

MEDIUM RARE N.V.
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

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MEDIUM RARE N.V.

Company Information

FOR THE YEAR ENDED 31 DECEMBER 2025

Registered Business Address	Fransche Bloemweg 4, Willemstad Curacao
Registration Number	145353
Incorporation Date	13 November 2017
Nature of Business	Licensed Online Casino

MEDIUM RARE N.V.**Company's Report****FOR THE YEAR ENDED 31 DECEMBER 2025****Principal activity of the Company**

The company is mainly engaged in licensed remote gaming activities.

The company was registered on 13th November 2017.

Accountability

All financial information has been processed in a competent way. The financial statements have been prepared in accordance with applicable accounting principles, and to the best of our knowledge gives a true and fair view of the assets, liabilities and financial performance of the Company.

Results and dividends

The results of the year are set out on pages 5-11.

During the year under review the company declared and paid dividends of \$43,445,000 to the shareholders.

Fiscal Position

The fiscal year of the Company runs from 1 January 2025 through 31 December 2025. The Company has been granted a license to operate from the economic zone.

Current & Future business developments

There were no important current events, which had a bearing on the understanding of the financial statements.

There were no material post balance sheet date events, which have a bearing on the understanding of the financial statements. The directors intend to continue to operate the company in line with its current business plan.

MEDIUM RARE N.V.**Statement of Comprehensive Income****FOR THE YEAR ENDED 31 DECEMBER 2025**

	Note	2025 USD
Revenue	3	1,857,149,517
Cost of Sales		(598,690,977)
Operating Income		1,258,458,540
Affiliate Expenses		(387,734,158)
Marketing Expenses		(367,675,628)
IT Expenses		(34,896,825)
Financial Expenses		(1,251,029)
Operation Expenses		(417,003,612)
Admin Expenses		(1,007,242)
Total Expenses		(1,209,568,493)
Profit before tax		48,890,047
Tax		0
Total comprehensive income for the period		48,890,047

MEDIUM RARE N.V.**Statement of Financial Position****AS AT 31 DECEMBER 2025**

	Notes	2025 USD
ASSETS		
Current Assets		
Receivables	5	345,827,897
Cash and cash equivalents	6	354,834,881
Total Current Assets		700,662,777
Non Current Assets		
Investment in Subsidiary	4	2,332
Other Assets	4	6,269
Total Assets		700,671,379
EQUITY		
Capital and Reserves		
Share capital		100
Retained earnings		8,135,184
Dividends Declared and Paid		(43,445,000)
Current Income		48,890,047
Total Equity		13,580,331
LIABILITIES		
Current Liabilities		
Other Payables	7	683,189,451
Total Current Liabilities		683,189,451
Non-Current Liabilities Long - term Payables		
		3,901,597
Total Liabilities		687,091,048
Total Equity and Liabilities		700,671,379

MEDIUM RARE N.V.**Notes to the Financial Statements****FOR THE YEAR ENDED 31 DECEMBER 2025****1. General information and statement of compliance**

Medium Rare N.V. is a limited liability company, incorporated and domiciled in Curacao.

The financial statements are presented in US Dollar (USD) which is also the functional currency of the Company. The separate financial statements of the company have been prepared in accordance with International Financial Reporting Standards (IFRS)

These financial statements have been prepared under the historical cost convention.

The directors believe that the use of the going concern basis for the preparation of these financial statements is appropriate.

2. Summary of significant accounting policies**2.1 Overall considerations**

The significant accounting policies that have been used in the preparation of these financial statements are summarised below.

2.2 Financial instruments**2.2.1 Financial assets and financial liabilities*****Recognition, initial measurement and derecognition***

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value plus transactions costs. Subsequent measurement of financial assets and financial liabilities are described below.

A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expire, or when the Company transfers the financial asset and the transfer qualifies for derecognition.

A financial liability is derecognised when it is extinguished. This occurs when the obligation specified in the contract is discharged, cancelled or expires.

MEDIUM RARE N.V.**Notes to the Financial Statements****FOR THE YEAR ENDED 31 DECEMBER 2025****2. Summary of significant accounting policies (continued)****2.2 Financial instruments (continued)*****Classification and subsequent measurement of financial assets***

For the purpose of subsequent measurement, financial assets of the Company are classified into loans and receivables upon initial recognition.

A financial asset is impaired and impairment losses are incurred if, and only if, there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

If there is objective evidence that an impairment loss on financial assets carried at cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The amount of the loss is recognised in profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. The reversal does not result in a carrying amount of the financial asset that exceeds what the cost would have been had the impairment not been recognised at the date the impairment is reversed. The amount of the reversal is recognised in profit or loss.

2.3 Taxation

Income tax on profit or loss for the period comprises current and deferred tax. Income tax is recognised in the profit and loss account, except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity. Current tax is the expected tax payable on the taxable income for the year using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous year.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes, the initial recognition of assets and liabilities that affect neither accounting nor taxable profits, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the unused tax losses and credits can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised. The company is subject to a territorial tax system, wherein the income earned in Curacao is subject to 22% of profit taxes and the foreign source income is subject to 0% of profit taxes.

MEDIUM RARE N.V.**Notes to the Financial Statements****FOR THE YEAR ENDED 31 DECEMBER 2025****2. Summary of significant accounting policies (continued)****2.4 Cash and cash equivalents**

Cash and cash equivalents comprises cash at call with banks.

2.5 Equity, reserves and dividend payments

Share capital represents the nominal value of shares that have been issued. They are recorded at the proceeds received, net of direct issue costs. Share premium represents the amount paid in excess of the nominal value of shares.

Retained earnings/accumulated losses include all current and prior period profits/losses less dividend distributions.

Dividend distributions payable to equity shareholders are included with short-term financial liabilities in the balance sheet when the dividends are approved in general meeting prior to the end of the reporting period.

2.6 Revenue

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.

2.7 Foreign currencies

Transactions denominated in foreign currencies are translated into USD at the rates of exchange in operation on the dates of the transactions. Monetary assets and liabilities expressed in foreign currencies are translated into USD at the rates of exchange prevailing at the balance sheet date. Translation differences are included within other operating income/expenses in the income statement.

2.8 Receivables

Receivables comprise amounts due from customers for services performed in the ordinary course of business. Receivables are classified as current assets if collection is due within one year or less. If not, they are presented as non-current assets. Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in income statement. Subsequent recoveries of amounts previously written off, are credited against profit and loss.

MEDIUM RARE N.V.**Notes to the Financial Statements****FOR THE YEAR ENDED 31 DECEMBER 2025****2. Summary of significant accounting policies (continued)****2.9 Payables**

Payables are obligations to pay for services that have been acquired in the ordinary course of business. Payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Payables are recognised initially at cost, net of transaction costs and subsequently measured at amortised cost.

3. Revenue

	2025 USD
Gaming Profits Exchanged	<u>1,857,149,517</u>
	<u>1,857,149,517</u>

4. Non-Current Assets

	2025 USD
Investment in Subsidiary	2,332
Other Assets	<u>6,269</u>
	<u>8,601</u>

5. Receivables

	2025 USD
Amounts due from related parties	19,685,072
Amounts due from third parties	<u>326,142,825</u>
	<u>345,827,897</u>

6. Cash and Cash Equivalents

	2025 USD
Cash and Cash Equivalents	<u>354,834,881</u>
	<u>354,834,881</u>

7. Payables

	2025
	USD
Amounts due to related parties	-
Accrued Expenses and third parties	683,189,451
	<u>683,189,451</u>

8. Related Party disclosuresRelationships between related parties

The directors consider the Company to have a related party relationship with its shareholder and key management personnel who have the ability to control or exercise significant influence in financial and operating decisions.