

MAIS Sports B.V.

Financial statements

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

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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

MAIS Sports B.V.

Statement of financial position

(All amounts in EUR)

		31-Dec	
	Note	2023	2022
Assets			
Current assets			
Cash and cash equivalents	4	1,368	5,903
Prepaid expenses		33,170	18,361
Total current assets		34,538	24,264
Non-current assets			
Other assets		-	-
Total non-current assets		-	-
Total assets		34,538	24,264
Equity and liabilities			
Current liabilities			
Accounts payable		43,862	23,811
Payable to shareholders	5	127,019	100,776
Total current liabilities		170,881	124,587
Equity			
Issued capital	6	881	881
Retained earnings / (Accumulated losses)		-137,224	-101,204
Total equity		-136,343	-100,323
Total liabilities and equity		34,538	24,264

See accompanying notes.

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Statement of profit or loss

(All amounts in EUR)

	Note	2023	2022
Revenue	7	162,137	14,689
Direct cost	8	-43,430	-30,490
Gross profit / (loss)		118,707	-15,801
Selling and marketing expenses		-132,356	-3,488
Administrative expenses	9	-17,605	-14,550
Profit / (loss) from operations		-31,254	-33,839
Finance cost	10	-4,766	-1,649
Profit / (loss) before tax		-36,020	-35,488
Profit tax expense	3	-	-
Profit / (loss) for the year		-36,020	-35,488
Other comprehensive income		-	-
Total comprehensive income / (loss) for the year		-36,020	-35,488
Attributable to the owners		-36,020	-35,488

See accompanying notes.

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Statement of changes in equity

(All amounts in EUR)

	Issued capital	Retained earnings / (Accumulated losses)	Total
Balance, December 31, 2021	881	-65,716	-64,835
Profit / (loss) for the year	-	-35,488	-35,488
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the year	-	-35,488	-35,488
Balance, December 31, 2022	881	-101,204	-100,323
Profit / (loss) for the year	-	-36,020	-36,020
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the year	-	-36,020	-36,020
Balance, December 31, 2023	881	-137,224	-136,343

See accompanying notes.

MAIS Sports B.V.

Statement of cash flows

(All amounts in EUR)

	Note	2023	2022
Cash flow from operating activities			
Profit / (loss) for the year		-36,020	-35,488
(Increase) / decrease in prepaid expenses		-14,809	-18,361
(Increase) / decrease in accounts receivable		-	24,975
Increase / (decrease) in accounts payable		20,051	-24,539
Increase / (decrease) in accrued expenses		-	-2,700
Increase / (decrease) in payable to shareholders		26,243	56,794
Net cash generated from operating activities		-4,535	681
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		-4,535	681
Cash at the beginning of the year		5,903	5,222
Cash at the end of the year	4	1,368	5,903

See accompanying notes.



MAIS Sports B.V.

Notes to financial statements

1. General information

MAIS Sports B.V. (the company) was established as a private limited liability company on February 25, 2015 in Curaçao. 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 135189.

The main objectives of the company are -

1. To provide off-shore games of chance and wagering, through the internet in compliance with the regulations - of the Government of Curaçao. This service shall be referred to for all purposes as "Internet Casino/Internet Wagering/Internet Sportsbook" provided it concerns aforementioned services which will be rendered from an area that has been designated as an E-zone in conformity with the local E-zone law.
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 managing directors. As of December 31, 2023, 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 Euro (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.

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Cash and cash equivalents

Cash and cash equivalents include 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 income.

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 and 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 and other payables.

Subsequent measurement

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

MAIS Sports B.V.

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 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 01 January 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 at bank	1,178	5,267
Balances at PSP	190	636
	1,368	5,903

MAIS Sports B.V.

5. Payable to shareholders

Payable to shareholders represents expenses incurred by the shareholders on behalf of the company net of amount due from them. The payable 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 1,000 common shares with a nominal value of USD 1 each and subscribed for EUR 881.

No dividends were declared in 2023 and 2022.

7. Revenue

	2023	2022
Gaming revenue	162,137	14,689
	162,137	14,689

8. Direct cost

	2023	2022
Provider costs	30,000	22,500
License and server fees	13,430	7,990
	43,430	30,490

9. Administrative expenses

	2023	2022
Compliance fees	5,400	-
Professional fees	5,005	7,800
Management fees	3,750	3,000
Annual compliance fees	2,750	2,750
Rent expenses	500	500
Other expenses	200	500
	17,605	14,550

10. Finance cost

	2023	2022
Bank charges	4,766	1,649
	4,766	1,649



MAIS Sports B.V.

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:

Cash and cash equivalents, prepaid expenses, accounts payable 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, 2023. Based on their evaluation there are no subsequent events that have a significant effect on the financial statements as on December 31, 2023.

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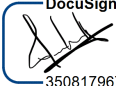


MAIS Sports B.V.

14. Authorization for issue

These financial statements for the year ended on December 31, 2023 were approved by the board of managing directors and authorized for issue on July 08, 2024.

Board of Directors:

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