Globonet B.V.
Curaçao

Annual report 2023

Table of contents

1. Report

1.1 General

Globonet B.V. (hereinafter: "the Company) is a company incorporated on March 1, 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.

ICAS
accountants
business advisors

Dr. Martin Luther King Blvd 1
P.O. Box 3077
Willemstad
Curaçao

phone +5999 788.01.38
cell +5999 516 74 23
info@icasbv.com
m.shaker@icasbv.com
www.icasbv.com

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

ACCOUNTANT'S COMPILATION REPORT

The financial statements of Globonet 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 Globonet 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, January 17, 2025
ICAS B.V.

Magdi Shaker M.Sc R.A
Reference: 25127/S23//MS/GN

2. Financial statements

2.1 Balance sheet as at 31 December 2023

(After proposal result)

		EUR 12/31/2023		EUR 12/31/2022	
Assets					
Financial assets					
Investments	1	1		1	
			1		1
Current assets					
Other receivables	2	18,630		55,255	
Current accounts	3	4,502,581		4,946,207	
Cash & cash equivalents	4	151,532		187,286	
			4,672,743		5,188,748
Total assets			**4,672,744**		**5,188,749**

		EUR 12/31/2023		EUR 12/31/2022	
Equity & Liabilities					
Shareholders equity	5				
Nominal capital		1,000		1,000	
Retained earnings		1,263,775		(879,677)	
Result for the year		(2,227,752)		2,143,452	
			(962,977)		1,264,775
Provisions	6	5,083,873		3,406,348	
			5,083,873		3,406,348
Short term liabilities					
Current accounts	7	-		11,623	
Other Liabilities and accruals	8	551,848		506,003	
			551,848		517,626
Total equity & liabilities			**4,672,744**		**5,188,749**

2.2 Statement of income and expenses for the year 2023

		EUR		EUR	
		2023		**2022**	
Turnover	9	12,396,987		14,915,191	
Direct costs	10	12,744,993		12,536,979	
Gross margin			(348,006)		2,378,212
Administrative & general expenses	11	202,221		176,729	
			(202,221)		(176,729)
Operating result			**(550,227)**		**2,201,483**
Financial results	12		(1,677,525)		(54,074)
Result before tax			**(2,227,752)**		**2,147,409**
Income tax expense			-		(3,957)
Net result for the period			**(2,227,752)**		**2,143,452**

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 accompanies 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

Investment in Netglobe Services Ltd.

The Company is holder of 1,000 ordinary shares of nominal value EUR 1 each in the share capital of Netglobe Services Ltd. incorporated on October 25th 2012, registered at 79 Spyrou kyprianou Avenue Protopapas Building, 2nd Floor, Office/Flat 201 3076 Limassol, Cyprus

Investment in Praxio Limited

The Company is holder of 1,000 ordinary shares of nominal value EUR 1 each in the share capital of Praxio Ltd. incorporated on 26th February 2019, registered at 79 Spyrou kyprianou Avenue Protopapas Building, 2nd Floor, Office/Flat 201 3076 Limassol, Cyprus

Investment in Digitarium Limited

The Company is holder of 1,000 ordinary shares of nominal value EUR 1 each in the share capital of Digitarium Ltd. incorporated on 26th February 2019, registered at 79 Spyrou kyprianou Avenue Protopapas Building, 2nd Floor, Office/Flat 201 3076 Limassol, Cyprus

Investment in Megamesy Limited

The Company is holder of 1,000 ordinary shares of nominal value EUR 1 each in the share capital of Megamesy Ltd. incorporated on 27th February 2019, registered at 79 Spyrou kyprianou Avenue Protopapas Building, 2nd Floor, Office/Flat 201 3076 Limassol, Cyprus

	EUR 12/31/2023	**EUR 12/31/2022**
Beginning balance	1	1
Results subsidiaries	(1,677,525)	14,602
Provision subsidiaries	1,677,525	(14,602)
	1	**1**

2. Other receivables

	EUR 12/31/2023	**EUR 12/31/2022**
EMP systems	-	-
Prepaid expenses	17,755	55,255
Prepaid tax retainer	875	-
	18,630	**55,255**

	EUR 12/31/2023	EUR 12/31/2022
3. Current accounts		
Current account Netglobe Services Ltd.	3,407,014	4,785,552
Current account Praxio Ltd.	14,540	14,540
Current account Megamesy Ltd.	14,540	14,540
Current account Digitarium Ltd.	22,951	31,416
Current account Playstar Ltd.	100,159	100,159
Current account shareholder	943,377	-
	4,502,581	**4,946,207**

	EUR 12/31/2023	EUR 12/31/2022
4. Cash & cash equivalents		
Muvon Payments	-	128,080
Koalapays bank	56,050	56,050
Paynetics bank	1,956	3,156
Verserpay Ltd.	31,447	-
Bilderlings ltd.	62,079	-
	151,532	**187,286**

5. Shareholders equity

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

	Issued Share capital	Retained earnings	Other reserves	Net result	Total
	EUR	EUR			EUR
Balance as at January 1st	1,000	(879,677)	-	2,143,452	1,264,775
Result previous year	-	2,143,452	-	(2,143,452)	-
Movements	-	-	-	(2,227,752)	(2,227,752)
Balance as at December 31st	**1,000**	**1,263,775**	**-**	**(2,227,752)**	**(962,977)**

	EUR 12/31/2023	EUR 12/31/2022
6. Provisions		
Provisions subsidiaries	5,083,873	3,406,348
	5,083,873	**3,406,348**

	EUR 12/31/2023	EUR 12/31/2022
7. Current accounts		
Current account shareholder	-	11,623
	-	**11,623**

	EUR 12/31/2023	EUR 12/31/2022
8. Other Liabilities and accruals		
Profit tax payables	3,957	3,957
Trade accounts payable	538,563	483,546
Accruals	9,328	18,500
	551,848	**506,003**

2.5 Notes to the statement of income and expenses

	EUR 2023	EUR 2022
9. Turnover		
Gaming revenue	12,396,987	14,915,191
	12,396,987	**14,915,191**
10. Direct costs		
Commission white labels	2,323,931	3,621,112
Software development	1,377,985	1,656,941
Advertising expenses	-	1,306,731
Agency fee expenses	688,516	100,000
Software / license fees	8,297,631	5,487,663
Legal charges	-	14,840
Consulting services	-	205,940
Subscriptions and donations	-	118,011
Gaming license fees	56,930	25,741
	12,744,993	**12,536,979**
11. Administrative & general expenses		
Management fees	2,750	2,750
Membership & contribution fees	180	165
Domiciliation fees	350	350
License fees National bank	75	75
Corporate secretarial fees	10,027	4,198
Accounting expenses	3,778	2,831
Notary expenses	3,020	2,270
Tax services	175	825
Administrative expenses	24,178	22,124
Professional fees	61,500	11,759
Courier expenses	530	135
Bank charges	94,746	128,930
Other general expenses	912	317
	202,221	**176,729**
12. Financial results		
Bad debt expenses	-	(62,708)
Result subsidiaries	(1,677,525)	(14,602)
Unrealized gain/(loss) on exchange differences	-	23,236
	(1,677,525)	**(54,074)**

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 negative result for the year 2023 in the amount of EUR 2,227,752 will be deducted from 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	