



FINANCIAL STATEMENTS 2022

Curacao chamber of Commerce: 160903

Scharlooweg 39

Willemstad, Curaçao

Genius Touch B.V.

Genius Touch B.V.

Financial Statements

December 31, 2022

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Genius Touch B.V.

Financial Statements

December 31, 2022

MANAGING DIRECTOR:

**Allyant Group B.V.
Scharlooweg 39
Willestad
Curaçao**

Genius Touch B.V.

Financial Statements

December 31, 2022

DIRECTOR'S REPORT:

We are pleased to present you herewith the Financial Statements for the period May 24 ,2022 through December 31, 2022.

Summary of activities

To organize, market, promote, manage, support and operate all types of remote and stationary activities, and sports betting activities, comprising of all types of games, betting transactions, and other operation of betting exchanges, interactive casinos, bingos, lotteries, poker and other interactive games and to carry out any activities ancillary thereto by offering goods or services to persons who participate in licensed online gaming, for clients established or residing outside of Curaçao.

Result for the year

During the period under review, the Company recorded a net profit of EUR -13566,. details of which are set out in the attached Profit and Loss account.

Curaçao,

Allyant Group B.V.

Managing Director

Genius Touch B.V.

Balance Sheet as at December 31, 2022

(In EUR, before appropriation of results)

ASSETS	Notes	2022
<u>Intangible assets</u>		
Acquired intangible assets	4	--
<u>Financial Fixed Assets</u>		
Shares in Group Company	5	-
<u>Current Assets</u>		
Prepaid expenses		10.417
Current account subsidiary	6	
Current account other	7	
Cash at banks and in hand	8	10.417
TOTAL ASSETS		10.417

SHAREHOLDER'S EQUITY AND LIABILITIES

<u>Shareholders' equity</u>		
	9	
Issued and fully paid share capital		100
Retained earnings		
Net result for the year		(13.566)
		(13.466)
<u>Current Liabilities</u>		
Accounts payable	14	103
Current account shareholder	10	23.780
Current account other	11	
Profit tax payable		23.883
TOTAL EQUITY AND LIABILITIES		10.417

Genius Touch B.V.

Profit and Loss Account for the period
May 24 ,2022 through December 31, 2022
(In EUR)

	Notes	2022
<u>Income</u>		
Revenue		--
Direct cost	12	6.958
Gross profit/(loss)		(6.958)
<u>Expenses</u>		
Amortization		--
General and administrative expenses	13	6.608
		6.608
Result before taxation		(13.566)
Profit tax		--
NET RESULT FOR THE YEAR		(13.566)

Genius Touch B.V.

Notes to the Financial Statements May 24 ,2022 through December 31, 2022

(In EUR)

1 GENERAL

Company's Information and Principal Activities

The Company is a limited liability company that was incorporated on May 24, 2022 under the laws of Curaçao.

The Company is registered with the Chamber of Commerce and Industry of Curaçao under number 149502.

Principal activities

To organize, market, promote, manage, support and operate all types of remote and stationary gaming activities, and sports betting activities, comprising of all types of games, betting transactions, and other operation of betting exchanges, interactive casinos, bingos, lotteries, poker and other interactive games and to carry out any activities ancillary thereto by offering goods or services to persons who participate in licensed online gaming, for clients established 'or residing outside of Curaçao.

2 BASIS OF PREPARATION

a. General principles

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.

b. Functional and presentation currency

The financial statements are presented in Euro which is the functional currency of the Company.

3 SIGNIFICANT ACCOUNTING POLICIES

a. General

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

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

Genius Touch B.V.

Notes to the Financial Statements May 24 ,2022 through December 31, 2022

(In EUR)

b. Intangible Fixed Assets

Acquired intangible assets

Intangible assets acquired separately consist mainly of software licences and domain names and are capitalised at cost. Those acquired as part of a business combination are recognised separately from goodwill if the fair value can be measured reliably. These intangible assets are amortised over the useful life of the assets, which for software licences is between one and five years and for domain names is five years.

c. Internally generated intangible assets

Expenditure incurred on development activities of the gaming platform is capitalised only when the expenditure will lead to new or substantially improved products or processes, the products or processes are technically and commercially feasible and the Company has sufficient resources to complete development.

All other development expenditure is expensed. Subsequent expenditure on intangible assets is capitalised only where it clearly increases the economic benefits to be derived from the asset to which it relates. The Company estimates the useful life of these assets as between three and five years,

d. Financial Fixed Assets

The investments in subsidiaries are stated at cost price.

e. Receivables

Receivables are valued at face value less a provision for possible uncollectable accounts.

f. Cash and cash equivalents

Cash and cash equivalents are stated at face value.

g. Shareholder's equity

Ordinary shares are classified as equity.

h. 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.

Genius Touch B.V.

Notes to the Financial Statements May 24 ,2022 through December 31, 2022

(In EUR)

i. Recognition of Income and Expenses

Revenue

The services provided by the Company comprise online sports betting and casino games. Revenue from sports betting activities represents the net gain or loss from betting activities in the year plus the gain or loss on the revaluation of open positions at year end, and is net of the cost of customer promotions and bonuses incurred in the year.

Revenue from online casino's represents net winnings being amounts staked net of customer winnings and is net of customer promotions and bonuses incurred in the year.

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

j. Cost of sales

Cost of sales consists primarily of gaming duties, payment service providers' commissions, chargebacks, commission and royalties payable to third parties, all of which are recognised on an accruals basis.

k. Operating expenses

Operating expenses consist primarily of staff costs and corporate professional expenses, both of which are recognised on an accruals basis.

l. Foreign Currencies

1) Functional and presentation currency

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Euro (€), which is the Company's functional and presentation currency.

2) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the transaction at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit and loss.

m. Profit tax

The profit tax expense represents tax payable for the year based on currently applicable tax rates.

Genius Touch B.V.

Notes to the Financial Statements May 24 ,2022 through December 31, 2022

(In EUR)

n. Dividends

Interim dividends are recognised in equity in the year in which they are approved by the Company's Directors. Dividend distribution to the Company's shareholders is recognised in the Company's financial statements in the year in which they are approved by the Company's shareholders.

Acquired intangible assets

4 INTANGIBLE ASSETS

Balance as at January 1

Historical costs
Cumulative impairment losses and
Amortisation
Book value

Movements:

Investments
Disposals
Amortisation
Impairments
Amortisations of disposals
Balance

Balance as at December 31

Historical costs
Cumulative impairment losses and
Amortisation
Book value

Amortisation rates

5 SHARES IN GROUP COMPANY

<u>DOMICILE</u>	<u>OWNERSHIP</u>	2022
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Genius Touch B.V.

Notes to the Financial Statements May 24 ,2022 through December 31, 2022

(In EUR)

6 CURRENT ACCOUNT SUBSIDIARY 2022

Opening balance	--
Movements during the year:	
- Received funds obo the Company	--
- Invoices paid obo the Company	--
Ending balance	<u> -- </u>

7 CURRENT ACCOUNT OTHER 2022

Opening balance	--
Movements during the year:	
Ending balance	<u> -- </u>

8 CASH AT BANKS AND IN HANDS 2022

--
<u> -- </u>

9 SHAREHOLDER'S EQUITY 2022

100 share @ EUR 1.00	
Issued and fully paid share capital	<u> - </u>

Movements in the shareholder's equity accounts are as follows:

	Issued and fully paid share capital	Retained earnings	Result for the year
Opening balance	100	--	--
Movements during the year	--	--	-13.566
Ending balance	<u> 100 </u>	<u> -- </u>	<u> (13.566) </u>

Genius Touch B.V.

Notes to the Financial Statements May 24 ,2022 through December 31, 2022

(In EUR)

10 CURRENT ACCOUNTS SHAREHOLDER	2022
Opening balance	--
Movements during the year:	
- Share capital contribution	--
- Invoices paid obo the Company	23.780
- Income received obo the Company	
Ending balance	<u>23.780</u>
11 CURRENT ACCOUNT OTHER	2022
Opening balance	--
Movements during the year:	--
Ending balance	<u>--</u>
12 DIRECT COST	2022
Hosting fees	
License and Services	6.958
Training cost	
Intermediary expenses	
	<u>--</u>
	<u>6.958</u>
13 GENERAL AND ADMINISTRATIVE EXPENSES	2022
Administration & bookkeeping	1.350
Corporate Management Services	3.623
Office charge	315
Compliance Services	1.320
Tax expenses	
	<u>6.608</u>
14 Accounts payable	
Allyant Group BV	103
