024 and 2023 financial statements of Free Games Ltd. were not available to test impairment on investment.

5. Accrued expenses

	2024	2023
Annual compliance fees	2,900	-
	2,900	-

6. Payable to shareholders

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

7. Issued capital

The issued capital of the company as at December 31, 2024 and December 31, 2023 consists of 100 shares with nominal value of USD 1 each and subscribed for EUR 91.

No dividends were declared in 2024 and 2023.

8. Direct cost

	2024	2023
License and server fees	14,094	10,649
	14,094	10,649

9. Administrative expenses

	2024	2023
Annual compliance fees	8,300	8,150
Rent expenses	5,588	5,588
Annual management fees	3,750	3,750
Rates and taxes	521	-
Professional fees	330	660
Other expenses	350	200
	18,839	18,348

10. Finance cost

	2024	2023
Bank charges	-	155
	-	155

11. 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:

Prepaid expenses, accounts payable, accrued expenses and other payables approximate the carrying amount largely due to the short-term maturity.

12. Contingencies, commitments and legal proceedings

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

13. Subsequent events

In connection with the preparation of the financial statements, the company evaluated subsequent events after the balance sheet date of December 31, 2024. Based on their evaluation there are no subsequent events that have a significant effect on the financial statements as at December 31, 2024.

14. Authorization for issue

These financial statements for the year ended December 31, 2024 were approved by the managing director and authorized for issue on May 28, 2025.

Board of Directors:

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