

**Great Star N.V.**  
Willemstad

## **Great Star N.V.**

at Willemstad

Annual report 2022

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Great Star N.V.  
Willemstad

## 1. Accountants report

**Great Star N.V.**  
**Willemstad**

Great Star N.V.  
Schout Bij Nacht Doormanweg 40  
Willemstad

December 7, 2023

### **1.1 ACCOUNTANT'S COMPILATION REPORT**

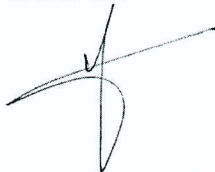
The financial statements of Great Star N.V. have been compiled by us using the information provided by you. The financial statements comprise the balance sheet as at 31 December 2022 and the income statement for the year 2022 for the year then ended with the accompanying explanatory notes. These notes include a summary of the accounting policies which have been applied.

This compilation engagement has been performed by us in accordance with Curacao law and general accepted accounting principles. We will assist you with the preparation and presentation of the financial statements in accordance with Book 2 of the Curaçao Civil Code and the Generally Accepted Accounting Principles. To this end we have applied our professional expertise in the fields of 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 Great Star N.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

**Great Star N.V.**  
**Willemstad**

## **1.2 GENERAL**

### *Incorporation company*

The Company was established on March 18th, 2011.

### *Activities*

The activities of Great Star N.V. primarily consist of:

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

2. The company is authorized to perform everything requisite of profitable to the accomplishment of its purpose of incidental thereto or connected therewith in the widest sense of the word.

### 1.3 FISCAL POSITION

#### General

The profit realized by the company is deemed to be entirely foreign profit which is exempt from corporate profit tax in Curaçao.

|                                   | 2022<br>USD |
|-----------------------------------|-------------|
| <i>Calculation taxable amount</i> |             |
| Result before taxation            | 1,839,629   |
| <b>Exempt income items</b>        |             |
| Foreign income                    | (1,839,629) |
| Taxable amount                    | -           |

#### Cost allocation

|                              | World<br>income/expenses<br>USD | Domestic<br>income/expenses<br>USD |
|------------------------------|---------------------------------|------------------------------------|
| Revenue                      | 23,748,035                      | -                                  |
| Causal expenses domestic     | -                               | -                                  |
| Causal expenses non-domestic | (21,654,024)                    | -                                  |
| Gross margin                 | 2,094,011                       | -                                  |
| Non-causal expenses          | (254,382)                       | -                                  |
| Total                        | 1,839,629                       | -                                  |

#### Real presence / permanent establishment

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

2.1 BALANCE SHEET AS AT 31 DECEMBER 2022

|                                           |   | 31-12-2022 | 31-12-2021 |
|-------------------------------------------|---|------------|------------|
|                                           |   | USD        | USD        |
| <b>ASSETS</b>                             |   |            |            |
| <b>Fixed assets</b>                       |   |            |            |
| <i>Financial assets</i>                   | 1 | 1          | -          |
| <b>Current assets</b>                     |   |            |            |
| <i>Receivables</i>                        |   |            |            |
| Trade receivables                         | 2 | 1,004,126  | 73,206     |
| Loans receivable                          | 3 | 638,319    | -          |
| Other receivables and current assets      | 4 | 2,707,137  | 1,473,020  |
|                                           |   | 4,349,582  | 1,546,226  |
| <i>Cash and cash equivalents</i>          |   |            |            |
| Other banks                               |   | 49,969     | 180,454    |
| Total assets                              |   | 4,399,552  | 1,726,680  |
| <b>EQUITY AND LIABILITIES</b>             |   |            |            |
| <b>Equity</b>                             | 5 |            |            |
| Issued share capital                      | 6 | 6,000      | 6,000      |
| General reserve                           |   | 1,208,821  | (630,808)  |
|                                           |   | 1,214,821  | (624,808)  |
| <b>Current liabilities</b>                |   |            |            |
| Trade payables                            | 7 | 2,315,198  | 2,013,348  |
| Other payables and short term liabilities | 8 | 869,533    | 338,140    |
|                                           |   | 3,184,731  | 2,351,488  |
| Total equity and liabilities              |   | 4,399,552  | 1,726,680  |

eMagnus N.V.  
Managing Director

## 2.2 INCOME STATEMENT FOR THE YEAR 2022

|                                                          |    | 2022                    | 2021                  |
|----------------------------------------------------------|----|-------------------------|-----------------------|
|                                                          |    | USD                     | USD                   |
| <b>Net turnover</b>                                      | 9  | 23,748,035              | 9,250,698             |
| Cost of sales (causal non domestic)                      | 10 | <u>(15,937,724)</u>     | <u>(9,125,369)</u>    |
| <b>Gross margin</b>                                      |    | 7,810,311               | 125,329               |
| Expenses work contracted out and other external expenses | 11 | 5,474,044               | -                     |
| Other operating expenses                                 | 12 | <u>496,638</u>          | <u>129,807</u>        |
| <b>Total operating expenses</b>                          |    | <u>5,970,682</u>        | <u>129,807</u>        |
| <b>Result before taxation</b>                            |    | 1,839,629               | (4,478)               |
| Taxation                                                 |    | <u>-</u>                | <u>-</u>              |
| <b>Net result after taxation</b>                         |    | <u><u>1,839,629</u></u> | <u><u>(4,478)</u></u> |



## 2.3 NOTES TO THE FINANCIAL STATEMENTS

### *Entity information*

#### **Registered address and registration number trade register**

The registered and actual address of Great Star N.V. is Schout Bij Nacht Doormanweg 40, in Willemstad, Curaçao. Great Star N.V. is registered at the Chamber of Commerce under number 122623.

### *General notes*

#### *General accounting principles*

##### **The accounting standards used to prepare the financial statements**

The financial statement is drawn up in accordance with the provisions of Book 2 of the Curaçao Civil Code and general accepted accounting principles.

Assets and liabilities are generally valued at historical cost, production cost or at fair value at the time of acquisition. If no specific valuation principle has been stated, valuation is at historical cost.

#### *Accounting principles*

##### **Financial assets**

Participations, over which significant influence can be exercised, are valued according to the net asset value method. In the event that 20% or more of the voting rights can be exercised, it may be assumed that there is significant influence.

The net asset value is calculated in accordance with the accounting principles that apply for these financial statements; with regard to participations in which insufficient data is available for adopting these principles, the valuation principles of the respective participation are applied.

If the valuation of a participation based on the net asset value is negative, it will be stated at nil. If and insofar as Great Star N.V. can be held fully or partially liable for the debts of the participation, or has the firm intention of enabling the participation to settle its debts, a provision is recognised for this.

Newly acquired participations are initially recognised on the basis of the fair value of their identifiable assets and liabilities at the acquisition date. For subsequent valuations, the principles that apply for these financial statements are used, with the values upon their initial recognition as the basis.

The amount by which the carrying amount of the participation has changed since the previous financial statements as a result of the net result achieved by the participation is recognised in the income statement.

Participations over which no significant influence can be exercised are valued at historical cost. The result represents the dividend declared in the reporting year, whereby dividend not distributed in cash is valued at fair value.

In the event of an impairment loss, valuation takes place at the recoverable amount; an impairment is recognised and charged to the income statement.

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.

Deferred tax assets are recognised for all deductible temporary differences between the value of the assets and liabilities under tax regulations on the one hand and the accounting policies used in these financial statements on the other, on the understanding that deferred tax assets are only recognised insofar as it is probable that future taxable profits will be available to offset the temporary differences and available tax losses.

The calculation of the deferred tax assets is based on the tax rates prevailing at the end of the reporting year or the rates applicable in future years, to the extent that they have already been enacted by law.

Deferred tax assets are valued at their nominal value.

#### **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 Great Star N.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.

#### **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.

#### **Selling expenses**

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

**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 2022

### ASSETS

#### *Fixed assets*

|                           | 31-12-2022<br>USD | 31-12-2021<br>USD |
|---------------------------|-------------------|-------------------|
| <b>1 Financial assets</b> |                   |                   |
| Itains Ltd, UK, 100%      | 1                 | -                 |

As of November 30, 2022 Itains Ltd. has a negative equity of GBP 236,357.

#### *Current assets*

##### Receivables

##### 2 Trade receivables

|                     |           |        |
|---------------------|-----------|--------|
| Accounts receivable | 1,004,126 | 73,206 |
|---------------------|-----------|--------|

##### 3 Loans receivable

|                  |         |   |
|------------------|---------|---|
| Loan iTains Ltd. | 638,319 | - |
|------------------|---------|---|

##### 4 Other receivables and current assets

|                                |           |           |
|--------------------------------|-----------|-----------|
| Binance                        | 2,331,508 | 1,349,368 |
| Globiance                      | 205,653   | 37,746    |
| Nexpay                         | -         | 240       |
| Ledger BTC                     | 88,949    | -         |
| C/a trust service provider     | 3,278     | -         |
| SPS Secure payment             | 3,012     | -         |
| Undeposited funds              | 74,737    | -         |
| Miscellaneous prepaid expenses | -         | 85,666    |
|                                | 2,707,137 | 1,473,020 |

## EQUITY AND LIABILITIES

### 5 Equity

|                                | Issued share capital | General reserve  | Total            |
|--------------------------------|----------------------|------------------|------------------|
|                                | USD                  | USD              | USD              |
| Balance as at 1 January 2022   | 6,000                | (630,808)        | (624,808)        |
| Appropriation of result        | -                    | 1,839,629        | 1,839,629        |
| Balance as at 31 December 2022 | <u>6,000</u>         | <u>1,208,821</u> | <u>1,214,821</u> |

### 6 Issued share capital

The share capital is USD 6,000 consisting of 6,000 shares each with a nominal value USD 1.

### Current liabilities

|                                                    | <u>31-12-2022</u> | <u>31-12-2021</u> |
|----------------------------------------------------|-------------------|-------------------|
|                                                    | USD               | USD               |
| <b>7 Trade payables</b>                            |                   |                   |
| Trade creditors                                    | <u>2,315,198</u>  | <u>2,013,348</u>  |
| <b>8 Other payables and short term liabilities</b> |                   |                   |
| Loans contracted                                   | 3,878             | -                 |
| Current account shareholder                        | -                 | 260,147           |
| Payable to service providers                       | 105,574           | 65,870            |
| Expenses payable                                   | -                 | 12,123            |
| Transfer rights Itains                             | <u>760,081</u>    | <u>-</u>          |
|                                                    | <u>869,533</u>    | <u>338,140</u>    |

## 2.5 NOTES TO THE INCOME STATEMENT FOR THE YEAR 2022

|                                                                    | 2022<br>USD | 2021<br>USD |
|--------------------------------------------------------------------|-------------|-------------|
| <b>9 Net turnover</b>                                              |             |             |
| Revenue (foreign)                                                  | 23,748,035  | 9,250,698   |
| <b>10 Cost of sales (causal non domestic)</b>                      |             |             |
| Commissions and fees                                               | 15,937,724  | 9,125,369   |
| <b>11 Expenses work contracted out and other external expenses</b> |             |             |
| Cost of work contracted out (causal non-domestic)                  | 5,474,044   | -           |
| <b>Cost of work contracted out (causal non-domestic)</b>           |             |             |
| Content providers                                                  | 5,444,803   | -           |
| Gaming license fees                                                | 29,241      | -           |
|                                                                    | 5,474,044   | -           |
| <b>12 Other operating expenses</b>                                 |             |             |
| Selling expenses (causal non-domestic)                             | 242,256     | 10,000      |
| General expenses                                                   | 254,382     | 119,807     |
|                                                                    | 496,638     | 129,807     |
| <b>Selling expenses (causal non-domestic)</b>                      |             |             |
| Marketing                                                          | 5,258       | 10,000      |
| Travelling and lodging                                             | 148,000     | -           |
| Write off doubtful debtor                                          | 88,998      | -           |
|                                                                    | 242,256     | 10,000      |
| <b>General expenses</b>                                            |             |             |
| Subscriptions                                                      | 3,878       | -           |
| Managementfee                                                      | 20,707      | -           |
| Exchange results                                                   | 178,942     | 56,100      |
| Legal and professional fees                                        | 16,262      | 21,510      |
| Bank expenses                                                      | 34,593      | 41,867      |
| Other general expenses                                             | -           | 330         |
|                                                                    | 254,382     | 119,807     |

Willemstad, December 7, 2023

Great Star N.V.