

Wainsworth Ludomatics N.V.
Curaçao

Interim Management account 2024

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Table of contents

	<u>Page</u>
1 Report	3
1.1 General	4
1.2 Accountants compilation report	5
2 Financial statement	6
2.1 Balance sheet as at 30 November 2024	7
2.2 Statement of income and expenses for the year 2024	8
2.3 Notes to the financial statements	9
2.4 Notes to the balance sheet	11
2.5 Notes to the statement of income and expenses	13
3 Other information	14
3.1 Statutory provision regarding appropriation of result	15
3.2 Appropriation of result	15
3.3 Subsequent events	15

1. Report

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1.1 General

Wainsworth Ludomatics N.V. (hereinafter: "the Company") is a company incorporated on March 27, 2018. The Company is a limited liability company and domiciled in Curaçao, Dutch Caribbean.

Reporting period

These interim accounts have been prepared for the fiscal year ended on 30 November 2024.

Activities

The activities of the Company, having its legal seat at Curaçao, primarily consist of:

Organizing, marketing, promoting, managing, supporting and operating all types of remote gaming activities, comprising 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.

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1.2. Compilation Report

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2. Financial statements

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2.1 Balance sheet as at 30 November 2024*(After proposal result)*

		EUR		EUR	
Assets		11/30/2024		12/31/2023	
Financial assets					
Investments	1	<u>1</u>	1	<u>1</u>	1
Current assets					
Other receivables	2	17,277	-		
Current accounts	3	775	775		
Cash & cash equivalents	4	<u>185</u>	<u>185</u>		
		18,237		960	
Total assets		<u><u>18,238</u></u>		<u><u>961</u></u>	
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		EUR		EUR	
Equity & liabilities		11/30/2024		12/31/2023	
Shareholders equity					
Nominal capital	5	4,078	4,078		
Retained earnings		(40,894)	(21,214)		
Result for the year		<u>(49,479)</u>	<u>(19,680)</u>		
		(86,295)		(36,816)	
Provisions	6	<u>20,989</u>	<u>20,989</u>		
		20,989		20,989	
Short term liabilities					
Current accounts	7	46,336	12,100		
Other liabilities and accruals	8	<u>37,208</u>	<u>3,913</u>		
		83,544		16,013	
Total equity & liabilities		<u><u>18,238</u></u>		<u><u>186</u></u>	

2.2 Statement of income and expenses for the year 2024

		EUR	EUR
		2024	2023
Turnover	9	(7,332)	-
Direct costs	10	<u>8,069</u>	<u>-</u>
Gross margin		(15,401)	-
IT and other operating expenses	11	10,866	-
Administrative & general expenses	12	<u>23,212</u>	<u>13,838</u>
		(34,078)	(13,838)
Operating result		<u>(49,479)</u>	<u>(13,838)</u>
Financial results	13	-	(5,842)
Result before tax		<u>(49,479)</u>	<u>(19,680)</u>
Income tax expense		-	-
Net result for the period		<u><u>(49,479)</u></u>	<u><u>(19,680)</u></u>

2.3 Notes to the financial statements

General

The financial statements are prepared according to the stipulations in chapter 9 Book 2 of the Curaçao Civil Code and accounting principles generally accepted in the Netherlands.

Income and expenses are accounted for on accrual basis. Profit is only included when realized on balance sheet date. Liabilities and any losses originating before the end of the financial year are taken into account if they have become known before preparation of the financial statements.

Continuity

These financial statements have been prepared based on going concerns basis. The going concern basis of presentation assumes that the company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

Management is of the opinion, that the company's shareholders or other group companies will give the necessary support in case the assumption above mentioned is not realized. Consequently the Company has applied accounting principles based on going concerns.

Translation of foreign currency

Receivables, liabilities and obligations denominated in foreign currency are translated at the prevailing at exchange rates balance sheet date.

Transactions in foreign currency during the financial year are recognized in the financial statements at the exchange rates prevailing at transaction date. The exchange differences resulting from the translation as at balance sheet date, taking into account possible hedge transactions, are recorded in the profit and loss account.

Accounting policies in respect of the valuation of assets and liabilities

General

Valuation of assets and liabilities and determination of the result takes place under the historical cost convention, unless presented otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are valued according to the cost model.

Financial fixed assets

Where significant influence is exercised, associated companies are valued under the net asset value method, but not lower than a nil value. This net asset value is based on the same accounting principles as applied by the Company.

Associated companies with negative net equity value are valued at nil. If the Company fully or partly guarantees the liabilities of the associated company concerned, or has the effective obligation respectively to enable the associated company to pay its (share of the) liabilities, a provision formed. Upon determining this provision, provisions for doubtful debts already deducted from receivables from associated company are taken into account.

Where no significant influence is exercised associated companies are valued at cost and if applicable less impairments in value.

Accounts receivable

Upon initial recognition the receivables are valued at fair value and then valued at amortized cost. The fair value and amortized cost equal the face value. Provisions deemed necessary for possible bad debt losses are deducted. These provisions are determined by individual assessment of the receivables.

Equity

Financial instruments are classified as equity, if they have the substance of equity instruments; the legal form is of no consequence.

Current liabilities

Upon initial recognition, current liabilities are stated at fair value and then valued at amortized cost.

Accounting policies in respect of determination

Turnover

Turnover represents amounts invoiced for goods and services supplied during the financial year reported on, net of discounts and value added taxes. Revenues from services are recognized in proportion to the services rendered. The cost price of these services is allocated to the same period.

Other operating expenses

Costs are taken into account under the historical cost convention and allocated to the period concerned.

Net financial result

Interest income and expenses consist of interest received from or paid to third parties.

Taxation

Corporate income tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the financial statements and profit calculated for taxation purposes, and with which deferred tax assets (if applicable) are only valued insofar as their realization is likely.

2.4 Notes to the balance sheet

1. Investments

The Company is holder of 500 ordinary shares of nominal value USD 10 each in the share capital of Wainsworth Netvisionprocessing Ltd. incorporated on August 14th 2018, registered at Andrea Zakou & Aristeidou, 2 3095, Limassol, Cyprus.

	EUR 11/30/2024	EUR 12/31/2023
Beginning balance	1	1
Provision subsidiaries	-	5,842
Results subsidiaries	-	(5,842)
	<u>1</u>	<u>1</u>

2. Other receivables

	EUR 11/30/2024	EUR 12/31/2023
Prepaid expenses	17,277	-
	<u>17,277</u>	<u>-</u>

3. Current accounts

	EUR 11/30/2024	EUR 12/31/2023
C/A Wainsworth Netvision Processing Ltd	775	775
	<u>775</u>	<u>775</u>

4. Cash & cash equivalents

	EUR 11/30/2024	EUR 12/31/2023
Payment execution	185	185
	<u>185</u>	<u>185</u>

5. Shareholders equity

The capital of the company consist of 500 shares with a nominal value of USD 10 each for a total amount of USD 5,000 (EUR 4,078)

	Issued Share Capital	Accum. Results	Total
	EUR	EUR	EUR
Balance as at January 1 st	4,078	(40,894)	(36,816)
Movements		(49,479)	(49,479)
Balance as at December 31 st	4,078	(90,373)	(86,295)

6. Provisions

Provisions for subsidiaries

EUR 11/30/2024	EUR 12/31/2023
20,989	20,989
20,989	20,989

7. Current accounts

Current account shareholder
Intragroup suppliers control
Current account Wainsworth CY

EUR 11/30/2024	EUR 12/31/2023
8,022	8,022
38,314	-
-	4,078
46,336	12,100

8. Other liabilities and accruals

Trade accounts payable
Player balances
Activity reconciliation funds
Processor reconcillation
Accrual tax services

EUR 11/30/2024	EUR 12/31/2023
25,901	713
9,813	-
(100)	-
(1,606)	-
3,200	3,200
37,208	3,913

2.5 Notes to the statement of income and expenses

	<u>EUR</u>	<u>EUR</u>
	2024	2023
9. Turnover		
Revenue from services rendered	(7,332)	-
	<u>(7,332)</u>	<u>-</u>
10. Direct costs		
Server hosting fees	7,728	-
Software license fees	341	-
	<u>8,069</u>	<u>-</u>
11. IT and other operating expenses		
Gaming license fees	10,866	-
	<u>10,866</u>	<u>-</u>
12. Administrative & general expenses		
Accountancy expenses	6,691	-
Tax services	4,405	1,025
Notary expenses	260	-
Corporate expenses	7,664	-
Management fees	2,750	542
Membership & contributions	120	90
License fees National bank	75	75
Domiciliation fees	250	-
Professional fees	-	12,100
Bank charges	-	6
Other General expenses	997	-
	<u>23,212</u>	<u>13,838</u>
13. Financial results (expenses)		
Result subsidiary	-	(5,842)
	<u>-</u>	<u>(5,842)</u>

3. Other Information

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3.1 Statutory provision regarding appropriation of result

In the articles of incorporation it states that the profit shall be at free disposal of the general meeting. Any distribution of the profit shall be made after approval of the annual account. Consequently the following has been presented concerning the appropriation of the result.

3.2 Appropriation of result

The management of the company proposes to appropriate the result as follows:

The negative result for the year 2024 in the amount of EUR 49,479 will be deducted from the other reserves.

This proposal needs to be determined by the General Meeting and has therefore not yet been processed in the annual accounts 2024 for the company.

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3.3 Subsequent events

There are no events after the balance sheet date that have significant impact on these financial statements, that require further disclosure.

Name:

Position:

Signature:

Guardian Corporation Curaçao B.V.

Statutory director
