



THE SEEDSTARTER FUNDING PORTAL

A Royalty and Governance Token



GREEN PAPER

WHAT IS A GREEN PAPER?

A Green Paper is like a “White Paper” but focuses solely on the economics and issuance strategy of the Seedstarter Royalty and Governance Token (“\$Token”). This Green Paper details what the expectations of an investor in \$Token are, and details the goals and aspirations for its future utility. The Green Paper will outline what an investment in \$Token will entitle a purchaser to.

For any readers who wish to learn more about Seedstarter, please refer to our website where you can find slides summarizing the goals, aspirations and timelines of the platform and plans for implementation of blockchain technology.

In brief, the Seedstarter Platform (“Seedstarter”) is comprised of the following:

- A Regulation CF marketplace located at myseedstarter.com;
- Ownership Interests in additional non-cash security commissions detailed in the “Additional Royalties” section;
- A Digital Securities Delivery Platform to be located at myseedstartertoken.com; and,
- A secondary marketplace for security tokens to be located at myseedstartersecondary.com.



*\$Token is a placeholder name.

Actual name to be provided later to prevent scammers from frontrunning the token.

WHAT IS \$TOKEN?

\$Token is a royalty and governance token for the Seedstarter platform. Many cryptocurrencies have a lack of regulatory clarity and likely cannot operate legally in the United States.¹ In contrast, \$Token is intentionally packaged in a security offering and corresponding filings will be made with the SEC.

The first Seedstarter Token offering will be the \$Token sale ("Reg A") . \$Token will have the following utility and use cases:

Live at Sale of \$Token:

01

Seedstarter Royalty – 100% of Seedstarter (as defined in "What is the Seedstarter Platform") gross income will be distributed to holders of \$Token.

For example, if a startup has a raise on Seedstarter, and they raise \$1,000,000 (with its fee being 6.5% base), \$65,000 will go to holders of \$Token proportionally. While all fundraising proceeds are subject to the royalty, no proceeds from the sale of \$Token will be distributed amongst holders of \$Token. Royalties will be distributed at each \$1,000,000.00 of revenue by Seedstarter or quarterly, whichever occurs latest ("Distribution Event"). The royalty is only awarded to then current holders at the time it is distributed. There will be no pro rata calculation of royalties for anyone who sold or transferred before a Distribution Event.

02

Pledge – Companies looking to fundraise on Seedstarter shall pledge \$300 as an application fee ("Listing Fee"). If their raise is successful, the Listing Fee shall be paid to Seedstarter and not subject to the Seedstarter Royalty. In turn, Seedstarter shall use the \$300 as follows:

- 50% of the USD (\$150) shall be applied to Seedstarter operational expenses, and in turn Seedstarter will burn \$150 worth of \$Token from its future offerings pool at a rate to be determined at the discretion of Seedstarter (starting at \$.16 per \$Token); and,



- 50% of the USD (\$150) shall be earmarked by Seedstarter, and in turn Seedstarter will use it to buyback \$150 worth of \$Token from willing investors in \$Token at a rate to be determined at the discretion of Seedstarter (starting at \$.16 per \$Token). The \$Token will be placed in the future offerings pool and not receive the Seedstarter Royalty for as long as Seedstarter holds it.

If the raise is not successful, 75% of the Listing Fee shall be returned to the company, while the remaining 25% will follow the path above.

**WHY BURN \$TOKEN? BURNING INCREASES THE SCARCITY
AND ALLOWS \$TOKEN HOLDERS TO INCREASE THEIR ROYALTY**

Live 6-12 Months After Sale of \$Token



Governing Voting Mechanism – \$Token holders will be given an opportunity to lock up their \$Token to engage in various forms of governance voting

- Earning – Users who lock up \$Token and engage in governance voting will earn at the following rate:

FORMULA

Rewards	$(\text{Voting Strength} / \text{Total Cumulative Voting Strength}) \times \text{Total Daily Rewards}$
Voting Strength	$TL \times TBM$
TL	\$Token Locked in Governance Contract for 90 continuous days
TBM	$1 + .1 \times D.5$
D	Longest Duration \$Token Locked in Weeks

UNLOCKING SCHEDULE

81,250,000 \$Token will be unlocked as follows:

Year 1-10: Up to 4,062,500 \$Token each year ²

Year 11-TBD: As determined by governance vote



2. Formula = $((\text{Total Locked in Governance} / \text{Total Available to be Locked in Governance}) \times 4,062,500)$.

➤ Governance Voting – Over time, Seedstarter will move to decentralize portions of its platform as legally permitted.³ Because Seedstarter is a platform that operates under strict regulations, Seedstarter will maintain centralized control of what decisions are submitted for Governance Voting, including the available options. It is our intention to work with the community what portions are subject to decentralized governance, but our current plans involve the following:

- Spending/Investments using the Fund/Community Treasury Allocation, including but not limited to, determination of funding environmental, social, and governance initiatives;
- Determination of Seedstarter Fees;
- Temporary (or permanent) modifications of a royalty amount to Seedstarter for operational expenses (the intention of this is to make a temporary change in favor of Seedstarter to finance a new venture subject to the Seedstarter Royalty); and,
- Changes to the Token Pledge mechanism.

02

Fund/Community Treasury – The Fund/Community Treasury is intended to create a grant program where either the \$Token held, or the royalties received from this allocation, are used as incentives for external developers to develop for Seedstarter. Additional use cases may be any listing fees for \$Token to be legally tradeable on exchanges, development of additional platforms, incentivizing blockchain companies to build tools for users of Seedstarter, etc.

All decisions will be made through a vote of \$Token holders. All income generated by Seedstarter from projects funded under this provision will be subject to the Seedstarter Royalty.



3. Should some decision be decentralized, and it be determined at the discretion of Seedstarter that said decentralization is no longer in accordance with the law, Seedstarter may unilaterally revoke the decision.

WHAT IS THE DISTRIBUTION OF \$TOKEN?

Max Circulating Supply – 650,000,000

Supply Breakdown

10% (65,000,000) for initial Reg A offering (leftover goes to Future Reg A/CF/D offering)

20% (130,000,000) Team

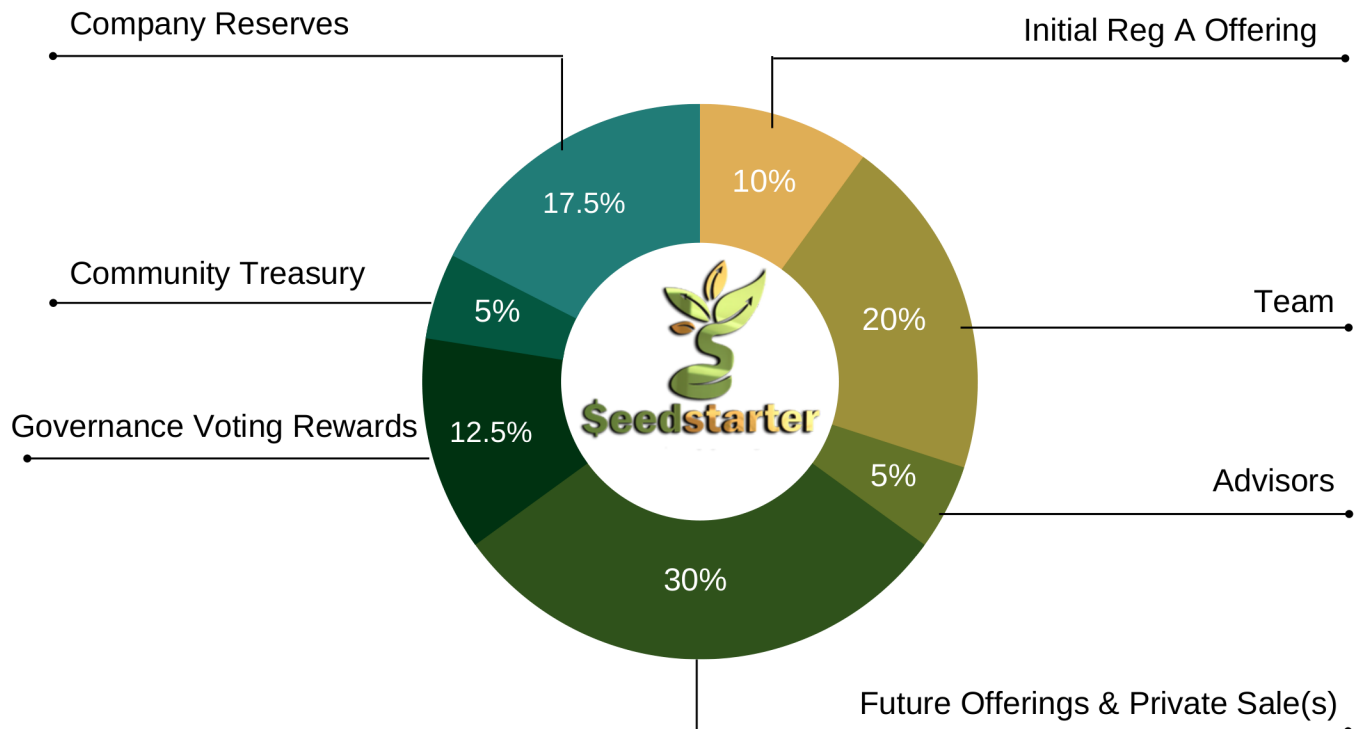
5% (32,500,000) Advisors

30% (195,000,000) Future Offerings & private sale(s)

12.5% (81,250,000) Governance Voting Rewards

5% (32,500,000) Fund/Community Treasury Allocation

17.5% (113,750,000) to Company Reserves (never to dip below 7.5%)



Initial Circulating Supply – 200,000,000

This will be the supply considered available from day of launch and eligible for the Seedstarter Royalty.

Supply Breakdown

Reg A Offering – 32.5% (65,000,000) if sold out

Team – 5% (32,500,000) available immediately, additional 16,250,000 to become available every year following launch (using date of launch) until pool is exhausted

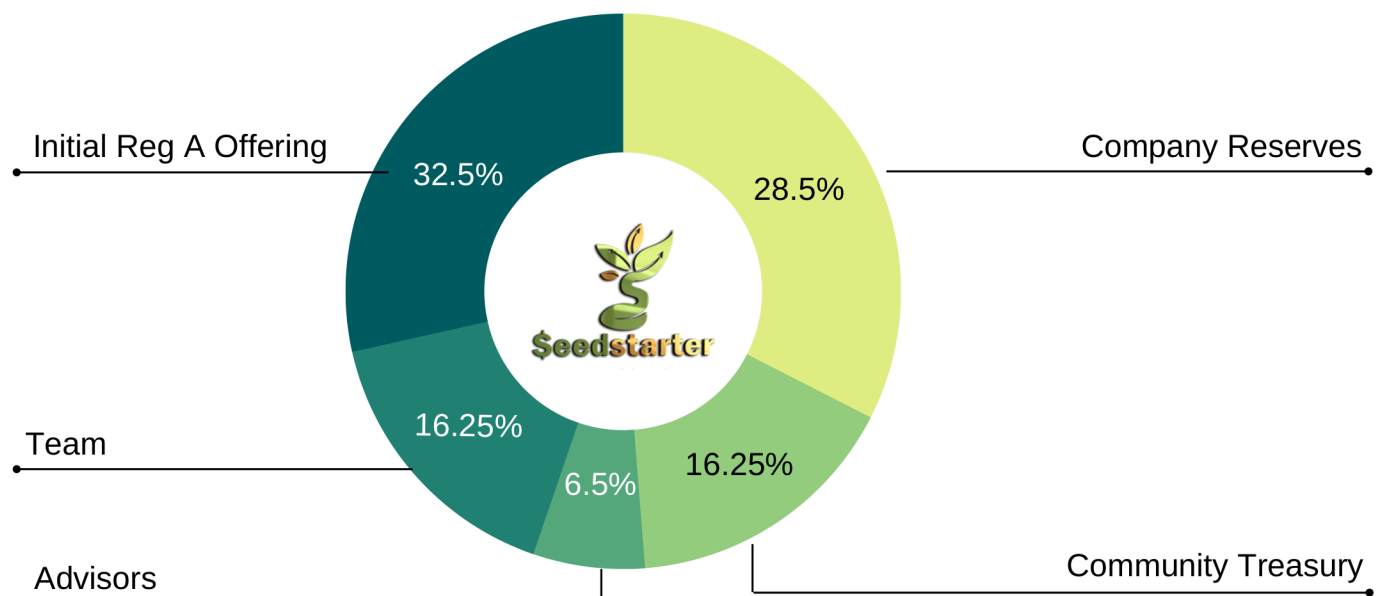
Advisors – 2% (13,000,000) Available Immediately, 6,500,000 to become available every year following launch (using date of launch) until pool is exhausted

Future Offerings – 0% (Not available until offerings occur at discretion of company)

Governance – 0% (Not available until governance)

Community Treasury – 16.25% (32,500,000) available immediately

Company Reserves – ~8.7% (57,000,000) available immediately, additional 11,350,000 available per year for 5 years following launch (using date of launch) until pool is exhausted



SIMPLE ROYALTY CALCULATION

At Initial Circulating Supply 2,000 \$Tokens will net .001% of Seedstarter Revenue.

At Max Circulating Supply 2,000 \$Tokens will net ~.0003% of Seedstarter Revenue.

The following chart shows the value of the royalty interest per 2,000 \$Tokens using Initial Circulating Supply (at offering, 2,000 \$Token will cost \$240 @ \$.12 per).

Money Raised on Platform	Company Revenue	Royalty Share Per 2,000 \$Token
\$1,000,000	\$65,000	\$0.65
\$5,000,000	\$325,000	\$3.25
\$10,000,000	\$650,000	\$6.50
\$50,000,000	\$3,250,000	\$32.50
\$100,000,000	\$6,500,000	\$65.00
\$250,000,000	\$16,250,000	\$162.50
\$500,000,000	\$32,500,000	\$325.00
\$1,000,000,000	\$65,000,000	\$650.00

Using a competitor's revenue from the years of 2017-2022 and applying it to \$Token using Max Circulating Supply the royalties are as follows:

Year	Competitor Numbers	Seedstarter Fee	Per \$Token Royalty	Return Per \$Token
2017	\$10,000,000.00	\$650,000.00	\$0.00100	0.83%
2018	\$10,000,000.00	\$650,000.00	\$0.00100	0.83%
2019	\$60,000,000.00	\$3,900,000.00	\$0.00600	5.00%
2020	\$425,000,000.00	\$27,625,000.00	\$0.04250	35.42%
2021	\$500,000,000.00	\$32,500,000.00	\$0.05000	41.67%
2022	\$600,000,000.00	\$39,000,000.00	\$0.06000	50.00%

If you were to use the current \$Token vesting periods, and use the Initial Circulating Supply for year 2017, and with nominal additional tokens under the future Reg CF offering sold across this six-year period, the numbers would look more like this:

Year	Competitor Numbers	Seedstarter Fee	Per \$Token Royalty	Return Per \$Token
2017	\$10,000,000.00	\$650,000.00	\$0.00325	2.71%
2018	\$10,000,000.00	\$650,000.00	\$0.00255	2.13%
2019	\$60,000,000.00	\$3,900,000.00	\$0.01263	10.52%
2020	\$425,000,000.00	\$27,625,000.00	\$0.07605	63.38%
2021	\$500,000,000.00	\$32,500,000.00	\$0.07905	65.87%
2022	\$600,000,000.00	\$39,000,000.00	\$0.08889	74.07%

Comparatively, the average return for the S&P 500 is 11.82%.⁴



Royalty Example A⁵

MadeUp, Inc. wishes to engage in a SAFE (Simple Agreement for Future Equity).

MadeUp, Inc. pays over the application fee of \$300. MadeUp, Inc. wishes to raise up \$3,000,000 solely through a Regulation Crowdfunding SAFE Offering. MadeUp, Inc. decides that it does not want to use blockchain to deliver the SAFE securities. When the raise concludes, MadeUp, Inc. has commitments for \$2,500,000.00.

Application Fee - \$300 to Seedstarter (not subject to royalty).
Seedstarter burns \$150 worth of \$Token.

Raise Fee – The fee is 6.5% because MadeUp does not use blockchain for delivery. 6.5% of \$2,500,000 = \$162,500. Each \$Token holder will receive \$.0008125. If you hold 20,000 tokens (a \$2,400 purchase), you will get \$16.25.

Royalty Example B⁵

MadeUp, Inc. wishes to engage in a SAFE (Simple Agreement for Future Equity).

MadeUp, Inc. pays over the application fee of \$300. MadeUp, Inc. wishes to raise up \$3,000,000 solely through a Regulation Crowdfunding SAFE Offering. MadeUp, Inc. decides that it does want to use blockchain to deliver the SAFE securities. When the raise concludes, MadeUp, Inc. has commitments for \$2,500,000.00.

Application Fee - \$300 to Seedstarter (not subject to royalty).
Seedstarter burns \$150 worth of \$Token.

Raise Fee – The fee is 6% because MadeUp does use blockchain for delivery. 6% of \$2,500,000 = \$150,000. Each \$Token holder will receive \$.000757. If you hold 20,000 tokens (a \$2,400 purchase), you will get \$15.00.



5. This math in the Royalty calculations assumes 200,000,000 \$Token each receiving royalty (which is the Initial Circulating Supply). As the burns go into effect, time goes by and tokens unlock, and holders can engage in Governance, the percent to each token holder will change accordingly. This further doesn't include any revenue from the Digital Securities Delivery Platform or Secondary Marketplace.

Royalty Example C

MadeUp, Inc. wishes to engage in a SAFE (Simple Agreement for Future Equity).

MadeUp, Inc. pays over the application fee of \$300. MadeUp, Inc. wishes to raise up \$20,000,000 solely through a Regulation Crowdfunding SAFE Offering (to non-accredited investors) and a Regulation D Offering (to accredited investors). MadeUp, Inc. decides that it does not want to use blockchain to deliver the SAFE securities. When the raise concludes, MadeUp, Inc. has commitments for \$20,000,000.00.

Application Fee - \$300 to Seedstarter (not subject to royalty).

Seedstarter burns \$150 worth of \$Token.

Raise Fee – The fee is 6.5% because MadeUp does not use blockchain for delivery. 6.5% of \$20,000,000 = \$1,300,000. Each \$Token holder will receive \$.00657.

If you hold 20,000 tokens (a \$2,400 purchase), you will get \$130.00.



ADDITIONAL ROYALTIES

In addition to the 6-6.5% commission that Seedstarter will take from all raises on the platform, Seedstarter will receive a 1% non-cash commission in the form of securities on terms identical to those offered to other investors in the raise. Like many of the securities that will be offered on Seedstarter, these interests are initially illiquid, but if the startup succeeds and exits at a substantial valuation, this interest may have a highly increased value.

In case of any realized profits from these interests, the following shall occur: (1) 25% of realized profits shall go to Seedstarter (not subject to the Seedstarter Royalty); and (2) 75% of realized profits shall be distributed pursuant to the Seedstarter Royalty.

To change this percentage, a governance vote will need to occur. In the event of any change in percentage, such change will only affect forward-looking interests.

TOKEN SALE

To initially fund Seedstarter, and its continued development, Seedstarter will engage in a security token offering. 65,000,000 \$Token ("Initial Offering") will be offered for sale as detailed below, per the following restrictions: per SEC restrictions there will be a one-year initial vesting period where 1/3 of purchased \$Tokens will vest, followed by a quarterly vest of 1/12 of purchased \$Tokens until all purchased \$Token has been delivered.⁶

Owners of \$Token will be able to receive their Seedstarter Royalties for all vested and unvested \$Tokens (so long as vested \$Tokens remain in their possession) that remain in registered wallets.⁷

The sale of the Initial Offering will take place as follows:

- 50,000,000 available to the public through Reg A for \$.12 per \$Token.
- 10,500,000 to be offered privately at a price at the discretion of Seedstarter.
- 2,250,000 to be offered as Investor Perks.
- 2,250,000 to be offered as Investor Perks to selected partners of Seedstarter



6. The proceeds of the Token Sale will not be subject to the Seedstarter Royalty.

7. The intention of this sale is to onboard strategic investors. As such, \$Token may be offered at a discount.

Investor Perks - \$Tokens

At the time of the Initial Offering, 2,250,000 \$Token (“Perk \$Tokens”) will be made available as Investor Perks through a points system.

Each investor will be given points based on their investment made (“Points”).

At the close of the raise all points will be totaled (“Points Total”), and each investment will be given their share of the Perk \$Tokens equivalent to their share of the Points Total. In an effort to stress our dedication to leveling the playing field for non-accredited investors, the Points will be awarded on a logarithmic curve, making the first \$10,000 invested the most rewarded. Points will be awarded as follows:

- Every dollar you spend between \$1 and \$10,000 will earn 2 points
- Every dollar you spend between \$10,000 and \$100,000 will earn 1.75 points.
- Every dollar you spend above \$100,000 will earn 1.5 points.

Here is a sample calculation of extra Perk Tokens in a 25 investor sample:

Investor #	Total Money Invested	Points \$1-10,000	Points \$10,001-\$100,000	Points \$100,001+	\$Token received under sale	Extra Perk \$Tokens		
Investor 1	\$250.00	500	0	0	3,125	173.23		
Investor 2	\$550.00	1,100	0	0	6,875	381.11		
Investor 3	\$2,600.00	5,200	0	0	32,500	1,801.61		
Investor 4	\$10,000.00	20,000	0	0	125,000	6,929.26		
Investor 5	\$20,000.00	20,000	17,500	0	250,000	12,992.36		
Investor 6	\$30,000.00	20,000	35,000	0	375,000	19,055.47		
Investor 7	\$40,000.00	20,000	52,500	0	500,000	25,118.57		
Investor 8	\$50,000.00	20,000	70,000	0	625,000	31,181.67		
Investor 9	\$60,000.00	20,000	87,500	0	750,000	37,244.77		
Investor 10	\$70,000.00	20,000	105,000	0	875,000	43,307.88		
Investor 11	\$80,000.00	20,000	122,500	0	1,000,000	49,370.98		
Investor 12	\$90,000.00	20,000	140,000	0	1,125,000	55,434.08		
Investor 13	\$100,000.00	20,000	157,500	0	1,250,000	61,497.18		
Investor 14	\$110,000.00	20,000	157,500	15,000	1,375,000	66,694.13		
Investor 15	\$120,000.00	20,000	157,500	30,000	1,500,000	71,891.07		
Investor 16	\$130,000.00	20,000	157,500	45,000	1,625,000	77,088.02		
Investor 17	\$140,000.00	20,000	157,500	60,000	1,750,000	82,284.96		
Investor 18	\$150,000.00	20,000	157,500	75,000	1,875,000	87,481.91		
Investor 19	\$160,000.00	20,000	157,500	90,000	2,000,000	92,678.85		
Investor 20	\$170,000.00	20,000	157,500	105,000	2,125,000	97,875.80		
Investor 21	\$180,000.00	20,000	157,500	120,000	2,250,000	103,072.74		
Investor 22	\$190,000.00	20,000	157,500	135,000	2,375,000	108,269.69		
Investor 23	\$200,000.00	20,000	157,500	150,000	2,500,000	113,466.63		
Investor 24	\$210,000.00	20,000	157,500	165,000	2,625,000	118,663.58		
Investor 25	\$1,686,600.00	20,000	157,500	2,379,900	21,082,500	886,044.48		
Sum	\$4,000,000.00	446,800	2,677,500	3,369,900	50,000,000	2,250,000.0146		
							Total Points	6,494,200
							Total Perk \$Token	2250000
							\$Token per Point	0.346463

Investor Perks - Collectible NFTs

Seedstarter will be providing our early buyers with collectible NFTs (“Perk NFTs”) to commemorate their faith in us. While these NFTs are commemorative only, we may decide to attribute some form of utility to them (possible utilities that we are considering are detailed on the next page). However, there is no obligation to do so and prospective investors should not rely on future prospective utility when assessing the investment opportunity represented by \$Tokens. The Collectible NFTs will be issued as follows (with Level 100 being the highest level):

All Investors Over \$1,000 – Seedstarter Level 1 NFT

All Investors over \$5,000 – Seedstarter Level 5 NFT

All Investors over \$20,000 – Seedstarter Level 20 NFT

All investors over \$50,000 – Seedstarter Level 50 NFT

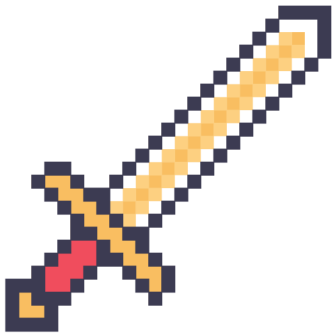
All investors over \$100,000 – Seedstarter Level 100 NFT

We will give the issuers on our platform the ability, at their discretion, to provide additional benefits to the Perk NFT holders that participate in their fundraising efforts, including minting additional NFTs. One example of this is Artists creating "Superfan" NFTs, allowing them to identify their superfans and provide additional experiences.



Investor Perks - Collectible NFTs

POSSIBLE UTILITIES

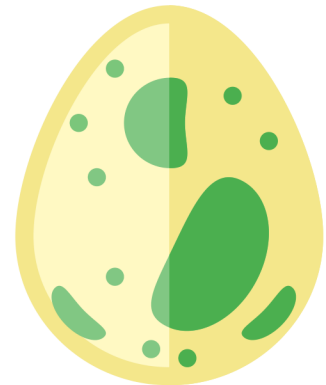


SEEDSTARTER GAME

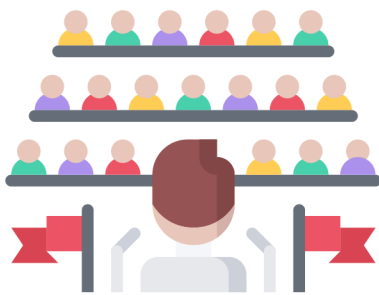
Utilize your collectible in the Seedstarter Game

COLLECTIBLE

Claim a collectible NFT from the Seedstarter Collectible series



IDENTIFIER



Allows us to identify you for additional experiences, events and fundraising opportunities

WHAT IS THE SEEDSTARTER PLATFORM?

For the purposes of clarifying the "Seedstarter Royalty", this section defines the "Seedstarter Platform" and "Gross Income" as they relate to the Seedstarter Royalty.

Gross Income:

Wherever used in this document "Gross Income" or "gross income" means the cash income that is directly received from Seedstarter in relation to a raise/activity on the Seedstarter Platform. For purposes of clarification, Gross Income does not include any Pledge/Listing Fee or any non-cash commissions received by Seedstarter as a result of raises/activity on the Seedstarter Platform. Notwithstanding the foregoing, Gross Income does include a percent of cash income that Seedstarter receives as a result of any non-cash commissions that Seedstarter holds/sells received as part of the raise fee on the Seedstarter Platform (see the Additional Royalties section).

By way of example, if a company undergoes a raise and raises \$3,000,000.00 with a set cash commission of 6.5% and non-cash commission of 1%, Seedstarter will receive \$195,000.00 and 1% of the securities offered. All holders of \$Token will receive their proportionate share of the \$195,000.00 (the issuer is responsible for any ACH or Credit Card fees, and not Seedstarter). \$Token holders WILL NOT receive any share of the 1% of the securities offered, but will receive their proportionate share of the proceeds if (a) the 1% of the securities offered are sold by Seedstarter at Seedstarter's discretion OR (b) Seedstarter receives income from holding the 1% of the securities offered.

Gross Revenue will never include revenue received by Seedstarter by way of the sale of \$Token, whether in the initial sale, a subsequent sale, or otherwise.

Seedstarter Platform:

For the purposes of calculating the "Seedstarter Royalty", Gross Income from the following sources (and only the following sources) will be included:

- 100% of the Gross Income of Reg CF marketplace located at myseedstarter.com
- 25% of the Gross Income of (1) Digital Securities Delivery Platform to be located at myseedstartertoken.com and (2) A secondary marketplace for security tokens to be located at myseedstartersecondary.com



TECHNICAL IMPLEMENTATION

\$Token will be delivered on one of the following ledgers: XRP Ledger ("XRPL"), Algorand, Polygon, Avalanche or Ethereum. We will ultimately make this decision in our discretion after consultation with our investors.

These blockchains have been chosen because they increase the flexibility, scalability, and sovereignty of a blockchain project while still affording security, interoperability, and structural benefits. Despite the following, we may still choose to use the XRPL in the payment of Royalties. Our users can configure their preferred payout asset (from a whitelist, e.g. liquid pairs, XRO/Gatehub/Bitstamp stable coins) with a fallback of payout in XRP if there is no preset.

Some key features that are being incorporated in the smart contract to ensure strict compliance with the laws surrounding the trading of securities are:

01

Allowlist – Seedstarter will have the ability to approve or deny addresses allowed to engage in secondary trading of \$Tokens based on jurisdictional restrictions, investor qualifications, and other reasons. Users can join the allowlist by way of application with Seedstarter. We may create our own wallet infrastructure to make this easier on users.

02

Freeze, Mint, Burn or Claw-back – Seedstarter will have the ability to freeze, mint, burn or claw-back security tokens that were illegally sent/taken or sent mistakenly.



DISCLAIMERS

We are "Testing the Waters" to gauge investor interest in an offering under Regulation A. This offering by Seedstarter is made available pursuant to Regulation A of the Securities Act.

No money or consideration is being solicited by the information in this or any other communication and, if sent, money will not be accepted and will be promptly returned. No offer by a potential investor to buy our securities can be accepted and, if made, any such offer can be withdrawn before qualification of this offering by the SEC. A potential investor's indication of interest does not create a commitment to purchase the securities we are offering. Any such indication of interest may be withdrawn or revoked, without obligation or commitment of any kind, at any time before notice of its acceptance is given and all other requirements to accept an investment from a potential investor are met after the offering qualification date.

No offer to sell securities or solicitation of an offer to buy securities is being made in any state where such offer or sale is not permitted under the blue sky or state securities laws thereof. No offering is being made to individual investors unless and until the offering has been registered in that state or an exemption from registration exists.

\$Token holders will not have direct legal ownership rights in Seedstarter nor any of the underlying companies that raise capital through any of the Seedstarter investment platforms. Despite the foregoing, \$Token holders will receive their portion of the Seedstarter Royalties. Upon the occurrence of a Distribution Event, \$Token holders will receive their pro rata proportional fraction of the amount subject to the Distribution Event.

\$Token does not represent any form of investment in a fund and has no accurate or predictable valuation. Similar to other virtual assets, \$Token may or may not become tradable on a secondary market, and if it does, will be subject to the fluctuations of supply and demand. As such, \$Token may be subject to significant price volatility, leading to there being no standard or reliable means to predict the future value of \$Token.

Statements contained in this Green Paper are based on current expectations, estimates, projections, opinions, and beliefs of the Seedstarter, LLC, a Delaware LLC (the "Issuer") as of the date hereof unless stated otherwise. Such statements involve known and unknown risks and uncertainties, and undue reliance should not be placed thereon. Neither the Issuer nor any of its affiliates makes any representation or warranty, express or implied, as to the accuracy or completeness of the information contained herein and nothing contained herein should be relied upon as a promise or representation as to past or future performance. Certain information contained herein constitutes "forward-looking statements," which can be identified by the use of terms such as "may," "will," "should," "could," "would," "predicts," "potential," "continue," "expects," "anticipates," "projects," "future," "targets," "intends," "plans," "believes," "estimates" (or the negatives thereof) or other variations thereon or comparable terminology. Forward looking statements are subject to a number of risks and uncertainties, some of which are beyond the control of the Issuer. including, but not limited to, the risks listed in the private placement memorandum.

Actual results, performance, prospects or opportunities could differ materially from those expressed in or implied by the forward-looking statements. Additional risks of which the Issuer is not currently aware also could cause actual results to differ. Considering these risks, uncertainties and assumptions, prospective investors should not place undue reliance on any forward-looking statements. The forward-looking events discussed in herein may not occur. The Issuer undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Certain projections herein, including projected adoption of \$Token and Seedstarter ecosystem, set forth herein contain projections, assumptions and expectations with respect to the performance of the \$Token and Seedstarter ecosystem. These projections and hypothetical returns have been prepared and are set out for illustrative purposes only, and do not constitute forecasts.

They have been prepared based on the Issuer's current view in relation to future events and various assumptions and estimations, including estimates and assumptions with respect to events that have not occurred, any of which may prove incorrect. While the projections are based on assumptions and estimations that the Issuer believes are reasonable under the circumstances, they are subject to uncertainties. None of the Issuer nor its affiliates or any of their respective directors, officers, employees, partners, shareholders, advisers and agents of any the foregoing makes any assurance, representation or warranty as to the accuracy of such hypothetical illustrations. Nothing contained in therein may be relied upon as a guarantee, promise or forecast or a representation as to the future. A broad range of risk factors could cause the \$Token or Seedstarter ecosystem to fail to meet its objectives, including those described in the risk factor section in the applicable private placement memorandum.

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