

Overseas Gaming Management B.V.

Financial Statements

for the period April 30, 2024 - December 31, 2024

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Compilation Report

The board of directors of
Overseas Gaming Management B.V.
Curaçao

On the basis of information provided by management we have compiled, in accordance with the International Standard on Related Services applicable to compilation engagements, the balance sheet of Overseas Gaming Management B.V. as of December 31, 2024 and statements of income and cash flows for the year then ended. Management is responsible for these financial statements. We have not audited or reviewed these financial statements and accordingly express no assurance thereon.

Curaçao, May 25, 2026



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Overseas Gaming Management B.V.

Statement of financial position

(All amounts in USD)

	Note	31-Dec 2024
Assets		
Current assets		
Other assets	4	1,185
Total current assets		1,185
Non-current assets		
Other assets		-
Total non-current assets		-
Total assets		1,185
Equity and liabilities		
Current liabilities		
Accounts payable		5,683
Total current liabilities		5,683
Equity		
Issued capital	5	100
Retained earnings / (Accumulated loss)		(4,598)
Total equity		(4,498)
Total liabilities and equity		1,185

See accompanying notes.

Overseas Gaming Management B.V.

Statement of profit or loss

(All amounts in USD)

	Note	Apr 30, 2024 - Dec 31, 2024
Revenue		-
Direct cost		-
Gross profit / (loss)		-
Administrative expenses	6	(4,598)
Profit / (loss) from operations		(4,598)
Finance cost		-
Profit / (loss) before tax		(4,598)
Profit tax expense		-
Profit / (loss) for the period		(4,598)

See accompanying notes.

Overseas Gaming Management B.V.

Statement of changes in equity

(All amounts in USD)

	Issued capital	Retained earnings / (Accumulated loss)	Total
Capital issued on April 30, 2024	100	-	100
Profit / (loss) for the period	-	(4,598)	(4,598)
Other comprehensive income	-	-	-
Total comprehensive income / (loss) for the period	-	(4,598)	(4,598)
Balance, December 31, 2024	100	(4,598)	(4,498)

See accompanying notes.

Overseas Gaming Management B.V.

Statement of cash flows

(All amounts in USD)

	Note	Apr 30, 2024 - Dec 31, 2024
Cash flow from operating activities		
Profit / (loss) for the period		(4,598)
(Increase) / decrease in other assets		(1,185)
Increase / (decrease) in accounts payable		5,683
Net cash generated from operating activities		(100)
Cash flow from investing activities		
(Increase) / decrease in other assets		-
Net cash generated from investing activities		-
Cash flow from financing activities		
Increase / (decrease) in issued capital		100
Net cash generated from financing activities		100
Net increase / (decrease) in cash		-
Cash at the beginning of the period		-
Cash at the end of the period		-

See accompanying notes.

Overseas Gaming Management B.V.

Notes to financial statements

1. General information

Overseas Gaming Management B.V. (the company) was incorporated as a private limited liability company on April 30, 2024, in Curaçao. The address of its registered office is Julianaplein 36, Curaçao.

The objectives of the company are:

1. 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.
2. The company 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.

2. Summary of material accounting policies

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 years presented, unless otherwise stated.

Basis of presentation

The financial statements of the company have been prepared in accordance with International Financial Reporting Standard for Small and Medium-sized Entities (IFRS for SMEs). The financial statements have been prepared under the historical cost convention. The financial statements are presented in US Dollars (USD) and all values are presented in actual, unless otherwise stated.

The preparation of financial statements in conformity with IFRS for SMEs requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the company's accounting policies.

The financial statements are prepared for a period less than one year, from April 30, 2024 being the date of incorporation to December 31, 2024 as per the Articles of Association.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

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Foreign currency transactions

The financial statements are presented in USD, which is the company's functional and presentation currency. Transactions denominated in foreign currencies are translated at the exchange rate prevailing when the transaction is realized. The exchange results are recorded in the statement of profit or loss.

Monetary assets and liabilities denominated in foreign currencies are translated into USD at the exchange rates prevailing at the end of the period.

Financial instruments

Financial assets

Initial recognition and measurement

Financial assets within the scope of Section 11 of IFRS for SMEs are classified as financial assets at fair value through profit or loss, loans and receivables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The company determines the classification of its financial assets at initial recognition.

All financial assets are recognized initially at fair value plus transaction costs, except in the case of financial assets recorded at fair value through statement of profit or loss.

The company's financial assets include other assets.

Financial liabilities

Initial recognition and measurement

Financial liabilities within the scope of Section 11 of IFRS for SMEs are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognized initially at fair value plus, in the case of loans and borrowings, directly attributable transaction costs.

The company's financial liabilities include accounts payable.

Subsequent measurement

The subsequent measurement of financial assets and liabilities depends on their classification.

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Impairment of long-lived assets

Long-lived assets, other than goodwill, are reviewed for impairment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. Recoverability of assets is measured by comparison of the carrying amount of the asset to the net undiscounted future cash flows expected to be generated from the asset. If the future undiscounted cash flows are not sufficient to recover the carrying value of the assets, the assets' carrying value is adjusted to fair value. The company regularly evaluates its long-lived asset for indicators of possible impairment. To date no impairment has been recorded.

Concentration of credit risk and certain other risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counter parties failed to perform as contracted. The company does not have significant exposure to any individual client or counter party. Management of credit risk involves a number of considerations, such as financial profile of the counter party, specific terms and duration of the contractual agreement. There exists a risk of non-performance, however management believes that the company's exposure to credit risk associated with non-performance of its counter party is minimum.

New standards, amendments and interpretations issued but not effective for the financial period beginning April 30, 2024 and not early adopted

There are no other standards, interpretations or amendments to existing standards that are not yet effective that would be expected to have a significant impact on the company.

3. Profit taxes

The company is subject to 15% taxes on profit up to XCG 500,000 and 22% above XCG 500,000.

4. Other assets

	<u>2024</u>
Receivable from related party	
C/A Shareholder	100
Prepaid expenses	<u>1,085</u>
	<u>1,185</u>

5. Issued capital

The authorized and issued capital of the company as on December 31, 2024 consists of 100 ordinary shares with a nominal value of USD 1 per share and subscribed for USD 100.

No dividends were declared in 2024.

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6. Administrative expenses

	<u>2024</u>
Professional fees	4,598
	<u>4,598</u>

7. Fair value

Fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to arrive at the fair value:

Other assets and accounts payable approximate the carrying amount largely due to the short-term maturity.

8. Contingencies, commitments and legal proceedings

The company has no contingent or future purchase liabilities and is not involved in any legal actions.

9. Authorization for issue

These financial statements for the period ended December 31, 2024 were approved by the board of directors and authorized for issue on:

Date: May 25, 2026

Board of Directors:

<u>Name</u>	<u>Function</u>	<u>Signature</u>
PYGG B.V.	Statutory director	