

THE OFFER AND SALE OF THIS SAFT HAS NOT BEEN REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**"), OR UNDER THE SECURITIES LAWS OF ANY STATES AND IS ONLY TO BE OFFERED AND SOLD TO VERIFIED "ACCREDITED INVESTORS" (AS DEFINED IN REGULATION D UNDER THE SECURITIES ACT). THIS SAFT AND THE TOKENS ISSUED PURSUANT TO THIS SAFT MAY NOT BE OFFERED, SOLD OR OTHERWISE TRANSFERRED, PLEDGED OR HYPOTHECATED EXCEPT AS PERMITTED UNDER THE SECURITIES ACT AND APPLICABLE STATE SECURITIES LAWS PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT OR AN EXEMPTION FROM REGISTRATION.

THE OFFER, SALE, AND ISSUANCE OF THIS SAFT HAS NOT BEEN REGISTERED OR QUALIFIED UNDER LAWS OF ANY JURISDICTION IN THE WORLD. THIS SAFT IS BEING OFFERED, SOLD, AND ISSUED ONLY IN JURISDICTIONS WHERE SUCH REGISTRATION OR QUALIFICATION IS NOT REQUIRED, INCLUDING PURSUANT TO APPLICABLE EXEMPTIONS THAT LIMIT THE PURCHASERS WHO ARE ELIGIBLE TO PURCHASE THIS SAFT AND THAT RESTRICT ITS RESALE. NO GOVERNMENTAL AUTHORITY HAS REVIEWED THIS SAFT OR ANY RELATED DOCUMENTS OR COMMUNICATIONS OR CONFIRMED THE ACCURACY, TRUTHFULNESS, OR COMPLETENESS OF THIS SAFT OR ANY RELATED DOCUMENTS OR COMMUNICATIONS. ANY REPRESENTATION TO THE CONTRARY IS ILLEGAL. YOU ARE REQUIRED TO INFORM YOURSELF ABOUT, AND TO OBSERVE ANY RESTRICTIONS RELATING TO, THIS SAFT, THE TOKENS, AND ANY RELATED DOCUMENTS AND COMMUNICATIONS IN YOUR JURISDICTION. THE TOKENS MAY NOT BE OFFERED, SOLD OR OTHERWISE TRANSFERRED, PLEDGED OR HYPOTHECATED EXCEPT AS PERMITTED UNDER APPLICABLE LAWS. SEE **EXHIBIT A** HERETO FOR ADDITIONAL NOTICES REGARDING APPLICABLE JURISDICTIONAL LIMITATIONS.

**Soluna Token OpCo Limited**  
**SAFT**  
(Simple Agreement for Future Tokens)

SAFT Series: A-1  
SAFT Number: \_\_\_\_\_

<b>Purchase Amount:</b>	\$
<b>Purchase Price:</b>	\$1 per Token
<b>Bonus Percent</b>	[REDACTED]%
<b>Number of Tokens:</b>	
<b>Discount Price:</b>	\$

THIS CERTIFIES THAT in exchange for the payment by the undersigned purchaser (the "**Purchaser**") of the Purchase Amount set forth above on the date set forth on the Company's signature page hereto (the "**Effective Time**"). Soluna Token OpCo Limited organized in the British Virgin Islands (the "**Company**"), hereby issues to the Purchaser the right (the "**Right**") to digital tokens (each a "**Token**"), subject to the terms set forth below.

**1. Events.**

(a) **Token Launch.** If there is a Token Launch before the expiration or termination of this SAFT, the Company will issue to the Purchaser Tokens in an amount equal to the Purchase Amount divided by the Discount Price. In connection with, as a condition to, and prior to the issuance of Tokens by the Company to the Purchaser pursuant to this Section 1(a):

(i) The Purchaser will execute and deliver to the Company any and all other transaction documents related to this SAFT as are reasonably requested by the Company, including evidence of residency and any documents necessary to comply with applicable Laws; and

(ii) The Purchaser will provide to the Company a network address to which the Tokens will be sent upon their issuance in connection with the Token Launch.

(b) **Termination.** This SAFT will automatically expire and terminate upon the earlier of (i) the issuance of Tokens to the Purchaser pursuant to Section 1(a) and (ii) March 31, 2019 (the "**Deadline Date**"), if the Token Launch has not occurred as of such date; *provided* that, the Company shall have the right to extend the Deadline Date by sixty (60) days, in its sole discretion.

(c) **Dissolution Event.** If there is a Dissolution Event before this SAFT terminates, the Company will pay an amount equal to the Purchase Amount, due and payable to the Purchaser immediately prior to, or concurrent with, the consummation of the Dissolution Event to the extent sufficient funds are available. If immediately prior to the consummation of the Dissolution Event, the assets of the Company that remain legally available for distribution to the Purchaser and all holders of all other SAFTs, regardless of the SAFT series (the "**Dissolving Purchasers**"), as determined in good faith by the Company's board of directors, are insufficient to permit the payment to the Dissolving Purchasers of their respective purchase amounts, then the remaining assets of the Company legally available for distribution will be distributed with equal priority and pro rata among the Dissolving Purchasers in proportion to the applicable purchase amounts they would otherwise be entitled to receive pursuant to this Section 1(c). Any distributed amounts shall be in U.S. Dollars. This SAFT shall terminate immediately upon a Dissolution Event.

## 2. **Definitions.**

"**Applicable Exchange Rate**" means the applicable exchange rate for cryptocurrencies as of the beginning of the hour in which the Purchaser both fully executed and paid for this SAFT (which for the sake of clarity applies to any transaction within such hour until the final second of such hour), sourced from bitcoinaverage.com or, if bitcoinaverage.com does not publish exchange rates for cryptocurrencies, such other reputable reporting service as determined by the Company.

"**Dissolution Event**" means (i) a voluntary termination of operations of the Company, (ii) a general assignment for the benefit of the Company's creditors or (iii) any other liquidation, dissolution or winding up of the Company, whether voluntary or involuntary.

"**Governmental Authority**" means any nation or government, any state or other political subdivision thereof, any entity exercising legislative, judicial or administrative functions of or pertaining to government, including, without limitation, any government authority, agency, department, board, commission or instrumentality, and any court, tribunal or arbitrator(s) of competent jurisdiction, and any self-regulatory organization.

"**Laws**" means laws, statutes, ordinances, rules, regulations, judgments, injunctions, orders and decrees.

"**Token Launch**" means a *bona fide* issuance of Tokens to the general public in a publicized product launch and *provided* that the satisfaction of this clause shall be determined by the Company in its sole discretion.

"**Person**" means individual or legal entity or person, including a government or political subdivision or an agency or instrumentality thereof.

"**SAFT**" means an agreement containing a future right to units of Tokens purchased by Purchasers, materially identical in form and content to this agreement.

“**Smart Contracts**” means the digital protocol, which directly controls the Tokens, created by the Company and its affiliates.

### 3. **Company Representations.**

(a) The Company is a company duly organized, validly existing and in good standing under the Laws of the British Virgin Islands, and has the power and authority to own, lease and operate its properties and carry on its business as now conducted.

(b) The execution, delivery and performance by the Company of this SAFT is within the power of the Company and, other than with respect to the actions to be taken when Tokens are to be issued to the Purchaser, has been duly authorized by all necessary actions on the part of the Company. This SAFT constitutes a legal, valid and binding obligation of the Company, enforceable against the Company in accordance with its terms, except as limited by bankruptcy, insolvency or other Laws of general application relating to or affecting the enforcement of creditors’ rights generally and general principles of equity. The Company is not in violation of (i) its current articles of incorporation, or (ii) any indenture or contract to which the Company is a party or by which it is bound, where, in each case, such violation, individually, or together with all such violations, could reasonably be expected to have a material adverse effect on the Company.

(c) The performance and consummation of the transactions contemplated by this SAFT do not and will not: (i) result in the acceleration of any material indenture or contract to which the Company is a party or by which it is bound; or (ii) result in the creation or imposition of any lien upon any property, asset or revenue of the Company or the suspension, forfeiture, or nonrenewal of any material permit, license or authorization applicable to the Company, its business or operations.

(d) No consents or approvals are required in connection with the performance of this SAFT, other than: (i) the Company’s corporate approvals; (ii) any qualifications or filings under applicable securities Laws; and (iii) such as have been obtained.

(e) THE COMPANY MAKES NO WARRANTY WHATSOEVER WITH RESPECT TO THE TOKENS, INCLUDING ANY (i) WARRANTY OF MERCHANTABILITY; (ii) WARRANTY OF FITNESS FOR A PARTICULAR PURPOSE; (iii) WARRANTY OF TITLE; OR (iv) WARRANTY AGAINST INFRINGEMENT OF INTELLECTUAL PROPERTY RIGHTS OF A THIRD PARTY; WHETHER ARISING BY LAW, COURSE OF DEALING, COURSE OF PERFORMANCE, USAGE OF TRADE, OR OTHERWISE. EXCEPT AS EXPRESSLY SET FORTH HEREIN, PURCHASER ACKNOWLEDGES THAT IT HAS NOT RELIED UPON ANY REPRESENTATION OR WARRANTY MADE BY THE COMPANY, OR ANY OTHER PERSON ON THE COMPANY’S BEHALF.

### 4. **Purchaser Representations, Warranties, and Covenants.**

(a) The Purchaser has full legal capacity, power and authority to execute and deliver this SAFT and to perform its obligations hereunder. This SAFT constitutes valid and binding obligation of the Purchaser, enforceable against the Purchaser in accordance with its terms, except as limited by bankruptcy, insolvency or other Laws of general application relating to or affecting the enforcement of creditors’ rights generally and general principles of equity.

(b) The Purchaser has been advised that this SAFT may constitute a security and that offers and sales of this SAFT have not been registered or qualified under the Laws of any jurisdiction. The Purchaser understands that this SAFT is only being offered and sold only in jurisdictions where such registration and/or qualification is not required, including pursuant to applicable exemptions that generally limit the purchasers who are eligible to purchase it and that restrict its resale or other transfer. The Purchaser has carefully reviewed and understands the notices set forth on **Exhibit A** hereto.

(c) If the Purchaser is a U.S. Person (as defined in Regulation S under the Securities Act), (i) the Purchaser is an “accredited investor” (as defined in Regulation D under the Securities Act); and (ii) the Purchaser has provided true, correct, and complete information to the Company or its designated agent for purposes of verifying the Purchaser’s status as an accredited investor. If the Purchaser is not a U.S. Person, the Purchaser represents, warrants and agrees that (i) the issuance and sale of this SAFT or any Token is intended to be exempt from the registration requirements of the Securities Act pursuant to the provisions of Regulation S under the Securities Act; (ii) the Purchaser is not acquiring this SAFT for the account or benefit of any U.S. Person; (iii) the offer and sale of this SAFT has taken place, and is taking place in an “offshore transaction,” as such term is defined in Regulation S; (iv) the Purchaser was located outside the United States when receiving and executing this SAFT, and the Purchaser has not received an offer to purchase this SAFT inside the United States and will not originate a buy order for this SAFT inside the United States; (v) the Purchaser is not acquiring this SAFT as a result of, any “directed selling efforts” (as defined in Rule 902 of Regulation S) in the United States in respect of any this SAFT; and (vi) the Purchaser shall not offer, sell, resell, or otherwise transfer this SAFT or any Token to a U.S. Person for a period of one year from the date hereof.

(d) Prior to the date hereof, the Purchaser conferred with its legal, tax, and investment advisors to understand any and all eligibility requirements and transfer limitations of the Tokens under applicable Laws. The Purchaser represents and warrants that it is eligible under the Laws of its jurisdiction to purchase this SAFT and to receive and use the Tokens. The Purchaser represents and warrants that it has satisfied, and is in full observance of, all Laws of the Purchaser’s jurisdiction in connection with the offer, sale, and issuance of this SAFT and the issuance and use of the Tokens. The Purchaser has not used and shall not use any means, electronic or otherwise, to circumvent the offering restrictions of the Company, including, but not limited to, the use of any virtual private network or similar system.

(e) Purchaser shall fully comply with all applicable Laws on the offer, sale, or other transfer, pledge or hypothecation of this SAFT and the Tokens. The Purchaser shall not violate any applicable securities Laws or any other Laws of the Purchaser’s or any of the proposed transferees’ jurisdictions in connection with any offer, sale, pledge, or transfer of the Tokens.

(f) All information or other documentation provided to the Company by the Purchaser is true and correct in all respects. The Purchaser hereby consents and agrees to the release or disclosure of any and all of the Purchaser’s information provided to the Company to applicable Governmental Authorities.

(g) The Purchaser is purchasing this SAFT for its own account, not as a nominee or agent, and not with a view to, or for resale in connection with, the distribution thereof, and the Purchaser has no present intention of selling, granting any participation in, or otherwise distributing the same. The Purchaser is able to incur a complete loss of the Purchase Price without impairing the Purchaser’s financial condition and is able to bear the economic risk of holding this SAFT and/or a Token for an indefinite period of time. The Purchaser has such knowledge and experience in financial and business matters that the Purchaser is capable of evaluating the merits and risks of purchasing this SAFT and/or the Tokens, and is able to bear these risks.

(h) THE PURCHASER HAS READ CAREFULLY AND UNDERSTANDS THIS SAFT AND THE OTHER MATERIALS FURNISHED TO THE PURCHASER IN RELATION TO THE TOKENS, AS UPDATED FROM TIME TO TIME (COLLECTIVELY, THE “**PRIVATE PRE-SALE OFFERING MATERIALS**”). THE PURCHASER ACKNOWLEDGES THAT THE PRIVATE PRE-SALE OFFERING MATERIALS CONSTITUTE SUFFICIENT INFORMATION FOR THE PURCHASER TO MAKE AN INFORMED PURCHASE DECISION. THE PURCHASER ACKNOWLEDGES THAT IT HAS BEEN ADVISED TO CONSULT PURCHASER’S OWN ATTORNEY, ACCOUNTANT, TAX ADVISOR OR INVESTMENT ADVISOR WITH RESPECT TO THE PURCHASE CONTEMPLATED HEREBY AND ITS SUITABILITY FOR THE PURCHASER. ANY SPECIFIC ACKNOWLEDGMENT WITH RESPECT TO ANY STATEMENT CONTAINED IN THIS SECTION 4 WILL NOT BE DEEMED TO LIMIT THE GENERALITY OF THIS REPRESENTATION AND WARRANTY.

(i) The Purchaser understands that the SAFT and the Tokens involve significant risks, all of which the Purchaser fully and completely assumes, including, but not limited to, the risk that (i) the technology associated with the Smart Contracts will not function as intended; (ii) the Token Launch will not be completed; (iii) the Tokens will fail to attract sufficient interest from users; and (iv) the Company, the Company's affiliates, the Tokens, and/or the Smart Contracts may be subject to investigation and punitive actions from Governmental Authorities.

(j) The Purchaser understands and expressly accepts that the Tokens will be created and delivered to the Purchaser at the sole risk of the Purchaser on an "AS IS" and "UNDER DEVELOPMENT" basis. The Purchaser understands and expressly accepts that the Purchaser has not relied on any representations or warranties made by the Company outside of this SAFT, including, but not limited to, conversations of any kind, whether through oral or electronic communication (including any communications on social media), or any other document. WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, THE PURCHASER ASSUMES ALL RISK AND LIABILITY FOR THE RESULTS OBTAINED BY THE USE OF ANY TOKENS AND REGARDLESS OF ANY ORAL OR WRITTEN STATEMENTS MADE BY THE COMPANY, BY WAY OF TECHNICAL ADVICE OR OTHERWISE, RELATED TO THE USE OF THE TOKENS.

(k) The Purchaser understands that Purchaser has no right against the Company or any other Person except in the event of the Company's breach of this SAFT or intentional fraud. THE COMPANY'S AGGREGATE LIABILITY TO THE PURCHASER ARISING OUT OF OR RELATED TO THIS SAFT, WHETHER ARISING OUT OF OR RELATED TO BREACH OF CONTRACT, TORT OR OTHERWISE, SHALL NOT EXCEED THE PURCHASE PRICE. NEITHER THE COMPANY NOR ITS REPRESENTATIVES SHALL BE LIABLE FOR CONSEQUENTIAL, INDIRECT, INCIDENTAL, SPECIAL, EXEMPLARY, PUNITIVE OR ENHANCED DAMAGES, LOST PROFITS OR REVENUES OR DIMINUTION IN VALUE, ARISING OUT OF OR RELATING TO ANY BREACH OF THIS SAFT.

(l) The Purchaser understands that Purchaser bears sole responsibility for any taxes as a result of the matters and transactions contemplated by this SAFT, and any future acquisition, ownership, use, sale or other disposition of Tokens held by the Purchaser. This includes the tax implications associated with any determination (including those by the Company or any tax authority) that this SAFT or any Token represents a right to an asset, a utility or use right, or other non-security instrument. To the extent permitted by law, the Purchaser agrees to indemnify, defend and hold the Company or any of its affiliates, employees or agents (including developers, auditors, contractors or founders) harmless for any claim, liability, assessment or penalty with respect to any taxes (other than any net income taxes of the Company that result from the issuance of Tokens to the Purchaser pursuant to Section 1(a) of this SAFT) associated with or arising from the Purchaser's purchase of Tokens hereunder, or the use or ownership of Tokens.

#### **5. *Procedures for Purchase of Rights and Valuation of Purchase Amount.***

(a) The Company will accept payment for the Right purchased under this SAFT in U.S. Dollars, Bitcoin, Ether, or such other currency or legal tender accepted by the Company, in its sole discretion. The Purchaser shall make the required payment to the Company in consideration for Purchaser's purchase of the Right pursuant to this SAFT.

(b) For purposes of this SAFT, the value of the Purchase Amount shall be deemed in U.S. Dollars even if the Purchaser pays in another currency or legal tender, valued at the Applicable Exchange Rate.

#### **6. *Miscellaneous.***

(a) This SAFT sets forth the entire agreement and understanding of the parties relating to the subject matter herein and supersedes all prior or contemporaneous disclosures, discussions, understandings and agreements, whether oral or written, between them, including any social media communication. This SAFT is issued as part of a series of SAFTs designated as Series A and issued in a series of multiple closings to certain Persons. Any provision of this SAFT may be

amended, waived or modified only upon the written consent of the Company and the holders of a majority, in the aggregate, of the Purchase Amounts paid to the Company with respect to all Series A SAFTs outstanding at the time of such amendment, waiver or modification. Notwithstanding the foregoing, the Company may, without any prior consent from holders of Series A SAFTs, amend or modify any provision of this SAFT and all Series A SAFTs outstanding at the time of such waiver or modification, if the amendment or modification is not unfavorable to the Purchaser.

(b) Any notice required or permitted by this SAFT will be deemed sufficient when sent by email to the relevant email address listed on the signature page, such email address as may be subsequently modified by written notice received by the appropriate party.

(c) The Purchaser is not entitled, as a holder of this SAFT or Tokens, to vote or receive dividends or be deemed the holder of capital stock of the Company for any purpose, nor will anything contained herein be construed to confer on the Purchaser, as such, any of the rights of a stockholder of the Company or any right to vote for the election of directors or upon any matter submitted to stockholders at any meeting thereof, or to give or withhold consent to any corporate action or to receive notice of meetings, or to receive subscription rights or otherwise.

(d) Neither this SAFT nor the rights contained herein may be assigned, except by operation of law, by the Purchaser without the prior written consent of the Company. The Company may assign this SAFT or delegate its performance of its obligations under this SAFT, in whole or in part, without the consent of the Purchaser.

(e) In the event any one or more of the provisions of this SAFT is for any reason held to be invalid, illegal or unenforceable, in whole or in part or in any respect, or in the event that any one or more of the provisions of this SAFT operate or would prospectively operate to invalidate this SAFT, then and in any such event, such provision(s) only will be deemed null and void and will not affect any other provision of this SAFT and the remaining provisions of this SAFT will remain operative and in full force and effect and will not be affected, prejudiced, or disturbed thereby.

(f) All rights and obligations hereunder will be governed by the Laws of the State of New York, without regard to the conflicts of law provisions of such jurisdiction.

(g) Each of the Company and the Purchaser agree to treat this SAFT as a forward contract for all tax purposes, and will not take any position on any tax return, report, statement or other tax document that is inconsistent with such treatment, unless otherwise required by a change in law occurring after the date hereof, a closing agreement with an applicable tax authority or a final non-appealable judgment of a court of competent jurisdiction.

(h) The Company may enter into subsequent simple agreements for future tokens in multiple rounds or series and on materially different terms. If the Company offers, sells, and/or issues subsequent simple agreements for future tokens prior to the termination of this SAFT, the Company shall be under no obligation to provide the Purchaser with notice thereof, copies of any documentation relating to such subsequent simple agreements for future tokens, or any additional information related to the offer, sale, or issuance of such simple agreements for future tokens. The Purchaser shall not be entitled to the terms or provisions of such subsequently issued simple agreements for future tokens or any amendment of this SAFT to reflect such terms or provisions.

(i) The Purchaser shall, and shall cause its affiliates to, execute and deliver such additional documents, instruments, conveyances and assurances and take such further actions as may be reasonably requested by Company to carry out the provisions of this SAFT and give effect to the transactions contemplated by this SAFT, including, without limitation, to enable the Company or the transactions contemplated by this SAFT to comply with applicable Laws.

(j) The Company shall not be liable or responsible to the Purchaser, nor be deemed to have defaulted under or breached this SAFT, for any failure or delay in fulfilling or performing any term of this SAFT, including without limitation, consummating the Token Launch, when and to the

extent such failure or delay is caused by or results from acts beyond the affected party's reasonable control, including, without limitation: (a) acts of God; (b) flood, fire, earthquake or explosion; (c) war, invasion, hostilities (whether war is declared or not), terrorist threats or acts, or other civil unrest; (d) Law; or (e) action by any Governmental Authority.

(k) Each party to this SAFT acknowledges that DLA Piper LLP (US), DLA Piper International, and their affiliates (collectively, "**DLA**"), outside general counsel to the Company, has in the past performed and is or may now or in the future represent one or more Purchasers or their affiliates in matters unrelated to the transactions contemplated by this SAFT (the "**Financing**"), including representation of such Purchasers or their affiliates in matters of a similar nature to the Financing. The applicable rules of professional conduct require that DLA inform the parties hereunder of this representation and obtain their consent. DLA has served as outside general counsel to the Company and has negotiated the terms of the Financing solely on behalf of the Company. The Company and each Purchaser hereby (a) acknowledge that they have had an opportunity to ask for and have obtained information relevant to such representation, including disclosure of the reasonably foreseeable adverse consequences of such representation; (b) acknowledge that with respect to the Financing, DLA has represented solely the Company, and not any Purchaser or any stockholder, director or employee of the Company or any Purchaser; and (c) gives its informed consent to DLA's representation of the Company in the Financing.

(l) This SAFT may be executed in counterparts, each of which shall be deemed an original, but which taken together shall constitute one and the same instrument. Any signature delivered by any form of electronic transmission (including, but not limited to, the delivery of an acknowledgement of the agreement and intent to be bound via a "check box" on a web portal used by the Company in the Financing) shall be deemed an original and create a valid and binding obligation of the executing party with the same force and effect as a physically delivered signature.

*(Signature pages follow)*

IN WITNESS WHEREOF, the undersigned have caused this SAFT to be duly executed and delivered.

**[NAME]**

By: \_\_\_\_\_

Name: John Belizaire

Title: Chief Executive Officer

Address: 122 E 42nd St #4305, New York, NY 10168

Email: John@soluna.io

*(Signature Page to SAFT)*



IN WITNESS WHEREOF, the undersigned have caused this SAFT to be duly executed and delivered.

**PURCHASER:**

By: \_\_\_\_\_

Name:

Title:

Address:

Email:

*(Signature Page to SAFT)*

## **EXHIBIT A**

**YOU MUST MAKE YOUR OWN DECISION WHETHER THIS SAFT AND THE TOKENS MEETS YOUR INVESTMENT OBJECTIVES AND RISK TOLERANCE LEVEL. NO GOVERNMENTAL AUTHORITY OF ANY COUNTRY HAS REVIEWED, APPROVED, DISAPPROVED, ENDORSED, OR RECOMMENDED THE OFFERING, SALE, OR ISSUANCE OF SAFTS OR TOKENS. THIS SAFT AND THE TOKENS HAVE NOT BEEN, AND SHALL NOT BE, REGISTERED WITH ANY GOVERNMENTAL AUTHORITY OF ANY COUNTRY. THIS SAFT IS BEING OFFERED AND SOLD ONLY IN JURISDICTIONS WHERE SUCH REGISTRATION OR QUALIFICATION IS NOT REQUIRED, INCLUDING PURSUANT TO APPLICABLE EXEMPTIONS THAT GENERALLY LIMIT THE PURCHASERS WHO ARE ELIGIBLE TO PURCHASE THIS SAFT AND THAT RESTRICT ITS RESALE. THIS SAFT MAY NOT BE OFFERED, SOLD OR OTHERWISE TRANSFERRED, PLEDGED OR HYPOTHECATED EXCEPT AS PERMITTED UNDER APPLICABLE SECURITIES LAWS.**

**YOU ARE REQUIRED TO INFORM YOURSELF ABOUT, AND TO OBSERVE ANY RESTRICTIONS RELATING TO, THIS SAFT, TOKENS, AND ANY RELATED DOCUMENTS IN YOUR JURISDICTION. THIS SAFT AND THE TOKENS ARE SUBJECT TO TRANSFER RESTRICTIONS. YOU MUST COMPLY WITH ALL APPLICABLE LAWS IN CONNECTION WITH ANY OFFER, SALE, OR TRANSFER OF TOKENS.**

**NO INDEPENDENT PERSON HAS CONFIRMED THE ACCURACY OR TRUTHFULNESS OF THIS DISCLOSURE, NOR WHETHER IT IS COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS ILLEGAL.**

### **NOTICE TO RESIDENTS OF THE UNITED STATES OF AMERICA**

THE OFFER AND SALE OF THIS SAFT HAS NOT BEEN REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR UNDER THE SECURITIES LAWS OF CERTAIN STATES AND IS ONLY TO BE OFFERED AND SOLD TO VERIFIED "ACCREDITED INVESTORS" (AS DEFINED IN REGULATION D UNDER THE SECURITIES ACT). THIS SAFT AND THE TOKENS ISSUED PURSUANT TO THIS SAFT MAY NOT BE OFFERED, SOLD OR OTHERWISE TRANSFERRED, PLEDGED OR HYPOTHECATED EXCEPT AS PERMITTED UNDER THE ACT AND APPLICABLE SECURITIES LAWS PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT OR AN EXEMPTION THEREFROM.

### **NOTICE TO RESIDENTS OF ARGENTINA**

THE SAFT AND THE TOKENS HAVE NOT BEEN AND WILL NOT BE ISSUED AND PLACED IN ACCORDANCE WITH LAW NO. 26,831 ON CAPITAL MARKETS, DECREE NO. 1023/2013 IMPLEMENTING THE CAPITAL MARKETS LAW AND THE RULES OF THE COMISIÓN NACIONAL DE VALORES (THE "CNV") APPROVED BY GENERAL RESOLUTION NO. 622/13, AS AMENDED AND SUPPLEMENTED (COLLECTIVELY, THE "ARGENTINE SECURITIES LEGAL FRAMEWORK"). THE SAFT AND THE TOKENS MAY NOT BE OFFERED OR SOLD WITHIN THE REPUBLIC OF ARGENTINA UNLESS PREVIOUS PUBLIC OFFERING AUTHORIZATION HAS BEEN GRANTED BY THE CNV OR THE RELEVANT TRANSACTION DOES NOT QUALIFY AS A PUBLIC OFFERING OF SECURITIES UNDER THE ARGENTINE SECURITIES LEGAL FRAMEWORK.

### **NOTICE TO RESIDENTS OF AUSTRALIA**

NO PLACEMENT DOCUMENT, PROSPECTUS, PRODUCT DISCLOSURE STATEMENT OR OTHER DISCLOSURE DOCUMENT HAS BEEN LODGED WITH THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION ("ASIC"), IN RELATION TO THIS OFFERING. THIS SAFT AND ANY RELATED DOCUMENTS DO NOT CONSTITUTE A PROSPECTUS, PRODUCT DISCLOSURE STATEMENT OR OTHER DISCLOSURE DOCUMENT UNDER THE CORPORATIONS ACT 2001 (OR THE CORPORATIONS ACT), AND DOES NOT PURPORT TO INCLUDE THE INFORMATION REQUIRED THEREFOR. ANY OFFER IN AUSTRALIA OF THIS SAFT AND THE TOKENS MAY ONLY BE MADE TO "SOPHISTICATED INVESTORS" (WITHIN THE MEANING OF SECTION 708(8) OF THE

CORPORATIONS ACT), "PROFESSIONAL INVESTORS" (WITHIN THE MEANING OF SECTION 708(11) OF THE CORPORATIONS ACT) OR OTHERWISE PURSUANT TO ONE OR MORE EXEMPTIONS CONTAINED IN SECTION 708 OF THE CORPORATIONS ACT SO THAT IT IS LAWFUL TO OFFER THIS SAFT WITHOUT DISCLOSURE TO INVESTORS UNDER CHAPTER 6D OF THE CORPORATIONS ACT. THIS SAFT MUST NOT BE OFFERED FOR SALE IN AUSTRALIA IN THE PERIOD OF 12 MONTHS AFTER THE DATE OF ALLOTMENT UNDER THIS OFFERING, EXCEPT IN CIRCUMSTANCES (I) WHERE DISCLOSURE TO PURCHASERS UNDER CHAPTER 6D OF THE CORPORATIONS ACT WOULD NOT BE REQUIRED PURSUANT TO AN EXEMPTION UNDER SECTION 708 OF THE CORPORATIONS ACT OR OTHERWISE OR (II) WHERE THE OFFER IS PURSUANT TO A DISCLOSURE DOCUMENT WHICH COMPLIES WITH CHAPTER 6D OF THE CORPORATIONS ACT. ANY PERSON ACQUIRING THIS SAFT MUST OBSERVE SUCH AUSTRALIAN ON-SALE RESTRICTIONS.

#### **NOTICE TO RESIDENTS OF AUSTRIA**

THE SAFT AND THE TOKENS MAY ONLY BE DISTRIBUTED TO A CERTAIN LIMITED NUMBER OF ADDRESSEES IDENTIFIED IN ADVANCE BY NAME AND CERTAIN CRITERIA AND IS NOT, AND MAY NOT BE, DISTRIBUTED TO THE PUBLIC IN AUSTRIA. NO PUBLIC OFFER WITHIN THE MEANING OF SECTION 24 OF THE AUSTRIAN INVESTMENT FUNDS ACT (INVESTMENTFONDSGESETZ) OR SECTION 33 OF THE AUSTRIAN INVESTMENT FUNDS ACT OR SECTION 1 PARAGRAPH 1 NUMBER 1 OF THE AUSTRIAN CAPITAL MARKET ACT (KAPITALMARKTGESETZ) OF THE SAFT OR THE TOKENS ARE MADE IN AUSTRIA AND NOTHING SHALL BE CONSTRUED TO CONSTITUTE SUCH A PUBLIC OFFER OF THE SAFT OR THE TOKENS. THE SAFT AND THE TOKENS ARE NOT REGISTERED OR AUTHORIZED FOR DISTRIBUTION UNDER THE AUSTRIAN INVESTMENT FUNDS ACT. THE SAFT AND THE TOKENS MAY ONLY BE OFFERED BY WAY OF A PRIVATE PLACEMENT IN AUSTRIA TO NOT MORE THAN 150 ADDRESSEES IN AUSTRIA WHEREBY THE OFFEROR HAS SELECTED THE ADDRESSEES BY CERTAIN CRITERIA AND HAS LAID DOWN THE IDENTITY OF THE ADDRESSEES OF THE OFFER BY NAME BEFORE THE OFFER WAS MADE. NEITHER THE COMPANY NOR ITS AFFILIATES IS UNDER THE SUPERVISION OF THE AUSTRIAN FINANCIAL MARKET AUTHORITY (FINANZMARKTAUFSICHTSBEHÖRDE) OR ANY OTHER AUSTRIAN SUPERVISION AUTHORITY. IN PARTICULAR THE STRUCTURE OF THE COMPANY, ITS INVESTMENT OBJECTIVES, AND THE INVESTOR'S PARTICIPATION THEREIN MAY DIFFER FROM THE STRUCTURE, INVESTMENT OBJECTIVES, INVESTOR'S PARTICIPATION OF INVESTMENT VEHICLES PROVIDED FOR IN THE AUSTRIAN INVESTMENT FUNDS ACT, THE AUSTRIAN REAL ESTATE INVESTMENT FUNDS ACT (IMMOBILIENINVESTMENTFONDSGESETZ) OR THE AUSTRIAN CAPITAL MARKETS ACT. NEITHER THE SAFT AND THE TOKENS, NOR ANY OTHER DOCUMENT IN CONNECTION WITH THE SAFT OR THE TOKENS, IS A PROSPECTUS ACCORDING TO THE AUSTRIAN INVESTMENT FUNDS ACT OR THE AUSTRIAN REAL ESTATE INVESTMENT FUNDS ACT OR THE AUSTRIAN CAPITAL MARKETS ACT AND HAS THEREFORE NOT BEEN DRAWN UP, AUDITED AND PUBLISHED IN ACCORDANCE WITH SUCH ACTS. NEITHER THE SAFT AND THE TOKENS, NOR ANY OTHER DOCUMENT CONNECTED WITH THE SECURITIES MAY BE DISTRIBUTED, PASSED ON OR DISCLOSED TO ANY OTHER PERSON IN AUSTRIA, SAVE AS SPECIFICALLY AGREED WITH THE MANAGER. NO STEPS MAY BE TAKEN THAT WOULD CONSTITUTE A PUBLIC OFFER OF THE SAFT AND THE TOKENS IN AUSTRIA AND THE OFFER OF THE SAFT AND THE TOKENS MAY NOT BE ADVERTISED IN AUSTRIA. THE SAFT AND THE TOKENS ARE DISTRIBUTED UNDER THE CONDITION THAT THE FOREGOING OBLIGATIONS ARE ACCEPTED BY THE RECIPIENT AND THAT THE RECIPIENT UNDERTAKES TO COMPLY WITH THE ABOVE RESTRICTIONS AND THE CONFIDENTIALITY OBLIGATIONS.

#### **NOTICE TO RESIDENTS OF BELARUS**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN BELARUS. THE SAFT OR THE TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN BELARUS, EXCEPT AS MAY BE PERMITTED BY LAW. BELARUS LEGISLATION ON SECURITIES, SECURITIZATION, REQUIREMENTS FOR LICENSING OF PROFESSIONAL AND STOCK-EXCHANGE ACTIVITIES IN SECURITIES DO NOT APPLY TO SUCH OPERATIONS ACCORDING TO PARA. 3.3 OF DECREE OF THE PRESIDENT NO. 8 DATED 21 DECEMBER 2017.

#### **NOTICE TO RESIDENTS OF BELGIUM**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN BELGIUM. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN BELGIUM, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO INVESTORS IN BRAZIL**

THE SAFT AND THE TOKENS HAVE NOT BEEN AND WILL NOT BE ISSUED NOR PLACED, DISTRIBUTED, OFFERED OR NEGOTIATED IN THE BRAZILIAN CAPITAL MARKETS. THE ISSUANCE OF THE TOKENS HAVE NOT BEEN OR WILL NOT BE REGISTERED WITH THE BRAZILIAN SECURITIES AND EXCHANGE COMMISSION (“CVM”). THE ISSUER HAS REPRESENTED AND AGREED THAT IT HAS NOT OFFERED OR SOLD, AND WILL NOT OFFER OR SELL, THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER IN BRAZIL, EXCEPT IN CIRCUMSTANCES WHICH DO NOT CONSTITUTE A PUBLIC OFFERING, PLACEMENT, DISTRIBUTION OR NEGOTIATION OF SECURITIES IN THE BRAZILIAN CAPITAL MARKETS REGULATED BY BRAZILIAN LEGISLATION.

#### **NOTICE TO RESIDENTS OF CANADA**

THIS SAFT AND THE TOKENS MAY ONLY BE OFFERED AND SOLD TO PURCHASERS PURCHASING AS PRINCIPAL THAT ARE BOTH “ACCREDITED INVESTORS” AS DEFINED IN NATIONAL INSTRUMENT 45-106 PROSPECTUS AND REGISTRATION EXEMPTIONS AND “PERMITTED CLIENTS” AS DEFINED IN NATIONAL INSTRUMENT 31-103 REGISTRATION REQUIREMENTS, EXEMPTIONS AND ONGOING REGISTRANT OBLIGATIONS. ANY RESALE OF THE SECURITIES MUST BE MADE IN ACCORDANCE WITH AN EXEMPTION FROM THE PROSPECTUS REQUIREMENTS AND IN COMPLIANCE WITH THE REGISTRATION REQUIREMENTS OF APPLICABLE SECURITIES LAWS.

#### **NOTICE TO RESIDENTS OF CAYMAN ISLANDS**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN THE CAYMAN ISLANDS. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN THE CAYMAN ISLANDS, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF COSTA RICA**

THE SAFT AND THE TOKENS HAVE NOT BEEN, AND WILL NOT BE, REGISTERED FOR PUBLIC OFFERING WITH THE COSTA RICAN SECURITIES REGULATOR (SEPERINTENDENCIA GENERAL DE VALORES OR SUGEVAL). THEREFORE, THE SAFT AND THE TOKENS ARE NOT AUTHORIZED FOR PUBLIC OFFERING IN COSTA RICA AND MAY NOT BE OFFERED, PLACED, DISTRIBUTED, COMMERCIALIZED AND/OR NEGOTIATED TO THE PUBLIC IN COSTA RICA.

#### **NOTICE TO RESIDENTS OF CROATIA**

THIS SAFT AND THE TOKENS ARE NOT ENVISAGED TO BE SECURITIES OR ANY OTHER FINANCIAL INSTRUMENT WITHIN THE MEANING OF THE CROATIAN CAPITAL MARKETS ACT (OFFICIAL GAZETTE NO. 88/2008, 146/2008, 74/2009, 54/2013, 159/2013, 18/2015, 110/2015, 123/2016). THIS SAFT AND THE TOKENS HAVE NOT BEEN REGISTERED WITH, APPROVED BY, OR IN ANY OTHER WAY SUPERVISED OR REGULATED BY CROATIAN FINANCIAL SERVICES SUPERVISORY AGENCY (“CFSSA”) OR ANY OTHER REGULATORY AUTHORITY IN CROATIA.

#### **NOTICE TO RESIDENTS OF CZECH REPUBLIC**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN CZECH REPUBLIC. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN CZECH REPUBLIC, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF DENMARK**

THIS SAFT AND THE TOKENS HAVE NOT BEEN PREPARED IN THE CONTEXT OF A PUBLIC OFFERING OF SECURITIES IN DENMARK WITHIN THE MEANING OF THE DANISH SECURITIES TRADING ETC. ACT NO. 479 OF 1 JUNE 2006 AS AMENDED FROM TIME TO TIME OR ANY EXECUTIVE ORDERS ISSUED ON THE BASIS THEREOF AND HAS NOT BEEN AND WILL NOT BE FILED WITH OR APPROVED BY THE DANISH FINANCIAL SUPERVISORY AUTHORITY OR ANY OTHER PUBLIC AUTHORITIES IN DENMARK. OFFERING OF THE SAFT AND THE TOKENS WILL ONLY BE MADE TO PERSONS PURSUANT TO ONE OR MORE OF THE EXEMPTIONS SET OUT IN EXECUTIVE ORDER NO. 306 OF 28 APRIL 2005 ON PROSPECTUSES FOR SECURITIES ADMITTED FOR LISTING OR TRADE ON A REGULATED MARKET AND ON THE FIRST PUBLIC OFFER OF SECURITIES EXCEEDING €2,500,000 OR EXECUTIVE ORDER NO. 307 OF 28 APRIL 2005 ON PROSPECTUSES FOR THE FIRST PUBLIC OFFER OF CERTAIN SECURITIES BETWEEN €100,000 AND €2,500,000, AS APPLICABLE.

#### **NOTICE TO RESIDENTS OF EL SALVADOR**

THIS SAFT AND THE TOKENS HAVE NOT BEEN REGISTERED NOR REVIEWED NOR APPROVED BY THE SUPERINTENDENCY OF THE FINANCIAL SYSTEM OF EL SALVADOR (SUPERINTENDENCIA DEL SISTEMA FINANCIERO DE EL SALVADOR), THE SALVADORIAN PUBLIC SECURITIES REGISTRY (REGISTRO PUBLICO BURSATIL), NOR THE SALVADORAN STOCK EXCHANGE (BOLSA DE VALORES DE EL SALVADOR, S.A. DE C.V.). ACCORDINGLY, (I) THE SAFT AND THE TOKENS CANNOT BE PUBLICLY OFFERED OR SOLD IN EL SALVADOR; (II) THIS OFFERING AND ITS DOCUMENT ARE NOT SUBJECT TO THE SUPERVISION OF THE SUPERINTENDENCY OF THE FINANCIAL SYSTEM OF EL SALVADOR.

#### **NOTICE TO RESIDENTS OF ESTONIA**

THE SAFT AND THE TOKENS OFFERED SHALL NOT BE QUALIFIED AS SECURITIES UNDER THE ESTONIAN SECURITIES MARKET ACT SECTION 2 (1), THIS DOCUMENT SHALL NOT BE DEEMED AS PROSPECTUS UNDER SECTION 141 OF THE ESTONIAN SECURITIES MARKET ACT AND IS NOT REGISTERED IN THE ESTONIAN FINANCIAL SUPERVISORY AUTHORITY UNDER SECTION 16 OF THE ESTONIAN SECURITIES MARKET ACT.

#### **NOTICE TO RESIDENTS OF THE EUROPEAN ECONOMIC AREA**

IN RELATION TO EACH MEMBER STATE OF THE EUROPEAN ECONOMIC AREA WHICH HAS IMPLEMENTED THE PROSPECTUS DIRECTIVE (EACH, A "RELEVANT MEMBER STATE"), THIS SAFT AND ANY RELATED DOCUMENTS ARE BEING DISTRIBUTED ONLY TO, AND DIRECTED ONLY AT (AND ANY RELATED INVESTMENT ACTIVITY WILL BE ENGAGED ONLY WITH): (A) A LEGAL ENTITY THAT IS A QUALIFIED INVESTOR AS DEFINED IN THE PROSPECTUS DIRECTIVE, (B) FEWER THAN 150 NATURAL OR LEGAL PERSONS (OTHER THAN QUALIFIED INVESTORS AS DEFINED IN THE PROSPECTUS DIRECTIVE), SUBJECT TO OBTAINING THE PRIOR CONSENT OF THE REPRESENTATIVE FOR ANY SUCH OFFER; OR (C) PERSON THE SALES TO WHOM WOULD BE IN ANY OTHER CIRCUMSTANCE FALLING WITHIN ARTICLE 3(2) OF THE PROSPECTUS DIRECTIVE; PROVIDED THAT NO SUCH TRANSACTION MAY RESULT IN A REQUIREMENT FOR THE PUBLICATION BY US OF A PROSPECTUS PURSUANT TO ARTICLE 3 OF THE PROSPECTUS DIRECTIVE. THE EXPRESSION "PROSPECTUS DIRECTIVE" MEANS DIRECTIVE 2003/71/EC (AS AMENDED), INCLUDING BY DIRECTIVE 2010/73/EU, AND INCLUDES ANY RELEVANT IMPLEMENTING MEASURE IN THE RELEVANT MEMBER STATE. THIS EUROPEAN ECONOMIC AREA RESTRICTION IS IN ADDITION TO ANY OTHER APPLICABLE RESTRICTIONS SET OUT HEREIN.

## **NOTICE TO RESIDENTS OF FINLAND**

THIS SAFT AND THE TOKENS SHALL NOT CONSTITUTE AN OFFER TO PUBLIC IN FINLAND. THE SAFT AND THE TOKENS CANNOT BE OFFERED OR SOLD IN FINLAND BY MEANS OF ANY DOCUMENT TO OTHER THAN "QUALIFIED INVESTORS" AS DEFINED BY THE FINNISH SECURITIES MARKETS ACT (ARVOPAPERIMARKKINALAKI, 26.5.1898/495, AS AMENDED, OR TO 100 OR MORE NONQUALIFIED INVESTORS IF THE DENOMINATION PER SAFT OR TOKEN OR MINIMUM COMMITMENT AMOUNTS TO LESS THAN €50.000 OR IF THE TOTAL CONSIDERATION OF SAFT OR TOKENS CALCULATED FOR 12 MONTHS PERIOD EXCEEDS €100.000. NO ACTION HAS BEEN TAKEN TO PERMIT AN OFFERING OF THE SAFT OR THE TOKENS TO THE PUBLIC IN FINLAND AND THE DISTRIBUTION OF THIS SAFT OR TOKENS IS NOT AUTHORIZED BY THE FINANCIAL SUPERVISION AUTHORITY IN FINLAND. THIS SAFT AND THE TOKENS ARE STRICTLY FOR PRIVATE USE BY ITS HOLDER AND MAY NOT BE PASSED ON TO THIRD PARTIES OR OTHERWISE DISTRIBUTED PUBLICLY. SUBSCRIPTIONS WILL NOT BE ACCEPTED FROM ANY PERSONS OTHER THAN THE PERSON TO WHOM THIS SAFT OR TOKENS HAS BEEN DELIVERED BY THE ISSUER. THIS SAFT OR TOKENS MAY NOT INCLUDE ALL THE INFORMATION THAT WOULD BE REQUIRED TO BE INCLUDED IN THE PROSPECTUS IN CONNECTION WITH OFFERING TO THE PUBLIC.

## **NOTICE TO RESIDENTS OF FRANCE**

THE COMPANY DOES NOT AND WILL NOT PROCEED TO ANY PUBLIC OFFER, AND THE SAFT AND THE TOKENS ARE NOT INTENDED AND WILL NOT BE OFFERED TO THE PUBLIC. DISTRIBUTION OF THIS DOCUMENT AND THE ISSUANCE OF THE SAFT AND THE TOKENS MAY BE RESTRICTED IN CERTAIN JURISDICTIONS. IT IS THE RESPONSIBILITY OF ANY PERSON IN POSSESSION OF THESE SAFTS, TOKENS OR RELATED DOCUMENTS AND ANY PERSON WISHING TO SUBSCRIBE FOR SAFT OR TOKENS TO INFORM THEMSELVES OF AND OBSERVE ALL APPLICABLE LAWS AND REGULATIONS OF ANY RELEVANT JURISDICTIONS. NO ACTION HAS BEEN TAKEN THAT WOULD, OR IT INTENDED TO, PERMIT A PUBLIC OFFER OF THE SAFT OR THE TOKENS IN ANY COUNTRY OR JURISDICTION WHERE ANY SUCH ACTION FOR THAT PURPOSE IS REQUIRED. ACCORDINGLY, THE SAFT OR THE TOKENS MAY NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, AND NEITHER THIS DOCUMENT NOR ANY OTHER INFORMATION, FOR OF APPLICATION, ADVERTISEMENT OR OTHER DOCUMENT MAY BE DISTRIBUTED OR PUBLISHED IN ANY COUNTRY OR JURISDICTION EXCEPT UNDER CIRCUMSTANCES THAT WILL RESULT IN COMPLIANCE WITH ANY APPLICABLE LAWS AND REGULATIONS. THE COMPANY IS NOT MAKING ANY REPRESENTATION OR WARRANTY TO ANY PROSPECTIVE PURCHASER REGARDING THE LEGALITY OF AN INVESTMENT IN THE SAFT OR THE TOKENS BY SUCH PERSON UNDER APPROPRIATE SECURITIES OR SIMILAR LAWS. INVESTING IN THE SAFT OR THE TOKENS INVOLVES CERTAIN RISKS. IN PARTICULAR, EACH PROSPECTIVE INVESTOR IN THE SAFT OR THE TOKENS SHOULD PROCEED ON THE ASSUMPTION THAT A SUBSCRIBER OF THE SAFT OR THE TOKENS MUST BEAR ECONOMIC RISKS OF SUCH AN INVESTMENT. PROSPECTIVE PURCHASERS SHOULD NOT TREAT THE CONTENT OF THESE DOCUMENTS AS ADVICE RELATING TO LEGAL, TAXATION OR INVESTMENT MATTERS AND ARE ADVISED TO CONSULT THEIR OWN PROFESSIONAL ADVISERS CONCERNING THE SUBSCRIPTION OF THE SAFT OR THE TOKENS OR BOTH AND CONSEQUENCES THEREOF. ACCORDINGLY, PROSPECTIVE PURCHASERS SHOULD INFORM THEMSELVES AS TO (A) THE POSSIBLE TAX CONSEQUENCES, (B) THE LEGAL REQUIREMENTS, AND (C) ANY FOREIGN EXCHANGE RESTRICTIONS OR EXCHANGE CONTROL REQUIREMENTS, WHICH THEY MIGHT ENCOUNTER UNDER THE LAWS OF THE COUNTRIES OF THEIR CITIZENSHIP, RESIDENCE OR DOMICILE AND WHICH MIGHT BE RELEVANT TO THE SUBSCRIPTION, HOLDING OR DISPOSAL OF SAFT OR TOKENS.

## **NOTICE TO RESIDENTS OF GERMANY**

THIS SAFT IS NEITHER A SECURITIES PROSPECTUS (WERTPAPIERPROSPEKT) WITHIN THE MEANING OF THE GERMAN SECURITIES PROSPECTUS ACT (WERTPAPIERPROSPEKTGESETZ) NOR AN INVESTMENT PRODUCT PROSPECTUS (VERKAUFSPROSPEKT) WITHIN THE MEANING OF THE GERMAN INVESTMENT PRODUCT ACT (VERMÖGENSANLAGENGESETZ), AND NO

SECURITIES PROSPECTUS (WERTPAPIERPROSPEKT) OR INVESTMENT PRODUCT PROSPECTUS (VERKAUFSPROSPEKT) HAS BEEN OR WILL BE FILED WITH THE GERMAN FEDERAL FINANCIAL SUPERVISORY AUTHORITY (“BAFIN”) OR OTHERWISE PUBLISHED IN THE FEDERAL REPUBLIC OF GERMANY. NO PUBLIC OFFER, SALE, OR DISTRIBUTION OF COPIES OF ANY DOCUMENT RELATING TO THE SAFT AND THE TOKENS WILL BE MADE IN THE FEDERAL REPUBLIC OF GERMANY EXCEPT WHERE AN EXPRESS EXEMPTION FROM COMPLIANCE WITH THE PUBLIC OFFER RESTRICTIONS UNDER THE GERMAN SECURITIES PROSPECTUS ACT AND THE INVESTMENT PRODUCT ACT APPLIES.

#### **NOTICE TO RESIDENTS OF GREECE**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN GREECE. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN GREECE, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF GUATEMALA**

THIS SAFT AND THE TOKENS, AS THEY MAY BE CONSIDERED, HAVE NOT BEEN REGISTERED NOR REVIEWED NOR APPROVED BY THE GUATEMALAN SUPERINTENDENCY OF BANKS (SUPERINTENDENCIA DE BANCOS DE GUATEMALA), THE GUATEMALAN SECURITIES AND COMMODITIES MARKET REGISTRY (REGISTRO DEL MERCADO DE VALORES Y MERCANCIAS), NOR THE GUATEMALAN STOCK EXCHANGE (BOLSA DE VALORES NACIONAL, S.A.), IN ACCORDANCE WITH THE TERMS AND PROVISIONS OF THE SECURITIES AND COMMODITIES MARKET LAW (DECREEE 34-96) (LEY DEL MERCADO DE VALORES Y MERCANSIAS) AND ITS REGULATION (GOVERNMENTAL ACCORD 557-97). ACCORDINGLY, (I) THERE SAFT AND TOKENS, AS THEY MAY BE CONSIDERED, ARE NOT REGISTERED FOR PUBLIC OFFERING IN GUATEMALA; AND (II) ARE NOT SUBJECT TO THE SUPERVISION OF THE GUATEMALAN SUPERINTENDENCY OF BANKS.

#### **NOTICE TO RESIDENTS OF GUERNSEY**

THIS SAFT AND THE TOKENS ARE NOT OFFERED AND ARE NOT TO BE OFFERED TO THE PUBLIC IN THE BAILIWICK OF GUERNSEY. PERSONS RESIDENT IN GUERNSEY MAY ONLY APPLY FOR TOKENS PURSUANT TO PRIVATE PLACEMENT ARRANGEMENTS. THIS DOCUMENT HAS NOT BEEN FILED WITH THE GUERNSEY FINANCIAL SERVICES COMMISSION PURSUANT TO ANY RELEVANT LEGISLATION AND NO AUTHORIZATIONS IN RESPECT OF THE PROTECTION OF SUBSCRIBERS (BAILIWICK OF GUERNSEY) LAW 1987 HAVE BEEN ISSUED BY THE GUERNSEY FINANCIAL SERVICES COMMISSION.

#### **NOTICE TO RESIDENTS OF HONDURAS**

THIS SAFT AND THE TOKENS HAVE NOT BEEN, AND WILL NOT BE, REGISTERED FOR PUBLIC OFFERING AT THE HONDURAN PUBLIC REGISTRY OF THE SECURITIES MARKET (REGISTRO PUBLICO DEL MERCADO DE VALORES) OF THE NATIONAL BANKING AND INSURANCE COMMISSION (COMMISSIONS NACIONAL DE BANCOS Y SEGUROS) IN ACCORDANCE WITH THE HONDURAN SECURITIES MARKET LAW, LEGISLATIVE DECREE NO. 8-2001 (LEY DEL MERCADO DE VALORES). THEREFORE, THE SAFT AND THE TOKENS ARE NOT AUTHORIZED FOR PUBLIC OFFERING IN THE REPUBLIC OF HONDURAS AND MAY NOT BE OFFERED, PLACE, DISTRIBUTED, COMMERCIALIZED AND/OR NEGOTIATED TO THE PUBLIC IN HONDURAS.

#### **NOTICE TO RESIDENTS OF HONG KONG**

THIS SAFT AND THE TOKENS MAY NOT BE OFFERED OR SOLD IN HONG KONG BY MEANS OF ANY DOCUMENT OTHER THAN (I) IN CIRCUMSTANCES WHICH DO NOT CONSTITUTE AN OFFER TO THE PUBLIC WITHIN THE MEANING OF THE COMPANIES (WINDING UP AND MISCELLANEOUS PROVISIONS) ORDINANCE (CAP. 32 OF THE LAWS OF HONG KONG) (“COMPANIES (WINDING UP

AND MISCELLANEOUS PROVISIONS) ORDINANCE”) OR WHICH DO NOT CONSTITUTE AN INVITATION TO THE PUBLIC WITHIN THE MEANING OF THE SECURITIES AND FUTURES ORDINANCE (CAP. 571 OF THE LAWS OF HONG KONG) (“SECURITIES AND FUTURES ORDINANCE”), OR (II) TO “PROFESSIONAL INVESTORS” AS DEFINED IN THE SECURITIES AND FUTURES ORDINANCE AND ANY RULES MADE THEREUNDER, OR (III) IN OTHER CIRCUMSTANCES WHICH DO NOT RESULT IN THE DOCUMENT BEING A “PROSPECTUS” AS DEFINED IN THE COMPANIES (WINDING UP AND MISCELLANEOUS PROVISIONS) ORDINANCE, AND NO ADVERTISEMENT, INVITATION OR DOCUMENT RELATING TO THIS SAFT AND THE TOKENS MAY BE ISSUED OR MAY BE IN THE POSSESSION OF ANY PERSON FOR THE PURPOSE OF ISSUE (IN EACH CASE WHETHER IN HONG KONG OR ELSEWHERE), WHICH IS DIRECTED AT, OR THE CONTENTS OF WHICH ARE LIKELY TO BE ACCESSED OR READ BY, THE PUBLIC IN HONG KONG (EXCEPT IF PERMITTED TO DO SO UNDER THE SECURITIES LAWS OF HONG KONG) OTHER THAN WITH RESPECT TO INSTRUMENTS WHICH ARE OR ARE INTENDED TO BE DISPOSED OF ONLY TO PERSONS OUTSIDE HONG KONG OR ONLY TO “PROFESSIONAL INVESTORS” IN HONG KONG AS DEFINED IN THE SECURITIES AND FUTURES ORDINANCE AND ANY RULES MADE THEREUNDER. THE CONTENTS OF THIS DOCUMENT HAVE NOT BEEN REVIEWED BY ANY REGULATORY AUTHORITY IN HONG KONG. YOU ARE ADVISED TO EXERCISE CAUTION IN RELATION TO THE OFFER. IF YOU ARE IN ANY DOUBT ABOUT THE CONTENTS OF THIS DOCUMENT, YOU SHOULD OBTAIN INDEPENDENT PROFESSIONAL ADVICE.

#### **NOTICE TO RESIDENTS OF HUNGARY**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN HUNGARY. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN THE HUNGARY, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF ITALY**

THIS SAFT AND THE TOKENS MAY BE SUBSCRIBED BY INSTITUTIONAL INVESTORS (PURSUANT TO ARTICLE 31, PARAGRAPH 2 OF THE CONSOB REGULATION NO. 11522 OF 1 JULY 1998, AS SUBSEQUENTLY AMENDED AND INTEGRATED ONLY. IT DOES NOT CONSTITUTE AN OFFER TO SELL OR A SOLICITATION OF ANY OFFER TO BUY ANY OF SAFT OR TOKENS IN THE ITALIAN JURISDICTION TOWARDS PRIVATE INVESTORS. ACCORDINGLY, THIS SAFT OR TOKENS IS FOR INFORMATION PURPOSES ONLY, WHERE DIRECTED TO A PRIVATE INVESTOR WHICH IS AN ITALIAN RESIDENT. PURSUANT TO THIS DOCUMENT, SAFT OR TOKENS WILL ONLY BE OFFERED TO, AND SUBSCRIPTIONS WILL ONLY BE ACCEPTED FROM, ITALIAN INSTITUTIONAL INVESTORS AS DEFINED ABOVE. NEITHER THE SAFT NOR TOKENS TO BE OFFERED PURSUANT TO THIS DOCUMENT HAVE BEEN OR WILL BE REGISTERED UNDER THE RELEVANT SECURITIES LAWS OF ITALY TO BE OFFERED TO, AND TO BE SUBSCRIBED BY PRIVATE INVESTORS.

#### **NOTICE TO RESIDENTS OF INDIA**

THIS SAFT, TOKENS, AND ANY RELATED DOCUMENTS DO NOT CONSTITUTE AN OFFER TO SELL TO OR AN OFFER TO BUY INTEREST FROM ANY PERSON OTHER THAN THE PERSON TO WHOM THIS DOCUMENT HAS BEEN SENT BY THE COMPANY OR ITS AUTHORIZED AGENTS. THIS SAFT, TOKENS, AND ANY RELATED DOCUMENTS SHOULD NOT BE CONSTRUED AS A PROSPECTUS. THIS SAFT IS NOT BEING OFFERED FOR SALE OR SUBSCRIPTION BUT IS BEING PRIVATELY PLACED WITH A LIMITED NUMBER OF SOPHISTICATED INVESTORS, AND PROSPECTIVE INVESTORS MUST OBTAIN LEGAL ADVICE THAT THEY ARE ENTITLED TO SUBSCRIBE FOR THIS SAFT AND MUST COMPLY WITH ALL RELEVANT INDIAN LAWS IN THIS RESPECT.

#### **NOTICE TO RESIDENTS OF IRELAND**

THE SAFT AND THE TOKENS HAVE NOT BEEN PREPARED IN ACCORDANCE WITH DIRECTIVE 2003/71/EC ON PROSPECTUSES OR ANY MEASURES MADE UNDER THAT DIRECTIVE OR THE LAWS OF IRELAND OR OF ANY EU MEMBER STATE OR EEA TREATY ADHERENT STATE THAT



IMPLEMENT THAT DIRECTIVE OR THOSE MEASURES; HAVE NOT BEEN REVIEWED, PRIOR TO ITS BEING ISSUED, BY ANY REGULATORY AUTHORITY IN IRELAND OR IN ANY OTHER EU MEMBER STATE OR EEA TREATY ADHERENT STATE; AND THEREFORE MAY NOT CONTAIN ALL THE INFORMATION REQUIRED WHERE A DOCUMENT IS PREPARED PURSUANT TO THAT DIRECTIVE OR THOSE LAWS.

#### **NOTICE TO RESIDENTS OF ISLE OF MAN**

THE SAFT IS AND MAY BE MADE, IN OR FROM WITHIN THE ISLE OF MAN AND THIS DOCUMENT IS BEING PROVIDED IN OR FROM WITHIN THE ISLE OF MAN ONLY: (I) BY PERSONS LICENSED TO DO SO UNDER THE ISLE OF MAN FINANCIAL SERVICES ACT 2008; OR (II) TO PERSONS: (A) LICENSED UNDER ISLE OF MAN FINANCIAL SERVICES ACT 2008; OR (B) FALLING WITHIN EXCLUSION 2(R) OF THE ISLE OF MAN REGULATED ACTIVITIES ORDER 2011 (AS AMENDED); OR (C) WHOSE ORDINARY BUSINESS ACTIVITIES INVOLVE THEM IN ACQUIRING, HOLDING, MANAGING OR DISPOSING OF SHARES OR DEBENTURES (AS PRINCIPAL OR AGENT), FOR THE PURPOSES OF THEIR BUSINESS. THE SAFT OR THE TOKENS REFERRED TO ARE NOT AVAILABLE IN OR FROM WITHIN THE ISLE OF MAN OTHER THAN IN ACCORDANCE WITH PARAGRAPHS (I) AND (II) ABOVE AND MUST NOT BE RELIED UPON BY ANY PERSON UNLESS MADE OR RECEIVED IN ACCORDANCE WITH SUCH PARAGRAPHS.

#### **NOTICE TO RESIDENTS OF ISRAEL**

THE SAFT DOES NOT CONSTITUTE A PROSPECTUS UNDER THE ISRAELI SECURITIES LAW, 5728-1968, OR THE ISRAELI SECURITIES LAW, AND HAS NOT BEEN FILED WITH OR APPROVED BY THE ISRAEL SECURITIES AUTHORITY. IN THE STATE OF ISRAEL, THIS DOCUMENT IS BEING DISTRIBUTED ONLY TO, AND IS DIRECTED ONLY AT, AND ANY OFFER OF THE SECURITIES IS DIRECTED ONLY AT, INVESTORS LISTED IN THE FIRST ADDENDUM, OR THE ADDENDUM, TO THE ISRAELI SECURITIES LAW, CONSISTING PRIMARILY OF JOINT INVESTMENT IN TRUST FUNDS, PROVIDENT FUNDS, INSURANCE COMPANIES, BANKS, PORTFOLIO MANAGERS, INVESTMENT ADVISORS, MEMBERS OF THE TEL AVIV STOCK EXCHANGE, UNDERWRITERS, VENTURE CAPITAL FUNDS, ENTITIES WITH EQUITY IN EXCESS OF NIS 50 MILLION AND "QUALIFIED INDIVIDUALS", EACH AS DEFINED IN THE ADDENDUM (AS IT MAY BE AMENDED FROM TIME TO TIME), COLLECTIVELY REFERRED TO AS QUALIFIED INVESTORS (IN EACH CASE PURCHASING FOR THEIR OWN ACCOUNT OR, WHERE PERMITTED UNDER THE ADDENDUM, FOR THE ACCOUNTS OF THEIR CLIENTS WHO ARE INVESTORS LISTED IN THE ADDENDUM). THE SECURITIES MAY ALSO BE OFFERED TO SUCH NUMBER OF NON-QUALIFIED INVESTORS WHO, TOGETHER WITH PURCHASERS IN OTHER OFFERINGS BY THE SAME OFFEROR WITHIN THE 12 MONTHS PRIOR TO THIS OFFERING, IS NOT GREATER THAN 35 (NOT COUNTING THE SAME INVESTORS TWICE). QUALIFIED INVESTORS WILL BE REQUIRED TO SUBMIT WRITTEN CONFIRMATION THAT THEY FALL WITHIN THE SCOPE OF THE ADDENDUM, ARE AWARE OF THE MEANING OF SAME AND AGREE TO IT.

#### **NOTICE TO RESIDENTS OF JAMAICA**

THE COMPANY IS OFFERING THE SAFT AND THE TOKENS BY WAY OF PRIVATE PLACEMENT TO INVESTORS ELIGIBLE TO PURCHASE SECURITIES IN AN EXEMPT DISTRIBUTION MADE UNDER THE GUIDELINES FOR EXEMPT DISTRIBUTIONS (GUIDELINES SR- GUID-08/05-0016). THERE IS NO PUBLIC MARKET FOR THE TOKENS, AND THERE WILL NOT BE A PUBLIC MARKET AS A RESULT OF THIS OFFERING. THE TOKENS HAVE NOT BEEN AND WILL NOT BE REGISTERED IN JAMAICA UNDER SECTION 26 OF THE SECURITIES ACT (AS AMENDED) AND ARE BEING OFFERED AND SOLD IN RELIANCE ON EXEMPTIONS FROM REGISTRATION REQUIREMENTS OF THAT ACT. THE FINANCIAL SERVICES COMMISSION HAS NEITHER APPROVED NOR PASSED UPON THE MERITS OF THIS PRIVATE PLACEMENT OF SAFT OR TOKENS OR DOCUMENTS RELATED TO SUCH OR THE ACCURACY OR ADEQUACY THEREOF. THE SAFT AND THE TOKENS MAY ONLY BE TRANSFERRED IN ACCORDANCE WITH THE RESTRICTIONS MORE PARTICULARLY DESCRIBED HEREIN. THE SAFT AND THE TOKENS HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933 (AS AMENDED) AND MAY

NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES OR TO OR FOR THE ACCOUNT OR BENEFIT OF A U.S. PERSON (AS DEFINED IN THE SECURITIES ACT 1933). THIS ISSUANCE DOES NOT CONSTITUTE AN OFFER OR SOLICITATION TO ANYONE IN ANY JURISDICTION IN WHICH AN OFFER OR SOLICITATION IS NOT AUTHORIZED OR MAY NOT LAWFULLY BE MADE. THIS DOCUMENT HAS BEEN PREPARED FOR THE EXCLUSIVE USE OF ASSISTING PROSPECTIVE INVESTORS IN IDENTIFYING, INVESTIGATING AND EVALUATING THE MERITS AND RISKS AS WELL AS THE POSSIBLE CONSEQUENCES OF INVESTING IN TOKENS. THIS DOCUMENT CONSTITUTES AN INVITATION TO TREAT AND ONLY TO THE PERSON NAMED ON THE FRONT THEREOF.

#### **NOTICE TO RESIDENTS OF JAPAN**

THIS SAFT AND THE TOKENS ARE BEING OFFERED TO A LIMITED NUMBER OF QUALIFIED INSTITUTIONAL INVESTORS (TEKIKAKU KIKAN TOSHIKA, AS DEFINED IN THE SECURITIES EXCHANGE LAW OF JAPAN (LAW NO. 25 OF 1948, AS AMENDED)) AND/OR A SMALL NUMBER OF INVESTORS, IN ALL CASES UNDER CIRCUMSTANCES THAT WILL FALL WITHIN THE PRIVATE PLACEMENT EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES EXCHANGE LAW AND OTHER RELEVANT LAWS AND REGULATIONS OF JAPAN. AS SUCH, THE SAFT OR THE TOKENS HAVE NOT BEEN REGISTERED AND WILL NOT BE REGISTERED UNDER THE SECURITIES EXCHANGE LAW OF JAPAN. THE PURCHASER OF THIS SAFT OR TOKENS AGREES NOT TO RE-TRANSFER OR RE-ASSIGN THIS SAFT TO ANYONE OTHER THAN NON-RESIDENTS OF JAPAN EXCEPT PURSUANT TO A PRIVATE PLACEMENT EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF, AND OTHERWISE IN COMPLIANCE WITH, THE SECURITIES EXCHANGE LAW AND OTHER RELEVANT LAWS AND REGULATIONS OF JAPAN.

#### **NOTICE TO RESIDENTS OF JERSEY**

THE CONSENT OF THE JERSEY FINANCIAL SERVICES COMMISSION HAS NOT BEEN SOUGHT NOR GRANTED TO THE CIRCULATION IN JERSEY OF AN OFFER OF SAFTS OR TOKENS PURSUANT TO ARTICLE 10 OF THE CONTROL OF BORROWING (JERSEY) ORDER 1958, AS AMENDED, AND, ACCORDINGLY, SAFTS AND TOKENS MAY NOT BE OFFERED IN JERSEY.

#### **NOTICE TO RESIDENTS OF KUWAIT**

THIS SAFT, THE TOKENS, AND ANY OTHER OFFERING MATERIALS HAVE NOT BEEN APPROVED OR LICENSED BY THE MINISTRY OF COMMERCE AND INDUSTRY OF THE STATE OF KUWAIT OR ANY OTHER RELEVANT KUWAITI GOVERNMENTAL AGENCY. NOTHING HEREIN CONSTITUTES, NOR SHALL BE DEEMED TO CONSTITUTE, AN INVITATION OR AN OFFER TO SELL TOKENS IN KUWAIT NOR IS INTENDED TO LEAD TO THE CONCLUSION OF ANY CONTRACT OF WHATSOEVER NATURE WITHIN KUWAIT. THE OFFERING OF SAFTS AND TOKENS IN KUWAIT ON THE BASIS OF A PRIVATE PLACEMENT OR PUBLIC OFFERING IS RESTRICTED IN ACCORDANCE WITH DECREE LAW NO. 31 OF 1990, AS AMENDED, ENTITLED "REGULATING SECURITIES OFFERINGS AND SALES" AND MINISTERIAL ORDER NO. 113 OF 1992, AS AMENDED AND ANY IMPLEMENTING REGULATIONS AND OTHER APPLICABLE LAWS AND REGULATIONS IN KUWAIT.

#### **NOTICE TO RESIDENTS OF LATVIA**

THE SAFT AND THE TOKENS MAY ONLY BE OFFERED IN THE REPUBLIC OF LATVIA IN ACCORDANCE WITH THE FINANCIAL INSTRUMENTS MARKET LAW ("FIML") AND ANY OTHER LAWS AND REGULATIONS APPLICABLE IN THE REPUBLIC OF LATVIA GOVERNING THE OFFER OF SECURITIES IN THE REPUBLIC OF LATVIA. THE SAFT AND THE TOKENS ARE NOT REGISTERED WITH THE FINANCIAL AND CAPITAL MARKET COMMISSION ("FCMC") UNDER THE FIML. THE SAFT AND THE TOKENS WILL NOT BE OFFERED IN THE REPUBLIC OF LATVIA BY WAY OF A PUBLIC OFFER, EXCEPT TO QUALIFIED INVESTORS IN THE MEANING OF ARTICLE 1, PART 1, POINT 38 OF THE FIML, AND ANY TENDER INSTRUCTIONS RECEIVED FROM OR ON BEHALF OF ANY OTHER PERSON SHALL BE INEFFECTIVE AND VOID. NO OFFER OF THE SAFT OR THE TOKENS WILL REQUIRE COMPANY OR ANY SELLING AGENT TO RECEIVE A PERMISSION OF THE

FCMC OR PUBLISH A PROSPECTUS PURSUANT TO ARTICLES 14—24 OF THE FIML. NEITHER THIS SAFT AND THE TOKENS NOR ANY OTHER OFFERING OR MARKETING MATERIAL RELATING TO THE SAFT OR THE TOKENS CONSTITUTES AN ISSUE PROSPECTUS WITHIN THE MEANING OF ARTICLE 1, PART 1, POINT 14 AND ARTICLE 17 OF FIML.

#### **NOTICE TO RESIDENTS OF LITHUANIA**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN LITHUANIA. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN LITHUANIA, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF LUXEMBOURG**

AN OFFER TO THE PUBLIC OF THE SAFT OR THE TOKENS HAVE NOT BEEN MADE, AND MAY NOT BE MADE WITHIN THE TERRITORY OF THE GRAND DUCHY OF LUXEMBOURG UNLESS: (A) A PROSPECTUS HAS BEEN DULY APPROVED BY THE COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (“CSSF”) PURSUANT TO PART II OF THE LUXEMBOURG LAW DATED 10 JULY 2005 ON PROSPECTUSES FOR SECURITIES, AS AMENDED (“LUXEMBOURG PROSPECTUS LAW”) AND IMPLEMENTING THE PROSPECTUS DIRECTIVE IF LUXEMBOURG IS THE HOME MEMBER STATE AS DEFINED UNDER THE LUXEMBOURG PROSPECTUS LAW; OR (B) IF LUXEMBOURG IS NOT THE HOME MEMBER STATE, THE CSSF HAS BEEN NOTIFIED BY THE COMPETENT AUTHORITY IN THE HOME MEMBER STATE THAT A PROSPECTUS IN RELATION TO THE SAFT AND THE TOKENS HAVE BEEN DULY APPROVED IN ACCORDANCE WITH THE PROSPECTUS DIRECTIVE; OR (C) THE OFFER OF THE SAFT AND THE TOKENS BENEFIT FROM AN EXEMPTION TO OR CONSTITUTES A TRANSACTION NOT SUBJECT TO, THE REQUIREMENT TO PUBLISH A PROSPECTUS PURSUANT TO THE LUXEMBOURG PROSPECTUS LAW. A RISK SECTION DEPENDING ON THE CASE AT HAND SHALL BE INSERTED IN ORDER TO MAKE THE INVESTORS AWARE OF THE RISKS LINKED TO THE TOKENS.

#### **NOTICE TO RESIDENTS OF MOLDOVA**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN MOLDOVA. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN MOLDOVA, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF MONACO**

THIS SAFT AND THE TOKENS MAY ONLY BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, TO THE PUBLIC IN MONACO BY A MONACO DULY AUTHORIZED INTERMEDIARY, I.E BANKS DULY LICENSED BY “COMITÉ DES ETABLISSEMENTS DE CRÉDIT ET DES ENTREPRISES D’INVESTISSEMENT” AND TO PORTFOLIO MANAGEMENT COMPANIES LICENSED BY VIRTUE OF LAW NO. 1.144 OF JULY 26, 1991, AND LAW NO. 1.338 OF SEPTEMBER 7, 2007 BY THE “COMMISSION DE CONTRÔLE DES ACTIVITÉS FINANCIÈRES.”

#### **NOTICE TO RESIDENTS OF NEW ZEALAND**

THE SAFT AND THE TOKENS OFFERED OR SOLD TO INVESTOR IN NEW ZEALAND ARE ONLY AVAILABLE TO, AND MAY ONLY BE ACCEPTED BY, A WHOLESALE INVESTOR PURSUANT TO CLAUSE 3(2) AND 3(3) OF SCHEDULE 1 OF THE NEW ZEALAND FINANCIAL MARKETS CONDUCT ACT OF 2013) WHO HAS COMPLETED A WHOLESALE INVESTOR CERTIFICATE OR AN ELIGIBLE INVESTOR CERTIFICATE OR WHO INVESTS A MINIMUM AMONG OF NZ \$ 750,000 IN SAFT AND TOKENS. YOU ACKNOWLEDGE AND AGREE THAT YOU HAVE NOT OFFERED OR SOLD, AND WILL NOT OFFER OR SELL, DIRECTLY OR INDIRECTLY, ANY SAFT AND TOKENS; YOU HAVE NOT DISTRIBUTED AND WILL NOT DISTRIBUTE, DIRECTLY OR INDIRECTLY, THIS DOCUMENT OR ANY OTHER OFFERING MATERIALS OR ADVERTISEMENTS IN RELATION TO ANY OFFER OF ANY SAFT

AND TOKENS; IN EACH CASE IN NEW ZEALAND OTHER THAN TO A PERSON WHO IS A WHOLESALE INVESTOR; AND YOU WILL NOTIFY ISSUER IF YOU CEASE TO BE A WHOLESALE INVESTOR.

#### **NOTICE TO RESIDENTS OF NORWAY**

THIS SAFT HAS AND THE TOKENS HAVE NOT BEEN APPROVED OR REGISTERED WITH THE OSLO STOCK EXCHANGE OR THE NORWEGIAN COMPANY REGISTRY. EACH PURCHASER SHOULD CAREFULLY CONSIDER INDIVIDUAL TAX QUESTIONS BEFORE PURCHASING SAFTS OR TOKENS.

#### **NOTICE TO RESIDENTS OF OMAN**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF SECURITIES IN THE SULTANATE OF OMAN, AS CONTEMPLATED BY THE COMMERCIAL COMPANIES LAW OF OMAN (ROYAL DECREE NO. 4/74), OR THE CAPITAL MARKET LAW OF OMAN (ROYAL DECREE NO. 80/98) AND MINISTERIAL DECISION NO.1/2009, OR AN OFFER TO SELL OR THE SOLICITATION OF ANY OFFER TO BUY NON-OMANI SECURITIES IN THE SULTANATE OF OMAN. THIS SAFT IS BEING PROVIDED TO A LIMITED NUMBER OF SOPHISTICATED SUBSCRIBERS SOLELY TO ENABLE THEM TO DECIDE WHETHER OR NOT TO MAKE AN OFFER TO ENTER INTO COMMITMENTS TO INVEST IN THE TOKENS UPON THE TERMS AND SUBJECT TO THE RESTRICTIONS SET OUT HEREIN AND MAY NOT BE REPRODUCED OR USED FOR ANY OTHER PURPOSE OR PROVIDED TO ANY PERSON OTHER THAN THE ORIGINAL RECIPIENT. THIS SAFT IS NOT INTENDED TO LEAD TO THE MAKING OF ANY CONTRACT WITHIN THE TERRITORY OF THE SULTANATE OF OMAN. THE CAPITAL MARKET AUTHORITY AND THE CENTRAL BANK OF OMAN TAKE NO RESPONSIBILITY FOR THE ACCURACY OF THE STATEMENTS AND INFORMATION CONTAINED IN THIS SAFT OR FOR THE PERFORMANCE OF THE COMPANY NOR SHALL THEY HAVE ANY LIABILITY TO ANY PERSON FOR DAMAGE OR LOSS.

#### **NOTICE TO RESIDENTS TO PARAGUAY**

THIS SAFT AND THE TOKENS ARE A PRIVATE OFFERING AND, AS SUCH, CAN ONLY BE ACCEPTED BY THE ADDRESSEE OF THIS OFFER. THE SAFT AND THE TOKENS HAVE NOT BEEN AND WILL NOT BE REGISTERED WITH THE PARAGUAYAN SECURITIES EXCHANGE COMMISSION. ACCORDINGLY, THE SECURITIES MAY NOT BE AND WILL NOT BE OFFERED TO THE PUBLIC IN PARAGUAY UNDER CIRCUMSTANCES WHICH ARE DEEMED TO BE A PUBLIC OFFER UNDER LAW 5810/2017 ON SECURITIES MARKET.

#### **NOTICE TO RESIDENTS OF PHILIPPINES**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS AND TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN PHILIPPINES. THE SAFTS AND TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN PHILIPPINES, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF POLAND**

THIS SAFT DOES NOT CONSTITUTE A PUBLIC OFFER OF THE SAFTS OR TOKENS, WHETHER BY WAY OF SALE OR SUBSCRIPTION, IN POLAND. THE SAFTS OR TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN POLAND, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF PORTUGAL**

NO WARRANTIES: ALL THE INFORMATION PROVIDED HEREIN IS PROVIDED "AS-IS" AND WITH NO REPRESENTATIONS OR WARRANTIES. NO EXPRESS OR IMPLIED REPRESENTATIONS OR WARRANTIES OF ANY TYPE ARE MADE WITH RESPECT TO THE INFORMATION PROVIDED

HEREIN, NOTABLY IN WHAT CONCERNS APPROPRIATENESS, ACCURACY OR COMPLETENESS OF ANY INFORMATION OR CONTENT IN THIS MEMO, OR ON INFORMATION BEING UPDATED.

USE AT YOUR OWN RISK: BY ACCEPTING THIS SAFT, INCLUDING BUT NOT LIMITED TO THE TRANSFERRING OF ASSETS, THE USER CONFIRMS THAT HE/SHE/IT UNDERSTANDS AND UNDERTAKES ALL THE POSSIBLE RISKS THAT DIRECTLY, INDIRECTLY, CONSEQUENTIALLY OR INCIDENTALY MAY ARISE FROM THE ACTIVITY CONNECTED WITH USER'S PARTICIPATION IN THE SAFT AND THE TOKENS.

DISCLAIMER OF LIABILITY: WE SPECIFICALLY DISCLAIM LIABILITY FOR SPECIAL, DIRECT, INDIRECT, CONSEQUENTIAL, INCIDENTAL, EXEMPLARY OR PUNITIVE DAMAGES AND ASSUME AND UNDERTAKE NO RESPONSIBILITY OR LIABILITY FOR ANY LOSS OR DAMAGE SUFFERED BY ANY PERSON AS A RESULT OF THE USE, MISUSE OF, OR RELIANCE ON, ANY OF THE INFORMATION OR CONTENT IN THIS MEMO OR ON OTHER PLATFORMS. IN NO EVENT SHALL WE BE LIABLE TO THE USER FOR ANY SPECIAL, DIRECT, INDIRECT, CONSEQUENTIAL, INCIDENTAL, EXEMPLARY OR PUNITIVE DAMAGES (INCLUDING LOST OR ANTICIPATED REVENUES OR PROFITS AND FAILURE TO REALIZE EXPECTED SAVINGS) WHETHER SUCH CLAIM IS BASED ON REPRESENTATION, WARRANTY, CONTRACT, AGREEMENT, ARRANGEMENT, NEGOTIATION, CONTACT, TORT (INCLUDING GROSS OR LIGHT NEGLIGENCE, STRICT OR OBJECTIVE LIABILITY OR LIABILITY FOR RISK) OR OTHERWISE, OR LIKELIHOOD OF THE SAME.

WARNING: PURCHASERS ENTERING IN THE SAFT OR PURCHASING TOKENS CAN BE CONSIDERED INVOLVED IN HIGH-RISK TRADING; PARTICIPATION IN SUCH MAY RESULT IN SIGNIFICANT LOSSES OR EVEN IN A TOTAL LOSS OF ALL FUNDS TRANSFERRED. NO INFORMATION PROVIDED SHOULD BE INTERPRETED AS INVESTMENT ADVICE, AND IT DOES NOT CONSTITUTE AN OFFER OR INVITATION TO ANY USER TO BUY OR TO SELL TOKENS OR MAKE ANY INVESTMENT. USER GUARANTEES THAT HE/SHE/IT IS A LEGALLY CAPABLE ENTITY AND COMPLIES WITH LEGAL RULES AND APPLICABLE LAWS OF THE JURISDICTION WHERE THE USER LIVES. USER REPRESENTS THAT HE/SHE/IT HAS READ, UNDERSTOOD AND AGREED WITH ALL TERMS AND CONDITIONS OF THE SAFT AND OF THE TOKENS, AS WELL AS ALL RESTRICTIONS SET FORTH ABOVE.

#### **NOTICE TO RESIDENTS IN ROMANIA**

THIS SAFT AND THE TOKENS ARE AVAILABLE ONLY TO, AND MAY ONLY BE ACCEPTED BY, A QUALIFIED INVESTOR PURSUANT TO ARTICLE 2 PARAGRAPH 1 POINT 21 OF LAW NO. 24/2017 REGARDING ISSUERS OF FINANCIAL INSTRUMENTS AND MARKET OPERATIONS. YOU ACKNOWLEDGE AND AGREE THAT YOU HAVE NOT OFFERED OR SOLD, AND WILL NOT OFFER OR SELL, DIRECTLY OR INDIRECTLY, ANY SAFT AND TOKENS; YOU HAVE NOT DISTRIBUTED AND WILL NOT DISTRIBUTE, DIRECTLY, OR INDIRECTLY, THIS DOCUMENT OR ANY OTHER OFFERING MATERIALS OR ADVERTISEMENT IN RELATION TO ANY OFFER OF ANY SAFT AND TOKENS IN EACH CASE OTHER THAN TO A PERSON WHO IS A QUALIFIED INVESTOR; AND YOU WILL NOTIFY ISSUER IF YOU CEASE TO BE A QUALIFIED INVESTOR.

#### **NOTICE TO RESIDENTS OF SAUDI ARABIA**

THIS SAFT MAY NOT BE DISTRIBUTED IN THE KINGDOM OF SAUDI ARABIA EXCEPT TO SUCH PERSONS AS ARE PERMITTED UNDER THE OFFERS OF SECURITIES REGULATIONS ISSUED BY THE CAPITAL MARKET AUTHORITY OF THE KINGDOM OF SAUDI ARABIA (THE "CAPITAL MARKET AUTHORITY"). THE CAPITAL MARKET AUTHORITY DOES NOT MAKE ANY REPRESENTATIONS AS TO THE ACCURACY OR COMPLETENESS OF THIS SAFT, AND EXPRESSLY DISCLAIMS ANY LIABILITY WHATSOEVER FOR ANY LOSS ARISING FROM, OR INCURRED IN RELIANCE UPON, ANY PART OF THIS SAFT. THIS SAFT IS SUBJECT TO THE FOLLOWING RESTRICTIONS ON SECONDARY MARKET ACTIVITY PURSUANT TO ARTICLE 17 OF THE OFFERS OF SECURITIES REGULATIONS: (A) A PERSON OR ENTITY (THE "TRANSFEROR") WHO HAS ACQUIRED THIS SAFT MAY NOT OFFER OR SELL SUCH THIS SAFT OR ANY PART THEREOF TO ANY PERSON OR ENTITY (REFERRED TO AS A "TRANSFeree") UNLESS: (I) THE TRANSFER IS MADE THROUGH AN

ENTITY LICENSED BY THE CAPITAL MARKET AUTHORITY; (II)(A) THE PRICE TO BE PAID BY THE TRANSFEREE FOR SUCH NOTES IN ANY ONE TRANSACTION EQUALS OR EXCEEDS SAUDI RIYALS 1 MILLION; (B) THE TRANSFEREE IS A SOPHISTICATED INVESTOR (AS DESCRIBED IN THE OFFERS OF SECURITIES REGULATIONS); OR (C) THIS SAFT IS BEING OFFERED OR SOLD IN SUCH OTHER CIRCUMSTANCES AS THE CAPITAL MARKET AUTHORITY MAY PRESCRIBE; (B) IF THE PROVISIONS OF PARAGRAPH (A)(II)(A) CANNOT BE FULFILLED BECAUSE THE PRICE OF THIS SAFT BEING OFFERED OR SOLD TO THE TRANSFEREE HAS DECLINED SINCE THE DATE OF THE ORIGINAL OFFER TO SOPHISTICATED INVESTORS, THE TRANSFEROR MAY OFFER OR SELL THIS SAFT TO THE TRANSFEREE IF THEIR PURCHASE PRICE DURING THE PERIOD OF THE ORIGINAL OFFER WAS EQUAL TO OR EXCEEDED SAUDI RIYALS 1 MILLION; (C) IF THE PROVISIONS OF PARAGRAPH (B) CANNOT BE FULFILLED, THE TRANSFEROR MAY OFFER OR SELL THIS SAFT IF HE SELLS HIS ENTIRE HOLDING OF THIS SAFT TO ONE TRANSFEREE; (D) THE PROVISIONS OF PARAGRAPHS (A) TO (C) SHALL APPLY TO ALL SUBSEQUENT TRANSFEREES OF THIS SAFT.

#### **NOTICE TO RESIDENTS OF SINGAPORE**

THIS SAFT AND ANY DOCUMENTS USED IN CONNECTION HEREWITH HAVE NOT BEEN REGISTERED AS A PROSPECTUS WITH THE MONETARY AUTHORITY OF SINGAPORE UNDER THE SECURITIES AND FUTURES ACT, CHAPTER 289 OF SINGAPORE ("SFA"). ACCORDINGLY, THIS SAFT AND ANY OTHER DOCUMENT IN CONNECTION WITH THE OFFER OR SALE, OR INVITATION FOR SUBSCRIPTION OR PURCHASE, HEREOF MAY NOT BE CIRCULATED OR DISTRIBUTED, NOR MAY IT BE OFFERED OR SOLD, OR BE MADE THE SUBJECT OF AN INVITATION FOR SUBSCRIPTION OR PURCHASE, WHETHER DIRECTLY OR INDIRECTLY, TO ANY PERSON IN SINGAPORE OTHER THAN (I) TO AN INSTITUTIONAL INVESTOR UNDER SECTION 274 OF THE SFA, (II) TO A RELEVANT PERSON PURSUANT TO SECTION 275(1), OR ANY PERSON PURSUANT TO SECTION 275(1A), AND IN ACCORDANCE WITH THE CONDITIONS SPECIFIED IN SECTION 275 OF THE SFA, OR (III) OTHERWISE PURSUANT TO, AND IN ACCORDANCE WITH THE CONDITIONS OF, ANY OTHER APPLICABLE PROVISION OF THE SFA. WHERE THIS SAFT IS SUBSCRIBED FOR OR PURCHASED UNDER SECTION 275 OF THE SFA BY A RELEVANT PERSON WHICH IS A TRUST (WHERE THE TRUSTEE IS NOT AN ACCREDITED INVESTOR (AS DEFINED IN SECTION 4A OF THE SFA)) WHOSE SOLE PURPOSE IS TO HOLD INVESTMENTS AND EACH BENEFICIARY OF THE TRUST IS AN ACCREDITED INVESTOR, THE BENEFICIARIES' RIGHTS AND INTEREST (HOWSOEVER DESCRIBED) IN THAT TRUST SHALL NOT BE TRANSFERABLE FOR 6 MONTHS AFTER THAT TRUST HAS ACQUIRED THE SHARES UNDER SECTION 275 OF THE SFA EXCEPT: (1) TO AN INSTITUTIONAL INVESTOR UNDER SECTION 274 OF THE SFA OR TO A RELEVANT PERSON (AS DEFINED IN SECTION 275(2) OF THE SFA), (2) WHERE SUCH TRANSFER ARISES FROM AN OFFER THAT IS MADE ON TERMS THAT SUCH RIGHTS OR INTEREST ARE ACQUIRED AT A CONSIDERATION OF NOT LESS THAN S\$200,000 (OR ITS EQUIVALENT IN A FOREIGN CURRENCY) FOR EACH TRANSACTION (WHETHER SUCH AMOUNT IS TO BE PAID FOR IN CASH OR BY EXCHANGE OF SECURITIES OR OTHER ASSETS), (3) WHERE NO CONSIDERATION IS OR WILL BE GIVEN FOR THE TRANSFER, (4) WHERE THE TRANSFER IS BY OPERATION OF LAW, (5) AS SPECIFIED IN SECTION 276(7) OF THE SFA, OR (6) AS SPECIFIED IN REGULATION 32.

#### **NOTICE TO RESIDENTS OF SOUTH AFRICA**

THE TOKENS OFFERED HEREIN ARE FOR YOUR ACCEPTANCE ONLY AND MAY NOT BE OFFERED OR BECOME AVAILABLE TO PERSONS OTHER THAN YOURSELF AND MAY NOT BE PUBLICLY OFFERED, SOLD OR ADVERTISED IN SOUTH AFRICA AND THIS DOCUMENT MAY ONLY BE CIRCULATED TO SELECTED INDIVIDUALS.

#### **NOTICE TO RESIDENTS OF SPAIN**

THE SAFT OR THE TOKENS HAVE NOT BEEN REGISTERED WITH THE SPANISH SECURITIES MARKET COMMISSION ("CNMV"). THEREFORE, THE SAFT AND THE TOKENS MAY NOT BE OFFERED, DISTRIBUTED OR SOLD IN SPAIN UNLESS SUCH OFFER, DISTRIBUTION OR SALE IS

MADE IN CIRCUMSTANCES WHICH DO NOT AMOUNT TO AN OFFER OF SECURITIES IN SPAIN IN ACCORDANCE WITH SPANISH LAW OR UNLESS IT IS MADE IN COMPLIANCE WITH ANY AND ALL APPLICABLE LEGAL AND REGULATORY REQUIREMENTS. THE SAFT, THE TOKENS AND ANY OTHER OFFERING MATERIAL RELATED TO THE OFFERING HAVE NOT BEEN REGISTERED WITH THE CNMV AND THEREFORE THEY ARE NOT INTENDED FOR THE PROMOTION, OFFER, DISTRIBUTION OR SALE IN SPAIN OF ANY SAFT OR TOKENS. PERSONS INTO WHOSE POSSESSION THIS DOCUMENT COMES ARE REQUIRED TO INFORM THEMSELVES ABOUT AND OBSERVE ANY RESTRICTIONS LINKED TO THE PROMOTION, OFFER, DISTRIBUTION AND/OR SALE IN SPAIN OF SAFT OR TOKENS.

#### **NOTICE TO RESIDENTS OF SWITZERLAND**

THIS SAFT AND THE TOKENS MAY NOT BE PUBLICLY OFFERED IN SWITZERLAND AND WILL NOT BE LISTED ON THE SIX SWISS EXCHANGE (“SIX”) OR ON ANY OTHER STOCK EXCHANGE OR REGULATED TRADING FACILITY IN SWITZERLAND. THIS SAFT AND ANY RELATED DOCUMENTS HAS BEEN PREPARED WITHOUT REGARD TO THE DISCLOSURE STANDARDS FOR ISSUANCE PROSPECTUSES UNDER ART. 652A OR ART. 1156 OF THE SWISS CODE OF OBLIGATIONS OR THE DISCLOSURE STANDARDS FOR LISTING PROSPECTUSES UNDER ART. 27 FF. OF THE SIX LISTING RULES OR THE LISTING RULES OF ANY OTHER STOCK EXCHANGE OR REGULATED TRADING FACILITY IN SWITZERLAND. NEITHER THIS SAFT NOR ANY RELATED MARKETING MATERIAL MAY BE PUBLICLY DISTRIBUTED OR OTHERWISE MADE PUBLICLY AVAILABLE IN SWITZERLAND. THIS SAFT AND ANY RELATED MARKETING MATERIALS HAVE NOT BEEN AND WILL NOT BE FILED WITH OR APPROVED BY ANY SWISS REGULATORY AUTHORITY, PARTICULARLY INCLUDING THE SWISS FINANCIAL MARKET SUPERVISORY AUTHORITY (“FINMA”), AND IT HAS NOT BEEN AUTHORIZED UNDER THE SWISS FEDERAL ACT ON COLLECTIVE INVESTMENT SCHEMES (“CISA”). THE INVESTOR PROTECTION AFFORDED TO ACQUIRERS OF INTERESTS IN COLLECTIVE INVESTMENT SCHEMES UNDER THE CISA DOES NOT EXTEND TO ACQUIRERS THIS SAFT.

#### **NOTICE TO RESIDENTS OF TAIWAN**

THIS SAFT AND THE TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN TAIWAN, EXCEPT AS MAY BE PERMITTED BY THE SECURITIES AND EXCHANGE ACT (“SEA”). ONLY PERSONS AND ENTITIES APPROVED OR OTHERWISE MEET THE CONDITIONS PRESCRIBED, BY THE FINANCIAL SUPERVISORY COMMISSION (“FSC”) ARE ELIGIBLE TO PURCHASE AND HOLD THIS SAFT AND THE TOKENS.

#### **NOTICE TO RESIDENTS OF THAILAND**

THIS SAFT AND THE TOKENS HAVE NOT BE APPROVED BY THE OFFICE OF THE THAI SECURITIES EXCHANGE COMMISSION (“TSEC”), AND NO REGISTRATION STATEMENT AND DRAFT PROSPECTUS HAVE BEEN FILED WITH THE TSEC AND HAVE BECOME EFFECTIVE, IN RELIANCE ON APPLICABLE EXEMPTIONS FROM SUCH REQUIREMENTS, INCLUDING FOR OFFERS TO “INSTITUTIONAL INVESTORS” UNDER THE SECURITIES EXCHANGE ACT AND ANY RELATED ACT OR RULES.

#### **NOTICE TO RESIDENTS OF UKRAINE**

THIS SAFT AND THE TOKENS HAVE NOT BEEN OFFERED OR SOLD, AND WILL NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, IN THE UKRAINE, EXCEPT AS MAY BE PERMITTED BY LAW.

#### **NOTICE TO RESIDENTS OF URUGUAY**

THIS SAFT AND THE TOKENS HAVE NOT BEEN REGISTERED UNDER THE URUGUAYAN SECURITIES MARKET LAW, ACT. 18.627 OR RECORDED IN THE URUGUAYAN CENTRAL BANK. THE SAFT AND THE TOKENS OFFERED ARE NOT TRADED THROUGH A STOCK EXCHANGE. NO

URUGUAYAN REGULATORY AUTHORITY HAS APPROVED THIS ISSUANCE. THIS OFFER IS NOT CONDUCTED IN A MANNER THAT WILL CONSTITUTE A PUBLIC OFFERING.

#### **NOTICE TO RESIDENTS OF THE UNITED ARAB EMIRATES (UAE)**

THIS SAFT AND THE TOKENS ARE NOT INTENDED, AND DO NOT CONSTITUTE, A FINANCIAL PROMOTION, AN OFFER, SALE OR DELIVERY OR OTHER SECURITIES UNDER THE LAWS OF THE UAE. THIS SAFT AND THE TOKENS HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE LAWS OF THE UAE. BY RECEIVING THIS NOTICE, YOU UNDERSTAND, ACKNOWLEDGE AND AGREE THAT NONE OF THE SAFT AND THE TOKENS HAVE BEEN APPROVED OR FILED WITH THE UAE CENTRAL BANK, THE UAE SECURITIES AND COMMODITIES AUTHORITY ("SCA") OR ANY OTHER FEDERAL OR EMIRATE-LEVEL AUTHORITY IN THE UAE OR THE REGULATORY AUTHORITIES OR ANY OF THE FREE ZONES ESTABLISHED IN THE UAE, NOR HAS THE ISSUER RECEIVED ANY AUTHORIZATION OR LICENSING FROM THE UAE CENTRAL BANK, THE SCA OR ANY OTHER FEDERAL OR EMIRATE-LEVEL AUTHORITY IN THE UAE OR THE REGULATORY AUTHORITIES IN ANY OF THE FREE ZONES ESTABLISHED IN THE UAE OTHER THAN IN COMPLIANCE WITH THE LAWS OF THE UAE AND NO SUBSCRIPTION TO ANY SECURITIES OR OTHER INVESTMENTS MAY OR WILL BE CONSUMMATED WITHIN THE UAE. NONE OF THE SECURITIES MAY BE OFFERED OR SOLD DIRECTLY OR INDIRECTLY TO THE PUBLIC IN THE UAE. THIS PROSPECTUS DOES NOT CONSTITUTE A PUBLIC OFFER OF SECURITIES IN THE UAE IN ACCORDANCE WITH THE COMMERCIAL COMPANIES LAW, FEDERAL LAW NO. 2 OF 2015, AS AMENDED, OR OTHERWISE.

#### **NOTICE TO RESIDENTS OF THE UNITED KINGDOM**

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