

HighBet B.V.
Willemstad

HighBet B.V.

at Willemstad

Annual report 2024

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1. Accountants report

HighBet B.V.
Willemstad

HighBet B.V.
Abraham Mendez Chumaceiro Boulevard 03
Willemstad

June 26, 2025

1.1 ACCOUNTANT'S COMPILATION REPORT

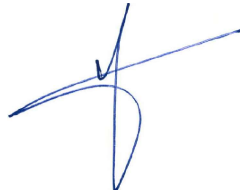
The financial statements of HighBet B.V. have been compiled by us using the information provided by you. The financial statements comprise the balance sheet as at 31 December 2024 and the income statement for the year 2024 for the year then ended with the accompanying explanatory notes. These notes include a summary of the accounting policies which have been applied.

This compilation engagement has been performed by us in accordance with International Standard on Related Services 4410, "Compilation engagements", which is applicable to accountants. The standard requires us to assist you in the preparation and presentation of the financial statements in accordance with the accounting policies as described in the notes. To this end we have applied our professional expertise in accounting and financial reporting.

In a compilation engagement, you are responsible for ensuring that the information you give us is correct and that you provide us with all relevant information. Therefore, we have conducted our work in accordance with the applicable regulations and on the assumption that you have fulfilled your responsibility. To conclude our work, we have read the financial statements as a whole and are satisfied that they present a picture in line with our broad understanding of HighBet B.V..

During this engagement we have complied with relevant ethical requirements. You and other users of these financial statements may therefore assume that we have conducted the engagement in a professional, competent, and objective manner and with due care and integrity and that we will treat all information provided to us as confidential.

inFocus N.V.



W. van Steijn AA

1.2 GENERAL

Comparative figures

The figures of the previous financial year may have been reclassified, where necessary, in order to allow comparability with the current financial year.

Incorporation company

The Company was established on October 3rd, 2018.

Activities

The activities of HighBet B.V. primarily consist of:

To provide off-shore games of chance and wagering through the internet, including but not limited to games of skill and internet, in compliance with the regulations of Curaçao.

This services shall be referred to for all purposes as Internet Casino / Internet Wagering / Internet Sportsbook / Internet Lottery provided it concerns aforementioned services.

1.3 FISCAL POSITION

	<u>2024</u> EUR
<i>Calculation taxable amount</i>	
Result before taxation	2,036
Participation exemption	<u>11,170</u>
Taxable profit	13,206
Deductible losses	<u>(13,206)</u>
Taxable amount	<u><u>-</u></u>

Loss compensation

Year	Compensable loss EUR	Compensated with previous years EUR	Available for compensation at the beginning of the financial year EUR	Compensation during the year 2024 EUR	Available for compensation at the end of the financial year EUR
2020	17,756	367	17,389	13,206	4,183
2021	24,426	-	24,426	-	24,426
2023	33	-	33	-	33
	<u>42,215</u>	<u>367</u>	<u>41,848</u>	<u>13,206</u>	<u>28,642</u>

Real presence / permanent establishment

In accordance with art. 1C WB it is assumed that Highbet B.V. meets the real presence and permanent establishment requirements. The actual management is located in Curaçao.

2.1 BALANCE SHEET AS AT 31 DECEMBER 2024

		31-12-2024		31-12-2023	
		EUR	EUR	EUR	EUR
ASSETS					
Fixed assets					
<i>Financial assets</i>	1		25,383		1,000
Current assets					
<i>Receivables</i>					
Trade receivables	2	1,379		5,771	
Receivables from group companies	3	-		11,170	
Other receivables and current assets	4	169,358		-	
			170,737		16,941
<i>Cash and cash equivalents</i>					
Other banks			12,980		11,528
Total assets			<u>209,100</u>		<u>29,469</u>
EQUITY AND LIABILITIES					
Equity					
Issued share capital	5				
	6	1,826		1,826	
Share premium reserve		75,061		75,061	
Other reserves		(50,681)		(52,717)	
			26,206		24,170
Current liabilities					
Trade payables	7	16,692		1,799	
Other payables and short term liabilities	8	166,202		3,500	
			182,894		5,299
Total equity and liabilities			<u>209,100</u>		<u>29,469</u>

2.2 INCOME STATEMENT FOR THE YEAR 2024

		2024	2023
		EUR	EUR
Net turnover	9	209,794	229,744
Cost of sales	10	<u>(181,668)</u>	<u>(199,417)</u>
Gross margin		28,126	30,327
Other operating expenses	11	<u>15,910</u>	<u>22,947</u>
Operating result		12,216	7,380
Financial income and expense	12	<u>990</u>	<u>41</u>
Result before taxation		13,206	7,421
Taxation		<u>-</u>	<u>-</u>
		13,206	7,421
Share in result from participations	13	<u>(11,170)</u>	<u>-</u>
Result after taxes		<u><u>2,036</u></u>	<u><u>7,421</u></u>

2.3 NOTES TO THE FINANCIAL STATEMENTS

Entity information

Registered address and registration number trade register

The registered and actual address of HighBet B.V. is Abraham Mendez Chumaceiro Boulevard 03, in Willemstad, Curaçao. HighBet B.V. is registered at the Chamber of Commerce under number 148202.

General accounting principles

The accounting standards used to prepare the financial statements

The financial statements have been prepared in accordance with the accounting policies selected and disclosed by the company, and as set out in the notes to the financial statements. 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 periods presented, unless otherwise stated.

Basis of preparation

Valuation of assets and liabilities and determination of the result take place under the historical cost convention. Unless presented otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are valued according to the cost model.

Income and expenses are accounted for on an accrual basis. Profit is only included when realized on the balance sheet date. Losses originating before the end of the financial period are taken into account if they have become known before preparation of the financial statements.

Accounting principles

Financial assets

Participations are valued at cost.

Receivables recognised under financial fixed assets are initially valued at the fair value less transaction costs. These receivables are subsequently valued at amortised cost price, which is, in general, equal to the nominal value. For determining the value, any depreciation is taken into account.

Receivables

Receivables are initially valued at the fair value of the consideration to be received, including transaction costs if material. Receivables are subsequently valued at the amortised cost price. If there is no premium or discount and there are no transaction costs, the amortised cost price equals the nominal value of the accounts receivable. Provisions for bad debts are deducted from the carrying amount of the receivable.

Cash and cash equivalents

Cash at banks and in hand represent cash in hand, bank balances and deposits with terms of less than twelve months. Overdrafts at banks are recognised as part of debts to lending institutions under current liabilities. Cash at banks and in hand is valued at nominal value.

Equity

When HighBet B.V. purchases treasury shares, the consideration paid is deducted from equity (other reserves or

any other reserve if the articles of association allow so) until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received is included in equity (other reserves or any other reserve). The consideration received will be added to the reserve from which earlier the purchase price has been deducted.

Incremental costs directly attributable to the purchase, sale and/or issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Share premium

The share premium originates from overpayments on the face value of the shares.

Other reserves

Other reserves are all reserves, except the legal and statutory reserves. Other reserves can freely be distributed to the shareholders.

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.

Accounting principles for determining the result

The result is the difference between the realisable value of the goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

Revenue recognition

Net turnover comprises the income from the supply of goods and services and realised income from construction contracts after deduction of discounts and such like and of taxes levied on the turnover.

General and administrative expenses

General and administrative expenses comprise costs chargeable to the year that are not directly attributable to the cost of the goods and services sold.

Income tax expense

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

2.4 NOTES TO THE BALANCE SHEET AS AT 31 DECEMBER 2024

ASSETS

Fixed assets

	31-12-2024	31-12-2023
	EUR	EUR
1 Financial assets		
Participations in group companies	1,000	1,000
Receivables from group companies	24,383	-
	<u>25,383</u>	<u>1,000</u>

Participations in group companies

Gothic Impact Ltd, 100%, Cyprus	<u>1,000</u>	<u>1,000</u>
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As at December 31, 2024 Gothic Impact Ltd. has a negative equity in the amount of EUR 91,559 (2023: negative EUR 43,546).

Receivables from group companies

Loan to Gothic Impact Ltd.	<u>24,383</u>	<u>-</u>
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Loan

On March 1, 2024, the company entered into a loan agreement with Gothic Impact Ltd. for a total amount of EUR 50,000. The loan bears an annual interest rate of 4% and has a maturity of three years. No repayments are due before the maturity date. Interest is payable annually. The loan is unsecured.

Current assets

Receivables

2 Trade receivables

Trade receivables	<u>1,379</u>	<u>5,771</u>
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3 Receivables from group companies

Current account Gothic Impact Ltd.	<u>-</u>	<u>11,170</u>
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4 Other receivables and current assets

Receivable player migration	86,938	-
Payment systems	56,146	-
Miscellaneous prepaid expenses	<u>26,274</u>	<u>-</u>
	<u>169,358</u>	<u>-</u>

EQUITY AND LIABILITIES

5 Equity

	Issued share capital	Share premium reserve	Other reserves	Total
	EUR	EUR	EUR	EUR
Balance as at 1 January 2024	1,826	75,061	(52,717)	24,170
Appropriation of result	-	-	2,036	2,036
Balance as at 31 December 2024	1,826	75,061	(50,681)	26,206

6 Issued share capital

The share capital is USD 2,000 consisting of 2,000 shares each with a nominal value USD 1.

Current liabilities

	31-12-2024 EUR	31-12-2023 EUR
7 Trade payables		
Trade creditors	16,692	1,799
8 Other payables and short term liabilities		
Loans contracted from Favorit United NV	71,835	-
Player accounts	90,868	-
Accruals	3,499	3,500
	166,202	3,500

On August 1, 2024, the company entered into a loan agreement with Favorit United N.V. for an amount of EUR 50,000. The loan bears an annual interest rate of 2%, payable together with the principal. The loan is unsecured and repayable within 12 months from the drawdown date. On November 1, 2024, the company entered into a loan agreement with Favorit United N.V. for an amount of EUR 50,000. The loan carries an annual interest rate of 2% and is unsecured. Repayment, including interest, is due within 12 months from the drawdown date.

2.5 NOTES TO THE INCOME STATEMENT FOR THE YEAR 2024

	<u>2024</u>	<u>2023</u>
	EUR	EUR
9 Net turnover		
Revenue	<u>209,794</u>	<u>229,744</u>
10 Cost of sales		
Cost of sales	<u>181,668</u>	<u>199,417</u>
Cost of sales		
Cash bonus	25,562	-
Fees payment systems	5,063	-
Affiliate service fees	36,188	38,686
Game software and platform fees	63,113	128,910
Gaming license fees	15,461	27,514
ICT & hosting expenses	<u>36,281</u>	<u>4,307</u>
	<u>181,668</u>	<u>199,417</u>
11 Other operating expenses		
General expenses	<u>15,910</u>	<u>22,947</u>
General expenses		
Managementfee	5,901	8,113
Professional Service Fees	4,956	3,327
Bank expenses	5,053	11,506
Other general expenses	<u>-</u>	<u>1</u>
	<u>15,910</u>	<u>22,947</u>

12 Financial income and expense

Interest and similar income
Currency translation differences

<u>2024</u>	<u>2023</u>
EUR	EUR

16	-
<u>974</u>	<u>41</u>
<u>990</u>	<u>41</u>

<u>2024</u>	<u>2023</u>
EUR	EUR

13 Share in result from participations

Write-off receivable Gothic Impact Ltd.

<u>(11,170)</u>	<u>-</u>
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Willemstad, June 26, 2025
HighBet B.V.