Stars Investments N.V.
Zuikertuintjeweg z/n (Zuikertuin Tower)
Willemstad
Curaçao

Financial Statements 2022

(September 2, 2021 - December 31, 2022)

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Report of the Management

The Management herewith presents to the shareholders the annual accounts of Stars Investments N.V. (herinafter: "the Company) for the year ended December 31, 2022.

Objects

The purpose of the corporation shall be to organize, market, promote, manage, support and opperate all types of remote gaming activities, comprising of 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. The corporation is authorized to perform everything requisite or profitable to the accomplishment of its purpose or incidental thereto or connected therewith in the widest sense of the word.

Overview of activities

During the year under review the Company aquired 100 shares with a par value of GBP 1 in Oracle Europe Management and Consulting LTD, a company incorporated as private limited by shares with number 13695727, having its registered office situated in England Wales.

The company has distributed a total dividend of EUR 18,400,594 to the shareholders.

The company has acquired over 3 million clients which over 2 million has deposited and played in Estrelabet.

The company has supported a lot the sports in Brazil sponsoring many teams such as: Internacional F.C, CBF Futsal, CBF Beach Soccer, America MG and others.

Results

	EUR
The net asset value of the Company per December 31, amounts to	13.959.277
The result for the year amounts to a profit (loss) of	32.359.025

Due to third party Service Provider inconsistencies, total revenue (GGR) for this financial period may present a variation of three percent (3%) still being assessed.

Curaçao, July 17, 2023

Dowtown E-Commerce Company B.V.
Managing Director
Represented by: Mr. Glenn C. Rellum

Balance sheet as of December 31st, 2022
(Before the proposed appropriation of the result)

	31-Dec-22
(Expressed in EUR)	**EUR**
Assets	
Fixed assets	
Investment in Subsidiary	9.067
Current assets	
Cash and cash equivalents	12.775.470
Current account shareholder	879
Funds in transit	3.492.711
Total assets	**16.278.127**
Shareholder's equity and liabilities	
Shareholder,s equity	
Share capital	846
Dividend	(18.400.594)
Result for the year	32.359.025
Total shareholder's equity	13.959.277
Liabilities	
Accounts payable	229.484
Payments in transit	125.271
Players deposits	1.930.096
Manual players deposits	34.000
Total liabilities	2.318.851
Total shareholder's equity and liabilities	**16.278.127**

Profit and loss statement for period September 2, 2021 - December 31, 2022

	2022
(Expressed in EUR)	
Income	
Revenue	
Income Casino	92.351.567
Income Iframe	158.384
ncome Sportsbook	5.893.103
Income Sportsbook Betbuilder	57.681
Income Virtuals Sports	85.417
Bonus costs	(5.382.318)
Interest income current account	34
	93.163.868
Expenses	
Gaming and licensing fees	2.785
Marketing expenses	28.265.669
Marketing affiliates	10.838.467
Gateway fees	412.807
Management fees	18.366
Advisory fee	24.597
Legal sevices	121.937
IT Software costs	10.949.237,64
Bankcharges	45.186
Service fee	2.004.849
Travel and accomodation	227.663
Other fee	194
Payment fee	8.218.483
Total expenses	61.130.242
Operating result before taxes	**32.033.627**
Currency exchange diffrence	566.073
Loss on investments	(238.975)
Profit tax ANG 3.249	(1.700)
Result for the fiscal year after taxes	**32.359.025**

Notes to the financial statements

General

The Company was incorporated under the laws of the of Curaçao on September 2, 2021.
The statutory seat of the Company is in Willemstad, Curaçao.
The Company is registered at the Curaçao Chamner of Commerce & Industry under number 158499.

Basis of presentation

The main activities of the company are:

1. a. To supply, market, promote, manage, support and operate all types of remote gaming activities, comprising all types of games, betting and other interactive
   b. To act as an online software gaming provider in the widest sense of the word, for clients established in or outside of Curaçao established or residing outside of
2. The corporation is authorized to perform everything requisite or profitable to the accomplishment of its purpose or incidental thereto or connected therewith in the
3. The corporation has no authority to invoke the annulment of legal acts performed by the corporation, which exceed the corporate objective.

Estimates

The preparation of the annual accounts requires Management to make assumptions that influence the application of principles and the reposted values of assets and liabilities and of income and expenditure. The actual results may differ from these estimates. The estimates and the underlying assumptions are constantly assessed.

Foreign currency

The functional currency of the Company is EUR.

Assets and liabilities denominated in foreign currencies are translated at year-end exchange rates. Foreign currency transactions are accounted for at the exchange rates prevailing at the date of the transactions. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognized in the profit and loss account. Non-monetary balance sheet items, which are valued at cost and resulting from transactions in foreign currencies, are translated at the rate prevailing on the date of the transaction.

The exchange rates used in the annual accounts are:	**31.12.2022**
	EUR
BRL (Brazilian Real)	0,1838
(the ECB average rate for 2022)	
USD (United States Dollars)	0,93657
GBP (Great British Pound)	1,12932

Balance sheet valuation policies

General

Valuation of assets and liabilities and determination of the result take place under the historical cost convention. Unless mentioned otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are presented at face value.

Notes to the financial statements (continued)

Cash and cash equivalents

Cash and cash equivalents are valued at nominal value and, insofar as not stated otherwise, is at the free disposal of the Company. Cash at bank and in hand relate to immediately due and payable with drawal claims against credit institutions and cash resources.

Principals for the determination of the results

General

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. Expenses are attributed to the financial year to which they relate. Profits are accounted for in the year in which goods have been provided or services have been performed. Losses are assumed in the year in which these are foreseeable.

Profit tax / Taxation

Provision for taxation have been made in accordance with Curaçao Profit Tax Ordinance.

Notes to the balance sheet

	31.12.2022
	EUR
Investment in Subsidiary	
At May 31	-
Additions	20.000
Substraction	(10.933)
At 31 December	9.067

The investment in subsidiary represents 100 shares with a par value of GBP 1 in Oracle Europe Management and Consulting LTD, a company incorporated as private limited by shares with number 13695727, having its registered office situated in England Wales.

The investment in subsidiary company is stated at cost less provision for impairment in value.

Cash and cash equivalents	
Capital Bank 20014856 EUR	174.653
Capital Bank 20015240 EUR	-
Capital Bank 20015259 EUR	3.568.005
Capital Bank 20015615 GBP 589	665
Capital Bank 20016042 GBP	-
Capital Bank 20016050 GBP	-
Clarico Pay	-
Paybrokers Conta Estrelabet BRL 6.446.155	1.679.900
Paybrokers Estrelabet Pagamento BRL 4.280.978	786.844
Paybrokers Stars Investments/ Settlement BRL 34.351.662	6.313.835
Paybrokers EB Affiliados BRL 232.656	42.774
PAy2Free BRL 1,047,140	192.464
Stars Pays BRL 88,842	16.329
	12.775.470

Shareholders' equity

The nominal capital of the Company amounts to USD 1,000 divided into 100 shares of USD 100 par value each.

In the annual general meeting of shareholders to be held, Management will propose to add the result to the other reserves.

Accounts payable		
EonF Holding invoice 85		156.689
Rocky Mountains Global Corp Invoice 03	USD 40,000	37.463
Vixio Regulatory Intelligence invoice 8523	GBP 27,315	30.847
Anthillephone Services N.V. invoice 20023 0154		2.785
Profit tax	ANG 3.249	1.700
		229.484