



INITIAL COIN OFFERINGS:

- Corporate structure?
- Where to form the entity?
- What to avoid?
- Terms and Conditions (This will be granular terms and conditions. It will require several hours to complete).
- FCA - SEC Securities Regulations
- Tax (High-Level View - for detailed tax advice you will need a tax specialist).
- AML/KYC/SIC code classification/MSB Regulations - Consumer Protection
- Privacy Notices
- B2B Laws
- Intellectual property protection (To Be Agreed Separately)
- High-level viability of concept and regulatory risk assessment recommendation.

FEES

Fixed price £50,000.00 excluding third-party expense plus a percentage of the pre-discounted market value of all the ICO utility coins. Payment is:

20% = £10,000 bank transfer in advance on engagement

40% = £20,000.00 after the first month of engagement

40% = £20,000.00 after the second month of engagement

The balance of a percentage, on a sliding scale (to be negotiated) depending on the total amount you wish to raise, will be in the coins that you issue from the ICO at the pre-discount price. This is how we share with you and your partners in the risk of having a successful ICO.

For Example:

1. 5% payment in coins raising \$50,000,000 - issuing pre-ICO discounted coins \$0.50 cent each, you will be issuing 100 million coins. We would receive \$2.5m or 5 million coins.

2. 2.5% payment in coins raising \$100,000,000.

The above fees do not include third-party expenses and ICO business-related trips including flights, waiting time, taxis - food etc. all travel is either first class or business class if first class tickets are unavailable.

TIMELINE

The usual timeline for an ICO from concept to pre-launch is 6 months but each ICO is to be assessed on its own merits

NB.

- 1.** We do not enter into any profit-sharing partnership arrangements. Projects must be an Appcoin/Utility Coin model only rather than tokens or units that may represent traditional securities e.g. equity, debt or profit sharing. Our independence as adviser is crucial to the viability of your ICO in an area in which there is a general absence of best practice and a lack of understanding in the marketplace on how to identify good quality from bad.
- 2.** Fixed fee is non-refundable, unless we should refuse to carry out the work in which case it is refundable. Refunds are not provided for actual time spent which is recorded.
- 3.** Advance payment of 50% of fixed fee is required prior to commencing work and on signature of engagement.

IMPLEMENTATION TIMELINE

Month 1:

Gathering research material and conducting research on ICO. Begin IP protection.

Month 2:

Preparing Terms and Conditions

Month 3:

Preparing and confirming white paper

Month 4:

Marketing white paper to the community and pre-launch discount coins

Month 5:

TBC: Launching coin on exchanges

The above timeline is an estimate and it may be a lot sooner or later.

CONTRACTUAL DOCUMENTATION

**Master Coin Purchase Membership Agreement
Coin Purchase Agreement -**

Minimum £2,500.00 plus VAT – (TBA)

Coin Subscription Application Form / Purchase Order -

Minimum £1,250 plus VAT – (TBA)

Coin Escrow Agreement/Storage & Security Agreement -

Minimum £2,500.00 plus VAT – (TBA)

Risk Declaration -

Minimum £1,000.00 plus VAT – (TBA)

AMC/KYC Due Diligence and Declarations -

Minimum £1,000.00 – (TBA)

General Terms of Business -

Minimum £2,500.00 plus VAT – (TBA)

Privacy Notices -

Minimum £1,250.00 plus VAT – (TBA)

NDA -

Minimum £500.00 plus VAT – (TBA)

Escrow Services -

(TBA on a case by case basis).

HOURLY RATE

If there is no fixed price agreed for any work then the charge shall be in accordance with the prevailing hourly rate which from January 2018 is:

- **£250 / £350 phr** (depending on level of complexity) Mr Peter Adediran;
- **£150 phr** specialist sub-contractors;
- **£100 phr** administrative assistants.