

Shareholder Loan Agreement

Jovie Jane Villa, having a passport number P2552310C and has a registered address at Address: 9002 Avida Prime Tower 1 1-408 Donada St. Zone 3 Barangay 36 Pasay City Metro Manila Philippines - (Ultimate beneficial owner)

12 Stars International Gaming Solutions B.V., having a registration number 166799 and has a registered address at Zuikertuintjeweg Z/N, Curacao - (company)

Terms and Conditions

1. Loan Provision:

2. The UBO, Jovie Jane Villa, hereby agrees to provide an interest-free loan of EUR 150,000 (the "Loan") to 12 Stars International Gaming Solutions B.V. (the "Company").

3. Loan Nature:

- a. The Loan shall be interest-free.
- b. The Loan shall be governed by the terms mutually agreed upon and set forth in this Agreement.

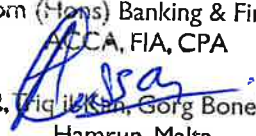
4. Repayment Terms:

- a. The Loan shall be repaid in full by the Company on or before January 31, 2029 (the "Repayment Date").
- b. Repayment shall be made in a single installment of EUR 10,000 or in equal monthly/quarterly installments of EUR 3,125 beginning on February 31, 2025.
- c. Repayment may be made via bank transfer or other agreed methods, details of which shall be provided by the UBO.
- d. Early repayment of the Loan, either in full or in part, shall be permitted without penalty.

5. Acknowledgments:

All parties acknowledge and agree to the following:

- a. They have read and fully understood the terms and conditions outlined in this Agreement.

ANDREW CASSAR
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True copy of Original
given and verified by me

5/2/2025

b. They have entered into this Agreement voluntarily and without any form of coercion or undue influence.

6. Execution:

This Agreement shall be effective as of the date first written above and shall be binding upon execution by the parties below.

Signatures

Ultimate Beneficial Owner

Name: _____ Jovie Jane Villa _____

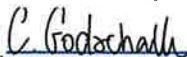
Signature: _____  _____

Date: _____ 22.01.2025 _____

Director

Name: _____ Claire Godschalk Olmtak _____

On behalf of IGA Trust B.V.

Signature: _____  _____
IGA Trust BV (Jan 27, 2025 12:40 EST)

Date: 01/27/2025