

Chancier B.V.
Curaçao

Annual report 2023

Table of contents

	<u>Page</u>
1 Report	3
1.1 General	4
1.2 Accountants compilation report	5
2 Financial statement	6
2.1 Balance sheet as at 31 December 2023	7
2.2 Statement of income and expenses for the year 2023	8
2.3 Notes to the financial statements	9
2.4 Notes to the balance sheet	11
2.5 Notes to the statement of income and expenses	13
3 Other information	14
3.1 Statutory provision regarding appropriation of result	15
3.2 Appropriation of result	15
3.3 Subsequent events	15

Chancier B.V.

1. Report

1.1 General

Chancier B.V. (hereinafter: "the Company") is a company incorporated on June 19, 2018. The Company is a limited liability company and domiciled in Curaçao, Dutch Caribbean.

Reporting period

These annual accounts have been prepared for the fiscal year ended on 31 December 2023.

Activities

The activities of the Company, having its legal seat at Curaçao, primarily consist of:

Organizing, marketing, promoting, managing, supporting and operating all types of remote gaming activities, comprising all types of games, betting and other operation of betting exchange, interactive casinos, bingos, lotteries, poker and other interactive games for clients established or residing outside of Curaçao.

To the board of directors and the shareholders of
Chancier B.V.
Curaçao

ACCOUNTANT'S COMPILATION REPORT

The financial statements of Chancier B.V. based in Curaçao have been compiled by us using the information provided by you. The financial statements comprise the balance sheet as at 31 December 2023 and the profit and loss account for the year 2023 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 Curaçao law, including the Dutch Standard 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 Part 9 of Book 2 of the Curaçao Civil Code. To this end we have applied our professional expertise in accounting and financial reporting.

In a compilation engagement, you are responsible for ensuring that you provide us with all relevant information and that this information is correct. Therefore, we have conducted our work, in accordance with the applicable regulations, on the assumption that you have fulfilled your responsibility. To conclude our work, we have read the financial statements as a whole to consider whether the financial statements as presented correspond with our understanding Chancier B.V. We have not performed any audit or review procedures which would enable us to express an opinion or a conclusion as to the fair presentation of the financial statements.

During this engagement we have complied with the relevant ethical requirements prescribed by the 'Verordening Gedrags- en Beroepsregels Accountants' (VGBA, Dutch Code of Ethics). 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.

Willemstad, March 12, 2025
ICAS B.V.
On behalf of:



Magdi Shaker M.Sc RA
Ref.: 25312S23/MS/Ch

Chancier B.V.

2. Financial statements

2.1 Balance sheet as at 31 December 2023

(After proposal result)

Assets		EUR 12/31/2023	EUR 12/31/2022
Financial assets			
Investments	1	1,000	1,000
		1,000	1,000
Current assets			
Deposits and prepayments		20,880	6,000
Current accounts	2	16,674,855	19,736,129
Cash & cash equivalents	3	10,344,767	13,459,259
		27,040,502	33,201,388
Total assets		27,041,502	33,202,388
Equity & Liabilities			
Shareholders equity			
Nominal capital	4	1,000	1,000
Capital reserve		54,559	54,559
Retained earnings		17,867,156	11,653,194
Result for the year		4,607,984	6,213,962
		22,530,699	17,922,715
Short term liabilities			
Current accounts	5	131,800	131,800
Other Liabilities and accruals	6	4,379,003	15,147,873
		4,510,803	15,279,673
Total equity & liabilities		27,041,502	33,202,388

2.2 Statement of income and expenses for the year 2023

		EUR 2023	EUR 2022
Turnover	7	76,817,111	96,002,361
Direct costs	8	68,943,630	84,662,584
Gross margin		7,873,481	11,339,777
Administrative & general expenses	9	3,012,175	4,120,961
		(3,012,175)	(4,120,961)
Operating result		4,861,306	7,218,816
Financial results (loss)	10	(253,322)	(1,004,605)
Result before tax		4,607,984	6,214,211
Income tax expense		-	(249)
Net result for the period		4,607,984	6,213,962

2.3 Notes to the financial statements

General

The financial statements are prepared according to the stipulations in chapter 9 Book 2 of the Curaçao Civil Code and accounting principles generally accepted in the Netherlands.

Income and expenses are accounted for on 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 statements.

Continuity

These financial statements have been prepared based on going concerns basis. The going concern basis of 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.

Management is of the opinion, that the company's shareholders or other group companies will give the necessary support in case the assumption above mentioned is not realized. Consequently the Company has applied accounting principles based on going concerns.

Translation of foreign currency

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

Transactions in foreign currency during the financial year are recognized in the financial statements at the exchange rates 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 account.

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 not lower than a 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 partly 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 formed. Upon determining this provision, provisions for doubtful debts already deducted from receivables from associated company 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 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. These 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

Turnover

Turnover represents amounts invoiced for goods and services supplied 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 is allocated to the same period.

Other operating expenses

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

Net financial result

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

Taxation

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 statements and profit calculated for taxation purposes, and with which deferred tax assets (if applicable) are only valued insofar as their realization is likely.

2.4 Notes to the balance sheet

1. Investments

The Company is holder of 1,000 ordinary shares of nominal value EUR 1 each in the share capital of Global Investment Management (GIM) Ltd. incorporated on September 25th 2012, registered at Flamoudious, 13, Strovolos, 2036, Nicosia, Cyprus.

		EUR 12/31/2023	EUR 12/31/2022
Opening balance	100%	<u>1,000</u>	<u>1,000</u>
Ending balance		<u>1,000</u>	<u>1,000</u>

	EUR 12/31/2023	EUR 12/31/2022
2. Current accounts		
Due from BFS Bloom Freestyle Ltd.	3,769,769	9,141,681
Expected credit loss	(427,107)	(2,737,745)
Other receivables Omega	<u>13,332,193</u>	<u>13,332,193</u>
	<u>16,674,855</u>	<u>19,736,129</u>

	EUR 12/31/2023	EUR 12/31/2022
3. Cash & cash equivalents		
Freemarket	-	1,680
Orbital EUR	623,710	-
Orbital USD (TRC20) Vault	912	2,485
Orbital USD (TRC20) 2nd Vault	10	-
Receivable China Intermediary	-	2,762,629
Receivable HK Intermediary	-	204,324
Other Intermediaries	<u>9,720,135</u>	<u>10,488,141</u>
	<u>10,344,767</u>	<u>13,459,259</u>

4. Shareholders equity

The capital of the company consists of 1,000 shares with a nominal value of EUR 1 each.

	Issued Share capital	Capital reserve	Accum. Results	Total
	EUR		EUR	EUR
Balance as at January 1 st	1,000	-	17,867,156	17,868,156
Movements	-	54,559	4,607,984	4,662,543
Balance as at December 31 st	1,000	54,559	22,475,140	22,530,699

	EUR 12/31/2023	EUR 12/31/2022
5. Current accounts		
Due to Global Investment Managent (GIM) Ltd.	131,800	131,800
	131,800	131,800

	EUR 12/31/2023	EUR 12/31/2022
6. Other Liabilities and accruals		
Trade accounts payables	2,813,062	2,203,656
Liabilities to customers	1,286,646	2,749,527
Other provisions	-	9,800,124
Corporation tax	2,476	2,476
Accruals	276,819	392,090
	4,379,003	15,147,873

2.5 Notes to the statement of income and expenses

	EUR 2023	EUR 2022
7. Turnover		
Revenue	76,817,111	96,002,361
	<u>76,817,111</u>	<u>96,002,361</u>
8. Direct costs		
Paying agent fees	48,150	56,375
Payment service providers fees	25,290,602	32,123,798
Commissions	9,708,507	12,461,574
CRM expenses	24,340	20,299
Affiliate expenses	5,471,778	5,738,166
Operational expenses	11,425,374	14,162,578
Marketing expenses	15,403,927	18,294,247
Royalty expenses	1,570,952	1,805,547
	<u>68,943,630</u>	<u>84,662,584</u>
9. Administrative & general expenses		
Staff costs	2,750	-
Professional license fees	320,237	2,808,967
Repairs and maintenance	19,592	-
Other expenses	226,099	81,144
Courier expenses	230	-
Computer software expenses	173,667	632,746
Auditors remuneration	(5,000)	45,000
Accounting fees	14,938	13,000
Legal fees	19,969	10,268
Other professional fees	2,237,434	514,626
Translation fees	70	-
Management fees	1,510	-
Domain expenses	-	15,210
Hosting expenses	679	-
	<u>3,012,175</u>	<u>4,120,961</u>
10. Financial results (loss)		
Expected credit loss on the receivable balance	(293,025)	(1,000,342)
Exchange profit	198,225	5,059
Exchange losses	(155,728)	(8,749)
Sundry finance expenses	(2,794)	(573)
	<u>(253,322)</u>	<u>(1,004,605)</u>

Chancier B.V.

3. Other Information

3.1 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. Any distribution of the profit shall be made after approval of the annual account. Consequently the following has been presented concerning the appropriation of the result.

3.2 Appropriation of result

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

The positive result for the year 2023 in the amount of EUR 4,607,984 will be added in full to the other reserves.

This proposal needs to be determined by the General Meeting and has therefore not yet been processed in the annual accounts 2023 for the company.

3.3 Subsequent events

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

Name:

Position:

Signature:

Global Related Services B.V.

Statutory director

