



1 (212) 220-6681
www.inveniam-capital
One World Trade Center
Suite 8500
New York, NY 10007

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Inveniam Capital Partners Transaction Details

The information below is subject to change at any time

GENERAL INFORMATION:

1. Inveniam will provide deal sheets that provide general information about each deal for discussion purposes only. Terms may change materially. A more in-depth data package will be made available once an NDA has been signed. If a prospective bidder wishes access to the deal room, they will need to go through a bidder qualification process that includes AML, KYC, and suitability assessments.
2. The deal rooms will be made available and the AML/KYC process will begin in March.
3. There will be two virtual roadshows for each transaction prior to the auction. Recordings of the roadshows, along with Q&As, will be saved to the deal room.
4. The dates of the auctions will be set in early March.
5. The final auction rules will be published a minimum of 10 days before the auction start date.
6. Inveniam reserves the right to set different dates for different underlying limited partnerships, dependent upon the market demand, orderly processing of the auction, and the good of the partnership.
7. Inveniam will announce spreads for each qualifying currency a minimum of 10 days before the auction start date.
8. Whitelisted bidders will be notified by email when the auction begins. Once the auction has begun, bidders will be able to bid on the asset through the official Inveniam platform.
9. In order to become whitelisted, each bidder must successfully complete the AML/KYC/suitability process and have executed an NDA with Inveniam.

10. **During the AML/KYC/suitability process, each bidder must qualify as either a Qualified Purchaser or a Qualified Institutional Buyer.**
11. Inveniam will finalize and publish the list of authorized distribution partners before the auction. These partners may include broker-dealers and MiFID-compliant/ ASIC-compliant investment banking firms.
12. Inveniam will only accept bids during the hours of the auction.
13. All communication with unique bidders will occur through the Inveniam platform. No unique communication will be sent to bidders via email once access to the deal room has been granted. The only type of communication that will occur via email will be a notification that there is a message in the deal room/on the platform available for review.
14. At the end of the day, bids will be converted into USD at the published spread based off of the prevailing rate as of a specified time of day (to be specified in the auction rules). Bids will then be ranked from highest to lowest.
 - a. If bid amounts are greater than the asset value, then interests are allocated from the top of the list downward until no interests remain. The last successful bidder may only have their bid partially filled.
 - b. If bid amounts are less than the asset value, then all bidders will receive interests at their bid price, as long as that bid price meets the reserve or minimum.
 - i. Inveniam will reserve the right to modify reserve prices throughout the auction at its discretion.
 - ii. Inveniam reserves the right to accept or reject bids for the benefit of the partnership.
 - c. If bid amounts are greater than the minimum for the limited partnership but less than the asset value after the auction is complete, tokens will still be distributed. In this case, the Investment Committee will pursue other investments per the offering documents.
15. Bidders who have been allocated an interest will be notified via the Inveniam platform. They will have 24 hours to transfer funds to the wallet specific to their selected currency. All information regarding allocations and transfers will be communicated via the Inveniam platform and not via email.

16. Upon receiving the crypto transfers, Inveniam will verify that the “sending wallet” matches the “sending wallet” registered during the KYC/AML process. Once verified, these funds will be sent to Grapefruit Trading for conversion at the published prevailing rate.
17. Inveniam will then send the appropriate number of tokens to the wallet registered during the KYC/AML process. Each token will represent \$50,000 and will not be divisible. The minimum round lot for purchase is 10 tokens unless an exception has been made by the General Partner for the benefit of the partnership.
18. *This offering is for offers and sales to US persons. A non-US person who is a US taxpayer and who is prepared to represent (in the subscription agreement for each transaction that they have not been solicited outside of the US and who agrees that the subscription and sale has occurred within the United States may subscribe using the “standard” offering materials. However, every jurisdiction outside of the US will have its own securities laws and regulations which will have to be considered.*

Non-US persons may invest through the relevant dealers who are part of the distribution network. These dealers are responsible to advise Inveniam on any additional requirements and warrant and represent that offers made via that dealer are in compliance. These dealers will provide proper indemnification to Inveniam through the soliciting dealer agreement.