

Ecofun Americas N.V.
financial statement 2022

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Management report

Ecofun Americas N.V.
To the shareholders

Curaçao, 30-06-2023

Re: Financial statement 2022

Dear sirs,

In conformity with the articles of incorporation of the company, we hereby present the financial statement to the general meeting of shareholders.

We have processed all of the accounting information. In our opinion this was done in a competent way. As a result hereof, the balance sheet and the profit and loss statement were compiled.

The financial statement has been prepared for and only for the company's members as a body and for no other purpose.

The financial statement was approved by the board of directors and signed on behalf of the board by:

Ecorpp Management N.V.
Managing director

General information

Incorporation

The company was incorporated under the laws of Curaçao on April 19th, 2019 as a private company with limited liability.

Registered office

The company's registered office is at Klipstraat 13, Willemstad, Curaçao.

Chamber of Commerce

The company is registered with the Chamber of Commerce under number 149876.

Board of directors

The board of directors consist of Ecorpp Management N.V.

Principal activities

The company engaged in online gambling activities and in the provision of advertising services.

Reporting year

The reporting year started on January 1st, 2022 and ended on December 31st, 2022.

Reporting currency

The company has chosen to use the Euro (€) as its reporting currency.

Fiscal position

Territorial tax system

The company is subject to the territorial tax system under which domestic profits are taxed against the rate of 22%.

Financial statement

Balance sheet

	<u>2022</u>	<u>2021</u>
	€	€
Assets		
Fixed assets		
Intangible assets	-	-
Tangible assets	-	-
Financial assets	1	1
	<u>1</u>	<u>1</u>
Current assets		
Accounts receivable	-	-
Receivables from participants and companies	-	-
Other receivables, prepayments and accrued income	-	-
	<u>-</u>	<u>-</u>
Cash and cash equivalents	-	-
	<u>1</u>	<u>1</u>
Equity and liabilities		
Equity		
Issued share capital	1	1
Share premium	-	-
Other reserves	(35.981)	(20.031)
Result current year	2.124	(15.950)
	<u>(33.856)</u>	<u>(35.980)</u>
Long term liabilities	-	-
Current liabilities		
Accounts payable	-	-
Debts to participants and companies	33.857	35.981
Taxes	-	-
Other debts and accrued liabilities	-	-
	<u>33.857</u>	<u>35.981</u>
	<u>1</u>	<u>1</u>

Profit and loss statement

	<u>2022</u>	<u>2021</u>
	€	€
Income	61.555	-
Expenses		
Amortization of fixed assts	-	-
Operating expenses	59.431	15.950
	<u>59.431</u>	<u>15.950</u>
Operating result	2.124	(15.950)
Financial income and expenses	-	-
Result before taxation	<u>2.124</u>	<u>(15.950)</u>
Corporate income tax	-	-
Net result	<u><u>2.124</u></u>	<u><u>(15.950)</u></u>

Notes to the financial statement

General accounting principles

The financial statement is prepared in accordance with applicable local accounting standards.

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

Continuity

The financial statement is prepared based on a going concern basis. The going concern basis of the presentation assumes that the company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

The company's management is of the opinion, that the company's shareholder will give the necessary support in case the assumption above mentioned is not realized. Consequently the company has applied accounting principles based on a going concern basis.

Translation of foreign currency

Receivables, liabilities and obligations denominated in foreign currency are translated at the exchange rate prevailing at balance sheet date.

Transactions in foreign currency during the financial year are recognized in the financial statement at the exchange rate prevailing at transaction date. The exchange differences resulting from the translation as at balance sheet date, taking into account possible hedge transactions, are recorded in the profit and loss statement.

Accounting policies in respect of the valuation of assets and liabilities

General

Valuation of assets and liabilities and determination of the result takes 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.

Financial fixed assets

Where significant influence is exercised, associated companies are valued under the net asset value method, but no lower than an nil value. This net asset value is based on the same accounting principles as applied by the company.

Associated companies with negative net equity value are valued at nil. If the company fully or partially guarantees the liabilities of the associated company concerned, or has the effective obligation respectively to enable the associated company to pay its (share of the) liabilities, a provision is formed. Upon determining this provision, provisions for doubtful debts already deducted from receivables from associated companies are taken into account.

Where no significant influence is exercised associated companies are valued at cost and if applicable less impairments in value.

Accounts receivable

Upon initial recognition of the receivables are valued at fair value and then valued at amortized cost. The fair value and amortized cost equal the face value. Provisions deemed necessary for possible bad debt losses are deducted. The provisions are determined by individual assessment of the receivables.

Equity

Financial instruments are classified as equity, if they have the substance of equity instruments; the legal form is of no consequence.

Current liabilities

Upon initial recognition, current liabilities are stated at fair value and then valued at amortized cost.

Accounting policies in respect of determination of the result

Turnover

Turnover represents amounts invoiced for services during the financial year reported on, net of discounts and value added taxes. Revenues from services are recognized in proportion to the services rendered. The cost price of these services are allocated to the same period.

Other operating expenses

Costs are taken into account under the historical cost convention and allocated to the period concerned.

Financial income and expenses

Financial income and expenses consist of interest received from or paid to third parties.

Corporate income tax

Corporate income tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the financial statement and profit calculated for taxation purposes, and with which deferred tax assets (if applicable) are only valued insofar as their realization is likely.

Notes to the balance sheet

	<u>2022</u>	<u>2021</u>
	€	€
<u>Financial assets</u>		
Investment in Ecofun Europe Ltd (100%)	<u>1</u>	<u>1</u>
<u>Cash and cash equivalents</u>		
The subsidiary Ecofun Europe Ltd act as the payment service provider for the company, so the company has no own cash and cash equivalents.		
<u>Issued share capital</u>		
One (1) share of one United States Dollar (\$ 1)	<u>1</u>	<u>1</u>
<u>Other reserves</u>		
Opening balance	(20.031)	(9.461)
Result previous year	(15.950)	(10.570)
Dividend declared	-	-
	<u>(35.981)</u>	<u>(20.031)</u>
<u>Debts to participants and companies</u>		
Debt to the UBO/shareholder & Ecofun Europe Ltd	<u>33.857</u>	<u>35.981</u>

Notes to the profit and loss statement

	<u>2022</u>	<u>2021</u>
	€	€
<u>Income</u>		
Revenue	<u>61.555</u>	<u>-</u>
<u>Operating expenses</u>		
Gaming expenses	23.981	5.000
General expenses	1.900	3.200
Marketing expenses	33.550	7.750
	<u>59.431</u>	<u>15.950</u>

Other information

Statutory provision regarding appropriation of result

In the articles of incorporation it states that the profit shall be at free disposal of the general meeting of shareholders. Any distribution of the profit shall be made after the approval of the financial statement. Consequently the following has been presented concerning the appropriation of the result.

Appropriation of the result

The management of the company propose to appropriate the result as follows:

The result for the financial year will be added to the other reserves.

This proposal needs to be determined by the general meeting of shareholders and has therefore not yet been proposed in the financial statement.

Contingent liabilities

The company had no contingent liabilities as at balance sheet date.

Commitments

The company had no capital or other commitments as at balance sheet date.

Subsequent events

There are no events after the balance sheet date that have significant impact on this financial statement, that require further disclosure.

Prospects

The company does not foresee any major changes in activities.