



FINANCIAL STATEMENTS 2022

Curaçao Chamber of Commerce: 149502

Scharlooweg 39

Willemstad, Curaçao

Alpha Games N.V.

Alpha Games N.V.

Financial Statements

December 31, 2022

Directory	<u>Page</u>
Managing Directors	3
Directors' report	4
Financial Statements:	
Balance Sheet as at December 31, 2022	5
Profit and Loss Account for the period January 1, 2022 through December 31, 2022	6
Notes to the Financial Statements	7

Alpha Games N.V.

Financial Statements

December 31, 2022

MANAGING DIRECTORS:

Allyant Group B.V.
Scharlooweg 39
Willemstad
Curaçao

Mr. Kypros Timotheou
40,25 Martiou Avenue, 2682
Paleometochos
Cyprus

Alpha Games N.V.

Financial Statements

December 31, 2022

DIRECTORS' REPORT:

We are pleased to present you herewith the Financial Statements for the period January 1, 2022 through December 31, 2022.

Summary of 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.

Activities during the year

The operations of the Company are going well and the Company was able to increase its revenue after the setback in 2021.

Result for the year

During the period under review, the Company recorded a net result of EUR 2.128.662, details of which are set out in the attached Profit and Loss account.

Curaçao, June 27, 2024



Allyant Group B.V.

Managing Director

Signed by: Nathaniela Kwidama



Mr. Kypros Timotheou

Managing Director

By Allyant Group B.V.

Proxyholder

Alpha Games N.V.

Balance Sheet as at December 31, 2022

(In EUR, before appropriation of results)

ASSETS	Notes	2022	2021
<u>Intangible assets</u>			
Acquired intangible assets	4	2.736	3.600
		<u>2.736</u>	<u>3.600</u>
<u>Financial fixed assets</u>			
Shares in group company	5	2.000	2.000
		<u>2.000</u>	<u>2.000</u>
<u>Current assets</u>			
Prepaid expenses		7.384	3.202
Current account subsidiary	6	1.436.950	434.618
Current account other third parties	7	1.227.907	31.050
Cash at banks and in hand	8	1.789.266	31.336
		<u>4.461.507</u>	<u>500.206</u>
TOTAL ASSETS		<u>4.466.243</u>	<u>505.806</u>
SHAREHOLDER'S EQUITY AND LIABILITIES			
<u>Shareholders' equity</u>			
	9		
Issued and fully paid share capital		100	100
Retained earnings		447.806	360.441
Net result for the year		2.128.662	87.365
		<u>2.576.568</u>	<u>447.906</u>
<u>Current liabilities</u>			
Current account shareholder	10	19.900	19.900
Current account other third party	11	--	21.323
Other liabilities, accruals and deferred income		1.869.640	16.292
Profit tax payable		135	385
		<u>1.889.675</u>	<u>57.900</u>
TOTAL EQUITY AND LIABILITIES		<u>4.466.243</u>	<u>505.806</u>

Alpha Games N.V.

Profit and Loss Account for the period
January 1, 2022 through December 31, 2022
(In EUR)

	Notes	2022	2021
<u>Income</u>			
Revenue		16.342.062	315.947
Direct cost	12	14.155.315	212.233
Gross profit/(loss)		2.186.747	103.714
<u>Expenses</u>			
Amortization		864	834
General and administrative expenses	13	57.221	15.130
		58.085	15.964
Result before taxation		2.128.662	87.750
Profit tax		--	385
NET RESULT FOR THE YEAR		2.128.662	87.365

Alpha Games N.V.

Notes to the Financial Statements January 1, 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 February 14, 2019 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.

Alpha Games N.V.

Notes to the Financial Statements January 1, 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.

Alpha Games N.V.

Notes to the Financial Statements

January 1, 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.

Alpha Games N.V.

Notes to the Financial Statements January 1, 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.

4 ACQUIRED INTANGIBLE ASSETS

License

Balance as at January 1,	2022
Historical costs	4.770
Cummulative impairment losses and amortisation	1.170
Book value	3.600
<i>Movements:</i>	
Investments	--
Disposals	--
Amortisation	864
Impairments	--
Amortisations of disposals	--
Balance	(864)
 Balance as at December 31,	
Historical costs	4.770
Cummulative impairment losses and amortisation	2.034
Book value	2.736
 Amortisation rates	20%

5 SHARES IN GROUP COMPANY

2022 2021

<i>Name</i>	<i>Domicile</i>	<i>Ownership</i>		
Foundcom Limited	Cyprus	100%	2.000	2.000
			2.000	2.000

Investment in subsidiary is valued at cost price.

Alpha Games N.V.

Notes to the Financial Statements
January 1, 2022 through December 31, 2022
(In EUR)

6	CURRENT ACCOUNT SUBSIDIARY	2022	2021
	<i>Foundcom Limited</i>		
	Opening balance	434.618	395.329
	Movements during the year:		
	- Received funds obo the Company	13.549.617	214.713
	- Invoices paid obo the Company	(12.547.285)	(175.424)
	Ending balance	<u>1.436.950</u>	<u>434.618</u>
7	CURRENT ACCOUNT OTHER THIRD PARTIES	2022	2021
	<i>Azra678 N.V.</i>		
	Opening balance	31.050	--
	Movements during the year:	20.395	31.050
	Ending balance	<u>51.445</u>	<u>31.050</u>
	<i>Pegasus N.V.</i>		
	Opening balance	--	--
	Movements during the year:	5.000	--
	Ending balance	<u>5.000</u>	<u>--</u>
	<i>Victorywillbeours N.V.</i>		
	Opening balance	--	--
	Movements during the year:	1.171.462	--
	Ending balance	<u>1.171.462</u>	<u>--</u>
	Total ending balance	<u>1.227.907</u>	<u>31.050</u>
8	CASH AT BANKS AND IN HANDS	2022	2021
	Payment Execution	1.789.266	31.336
		<u>1.789.266</u>	<u>31.336</u>

Alpha Games N.V.

Notes to the Financial Statements January 1, 2022 through December 31, 2022 (In EUR)

9 SHAREHOLDERS' EQUITY	2022	2021
100 share @ EUR 1.00		
Issued and fully paid share capital	<u>100</u>	<u>100</u>

Movements in the shareholders' equity accounts are as follows:

	Issued and fully paid share capital	Retained earnings	Net result for the year
Opening balance	100	360.441	87.365
Result appropriation	--	87.365	(87.365)
Net result for the year	--	--	2.128.662
Ending balance	<u>100</u>	<u>447.806</u>	<u>2.128.662</u>

10 CURRENT ACCOUNT SHAREHOLDER	2022	2021
Opening balance	19.900	19.900
Movements during the year:		
- Invoices paid obo the Company	<u>--</u>	<u>--</u>
Ending balance	<u>19.900</u>	<u>19.900</u>

11 CURRENT ACCOUNT OTHER THIRD PARTY	2022	2021
<i>Victorywillbeours N.V.</i>		
Opening balance	21.323	21.323
Movements during the year:	<u>(21.323)</u>	<u>--</u>
Ending balance	<u>--</u>	<u>21.323</u>

12 DIRECT COST	2022	2021
Direct service expenses	10.931.714	172.984
Intermediary expenses	3.202.443	18.000
License and services	21.158	4.553
Web services	--	2.689
Training cost	<u>--</u>	<u>14.007</u>
	<u>14.155.315</u>	<u>212.233</u>

Alpha Games N.V.

Notes to the Financial Statements
January 1, 2022 through December 31, 2022
(In EUR)

13 GENERAL AND ADMINISTRATIVE EXPENSES	2022	2021
Corporate management services	11.123	5.990
Office lease	9.000	--
Gross salary employee	6.000	--
Administration & bookkeeping	4.800	4.800
Payroll services	4.000	--
Tax services expenses	1.033	375
Office set-up	1.000	--
Notary expenses	855	1.120
Bank charges	19.108	2.845
Other expenses	302	--
	<u>57.221</u>	<u>15.130</u>
