

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

For the financial Period from 4 April 2024 (date of incorporation) to 31 December 2024

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

CONTENTS	PAGE
Company Information	1
Director's Report	2 – 3
Director's Responsibility Statement	4
Statement of Comprehensive Income	5
Statement of Financial Position	6
Statement of Changes in Equity	7
Notes to the financial statements	8 - 11

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Company Information

Director: Alina Vavilova (appointed on 4 April 2024)

Company Secretary: Cafico Secretaries Limited

Registered office: 3rd Floor, Waterloo
Waterloo Road
Dublin 4
Ireland
D04 E5W7

Company Registration number: 761150

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Directors' Report for the Financial Period from 4 April 2024 to 31 December 2024

The Director presents her report and the Unaudited Financial Statements of Zentoria Limited (the "Company") for period from 4 April 2024 to 31 December 2024.

Incorporation

The Company Zentoria Limited was incorporated in Dublin on 4 April 2024 as a private limited liability company under the laws of Ireland with the registration number 761150.

Principal activities and nature of operations of the Company

The principal activity of the company is the provision of gambling and betting services, including the operation of betting platforms and related gaming activities.

Results and dividends

The Company's results for the period and the financial position of the Company are shown on pages 5 and 6 respectively.

The Company loss for the period, before taxation, amounted to €32,184. The Directors recommend that no dividend be paid.

Director of the company

The Director, who held office at any time during the financial period, was as follows:

Alina Vavilova (appointed 4 April 2024)

Company Secretary

The Company Secretary throughout the financial period was Cafico Secretaries Limited.

Director's and secretary interests

In accordance with section 329 (1) to (4) of the Companies Act 2014, none of the director or secretary who held office at the financial period end date or at any time during the financial period held any interests in shares of the Company.

Going concern

During the financial period, the Company incurred a net loss of €32,184 and had a net liabilities of €31,184 at the balance sheet date.

The director has obtained written confirmation of continued support from its ultimate parent company covering a period of not less than 12 months from the date of approval of the financial statements to allow the Company meet its debts as they fall due.

Taking account of these circumstance, the director considers it appropriate to prepare the financial statements on a going concern basis as the director is satisfied that the Company will be able to meet its financial obligations for the foreseeable future through support provided by the ultimate parent company, and the Directors have outlined the appropriateness of this assessment in note 3 of these financial statements.

Principal risks and uncertainties

In common with other companies operating in this sector, the Company faces risks and uncertainties such as increased competition and increased operating costs. The Director's are of the opinion that the Company is well positioned to manage these risks.

The liquidity needs of the Company are monitored on the basis of future cash flow projections. The objective of the Company in managing the liquidity risk is to ensure that it can meet its financial obligations through operating cash flows. In the event that the operating cash flows would not cover all the financial obligations the Company has credit facilities available from the ultimate parent company.

The Company's functional and presentational currency is Euro's. The majority of transactions entered into by the Company are denominated in Euro's, therefore management do not believe foreign exchange is a significant risk to the Company.

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Directors' Report for the Financial Period from 4 April 2024 to 31 December 2024 (continued)

Future developments

The Director has no plans to change the activities and operations of the Company in the foreseeable future. The director continues to seek opportunities for the future growth and development of the Company.

Events after the financial period

There have been no significant events subsequent to the financial period end that would require adjustment or disclosure in the financial statements.

Political donations

The Company did not make any political donations during the period.

Research and development

The Company did not undertake any research and development during the period.

Adequate accounting records

The measures taken by the Director's to ensure compliance with the requirements of section 281 to 285 of the Companies Act 2014 with regard to keeping of accounting records, are the employment of appropriately qualified accounting personnel and the maintenance of computerised accounting systems. The Company's accounting records are maintained at the registered office at 3rd Floor, Waterloo Exchange, Waterloo Road, Dublin.

Approved by the Director on ~~23/06/2026~~... and signed on its behalf by:



Alina Valivova
Director

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Director's Responsibility Statement

The Director acknowledge her responsibilities for preparing the Director's Report and Unaudited Financial Statements in accordance with applicable law and regulations.

Irish company law requires the Director to prepare financial statements for each financial year. Under that law the Director has elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' applying Section 1A of that Standard. Under Irish company law the Director must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the Company as at the financial period end date and the profit or loss of the Company for that financial year and otherwise comply with the Companies Act 2014.

In preparing these Unaudited Financial Statements, the Director is required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Director is responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Director's Report comply with the Companies Act 2014 and enable the financial statements to be audited. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the Director on ~~23/06/2026~~ and signed on its behalf by:



Alina Valivova
Director

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Statement of Comprehensive Income for the Financial Period from 4 April 2024 to 31 December 2024

	For the period from 4 April to 31 December 2024
Note	€
Revenue	-
Selling and distribution expenses	(332)
Administration expenses	(31,852)
Operating loss	(32,184)
Loss before tax	(32,184)
Taxation	-
Loss for the financial period	(32,184)

The above results were derived from continuing operations.

The Company has no recognised gains or losses for the period other than the results above.

The notes on pages 8 to 11 form an integral part of these financial statements.

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Statement of Financial Position as at 31 December 2024

	Note	2024 €
ASSETS		
Current assets		
Trade and other Receivables	8	9,629
		9,629
Creditors: Amounts falling due within one year		
	9	(40,813)
Net liabilities		(31,184)
EQUITY AND LIABILITIES		
Equity		
Called-up share capital presented as equity	10	1,000
Loss for the period		(32,184)
Shareholder's deficit		(31,184)

I, as Director of Zentoria Limited, state that:

- (a) the Company is availing itself of the exemption provided for by Chapter 15 of Part 6 of the Companies Act 2014;
- (b) the Company is availing itself of the exemption on the grounds that the conditions specified in section 358 are satisfied;
- (c) no notice under subsection (1) of section 334 has, in accordance with subsection (2) of that section, been served on the Company;
- (d) we acknowledge the Company's obligations under the Companies Act 2014 to keep adequate accounting records and prepare financial statements which give a true and fair view of the assets, liabilities and financial position of the Company at the end of its financial year and of its profit or loss for such a year, and otherwise comply with the provisions of Companies Act 2014 relating to financial statements so far as they are applicable to the Company.

These Unaudited Financial Statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A for small entities.

Approved by the Director on 23/06/2026.. and signed on its behalf by:


Alina Valivova
Director

The notes on pages 8 to 11 form an integral part of these financial statements.

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Statement of Changes in Equity

For the Financial Period from 4 April 2024 to 31 December 2024

	Share capital €	Retained deficit €	Total €
At 4 April 2024	-	-	-
Loss for the period	-	(32,184)	(32,184)
Issue of share capital	1,000	-	1,000
At 31 December 2024	1,000	(32,184)	(31,184)

The notes on pages 8 to 11 form an integral part of these financial statements.

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Notes to the Financial Statements

For the Financial Period from 4 April 2024 to 31 December 2024 (continued)

1 General information

The Company is a private company limited by share capital, incorporated in Ireland on 4 April 2024, under the laws of Ireland with registration number 761150. The registered office is at 3rd Floor, Waterloo, Waterloo Road, Dublin 4, Ireland, D04 E5W7.

2 Statement of compliance

These Unaudited Financial Statements have been prepared in accordance with Section 1A of Financial Reporting Standard 102 'The Financial Reporting Standard applicable to the UK and Republic of Ireland' and Irish Statute comprising the Companies Act 2014 (the "Act"). The Company qualifies as a small company as defined by Section 280A of the Act in respect of the financial year and has applied the rules of the 'small companies regime' in accordance with Section 280C of the Act and Section 1A of FRS 102.

3 Accounting policies

Summary of material accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the financial years presented, unless otherwise stated.

Basis of preparation

These Unaudited Financial Statements have been prepared on the going concern basis and in accordance with the historical cost convention modified as disclosed in the accounting policies to include certain items at fair value. The principal accounting policies adopted are set out below.

The Unaudited Financial Statements are prepared in €, which is the functional currency of the Company. Monetary amounts in these financial statements are rounded to the nearest €.

Cash flow statement

The Company has availed of the exemption in FRS 102 Section 1A from the requirement to prepare a Statement of Cash Flows because it is classified as a small company.

Going concern

During the financial period, the Company incurred a net loss of €32,184 and had a net liabilities of €31,184 at the balance sheet date.

The director has obtained written confirmation of continued support from its ultimate parent company covering a period of not less than 12 months from the date of approval of the financial statements to allow the Company meet its debts as they fall due.

Taking account of these circumstance, the director considers it appropriate to prepare the financial statements on a going concern basis as the director is satisfied that the Company will be able to meet its financial obligations for the foreseeable future through support provided by the ultimate parent company, and the Directors have outlined the appropriateness of this assessment in note 3 of these financial statements.

Tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Notes to the Financial Statements

For the Financial Period from 4 April 2024 to 31 December 2024 (continued)

3 Accounting policies (continued)

Other debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, including transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Creditors and accruals

Creditors and accruals are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an outright short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Income and Retained Earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Notes to the Financial Statements

For the Financial Period from 4 April 2024 to 31 December 2024 (continued)

3 Accounting policies (continued)

Judgements

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

4 Employee information

The average number of persons employed by the Company (including Directors) during the period, was nil.

5 Director's remuneration

The Director's remuneration for the financial period was €Nil.

6 Debtors

	2024
	€
Other debtors (note 11)	1,000
Deposits and prepayments	8,629
	<u>9,629</u>
	<u>9,629</u>

7 Creditors: amounts falling due within one year

	2024
	€
Other creditors	40,813
	<u>40,813</u>
	<u>40,813</u>

8 Financial instruments

Financial assets consist of other debtors and deposits and prepayments.

Financial liabilities consist of other creditors.

	2024
	€
Financial assets measured at amortised costs	9,629
	<u>9,629</u>
Financial liabilities measured at amortised costs	(40,813)
	<u>(40,813)</u>

ZENTORIA LIMITED

Director's Report and Unaudited Financial Statements

Notes to the Financial Statements

For the Financial Period from 4 April 2024 to 31 December 2024 (continued)

9 Share capital

	2024
	€
Amounts presented in equity	
1000 ordinary share at €1 each	<u>1,000</u>

10 Parent and ultimate parent undertaking

The Company is controlled by Lornioco Limited, incorporated in Marshall Islands, which owns 100% of the Company's shares.

11 Related party transaction

As at the 31 December 2024, the Company has a receivable balance of €1,000 from Lornioco Limited, the parent of the Company. The balance is interest free and have no specified repayment date.

The Company has taken advantage of the exemptions contained in Section 33 of FRS 102 not to disclose transactions with related party undertakings where 100% of the voting rights are controlled within the group.

12 Events after the reporting period

There have been no significant events subsequent to the financial period end that would require adjustment or disclosure in the financial statements.

13 Approval of the financial statements

These Unaudited Financial Statements have been approved by the Board on ~~23/06/2026~~.