

DIGIT Game Studios Limited

Directors' Report and Financial Statements

Financial Year Ended 31 December 2023

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DIRECTORS AND OTHER INFORMATION

Board of directors

David Eckelberry
Michael Kim
Stephen Huff

Company Secretary

Bradwell Limited
10 Earlsfort Terrace
Dublin 2

Company number: 510760

Registered Office:

10 Earlsfort Terrace
Dublin 2

Independent Auditors

KPMG
1 Stokes Place
St. Stephen's Green
Dublin 2
Ireland
D02 DE03

Bankers

Allied Irish Banks plc
1 - 4 Lower Baggot Street
Dublin 2

HSBC Bank
1 Grand Canal Square
Dublin 2

Solicitors

Leman Solicitors
8-34 Percy Place
Dublin 4

Arthur Cox Solicitors
10 Earlsfort Terrace
Dublin 2

DIRECTORS REPORT

The directors present their report and the audited financial statements of DIGIT Games Studios Limited ('the company') for the financial year ended 31 December 2023.

Principal activity and future developments

The principal activity of the company is the development of web based and mobile games. In November 2018, DIGIT in conjunction with its publishing partners released the strategy mobile game Star Trek: Fleet Command. During 2023 the company continued the development of Star Trek: Fleet Command, along with continued research and development for prospective games.

The company plans to continue its present activities and current trading levels.

Review of the performance of the business

The Statement of Comprehensive Income for the year ended 31 December 2023 and the Statement of Financial Position at that date are set out on pages 8 and 9 respectively. The profit for the year before taxation amounts to €36,468,726 (2022: €21,989,264). After deducting a tax charge of €3,450,504 (2022: €3,272,769) a profit of €33,018,222 (2022: €18,716,495) has been credited to reserves. Net assets increased to €67,745,566 (2022: €56,004,101) primarily due to increased partner commissions on the Star Trek: Fleet Command game, the continuation of Scopely Inc.'s LiveOps fees structure and reimbursement of RSU recharge.

Income generated from LiveOps fees increased by **€9,723,093** from **€14,188,612** in the prior year to **€23,911,705** in 2023. Revenue share increased slightly by **€319,500** from **€24,432,629** in 2022 to **€24,752,129** in 2023. Vested RSU was paid to employees and recoded as revenue as it was reimbursed by immediate parent company for the amount of **€19,202,779**. Administrative expenses increased by **€13,995,410** as a result of higher spend as part of the company's increased development activity for the Star Trek: Fleet Command game.

Dividend

In February 2023, the Directors paid a distribution to immediate company for the amount of **€9,363,239**.

Principal risks and uncertainties

The operations and financial results are subject to various risks and uncertainties, including but not limited to those described below, which could adversely affect the Company's business and its financial condition.

Availability of funds

The company's game, Star Trek: Fleet Command, is competing well in the marketplace however there can be no guarantee that sufficient funds will be available to bring the company through to profitability despite the company now being fully owned by Scopely Inc.

Commercial success

The digital gaming market is extremely competitive with multiple competing games targeting a similar market.

Model

The company's model is primarily based around a premium solution with customers purchasing additional in game credits or tokens. If the company was unable to convert sufficient numbers, this could negatively impact its income.

Technology

The company plans to deploy its games across multiple platforms simultaneously. This presents significant technical challenges to the company and there is a risk that unforeseen technical challenges may arise.

The directors who are active in the business constantly monitor existing and new risks and are satisfied that sufficient controls exist in the business to adequately deal with such challenges.

DIRECTOR'S REPORT - continued

Events since the end of the financial year

No matter or circumstance has occurred subsequent to the end of the reporting period that has significantly affected the operations of the company, the results of those operations or the state of affairs of the company.

Going concern

The directors of the company have received written assurances from its immediate parent undertaking, Scopely Inc., that it will continue to provide adequate financial support to the company for a period of at least twelve months from the date of approval of these financial statements to enable the company to discharge its obligations to all creditors as they fall due. On this basis, the directors are satisfied that it is appropriate to prepare the financial statements on a going concern basis.

Directors

The names of the persons who were directors at any time during the year ended 31 December 2023 are set out below. Unless indicated otherwise, they served as directors for the entire year under review.

Michael Kim
Stephen Huff
David Eckelberry

In accordance with the constitution of DIGIT Game Studios Limited all directors shall remain in office.

Directors' interests

Neither the directors nor the secretary, nor their immediate families had any interest in the ordinary share capital of the company.

At year end and during the financial year, some directors held interests in the share capital of the ultimate parent company, Scopely Inc. However, these interests in aggregate do not represent more than 1% in nominal value of Scopely Inc.'s issued share capital and are therefore not disclosed in accordance with Section 260 of the Companies Act 2014.

Political donations

The company did not make any political donations in the current year.

Accounting records

The measures taken by the directors to ensure compliance with the requirements of sections 281 to 285 of the Companies Act 2014, regarding accounting records are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the financial function. The accounting records are kept at 4 Princes Street South, City Quay, Dublin 2.

Research and development

The company is involved in development activities. The company claims R&D tax credits on these activities. There was €661,938 (2022: €632,223) R&D tax credit recognised in the financial statements in the current year. The directors have opted not to disclose any further information on the R&D expenditure incurred by the company in the year as they deem it prejudicial to the interests of the company.

Branches

The company is incorporated and operated in the Republic of Ireland. No branches outside of the Republic of Ireland exist.

DIRECTOR'S REPORT – continued

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Irish company law requires the directors to prepare financial statements for each financial period. Under that law the directors have elected to prepare the financial statements in accordance with accounting standards including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (Irish Generally Accepted Accounting Practice). Under company law the directors 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 end of the financial year, and the profit or loss for the financial year, and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are 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 directors' 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.

Disclosure of information to auditors

Each director in office at the date of this report has confirmed that:

- so far as they are aware, there is no relevant audit information of which the company's statutory auditors are unaware; and
- they has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's statutory auditors are aware of that information.

Auditors

During the year, KPMG Chartered Accountants were appointed as auditor, and in accordance with Section 383 (2) of the Companies Act 2014, will continue in office.

On behalf of the board

David Eckelberry  Signed by:
34DC62E6309C4AD...

Michael Kim  Signed by:
95ED78CFE43E4CE...

Date: 9/20/2025

Date: 9/19/2025



KPMG
Audit
1 Stokes Place
St. Stephen's Green
Dublin 2
D02 DE03
Ireland

Independent Auditor's Report to the Members of Digit Game Studios Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Digit Game Studios Limited ('the Company') for the year ended 31 December 2023 set out on pages 8 to 25, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity, the Statement of Cash Flows and related notes, including the material accounting policies set out in note 3.

The financial reporting framework that has been applied in their preparation is Irish Law and FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland issued in the United Kingdom by the Financial Reporting Council.

In our opinion:

- the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as at 31 December 2023 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- the financial statements have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.



Independent Auditor's Report to the Members of Digit Game Studios Limited (*continued*)

Report on the audit of the financial statements (*continued*)

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information undertaken during the course of the audit, we report that:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements; and
- in our opinion, those parts of the directors' report specified for our review, which does not include sustainability reporting when required by Part 28 of the Companies Act 2014, have been prepared in accordance with the Companies Act 2014.

Our opinions on other matters prescribed by the Companies Act 2014 are unmodified

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited and the financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by Sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 4, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.



Independent Auditor's Report to the Members of Digit Game Studios Limited (*continued*)

Respective responsibilities and restrictions on use (*continued*)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A fuller description of our responsibilities is provided on IAASA's website at <https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements/>.

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Company's members, as a body, in accordance with Section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

A handwritten signature in blue ink, appearing to read 'Ross McQueirns'.

22 September 2025

Ross McQueirns
for and on behalf of
KPMG
Chartered Accountants, Statutory Audit Firm
1 Stokes Place
St. Stephen's Green
Dublin 2
D02 DE03

STATEMENT OF COMPREHENSIVE INCOME**For the Financial Year Ended 31 December 2023**

	Notes	2023 €	2022 €
Turnover	5	24,752,129	24,432,629
Cost of sales		(1,025,066)	(1,220,666)
Gross profit		23,727,063	23,211,963
Administrative expenses		(30,372,766)	(16,377,354)
Other operating income	6	43,114,484	14,188,612
Operating profit		36,468,781	21,023,221
Interest expense	7	(55)	(17,786)
Interest income	7	-	983,829
Profit on ordinary activities before taxation		36,468,726	21,989,264
Tax on profit on ordinary activities	9	(3,450,504)	(3,272,769)
Profit for the financial year		33,018,222	18,716,495
Other comprehensive income		-	-
Total comprehensive income		33,018,222	18,716,495

Turnover and operating profit arose solely from continuing operations.

The notes on pages 12 to 25 form an integral part of these financial statements

BALANCE SHEET
As at 31 December 2023

	Notes	2023 €	2022 €
Fixed assets			
Tangible assets	10	358,083	638,755
		<u>358,083</u>	<u>638,755</u>
Current assets			
Debtors	11	33,987,883	26,091,370
Cash at bank and in hand	12	39,939,546	31,029,675
		<u>73,927,429</u>	<u>57,121,045</u>
Creditors - amounts falling due within one year	13	<u>(6,539,946)</u>	<u>(1,753,450)</u>
Net current assets		67,387,483	55,367,595
Total assets less current liabilities		67,745,566	56,006,350
Creditors - amounts falling due after more than one year	15	-	(2,249)
Net assets		<u>67,745,566</u>	<u>56,004,101</u>
Capital and reserves			
Called up share capital presented as equity	17	1	1
Share premium		16,010,848	16,010,848
Other reserves		-	11,913,518
Retained earnings		51,734,717	28,079,734
Total shareholders' funds		<u>67,745,566</u>	<u>56,004,101</u>

The notes on pages 12 to 25 form an integral part of these financial statements.

On behalf of the board

David Eckelberry

Signed by:

34DC62E6309C4AD...

Date: 09/20/2025

Michael Kim

Signed by:

95ED78CFE43E4CE...

Date: 09/19/2025

STATEMENT OF CHANGE OF EQUITY
For the Financial Year Ended 31 December 2023

	Called-up share capital presented as equity	Share Premium	Other reserves	Profit and loss account	Total
	€	€	€	€	€
Balance as at 01 January 2022	1	16,010,848	8,151,851	9,363,239	33,525,939
Profit for the year	-	-	-	18,716,495	18,716,495
Share based payments charge for the year	-	-	3,761,667	-	3,761,667
Balance at 31 December 2022	1	16,010,848	11,913,518	28,079,734	56,004,101
Profit for the financial year	-	-	-	33,018,222	33,018,222
Share based payments charge for the year	-	-	6,885,093	-	6,885,093
Distribution to immediate parent	-	-	-	(9,363,239)	(9,363,239)
Recharge to Group	-	-	(18,798,611)	-	(18,798,611)
Balance at 31 December 2023	1	16,010,848	-	51,734,717	67,745,566

STATEMENT OF CASH FLOWS
For the Financial Year Ended 31 December 2023

	Notes	2023 €	2022 €
Operating Activities			
Profit before tax		36,468,726	21,989,264
Adjustments for:			
Fixed asset depreciation		392,966	358,106
Share based payment charge		6,885,094	3,761,667
Recharge to group		(18,798,611)	-
Interest income		-	(983,829)
Interest expense		-	17,786
Working capital movements:			
(Increase) in debtors		(7,872,232)	(8,975,250)
Increase in creditors		5,086,632	(479,395)
Interest received		-	983,829
Interest paid		-	(17,786)
Taxes paid		(3,777,171)	(2,153,250)
Net cash inflow from operating activities		18,385,404	14,501,142
Investing activities			
Purchase of fixed assets		(112,294)	(606,975)
Net cash outflow from investing activities		(112,294)	(606,975)
Financing activities			
Distribution to immediate parent		(9,363,239)	-
Net cash outflow from financing activities		(9,363,239)	-
Net increase in cash at bank		8,909,871	13,894,167
Cash at bank 01 January		31,029,675	17,135,508
Cash at bank 31 December		39,939,546	31,029,675

The notes on pages 12 to 25 form an integral part of these financial statements.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS

1 General information

DIGIT Game Studios Limited is incorporated as a company limited by shares in the Republic of Ireland, under the registered number 510760. The address of its registered office is 10 Earlsfort Terrace, Dublin 2, D02 T380.

DIGIT Game Studios Limited ('the company') develops web based and mobile gaming.

2 Statement of compliance

These financial statements have been prepared in accordance with applicable accounting standards including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (Generally Accepted Accounting Practice in Ireland) and the requirements of the Companies Act 2014.

3 Summary of significant accounting policies

(a) Basis of preparation

The financial statements have been prepared on a going concern basis under the historical cost convention.

The directors of the company have received written assurances from its ultimate parent undertaking, Scopely Inc., that it will continue to provide adequate financial support to the company for a period of at least twelve months from the date of approval of these financial statements to enable the company to discharge its obligations to all creditors as they fall due. On this basis, the directors are satisfied that it is appropriate to prepare the financial statements on a going concern basis.

The financial statements are prepared in euro ("€") and all amounts have been rounded to the nearest euro, unless otherwise indicated.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

(b) Foreign currency

(i) *Functional and presentation currency*

The company's functional and presentation currency is the euro, denominated by the symbol "€".

(ii) *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued**3 Summary of significant accounting policies – continued****(b) Foreign currency – continued***(ii) Transactions and balances – continued*

At the end of each financial year foreign currency monetary items are translated to euro using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at exchange rates at the end of the financial year of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

All foreign exchange gains and losses are presented in the statement of comprehensive income within 'administrative expenses'.

(c) Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents the amount receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the company and value added taxes. Turnover represents consideration received on foot of the revenue share agreement between DIGIT and Scopely, the publisher of Star Trek: Fleet Command.

The company bases its estimate of returns, discounts and rebates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

(d) LiveOps fees and vested RSU

DIGIT Game Studios Limited also receives income for LiveOps services and vested RSU paid to employees was recharged to Scopely Inc. This is recognised when the costs are incurred and the income is receivable under the terms of the agreement. These amounts are presented in 'other operating income'.

(e) Employee benefits

The company provides a range of benefits to employees, including short term employee benefits such as annual bonus arrangements and paid holiday arrangements.

(i) Short term employee benefits

Short term employee benefits, including paid holiday arrangements and other similar non-monetary benefits, are recognised as an expense in the financial year in which employees render the related service. The company operates an annual bonus plan for employees. An expense is recognised in the statement of comprehensive income when the company has a present legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

(ii) Share-based payments – Scopely Inc. Restricted Stock Units

The company participates in the Scopely Inc. Stock and Incentive Plan (the Plan) operated by Scopely Inc., the ultimate parent company. Pursuant to the Plan, employees receive remuneration in the form of Restricted Stock Units ("RSU"). The Company accounts for share based payments in accordance with section 26 of FRS 102, which requires all share options and employee share awards to be expensed in the income statement with the expense measured at fair value at the date of grant and amortised over the vesting period. The Company's share-based payments qualify as graded vesting under the Plan and therefore the expense amortisation is calculated under the accelerated method.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued**3 Summary of significant accounting policies - continued****(e) Employee benefits - continued***(ii) Share-based payments – Scopely Inc. Restricted Stock Units*

Restricted stock units ("RSU") are stock awards that are granted to employees entitling the holder to shares of common stock as the award vests, typically over a three-to-four year period. These are accounted for as equity-settled awards therefore the related value is determined using an option valuation model. The RSUs granted contain both a service condition and a performance condition. The performance condition requires the occurrence of a company sale event or Scopely Inc.'s initial public offering.

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant employees become fully entitled to the award. Fair value is determined using an appropriate pricing model.

In valuing equity-settled transactions, no account is taken of any vesting conditions, other than conditions linked to the price of the shares of Scopely Inc. (market conditions).

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

At each balance sheet date before vesting, the cumulative expense is calculated representing the extent to which the vesting period has expired and management's best estimate of the achievement or otherwise of non-market conditions, number of equity instruments that will ultimately vest or in the case of an instrument subject to a market condition, be treated as described above. The movement in cumulative expense since the previous balance sheet date is recognised in the income statement, with a corresponding entry within other reserves.

(iii) Restricted Cash Awards

The RSUs that are nonvested as of 1 January 2023, and those granted during the year ended 31 December 2023, contain both a service condition and a performance condition. The performance condition requires the occurrence of a company sale event or the Company's initial public offering.

On 12 July 2023, the company sale event condition is satisfied. On the same date, the Company modifies all outstanding nonvested RSUs by exchanging them for cash-settled awards. These new awards are based on a fixed amount per unit and are subject to continued time-based vesting conditions following the sale event. All modified awards require continuous employment through the vesting date to be earned.

The modification is accounted for in accordance with the principles of IFRS 2 – Share-based Payment. The exchange of equity-settled awards for cash-settled awards represents a modification of the original award. As the fair value of the replacement awards does not exceed the fair value of the original awards immediately before the modification, no incremental compensation cost is recognized at the date of modification. The new awards are classified as cash-settled and are subsequently remeasured at each reporting date, with changes in fair value recognized in the income statement over the remaining vesting period.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued

3 Summary of significant accounting policies - continued

(f) Income tax

Income tax expense for the financial year comprises current and deferred tax recognised in the financial year. Income tax expense is presented in the same component of total comprehensive income (profit and loss account or other comprehensive income) or equity as the transaction or other event that resulted in the income tax expense.

Current or deferred taxation assets and liabilities are not discounted.

(i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the financial year or past financial years. Current tax is measured at the amount of current tax that is expected to be paid using tax rates and laws that have been enacted or substantively enacted by the end of the financial year.

The directors periodically evaluate positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. A current tax liability is recognised where appropriate and measured on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred tax

Deferred tax is recognised in respect of timing differences, which are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in financial years different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the end of each financial year with certain exceptions. Unrelieved tax losses and other deferred tax assets are recognised only when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the end of each financial year end and that are expected to apply to the reversal of the timing difference.

(g) Tangible fixed assets

Tangible fixed assets are carried at cost (or deemed cost) less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to the location and condition necessary for its intended use, applicable dismantling, removal and restoration costs and borrowing costs capitalised.

(i) Depreciation and residual values

Depreciation on assets is calculated, using the straight-line method over their estimated useful lives, as follows:

Leasehold improvements	33.3% straight line
Furniture and fixtures	12.5% straight line
Office hardware	15.0% straight line

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each financial year. The effect of any change in either residual values or useful lives is accounted for prospectively.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued**3 Summary of significant accounting policies – continued****(g) Tangible fixed assets – continued***(ii) Subsequent additions and major components*

Subsequent costs, including major inspections, are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that economic benefits associated with the item will flow to the company and the cost can be measured reliably.

Repairs and maintenance and minor inspection costs are expensed as incurred.

(iii) Assets in the course of construction

Assets in the course of construction are carried at cost. These assets are not depreciated until they are available for use.

(iv) Derecognition

Tangible fixed assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in the statement of comprehensive income.

(h) Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within borrowings in current liabilities. Cash and cash equivalents are initially measured at transaction price and subsequently measured at amortised cost.

Bank deposits which have original maturities of more than three months are not cash and cash equivalents and are presented as current asset investments.

(i) Provisions and contingencies*(i) Provisions*

Provisions are liabilities of uncertain timing or amount.

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events; it is probable that a transfer of economic benefits will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

Provisions are measured at the present value of the best estimate of the amount required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Provisions are reviewed at the end of each financial year and adjusted to reflect the current best estimate of the amount required to settle the obligation.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

(ii) Contingencies

Contingent liabilities, arising as a result of past events, are not recognised as a liability because it is not probable that the company will be required to transfer economic benefits in settlement of the obligation or the amount cannot be reliably measured at the end of the financial year. Possible but uncertain obligations are not recognised as liabilities but are contingent liabilities. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued**3 Summary of significant accounting policies – continued****(i) Provisions and contingencies - continued***(ii) Contingencies - continued*

Contingent assets are not recognised. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

(j) Financial assets

Financial assets include other debtors and amounts due from group companies, and are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

(k) Financial liabilities

Financial liabilities include trade and other creditors and amounts owed to group companies, and are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

(l) Share capital presented as equity

Equity shares issued are recognised at the proceeds received. Incremental costs directly attributable to the issue of new equity shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(m) Research and development expenditure

FRS 102 allows an option to either capitalise research and development expenditure, provided specific criteria are met or write off the research and development expenditure to the profit and loss account. The company have elected to write off research and development expenditure to the statement of comprehensive income as incurred.

(n) Research and development tax credits

Research and development tax credits are available to the company, based on qualifying research and development spend. Research and development tax credits are recorded in 'other operating income'. The company recognises the amount of tax credit in the statement of comprehensive income when this is received or receivable from the tax authorities.

4 Critical accounting judgements and estimation uncertainty

Estimates and judgements made in the process of preparing the entity financial statements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Critical judgement in applying the entity's accounting policies

Management do not consider there to be any critical judgements in the entities' financial statements.

(b) Critical accounting estimates and assumptions

The directors make estimates and assumptions concerning the future in the process of preparing the entity financial statements. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

(i) Useful economic lives of tangible fixed assets

The annual depreciation on tangible fixed assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued

4 Critical accounting judgements and estimation uncertainty – continued

(b) Critical accounting estimates and assumptions – continued

- (i) *Useful economic lives of tangible fixed assets - continued*
 residual values are reviewed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 10 for the carrying amount of the tangible fixed assets, and note 3 (g) (i) for the useful economic lives for each class of tangible fixed assets.

5 Turnover

The whole of the company's turnover is attributable to its market on a worldwide basis from its location in the Republic of Ireland and is derived from the principal activity of the company, being the development and live operations of web based and mobile games.

6 Profit on ordinary activities before tax

	2023	2022
	€	€
Profit before tax is stated after charging/(crediting):		
Foreign exchange loss/(gain)	877,916	(297,751)
Depreciation of tangible fixed assets	392,966	358,106
Research and development tax (credit)	(661,938)	(632,223)
LiveOps fees	(23,911,705)	(14,188,612)
RSU and related payroll tax reimbursement from immediate parent	<u>(19,202,779)</u>	<u>-</u>

Auditor's remuneration

Remuneration (including expenses) for the statutory audit and other services carried out for the company by the company auditors is as follows:

	2023	2022
	€	€
Audit of entity financial statements	20,859	22,500
Tax advisory services	20,334	10,732
	<u>41,193</u>	<u>33,232</u>

7 Interest payable and similar charges

	2023	2022
	€	€
Interest expense:		
Bank interest expense	<u>55</u>	<u>17,786</u>
Interest income:		
Inter-company interest income	<u>-</u>	<u>(983,829)</u>

DIGIT Game Studios Limited**NOTES TO THE FINANCIAL STATEMENTS - continued****8 Employees**

	2023	2022
	€	€
(i) Employees		
The average number of persons employed during the year was as follows:		
Developers	103	103
Management	5	5
	<u>108</u>	<u>108</u>
(ii) Directors' emoluments		
	2023	2022
	€	€
Emoluments	<u>7,271,531</u>	<u>331,670</u>
(iii) Employee costs		
	2023	2022
	€	€
Salaries	16,294,444	9,055,136
Social security costs	3,969,588	1,039,002
Shared-based comprehensive expense	6,885,093	3,761,667
	<u>27,149,125</u>	<u>13,855,805</u>

All directors and certain senior employees who have authority and responsibility for planning, directing and controlling the activities of the Group are considered to be key management personnel. Total remuneration in respect of these individuals is €12,613,274 (2022 €2,284,496).

There were no contributions to any company pension scheme by the directors during the year.

No employee costs have been capitalised as part of the cost of tangible fixed assets.

There were no company pension plans in place during the year.

DIGIT Game Studios Limited**NOTES TO THE FINANCIAL STATEMENTS - continued**

9 Income tax	2023	2022
	€	€
(a) Income tax expense relating to profit or loss		
<i>Current tax:</i>		
Irish corporation tax	3,474,786	3,280,043
Adjustments in respect of previous years	-	72
	<u>3,474,786</u>	<u>3,280,115</u>
Irish corporation tax at 12.5% (note 9(b))	3,474,786	3,280,115
<i>Deferred tax:</i>		
Origination and reversal of timing differences	(24,282)	(7,346)
	<u>(24,282)</u>	<u>(7,346)</u>
Total income tax expense	3,450,504	3,272,79

(b) Reconciliation of tax expense

The tax assessed for the financial year differs from the standard rate of corporate tax in Republic of Ireland (12.5%). The difference are Explained below:

Profit on ordinary activities before tax	36,468,726	21,989,264
	<u>36,468,726</u>	<u>21,989,264</u>
Profit on ordinary activities before taxation multiplied by the standard Rate of corporate tax in the Republic of Ireland at 12.5%	4,558,591	2,748,730
<i>Effects of:</i>		
Non-deductible expense	(76,689)	401,132
Additional Tax on Passive Income	-	122,979
Settlement of share-based compensation	(1,080,236)	-
Adjustments in respect of previous years	-	(72)
Origination and reversal of timing differences	48,838	-
	<u>48,838</u>	<u>-</u>
Tax on profit on ordinary activities	3,450,504	3,272,769

(c) Deferred tax asset

The company has recognised a deferred tax asset of €71,185 (2022: €46,903) on fixed assets, as there is sufficient certainty that suitable taxable profits will exist in future years against which this deferred tax asset may be offset.

DIGIT Game Studios Limited**NOTES TO THE FINANCIAL STATEMENTS - continued**

10 Tangible assets	Leasehold improvements €	Furniture and fixtures €	Office hardware €	Total €
Cost				
At 1 January 2023	856,504	83,773	842,089	1,782,366
Additions	-	-	112,294	112,294
At 31 December 2023	<u>856,504</u>	<u>83,773</u>	<u>954,383</u>	<u>1,894,660</u>
Accumulated depreciation				
At 1 January 2023	418,166	63,482	661,963	1,143,611
Charge for the year	260,317	12,849	119,800	392,966
At 31 December 2023	<u>678,483</u>	<u>76,331</u>	<u>781,763</u>	<u>1,536,577</u>
Net book value				
At 31 December 2022	<u>438,338</u>	<u>20,291</u>	<u>180,126</u>	<u>638,755</u>
At 31 December 2023	<u>178,021</u>	<u>7,442</u>	<u>172,620</u>	<u>358,083</u>

11 Debtors	2023 €	2022 €
Amounts due from group companies	33,213,915	25,810,366
Taxation and social insurance (note 14)	42,602	65,223
Prepayments	660,181	168,878
Deferred tax asset (note 16)	71,185	46,903
	<u>33,987,883</u>	<u>26,091,370</u>

12 Cash at bank	2023 €	2022 €
Cash at bank	<u>39,939,546</u>	<u>31,029,675</u>

Cash and cash equivalent are held with banks and financial institution counterparties which are rated investment grade by external credit rating agencies and are considered to have low credit risk. The maximum maturity of cash and cash equivalent is 3 months.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued

13 Creditors – amounts falling due within one year

	2023	2022
	€	€
Trade creditors	161,884	277,035
Amounts due to group companies	16,342	
Taxation and social insurance (note 14)	380,839	623,366
Deferred rent	-	47,117
Other creditors	54,749	-
Accruals	3,868,149	805,932
Restricted Cash Award	2,057,983	-
	<u>6,539,946</u>	<u>1,753,450</u>

Trade and other creditors are payable at various dates in the next three months in accordance with the suppliers' usual and customary credit terms.

Tax and social insurance are repayable at various dates over the coming months in accordance with the applicable statutory provisions.

14 Taxation and social insurance

	2023	2022
	€	€
<i>Debtors:</i>		
VAT	<u>42,602</u>	<u>65,223</u>
<i>Creditors:</i>		
PAYE	180,663	95,908
PRSA	7,991	287
Corporation Tax	<u>192,185</u>	<u>527,171</u>
	<u>380,839</u>	<u>623,366</u>

15 Creditors - amounts falling due after more than one year

	2023	2022
	€	€
Finance lease obligations	<u>-</u>	<u>2,249</u>

16 Deferred Tax

	2023	2022
	€	€
The balance comprises temporary differences attributable to:		
Fixed assets	<u>71,185</u>	<u>46,903</u>
	<u>71,185</u>	<u>46,903</u>

The movement in the deferred tax assets and liabilities are analysed as follows:

At 1 January 2023	46,903	36,629
(Charged)/credited to statement of comprehensive income	<u>24,282</u>	<u>7,274</u>
At 31 December 2023	<u>71,185</u>	<u>46,903</u>

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued

17 Share capital and reserves

Allotted, called up and fully paid	Number of shares 2023	Number of shares 2022	31 December 2023 €	31 December 2022 €
Ordinary shares of €0.001 each	1,000	1,000	1	1
Allotted, called up and fully paid - presented as equity	1 January 2023 Number	Shares issued Number	Transfer/ cancellation of shares Number	31 December 2023 Number
Ordinary shares of €0.001 each	1,000	-	-	1,000

The company's immediate parent company, Scopely Inc., had an obligation under its credit agreement with East West Bank to charge 65% of the shares of the company in order to secure the performance of its obligations under its credit agreement. Scopely Inc. had entered into an Irish law governed share charge agreement with East West Bank pursuant to which 650 of the company's issued share capital is charged in favour of East West Bank. Following the acquisition of Scopely Inc. by the Savvy Group, this loan was repaid and the obligation no longer exists.

Profit and loss account consists of the accumulated comprehensive income and loss for the financial year and prior financial years, less any distributions paid.

Other Reserves

Other reserves consist of share-based payment expenses associated with the Scopely Inc. Stock and Incentive Plan operated by Scopely Inc. The plan consists of RSUs which are exercisable only on completion of certain performance criteria. There is a time element, where the employees need to be employed at the time of vesting, and a liquidity event, before the RSU become eligible for exercise (see Note 3 (e)(ii)).

On 12 July 2023, company was acquired by Public Investment Fund (PIF). Due to this transaction, vested RSU was paid out to employees since the condition of performance/time was fulfilled. Total vested RSU paid to employees was €18,798,611

Movement in the RSUs are as follows:

	2023	2022
	Number	Number
Opening balance 01 January	471,710	404,569
Granted during the year	40,335	69,201
Forfeited during the year	(43,534)	(2,060)
Exercised	(434,143)	-
RSU converted to RCA (liability)	(34,368)	-
Closing balance 31 December	<u>-</u>	<u>471,710</u>

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued

18 Commitments

(a) Capital commitments

The company had no material capital commitments as at 31 December 2023.

(b) Non-cancellable operating leases

At 31 December 2023 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2023 €
Not later than 1 year	531,848
Later than 1 year and not later than 5 years	474,880
Later than 5 years	-
	1,006,728

19 Parent undertakings, controlling parties and related party transactions

The Company's immediate controlling party is Scopely Inc., a company registered in the United States.

On 12 July 2023, Scopely Inc was 100% acquired by Savvy Group, who now become the ultimate controlling party of the company. The registered office of Savvy Group is Buidling 3093, 6954 Al Aqooq District, Riyadh 13519, Kingdom of Saudi Arabia.

20 Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The company have revenue share agreement for game Star Trek: Fleet Commend and LiveOps cost reimbursement with immediate parent, Scopely Inc either in the form of a reimbursement, contribution, of a loan or another form of support so as to ensure it's business continuity.

Based on the above the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements.

21 Events since the end of the financial year

No matter or circumstance has occurred subsequent to the end of the year that has significantly affected the operations of the Company, the results of those operations or the state of affairs of the Company.

DIGIT Game Studios Limited

NOTES TO THE FINANCIAL STATEMENTS - continued

22 Approval of financial statements

The financial statements were approved and authorised for use by the board of directors on 19 September 2025 and were signed on its behalf on that day.