

Adda Entertainment N.V.
Willemstad

Adda Entertainment N.V.

at Willemstad

Annual report 2024

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1. Accountants report

Adda Entertainment N.V.
Willemstad

Adda Entertainment N.V.
Schout Bij Nacht Doormanweg 40
Willemstad

June 30, 2025

1.1 ACCOUNTANT'S COMPILATION REPORT

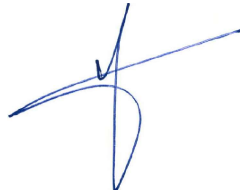
The financial statements of Adda Entertainment N.V. have been compiled by us using the information provided by you. The financial statements comprise the balance sheet as at 31 December 2024 and the income statement for the year 2024 for the year then ended with the accompanying explanatory notes. These notes include a summary of the accounting policies which have been applied.

This compilation engagement has been performed by us in accordance with International Standard on Related Services 4410, "Compilation engagements", which is applicable to accountants. The standard requires us to assist you in the preparation and presentation of the financial statements in accordance with the accounting policies as described in the notes. To this end we have applied our professional expertise in accounting and financial reporting.

In a compilation engagement, you are responsible for ensuring that the information you give us is correct and that you provide us with all relevant information. Therefore, we have conducted our work in accordance with the applicable regulations and on the assumption that you have fulfilled your responsibility. To conclude our work, we have read the financial statements as a whole and are satisfied that they present a picture in line with our broad understanding of Adda Entertainment N.V..

During this engagement we have complied with relevant ethical requirements. You and other users of these financial statements may therefore assume that we have conducted the engagement in a professional, competent, and objective manner and with due care and integrity and that we will treat all information provided to us as confidential.

inFocus N.V.



W. van Steijn AA

1.2 GENERAL

Incorporation company

The Company was established on October 7th, 2021.

Activities

The activities of Adda Entertainment N.V. primarily consist of:

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 exceed the corporate objective.

1.3 FISCAL POSITION

2024

EUR

Calculation taxable amount

Taxable amount = Result before taxation

(6,846,054)

2.1 BALANCE SHEET AS AT 31 DECEMBER 2024

		31-12-2024		31-12-2023	
		EUR	EUR	EUR	EUR
ASSETS					
Fixed assets					
<i>Intangible assets</i>	1				
Development costs			-		12,554
<i>Property, plant and equipment</i>	2				
Other tangible fixed assets			-		5,065
Current assets					
<i>Inventories</i>					
Crypto	3		1,681		10,147
<i>Receivables</i>					
Receivables from related entities	4	-		1,290,142	
Unpaid share capital	5	1,000		1,000	
Accrued income and prepaid expenses	6	3,670		29,194	
			4,670		1,320,336
<i>Cash and cash equivalents</i>					
Other banks			4,405		25,215
Total assets			10,756		1,373,317
EQUITY AND LIABILITIES					
Equity					
Share capital paid called up	7				
Other reserves	8	1,000		1,000	
		(8,434,041)		(1,587,987)	
			(8,433,041)		(1,586,987)
Current liabilities					
Trade payables	9	205,910		751,091	
Liabilities to related entities	10	6,252,672		2,108,624	
Other payables and short term liabilities	11	1,985,215		100,589	
			8,443,797		2,960,304
Total equity and liabilities			10,756		1,373,317


June 30, 2025



2.2 INCOME STATEMENT FOR THE YEAR 2024

		2024	2023
		EUR	EUR
Net turnover	12	1,183,537	18,437
Direct expenses	13	1,219,205	88,393
Personnel expenses (non-domestic)	14	21,314	-
Depreciation of intangible and tangible fixed assets	15	-	44,047
Other operating expenses	16	6,571,680	40,142
Total operating expenses		7,812,199	172,582
Operating result		(6,628,662)	(154,145)
Financial income and expense	17	(217,392)	(61,845)
Result before taxation		(6,846,054)	(215,990)
Taxation		-	-
Net result after taxation		(6,846,054)	(215,990)




June 30, 2025

2.3 NOTES TO THE FINANCIAL STATEMENTS

Entity information

Registered address and registration number trade register

The registered and actual address of Adda Entertainment N.V. is Schout Bij Nacht Doormanweg 40, in Willemstad, Curaçao. Adda Entertainment N.V. is registered at the Chamber of Commerce under number 158784.

General notes

Disclosure of going concern

Due to the size of the equity as per end Adda Entertainment N.V. and the result over 2024 there is an uncertain element of material importance based on which there could be reasonable doubt about the continuity of the activities of Adda Entertainment N.V. as a whole. We expect that in the next few financial years a higher turn-over will be realised, while the costs will be decreased. The accounting principles applied to the valuation of assets and liabilities and the determination of results in these financial statements are based on the assumption of continuity of the corporation.

General accounting principles

The accounting standards used to prepare the financial statements

The financial statements have been prepared in accordance with the accounting policies selected and disclosed by the company, and as set out in the notes to the financial statements. 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 periods presented, unless otherwise stated.

Basis of preparation

Valuation of assets and liabilities and determination of the result take 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.

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

Accounting principles

Intangible assets

Intangible fixed assets are stated at historical cost less amortisation. Impairments are taken into consideration; this is relevant in the event that the carrying amount of the asset (or of the cash-generating unit to which the asset belongs) is higher than its realisable value.

With regard to the determination as to whether an intangible fixed asset is subject to an impairment, please refer to the relevant section.

Research costs are recognised in the income statement. Expenditure on development projects is capitalised as part of the production cost if it is likely from both a commercial and technical perspective that the project will be

successful (i.e.: if it is likely that economic benefits will be realised) and the cost can be determined reliably. A legal reserve has been recognised within equity with regard to the recognised development costs for the capitalised amount. The amortisation of capitalised development costs commences at the time when the commercial production starts and takes place over the expected future useful life of the asset.

Goodwill resulting from acquisitions and calculated in accordance with section 'Acquisition and disposal of group companies' is capitalised and amortised on a straight-line basis over the estimated economic life.

Negative goodwill is released in the income statement to the extent that charges and losses occur, if it is taken into account in the allocation of the acquisition and these charges and losses can be measured reliably. If expected charges and losses have not been taken into account, the negative goodwill is released based on the weighted average of the remaining life of the acquired amortisable assets. Insofar as the negative goodwill exceeds the fair value of the non-monetary assets identified, the surplus is recognised directly in the income statement.

Property, plant and equipment

Land and buildings are valued at historical cost plus additional costs or production cost less straight-line depreciation based on the expected life. Land is not depreciated. Impairments expected on the balance sheet date are taken into account.

Other tangible fixed assets are valued at historical cost or production cost including directly attributable costs, less straight-line depreciation based on the expected future life and impairments.

Subsidies on investments will be deducted from the historical cost price or production cost of the assets to which the subsidies relate.

For obligations to restore the asset after use (dismantling cost) a provision is recognised for the expected amount at the time of capitalisation. This amount is recognised as part of the carrying amount of the asset against which a provision is formed for the full amount.

A provision for major maintenance has been created for the future costs of major maintenance to the buildings. The addition to the provision is determined based on the expected amount of the maintenance work and the intervals between the times when major maintenance work is carried out.

Receivables

Receivables are initially valued at the fair value of the consideration to be received, including transaction costs if material. Receivables are subsequently valued at the amortised cost price. If there is no premium or discount and there are no transaction costs, the amortised cost price equals the nominal value of the accounts receivable. Provisions for bad debts are deducted from the carrying amount of the receivable.

Equity

When Adda Entertainment N.V. purchases treasury shares, the consideration paid is deducted from equity (other reserves or any other reserve if the articles of association allow so) until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received is included in equity (other reserves or any other reserve). The consideration received will be added to the reserve from which earlier the purchase price has been deducted.

Incremental costs directly attributable to the purchase, sale and/or issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

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 goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

Revenue recognition

Net turnover comprises the income from the supply of goods and services and realised income from construction contracts after deduction of discounts and such like and of taxes levied on the turnover.

Selling expenses

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

General and administrative expenses

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

Amortisation of intangible assets

Intangible fixed assets, including goodwill are amortised from the date of initial use over the expected future economic life of the asset, while taking into account any applicable restrictions with respect to capitalised goodwill.

Future amortisation is adjusted if there is a change in estimated future useful life.

Gains and losses from the occasional sale of property, plant or equipment are included in depreciation.

Depreciation of property, plant and equipment

Tangible fixed assets are depreciated from the date of initial use over the expected future economic life of the asset, while taking into account any applicable restrictions with respect to buildings, investment property, other tangible fixed assets. Land is not depreciated.

Future depreciation is adjusted if there is a change in estimated future useful life.

Gains and losses from the occasional sale of property, plant or equipment are included in depreciation.

Other operating expenses

Costs are determined on a historical basis and are attributed to the reporting year to which they relate.

Financial income and expenses

Interest income and expenses are recognised on a pro rata basis, taking account of the effective interest rate of the assets and liabilities to which they relate. In accounting for interest expenses, the recognised transaction expenses for loans received are taken into consideration.

Exchange differences that arise from the settlement or translation of monetary items are recorded in the profit and loss account in the period in which they occur, unless hedge-accounting is applied.

Dividends to be received from participations and securities not carried at net asset value are recognised as soon as Adda Entertainment N.V. has acquired the right to them.

Changes in the value of financial instruments recognised at fair value are recorded in the income statement.

Income tax expense

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

2.4 NOTES TO THE BALANCE SHEET AS AT 31 DECEMBER 2024

ASSETS

Fixed assets

1 Intangible assets

	Development costs EUR
Book value as at 1 January 2024	12,554
Disposal	(12,554)
Book value as at 31 December 2024	-

2 Property, plant and equipment

	Other tangible fixed assets EUR
Balance as at 1 January 2024	
Cost or manufacturing price	21,948
Accumulated depreciation	(16,883)
Book value as at 1 January 2024	5,065
Movements	
Disposal	(5,065)
Balance movements	(5,065)
Balance as at 31 December 2024	
Book value as at 31 December 2024	-

Current assets

Inventories

	<u>31-12-2024</u>	<u>31-12-2023</u>
	EUR	EUR
3 Crypto		
TRX Hotwallet	<u>1,681</u>	<u>10,147</u>

Receivables

4 Receivables from related entities

Luckbox Enterprises Ltd.	-	1,058,438
mBet Solutions N.V.	<u>-</u>	<u>231,704</u>
	<u>-</u>	<u>1,290,142</u>

Luckbox Enterprises Ltd.

Receivable from Luckbox Enterprises Ltd.	6,015,791	-
Provision for doubtful debts	<u>(6,015,791)</u>	<u>-</u>
Total	<u>-</u>	<u>-</u>

Other receivables and current assets

Future affiliate receivables	-	21,818
Miscellaneous prepaid expenses	<u>3,670</u>	<u>7,376</u>
	<u>3,670</u>	<u>29,194</u>

5 Unpaid share capital

Unpaid share capital	<u>1,000</u>	<u>1,000</u>
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EQUITY AND LIABILITIES

7 Equity

	Share capital paid called up	Other reserves	Total
	EUR	EUR	EUR
Balance as at 1 January 2024	1,000	(1,587,987)	(1,586,987)
Appropriation of result	-	(6,846,054)	(6,846,054)
Balance as at 31 December 2024	<u>1,000</u>	<u>(8,434,041)</u>	<u>(8,433,041)</u>

8 Share capital paid called up

The share capital is EUR 1,000 consisting of 1,000 shares each with a nominal value EUR 1.

Current liabilities

	<u>31-12-2024</u>	<u>31-12-2023</u>
	EUR	EUR
9 Trade payables		
Trade creditors	59,632	42,206
mBet Solutions NV	-	685,374
Hub88 International BV	<u>146,278</u>	<u>23,511</u>
	<u>205,910</u>	<u>751,091</u>

10 Liabilities to related entities

Moon Technologies B.V.	1,632,817	1,721,947
Luckbox Holdings FZE	-	62,353
mProcessing Solutions Ltd.	4,500,012	324,324
mBet Solutions N.V.	<u>119,843</u>	<u>-</u>
	<u>6,252,672</u>	<u>2,108,624</u>

	<u>31-12-2024</u>	<u>31-12-2023</u>
	EUR	EUR
11 Other payables and short term liabilities		
Loans contracted	160,000	-
Interest loan contracted	213,689	67,375
Player balances	989,406	10,439
Future affiliate payments	-	22,775
Accrued expenses	<u>622,120</u>	<u>-</u>
	<u>1,985,215</u>	<u>100,589</u>

2.5 NOTES TO THE INCOME STATEMENT FOR THE YEAR 2024

	2024 EUR	2023 EUR
12 Net turnover		
Revenues	1,183,537	18,437
13 Direct expenses		
PSP fees	-	8,279
Casino upstream	306,533	1,204
Affiliate expenses	-	(165)
License fees	55,865	12,500
Fraud & system errors	-	(14,060)
Revenue share	-	78,740
Agent fees	648,304	-
Insider testing credits	199,933	1,895
	1,210,635	88,393
Other	8,570	-
	1,219,205	88,393
14 Personnel expenses (non-domestic)		
Wages and salaries	21,314	-
15 Depreciation of intangible and tangible fixed assets		
Intangible assets amortization	-	31,385
Depreciation of fixed assets	-	12,662
	-	44,047
Intangible assets amortization		
Amortization costs of development	-	10,462
Disposals	-	20,923
	-	31,385
Depreciation of fixed assets		
Other fixed assets	-	4,221
Disposals	-	8,441
	-	12,662

	<u>2024</u>	<u>2023</u>
	EUR	EUR
16 Other operating expenses		
Selling expenses	6,091,006	(17,688)
Office expenses	-	4,324
General expenses	<u>480,674</u>	<u>53,506</u>
	<u>6,571,680</u>	<u>40,142</u>
Selling expenses		
Advertising	-	6,754
Representation expenses	266	143
Travelling and lodging	45	-
Acquisition	18,486	-
Write- off /provision doubtful debtor	6,030,772	(28,330)
Commission fees	<u>41,437</u>	<u>3,745</u>
	<u>6,091,006</u>	<u>(17,688)</u>
Office expenses		
Office expenses	-	448
Automation expenses	<u>-</u>	<u>3,876</u>
	<u>-</u>	<u>4,324</u>
General expenses		
Backoffice & administration	413,947	34,346
Booking differences	37,104	-
Consulting services	22,923	13,878
Bank expenses	6,332	5,173
Other general expenses	<u>368</u>	<u>109</u>
	<u>480,674</u>	<u>53,506</u>
17 Financial income and expense		
Interest and similar expenses	(146,314)	(67,375)
Currency translation differences	<u>(71,078)</u>	<u>5,530</u>
	<u>(217,392)</u>	<u>(61,845)</u>

Willemstad, June 30, 2025