PlayDOM B.V.
Curaçao

Annual report 2022

Table of contents

1. Report

1.1 General

PlayDOM B.V. (hereinafter: "the Company) is a company incorporated on October 6, 2017. The Company is a private 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 2022.

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.

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

ACCOUNTANT'S COMPILATION REPORT

The financial statements of Playdom B.V. based in Curaçao have been compiled by us using the information provided by the management. The financial statements comprise the balance sheet as at 31 December 2022 and the profit and loss account for the year 2022 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 Playdom 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, December 9, 2024
ICAS B.V.
On behalf of:

Magdi Shaker M.Sc RA
Ref.: 22S24129/MS/PD

2. Financial statements

2.1 Balance sheet as at 31 December 2022

(After proposal result)

Assets	Note	**EUR 12/31/2022**		**EUR 12/31/2021**	
Fixed assets					
Intangible fixed assets					
Shipwreck Footage Rights		42,700		28,500	
Domains	1	146,080		365,200	
			188,780		393,700
Financial fixed assets					
Investment	2	165,727		79,306	
Loans receivable		78,562		-	
			244,289		79,306
Current assets					
Other receivables	3	567,128		566,290	
Current accounts	4	1,541,953		885,793	
Cash & cash equivalents	5	6,432,788		1,335,386	
			8,541,869		2,787,469
Total assets			**8,974,938**		**3,260,475**

Equity & Liabilities	Note	**EUR 12/31/2022**		**EUR 12/31/2021**	
Shareholders equity	6				
Nominal capital		1,000		1,000	
Retained earnings		(239,932)		1,365,333	
Result for the year		5,022,129		(1,605,265)	
			4,783,197		(238,932)
Short term liabilities					
Other liabilities and accruals	7	4,191,741		3,499,407	
			4,191,741		3,499,407
Total equity & liabilities			**8,974,938**		**3,260,475**

2.2 Statement of income and expenses for the year 2022

		EUR		EUR	
		2022		2021	
Turnover	8	17,837,469		9,406,564	
Direct costs	9	12,737,540		11,927,038	
Gross margin			5,099,929		(2,520,474)
IT and other operating expenses	10	30,258		23,000	
Administrative & general expenses	11	527,862		545,518	
			(558,120)		(568,518)
Operating result			**4,541,809**		**(3,088,992)**
Financial results	12		480,320		1,483,890
Result before tax			**5,022,129**		**(1,605,102)**
Income tax expense			-		(163)
Net result for the period			**5,022,129**		**(1,605,265)**

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

	EUR 12/31/2022	EUR 12/31/2021
1. Domains		
Purchase URL's	1,095,600	1,095,600
Accumulated depreciation	(949,520)	(730,400)
	146,080	365,200

Sale and ownership transfer agreements dated August 31st 2018 for the purchase of 2 URL's/Domains for the total amount of EUR 1,095,600. As at December 31st 2019 the amount has been fully paid up.

2. Investment

The Company is holder of 1,000 ordinary shares of nominal value EUR 1 each in the share capital of Teshi Limited incorporated on November 10th 2017, registered at Boumpoulinas 1-3, Bounoulina bldg, flat/offcie 42, 1060, Nicosia, Cyprus.

		EUR 12/31/2022	EUR 12/31/2021
Opening balance	100%	79,306	100,725
Result for the year		86,421	(21,419)
Ending balance		**165,727**	**79,306**

	EUR 12/31/2022	EUR 12/31/2021
3. Other receivables		
Trade receivables	561,180	561,180
Retainer A-One data Ltd,	963	1,000
Retainer tax expenses	875	-
Prepaid expenses	4,110	4,110
	567,128	**566,290**

	EUR 12/31/2022	EUR 12/31/2021
4. Current accounts		
Current account Elation B.V.	-	15,258
Current account Rapture B.V.	18,129	18,129
Current account Teshi limited	1,095,077	423,624
Current account shareholder	428,747	428,782
	1,541,953	**885,793**

	EUR 12/31/2022	EUR 12/31/2021
5. Cash & cash equivalents		
Emerald bank	146,198	1,515
ARM bank	128	388
KoalaPays	1,308	40,520
Ibanflex	64,609	2,898
Migom bank	191,299	117,876
Paydo bank	30,063	61,455
Xpate	387,669	190,231
Dream Finance	3,625,368	154,600
Force Soft	1,461,661	394,280
Muvon payments	352,470	352,470
Skrill	65,456	19,153
Paymix	102,570	-
Paymix Ecard	3,989	-
	6,432,788	**1,335,386**

6. Shareholders equity

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

	Issued Share capital	Accum. Results	Total
	EUR	EUR	EUR
Balance as at January 1st	1,000	(239,932)	(238,932)
Movements	-	5,022,129	5,022,129
Balance as at December 31st	**1,000**	**4,782,197**	**4,783,197**

	EUR 12/31/2022	EUR 12/31/2021
7. Other liabilities and accruals		
Trade accounts payable	914,692	846,560
Player balance payable	3,268,936	2,644,834
Profit tax payable	163	163
Accrual tax fees	950	850
Accrual accounting fees	7,000	7,000
	4,191,741	**3,499,407**

2.5 Notes to the statement of income and expenses

	EUR 2022	EUR 2021
8. Turnover		
Casino revenue	54,539,505	33,676,311
Software income	-	1,552,015
Payouts casino	(36,702,036)	(25,821,762)
	17,837,469	9,406,564

	EUR 2022	EUR 2021
9. Direct costs		
Compliance & processing support	6,631	-
Hosting fees	775,857	86,818
Payment processing fees	4,239,538	4,014,269
Domain fees	75,234	43,796
Software development services	-	717,478
Software / license fees	7,348,241	6,444,149
Affiliate expenses	-	273,209
Marketing expenses	292,039	347,319
	12,737,540	11,927,038

	EUR 2022	EUR 2021
10. IT and other operating expenses		
Gaming license fees	14,958	4,500
ICT maintenance & support	15,300	18,500
	30,258	23,000

	EUR 2022	EUR 2021
11. Administrative & general expenses		
Management fees	2,850	2,850
Membership & contribution fees	90	75
Corporate secretarial fees	7,245	11,610
Legal fees	75	1,290
Accounting expenses	12,763	2,900
Notary expenses	2,015	4,560
Tax advisory fees	1,125	850
Depreciation expense	219,120	219,120
Travel and lodging expenses	33,040	-
Professional fees	99,225	113,540
Bank charges	148,907	187,330
Other general expenses	1,407	1,393
	527,862	545,518

	EUR 2022	EUR 2021
12. Financial results		
Miscellaneous gains/losses	402,546	400,286
Unrealized gain/(loss) on exchange differences	(12,209)	1,105,023
Interest Income	3,562	-
Unrealized gain/(loss) on participation	86,421	(21,419)
	480,320	1,483,890

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 2022 in the amount of EUR 5,022,129 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 2022 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	