

Velorum Corporation N.V.

Groot Kwartierweg 10
Livestrong Building
Curaçao

FINANCIAL STATEMENTS 2024

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Velorum Corporation N.V.
Willemstad

Director's report

We are pleased to present you with the Financial Statements for the period January 1, 2024 through December 31, 2024.

During the period under review, the Company recorded a net profit of EUR 14,081,206. Details of which are set out in the attached Profit and Loss account.

Curaçao,

C. Drommond, proxyholder of EMS Management Services NV

EMS Management Services N.V.
Managing director

Groot Kwartierweg 10
Livestrong Building
Curaçao

Velorum Corporation N.V.**Balance sheet as at 31 December 2024***(Before distribution of result)***Assets**

		<u>31-12-2024</u>	<u>31-12-2023</u>
		€	€
Financial fixed assets			
Investment in participation	1	1,000	1,000
Loan receivable	2	25,508	24,142
		<u>26,508</u>	<u>25,142</u>
Current assets			
Receivables from related parties	3	4,586,721	2,581,904
Other receivables	4	8,161,607	5,644,898
		<u>12,748,328</u>	<u>8,226,802</u>
Cash and cash equivalents	5	13,594,220	4,659,454
Total assets		<u>26,369,056</u>	<u>12,911,398</u>
Shareholder's equity and liabilities			
Shareholder's equity	6		
Share capital		1	1
Retained earnings		8,147,692	2,148,922
Result for the year		14,081,206	5,998,770
		<u>22,228,899</u>	<u>8,147,693</u>
Current liabilities			
Payable to related parties	7	115,060	98,870
Accounts payable	8	3,987,180	4,628,343
Other payables and accrued expenses	9	37,917	36,492
		<u>4,140,157</u>	<u>4,763,705</u>
Total shareholder's equity and liabilities		<u>26,369,056</u>	<u>12,911,398</u>

Profit and loss account for the year 2024

		<u>2024</u>	<u>2023</u>
		€	€
Operational income	10	20,457,356	8,889,449
Operational expenses	11	<u>(6,472,454)</u>	<u>(3,625,185)</u>
Net operating result		13,984,902	5,264,264
General and administrative expenses	12	<u>508,580</u>	<u>264,683</u>
Result before interest and taxes		<u>13,476,322</u>	<u>4,999,581</u>
Interest income		1,366	1,271
Revaluation of participation		-	1,000
Interest expenses		(2,590)	(2,590)
Currency translation differences		<u>6,108</u>	<u>(492)</u>
Financial income and expense		<u>4,884</u>	<u>(811)</u>
Result before tax		13,481,206	4,998,770
Profit tax	13	<u>-</u>	<u>-</u>
		13,481,206	4,998,770
Dividend income		<u>600,000</u>	<u>1,000,000</u>
Total of result after tax		<u>14,081,206</u>	<u>5,998,770</u>

Notes to the financial statements

Entity information

Registered address and registration number trade register

The registered and actual address of Velorum Corporation N.V. is Groot Kwartierweg 10, Livestrong Building, in Willemstad, Curaçao. Velorum Corporation N.V. is registered at the Chamber of Commerce under number 127675.

General notes

The most important activities of the entity

The Company is solely engaged in e-gaming activities.

General accounting principles

The accounting standards used to prepare the financial statements

The financial statements have been prepared in accordance with Book 2 of the Curaçao Civil Code using the Guidelines for annual reporting of the Dutch Accounting Standards Board.

Assets and liabilities are stated at face value unless indicated otherwise.

Conversion of amounts denominated in foreign currency

The financial statements are presented in euros, which is the functional and presentation currency of Velorum Corporation N.V.

Assets and liabilities denominated in foreign currencies are translated into administration currency at the rate of exchange prevailing at balance sheet date. Transactions in foreign currencies are translated at the exchange rates in effect on the day of the transaction. Items in the Statement of Income and Expenses were revalued at the average rate of exchange during the period under review.

Exchange gains or losses are reflected in the profit and loss account.

Exchange rates used:

1 USD = EUR

2024 0.9627

2023 0.9060

Accounting principles

Financial assets

Shares in group companies are stated at acquisition cost or, in case of a permanent impairment of the value of the shares at, lower equity value as determined on the basis of the financial statements of the group companies.

Cash and cash equivalents

Cash at bank includes bank balances. Bank overdrafts, if any, are shown within borrowings in current liabilities on the balance sheet. Cash and cash equivalents are stated at face value.

Current assets

Current assets are initially valued at the fair value of the consideration to be received. Trade receivables are subsequently valued at the amortised cost price. If payment of the receivable is postponed under an extended payment deadline, fair value is measured on the basis of the discounted value of the expected revenues. Provisions for bad debts are deducted from the carrying amount of the receivable.

Current liabilities

On initial recognition current liabilities are recognised at fair value. After initial recognition current liabilities are recognised at the amortised cost price, being the amount received taking into account premiums or discounts and minus transaction costs. This is usually the nominal value.

Accounting principles for determining the result

The result is the difference between the realisable value of the services provided and the costs and other charges during the year.

Other income and expenses, including taxation, are recognized and reported in accordance with the accrual concept.

General and administrative expenses

General and administrative expenses comprise costs chargeable to the year that are not directly attributable to the cost of the services sold.

Notes to the balance sheet

	<u>31-12-2024</u>	<u>31-12-2023</u>
	€	€

1 Investment in participation

VSL Vyking Software Ltd.	<u>1,000</u>	<u>1,000</u>
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The participation in VSL Vyking Software Ltd. based in Cyprus was acquired on September 10, 2019. The company owns 100% of the issued capital in the participation. The subsidiary VSL Vyking Software Ltd. is accounted for at cost. In 2023, the carrying amount of the participation was revalued to its original acquisition cost.

	<u>2024</u>	<u>2023</u>
	€	€
VSL Vyking Software Ltd.		
Book value as at 1 January	1,000	-
Revaluation of assets	<u>-</u>	<u>1,000</u>
Book value as at 31 December	<u>1,000</u>	<u>1,000</u>

	<u>31-12-2024</u>	<u>31-12-2023</u>
	€	€

2 Loan receivable

Spacewind Enterprises Ltd.	<u>25,508</u>	<u>24,142</u>
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	<u>2024</u>	<u>2023</u>
	€	€

Spacewind Enterprises Ltd.

Book value as at 1 January	24,142	22,871
Interest for the year	<u>1,366</u>	<u>1,271</u>
Book value as at 31 December	<u>25,508</u>	<u>24,142</u>

As at the balance sheet date, the company had an outstanding facility loan receivable from Spacewind Enterprises Ltd. with a principal amount of EUR. 250,000 bearing an interest rate of 3.5%. This loan will mature on April 30th, 2027.

Velorum Corporation N.V.

	<u>31-12-2024</u>	<u>31-12-2023</u>
	€	€
3 Receivables from related parties		
Current account VSL Vyking Software Ltd.	2,861,162	1,326,809
Current account International Software Solutions LLC.	1,714,451	1,244,986
Current account Spacewind Enterprises Ltd.	11,108	10,109
	<u>4,586,721</u>	<u>2,581,904</u>

As at 31 December 2024, a dividend of EUR 600,000 was declared by Velorum Corporation N.V. and is receivable by VSL Vyking Software Ltd. The dividend has been recognized as income in the financial year 2024.

	<u>31-12-2024</u>	<u>31-12-2023</u>
	€	€
4 Other receivables		
Trade receivables	8,147,380	5,619,540
Other receivables	3,586	3,446
Prepaid expenses	-	10,494
Receivables from PSP merchandises	10,641	11,418
	<u>8,161,607</u>	<u>5,644,898</u>

	<u>31-12-2024</u>	<u>31-12-2023</u>
	€	€
5 Cash and cash equivalents		
Finance Incorporated Limited, current account	13,296,082	4,654,719
Finance Incorporated Limited, player funds account	298,138	4,735
	<u>13,594,220</u>	<u>4,659,454</u>

6 Shareholder's equity

Velorum Corporation N.V. issued 2 shares with a nominal value of 1 USD per share.

Movements in the shareholder's equity were as follows:

	Share capital	Retained earnings	Result for the year	Total
	€	€	€	€
Balance as at 1 January 2024	1	2,148,922	5,998,770	8,147,693
Appropriation of result	-	5,998,770	(5,998,770)	-
Result for the year	-	-	14,081,206	14,081,206
Balance as at 31 December 2024	1	8,147,692	14,081,206	22,228,899

In August 2025, the General Meeting of Shareholders approved the distribution of a dividend totaling €8,600,000, payable from the net profit for the year 2024.

This dividend proposal has not been recognized as a liability in the 2024 financial statements, in accordance with the requirements of the applicable accounting standards. The dividend will be accounted for in the financial statements of 2025, when it is declared and becomes a liability.

7 Payable to related parties

Current account Square Moon Enterprises Ltd.
Current account shareholder

31-12-2024	31-12-2023
€	€
13,650	-
101,410	98,870
115,060	98,870

8 Accounts payable

Players liability

31-12-2024	31-12-2023
€	€
3,987,180	4,628,343
31-12-2024	31-12-2023
€	€

9 Other payables and accrued expenses

Other payables
Accruals

25,672	27,376
12,245	9,116
37,917	36,492

Notes to the profit and loss account

	2024	2023
	€	€

10 Operational income

Net gaming revenue	20,457,356	8,764,024
Other gaming revenue	-	125,425
	<u>20,457,356</u>	<u>8,889,449</u>
	<u>2024</u>	<u>2023</u>
	€	€

11 Operational expenses

Processing expenses	4,376,412	1,510,914
IT expenses	1,075,548	1,293,225
Software license expenses	1,020,494	817,499
Marketing expenses	-	3,547
	<u>6,472,454</u>	<u>3,625,185</u>
	<u>2024</u>	<u>2023</u>
	€	€

12 General and administrative expenses

Management expenses	323,935	129,479
Administrational expenses	96,707	77,275
Travelling expenses	734	-
Bank expenses	87,204	57,929
	<u>508,580</u>	<u>264,683</u>

13 Profit tax

The Company's profit tax is determined in accordance with the territorial tax regime of Curaçao. Under this regime, a profit tax rate is applied to the taxable domestic net result.