



**Hello and welcome to**  
**Vanywhere**



# Founder's Statement

The idea for Vanywhere was born after a long journey of 20 years in the digital world. I've already spent the majority of my professional life working in the digital space with international brands such as Clinique, Live Person, Avis, Johnson & Johnson, alongside plenty of startups – some of which didn't succeed – while others went on to become successful companies and household names.

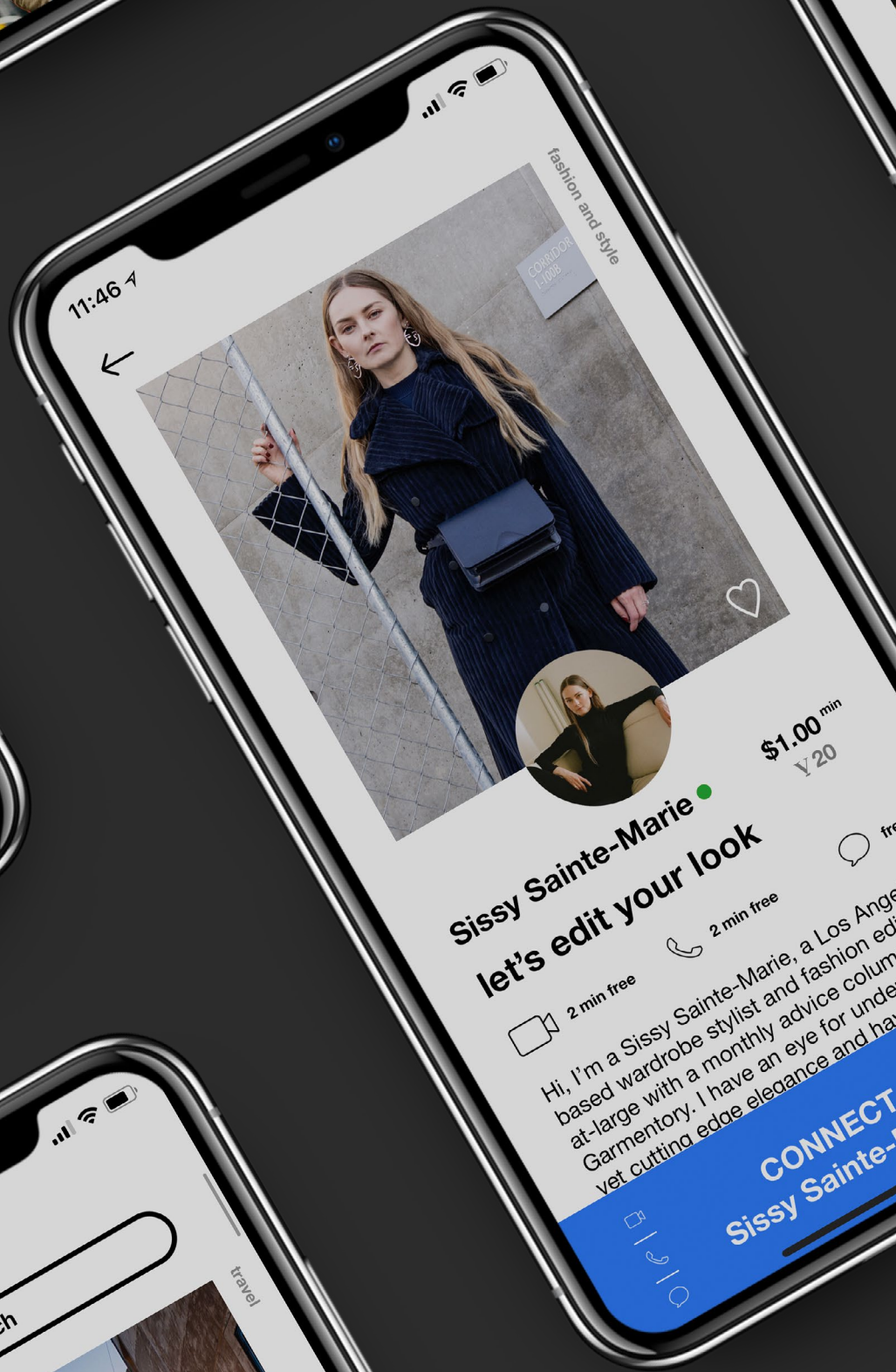
My deep knowledge and experience in the fields of marketing and technology led me to found my own startup. At that time, I didn't know about the blockchain world. I just had an amazing idea that I believed in with every cell in my body. I invested my time and hundreds of thousands of dollars of my own money in developing Vanywhere.

The milestones of building a startup from the initial idea to having a working product and eventually raising money from investors is a long and challenging process that all companies in this space would benefit from. I believe that the process I went through with Vanywhere, and where we've arrived today, proves that if you have a really good idea, coupled with the capabilities and experience to execute it, and an amazing team that works hand-in-hand with you, the right people and investors will eventually be drawn to you and give you the opportunity to succeed. That's how it's been so far.

With my personal investment, we succeeded in building a product and proving that it works, which in turn brought in angel investors. After that, we were accepted to a startup accelerator that dozens of other startups were vying for.

I'm here today because I have an amazing product, and its integration of Blockchain technology will make it revolutionary on a truly global scale. I invite you to read about our journey, to use and experience our product, to experience it, and to get to know the Vanywhere team who has made all of this possible. And of course, I invite you to join us, and be a part of the next big thing.

Rami Shechter, CEO and Founder of Vanywhere



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# Overview

Since the beginning of time people have been working to provide for their basic needs. Some individuals excelled at hunting, while others were better at gathering. Within a community everyone had a role. While early labor centered primarily on providing food, clothing and shelter, as humans began crafting tools, a new group of skilled specialists began to emerge. Those who excelled at fashioning tools could produce enough to trade them for food. As humans continued developing new skills from pottery to textiles, agriculture and metallurgy, society began to value the importance of individual skills. Suddenly, a ceramic jar could be traded for something else, such as yarn, copper tools, or wheat.

When ancient civilizations settled into agrarian societies with stable food resources, widespread specialization began to take hold, creating the basis for commerce. Over the next several thousand years, people became increasingly specialized in their skills, excelling in certain careers and tasks. Fast forward to the Industrial Revolution, the Technological Revolution and we find ourselves at today, on the cusp of a new revolution.

The emergence of specialized skills which began 40,000 years ago, continues to drive our economy today. While salaried workforces were the norm for much of the 20th century, today the freelance economy accounts for 35% of the total US workforce,<sup>1</sup> with 19% of the US adult population having engaged in sharing economy transactions.<sup>2</sup> Technological advances and lifestyle changes have created the conditions for an increasingly remote global workforce. Vanywhere is seizing on this reality to disrupt the marketplace, connect the sharing economy with the new economy, and create an entirely new employment ecosystem.

## source

<sup>1</sup> <https://www.upwork.com/press/2016/10/06/freelancing-in-america-2016/>

<sup>2</sup> <https://www.pwc.com/us/en/technology/publications/assets/pwc-consumer-intelligence-series-the-sharing-economy.pdf>





# The Vanywhere Vision

Vanywhere's vision is to be a comprehensive, mainstream skill-sharing ecosystem that revolutionizes the way people search for and receive solutions. The platform will provide a single address for any kind of need from live advice to freelance projects, online education and more, replacing existing options with a more intuitive, interactive and thorough solution.

Vanywhere believes in the power of human interactions, of talking face to face, of listening and responding in real time. First and foremost, Vanywhere is a platform that is based on - and powered by - individuals. From the people searching for personalized services, to the people providing them, Vanywhere is changing the way they interact with one another and their skills. Vanywhere empowers people around the world to share their passions and time and get rewarded. It creates a pathway to those skills for those who need them.

Vanywhere is committed to building a strong brand based on a real utility with a practical function for mainstream audiences, thereby creating true value in the world.

The Vanywhere name comes from the concept of providing video anywhere. At its core, Vanywhere is a live, skill-sharing platform that allows people to share their skills with others who need them. All interactions happen through live, 1-on-1 video, voice and chat on a cross-platform system. Options for freelance projects and online courses will be added to the platform as well. Vanywhere revolutionizes the way that people share and access knowledge, enabling them to assist one another, monetize their skills, and provide or receive a uniquely personalized service.

Vanywhere is already building a diverse community of people and skills. From chefs to stylists, and programmers to designers, the skills included represent the richness and diversity of the world. Whether connecting live with a celebrity chef while cooking dinner, talking with a crypto expert about the latest IEOs, or getting live fashion advice from a social media fashion influencer, Vanywhere gives people access to personalized experiences they never had before. And it gives the people with those skills a new way to market themselves get rewarded with tokens.

As part of the new ecosystem powered by us, Vanywhere has embraced Ethereum blockchain technology and is bringing cryptocurrency to a mainstream marketplace with its ERC20 token, named VANY. Using blockchain and tokenizing the ecosystem will enable Vanywhere to reduce dependence on 3rd party providers and payment gateways, resulting in lower commissions, direct engagement among the members and for creating incentives for adoption.

As the driving idea behind the brand is that everyone in the world has a skill that they can market and monetize, it is essential that it's truly accessible to everyone. Blockchain technology with peer-to-peer payments democratizes the playing field and gives everyone an equal opportunity to market their skills.

VANY Token will enable Vanywhere to create incentives for adoption for both users and high profile Skillers (Social media influencers/ Celebrities/ Talents). The incentivization program (referrals, bonuses, promotions, etc...) will all be based entirely on the VANY Token, which can be used in the platform at its market value.

## **Real utility, real value**

The strength of Vanywhere is that it has a real world application that is already up and running. The strength of the VANY token will be that it will have a functional utility within the Vanywhere ecosystem, complying with the vision and need of the blockchain technology.

## **Building an ecosystem**

The Vanywhere team has been working on the platform since 2016. The company has developed both iOS and Android apps, conducted user testing and continued to further develop the product. Vanywhere has raised a total of \$700,000 in angel investment, and participated in the HYPE Innovations accelerator. The funds were used to optimize and test the iOS version, as well as to run pilot campaigns, and launch a scalable platform for iOS, detailed in this white paper. The team has conducted extensive product testing to optimize both the platform and the marketing strategy and launched Vanywhere for iOS in Q2 2019.

## **Opportunity**

The freelance marketplace and skill-sharing economy are growing exponentially from day to day. On the one hand, they represent a new vision for a workforce, yet at the same time, they are still tethered by the rules and restraints of yesteryear. The industry is ripe for a disruption, and the time to do it is now. By harnessing the power of live, video chat to give people access to instant, personalized solutions for the first time, Vanywhere fundamentally changes the way that people interact with knowledge. By simultaneously merging that service with blockchain technology that allows for a reduction in fees, incentivization program, Vanywhere is upending the entire foundation of the employment industry, and leading the way to connect the sharing economy with the new economy. The future of skill-sharing is here.



# Product Description

## An Introduction to Skillers

Vanywhere is a platform based on people with skills. Within the Vanywhere ecosystem, they're called Skillers. Vanywhere chose that name instead of experts or professionals, based on the company's belief that everyone has a skill. It might be their profession, but it could also be a hobby or an interest. Above all, it's something that they excel at, are passionate about, and want to share with others.

By creating the concept of the Skiller, instead of relying on experts or professionals alone, Vanywhere will open up the skill-sharing economy to a larger community of people, giving them the opportunity to monetize their skills. For Skillers who are hobbyists and could only share their skills with family and friends, Vanywhere gives them a platform to reach a larger audience. For professional Skillers, Vanywhere creates new channels that never existed before. For instance, a fitness trainer with a following on YouTube can now give live, 1-on-1 pointers to followers, and create custom exercise plans for them, while monitoring their weekly progress. Skillers are perfectly suited to tap into the intuitive power of live video chat, which isn't fully being harnessed by any other skill-sharing platform.





# Types of Skillers

## Skillers can be defined by different categories and types.

**Influencer Skillers** are social media influencers and micro-influencers with an army of loyal followers who look to them for guidance and advice in their field. They are people that others look up to as thought leaders with valuable insights and skills to share. Vanywhere offers them a unique opportunity for 1-on-1 engagement with their audience, and an innovative way to directly monetize their followers on an individual basis. For micro-influencers (with 10K-100K followers), this revenue channel is particularly important, because they haven't yet reached the threshold where they're earning meaningful revenue for sponsorship deals. Vanywhere gives these "long-tail influencers" a game-changing platform to deliver personalized, added value services.

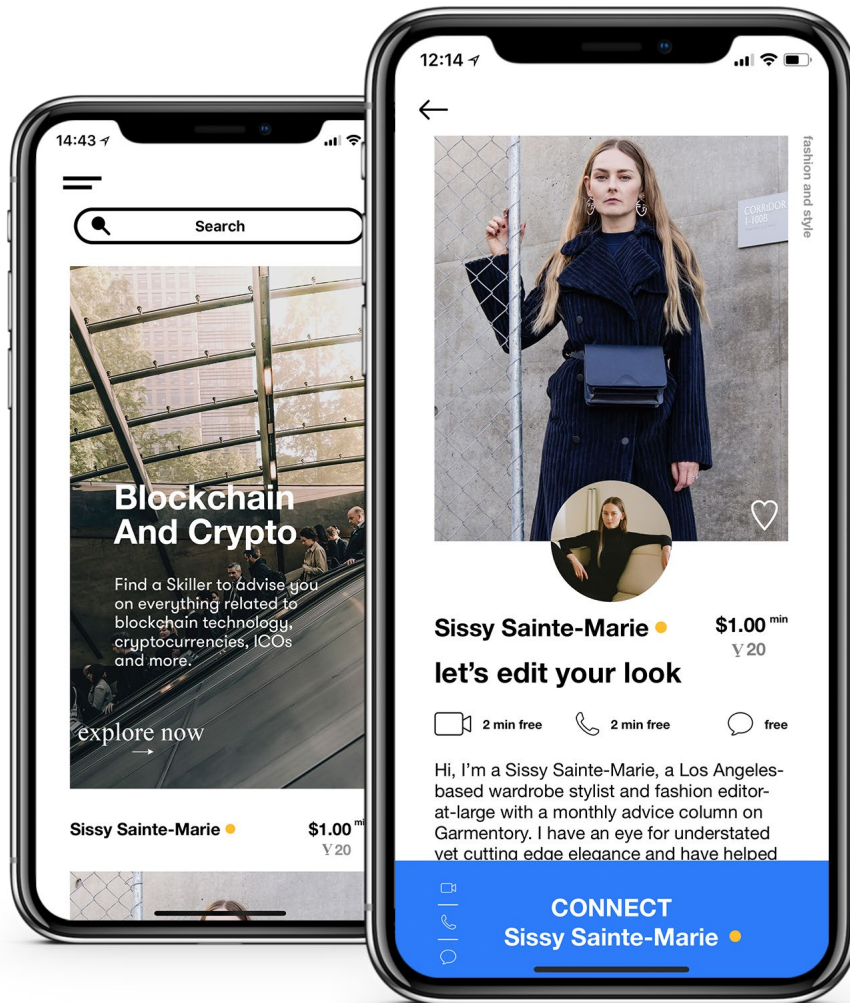
**Professional Skillers** are trained professionals and freelancers who are experts in their fields. These could include accountants and copywriters, nutritionists and makeup artists, computer programmers and fitness trainers, among others. They are people who are currently using centralized solutions, such as freelance marketplace apps, to generate income from their knowledge and skills.

**Everyday Skillers** are ordinary people with extraordinary skills. They could know everything about jazz music, be great at putting together IKEA furniture, or know all the best local restaurants in New York. These are people with skills that they're eager to share with anyone who wants to listen.

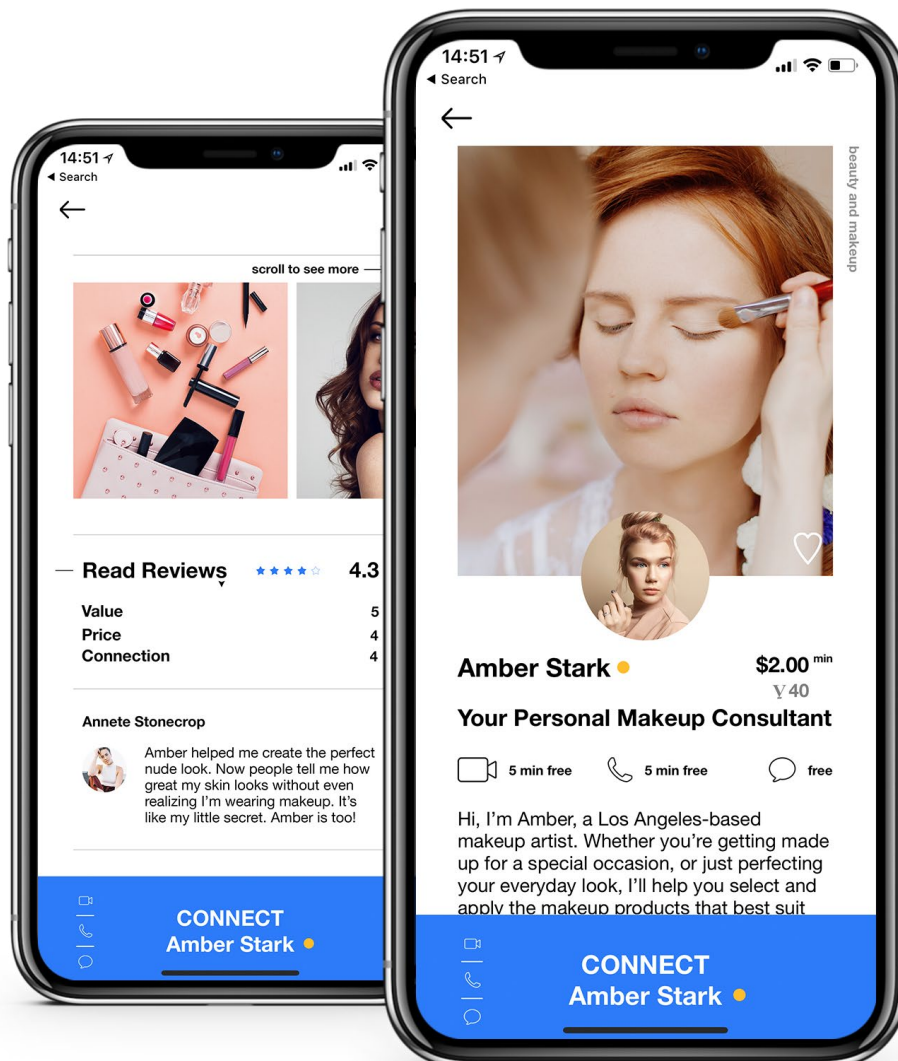
# The Vanywhere Mobile App

The Vanywhere platform is a skill sharing App that connects people seeking and offering live services and personalized solutions. Users choose to connect through live video, voice or chat. [DOWNLOAD THE VANYWHERE IOS APP HERE](#).

The user experience has been designed and tested to be intuitive and engaging. Users can browse through the feed or use the search bar to find specific categories, individual Skillers or the desired skills. The feed is constantly updated with original content, the editors' choices and the hottest Skillers on the platform.

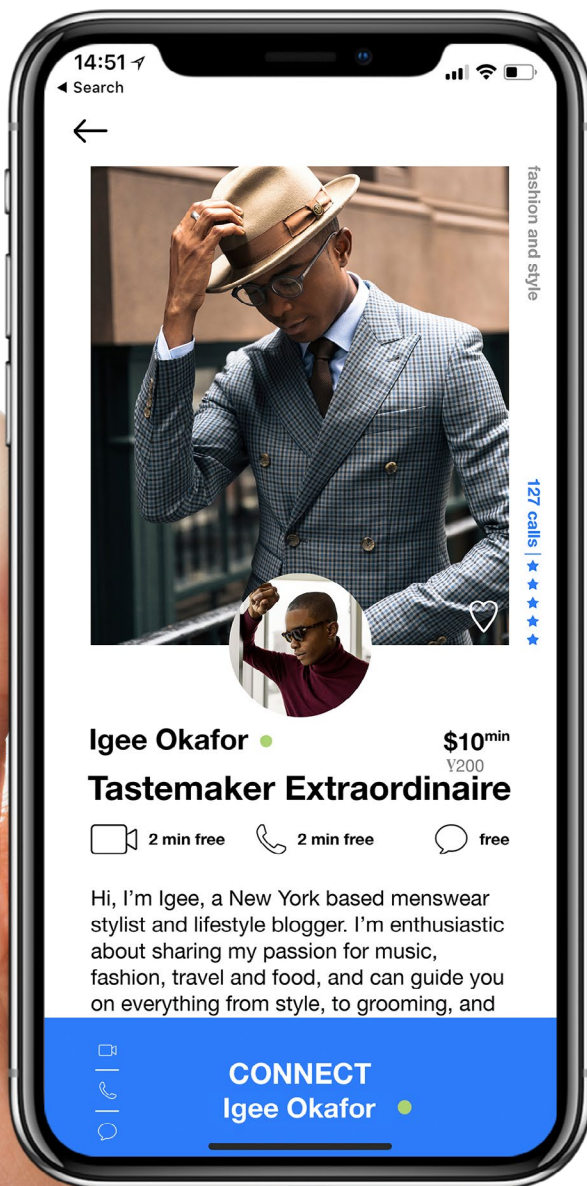


Every Skiller has a profile that describes themselves and the services that they're offering. They also have a portfolio where they can upload pictures of their work, or images related to the skill that they're offering. The Skiller's profile also includes reviews and ratings by other users.



Skillers set their own price per minute for video and voice calls, and are paid directly by users. Skillers can choose to offer text messages for free or charge by the minute for conversations.

Skillers have the option to offer the first 1-5 minutes free as a way to understand the User's needs, establish a personal connection and build trust in the Skiller's abilities. Offering a few minutes for free creates an added incentive for users to call or continue a conversation into paid chat.



— **01** Find a Skiller who meets your needs

— **02** Choose how to connect (video, voice, chat)

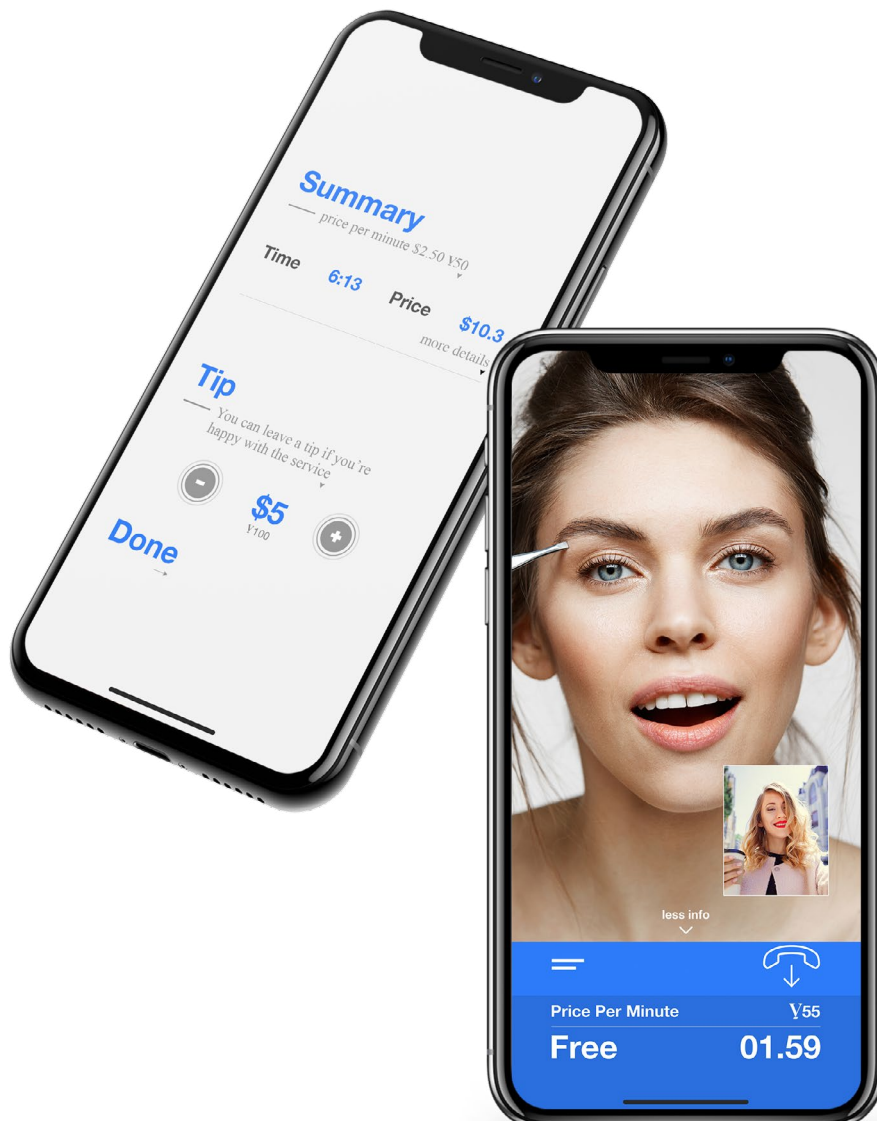
— **03** Get instant, personalized advice, answers and solutions

— **04** Seamlessly transfer payment

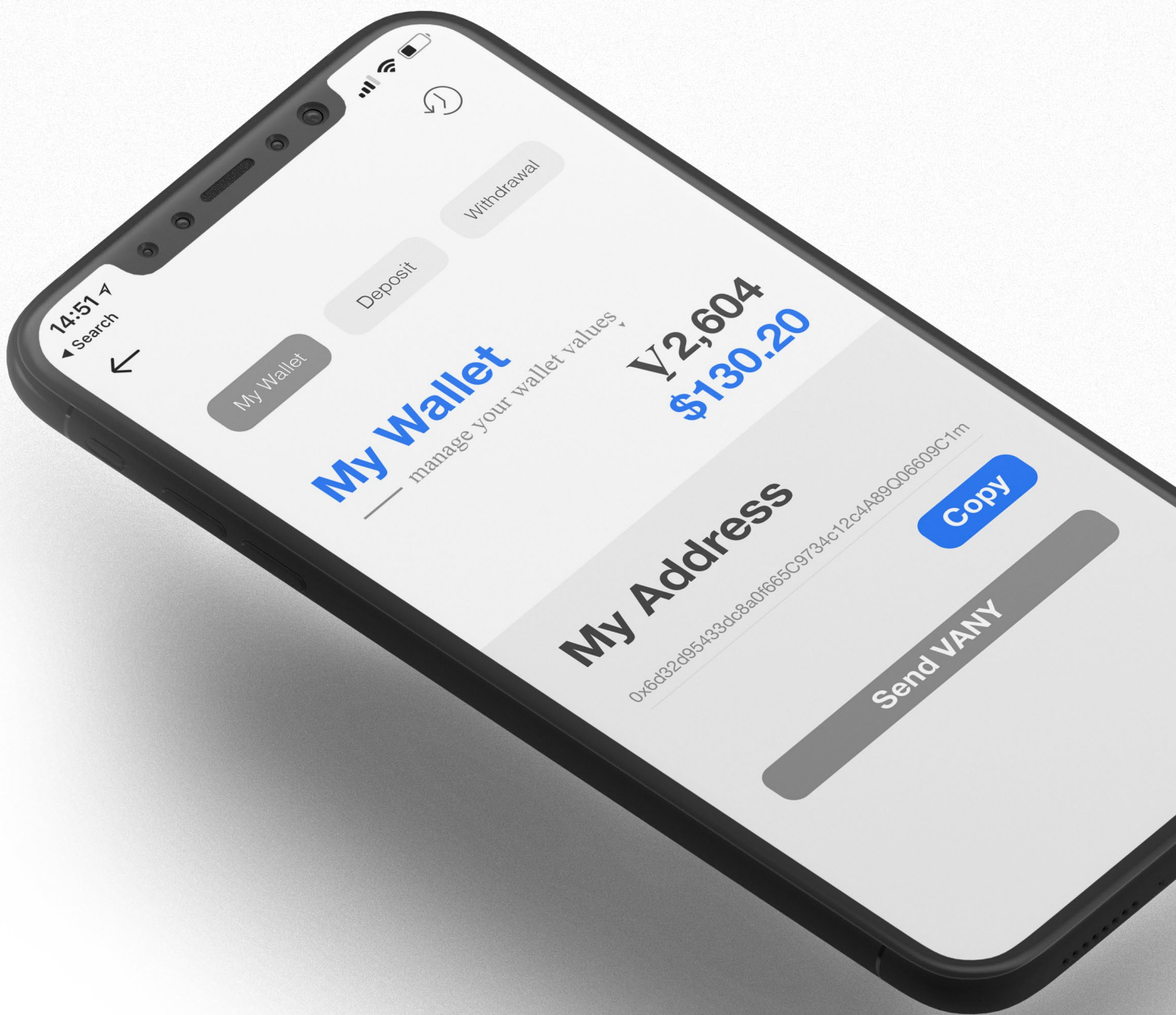
— **05** Leave a review and rate your Skiller



When a User begins a call, the price and time counters are displayed in a bar on the bottom of the screen. After a few seconds, the bar drops down to provide a full-screen view. It can be clicked on and opened at any time. The platform features a flip camera option, enabling Users and Skillers to easily communicate and share what they're looking at. During video calls, the user has the option to turn off their camera and only see the Skiller. There is an option to activate the phone's flash during a video call if a light is needed.



At the end of each call or text chat, users have the option to leave a tip (in fiat or VANY tokens), and write a review about the Skiller. Users could tip Skillers even if the conversation ended within the window of free time because the Skiller was able to provide their service quickly and efficiently. The possibility of receiving a tip gives Skillers an added incentive to provide excellent service.



All VANY tokens will be stored in the embedded digital wallet feature in the Vanywhere app itself.



# Future Features



Vanywhere will develop a desktop/web-based version that includes features such as file and screen sharing. This version will be especially helpful with the freelance projects, gigs and courses outlined below.



Vanywhere will add in an option for gigs. These are offline projects which are traditionally done by freelancers and contract workers, such as writing or designing. Users can contact Skillers directly, or post a gig/brief on the platform and receive bids from Skillers to perform it. Skillers can sign up for alerts to be notified when a gig that matches their skills has been posted.



Vanywhere will offer online courses and exclusive content created by Skillers. Courses can be prerecorded or live, with multiple users joining in. In addition to Skillers offering exclusive content, Users can request a group Session with a Skiller (such as a cooking class). If the Skiller accepts, they create a signup sheet for others to join.



Vanywhere will use the platform to raise funds for worthy causes. Celebrities and industry leaders will donate their time to a cause they care about. Users will be able to connect with them in live, 1-on-1 conversations with all proceeds donated to the charity selected.

# Product Testing

Vanywhere has engaged in extensive testing of the product to fully understand market behavior and the technical aspects of the platform, thereby enabling the team to gain deep insights, to streamline and optimize all of the processes. Vanywhere's iOS platform was live in the iOS Appstore, and downloaded by hundreds of real users for testing. The test was active in six verticals: tech support, travel, fashion styling, beauty, fitness and food. Vanywhere selected these verticals based on market research and rich data which revealed them to be fertile areas. (Vanywhere's methodology is discussed later in this white paper.)

## Fashion and Styling

Vanywhere delved deep into the world of fashion styling to understand consumer behavior, habits and trends, particularly in relation to social media and online shopping. Additionally, Vanywhere researched the needs and practices of professional and aspiring fashion stylists, and performed a competitive study of other players in the field. Among the notable findings were that:

57% of beauty/fashion companies use Influencer Marketing<sup>3</sup>

70% of teenage YouTube subscribers trust influencer opinions over traditional celebrities<sup>4</sup>

86% of women turn to social networks before making a purchase<sup>5</sup>

These statistics coupled with our discussions with potential Skillers and users in this space, and other facts prove the market to be ripe for Skillers in the fashion styling vertical who can provide live, personalized styling advice. This vertical is particularly well suited to social media influencers who already have loyal followers who look to them for fashion inspiration and advice.

### source

3 <https://www.fashionmonitor.com/#/free-blog/5-ways-to-check-whether-an-influencer-is-authentic/LL>

4 <https://www.thinkwithgoogle.com/consumer-insights/youtube-stars-influence/>

5 <https://www.alistdaily.com/social/study-why-women-turn-to-social-media-for-purchasing-decisions/>

## Food

Vanywhere researched the world of food, from cooking to food styling and nutrition. With the explosion of foodie culture and growing popularity of cooking content on television and online, the food vertical proved to be promising as well.

Research revealed that:

48M Americans define themselves as foodies<sup>6</sup>

There are over 244M Instagram posts for #food,<sup>7</sup> and over 140M for #foodporn<sup>8</sup>

50% of adults watch food content on YouTube, with millennials watching 30% more than other demographics<sup>9</sup>

59% of Millennials cook with either their smartphones or tablets nearby<sup>10</sup>

68% of Millennial moms watch food videos while cooking<sup>11</sup>

75% of the growth in food channel viewership is coming from mobile devices<sup>12</sup>

How-to content related to food on YouTube generated 419M views in 2014<sup>13</sup>

The popularity of food-related content, and the high percentage of people who watch cooking videos while preparing meals justified the rationale for this vertical. Celebrity chefs, food bloggers and niche gurus who specialize in specific diets such as vegan, gluten-free and paleo, have loyal followers who are eager for personalized attention and coaching in the kitchen.

## Recruitment Testing

Vanywhere includes both a supply (Skiller) side and a demand side (Users). We began the product testing with the supply side. We ran digital media campaigns to recruit Skillers, targeting them on social media channels such as Facebook and Instagram, as well as on Google, YouTube, Craigslist and job search sites. Thousands of people responded and filled out applications to become Skillers. We interviewed all Skiller applicants and selected the strongest candidates to be beta Skillers for the test. Additionally, we recruited social media micro-influencers with 20K-100K followers to be Skillers in the selected verticals. We tested targeted campaigns to promote them as Skillers on their social media platforms in general, and to their followers in particular. Throughout the testing, we optimized the recruiting process by employing a variety of marketing and advertising techniques. We tested funneling, conversation rates, targeting and retention to refine and enhance the process of recruiting Skillers. On completion of the test period, exit interviews were conducted with all Skillers to fully understand and incorporate their feedback into the ecosystem.

On the demand side, we recruited real users through Facebook, Instagram, Twitter and Google to be testers on the platform. We tracked the users' engagement with Skillers, with a focus on which Skillers and verticals they chose, and how long their conversations with Skillers lasted. At the end of the test period, users were interviewed to learn from their feedback about the Skillers and the product flow in order to further refine and optimize the user experience.

### source

6 <http://www.ift.org/Newsroom/News-Releases/2016/August/24/Foodies.aspx>

7 <https://www.instagram.com/explore/tags/food/?hl=en>

8 <https://www.instagram.com/explore/tags/foodporn/?hl=en>

9 <https://www.thinkwithgoogle.com/consumer-insights/millennials-eat-up-youtube-food-videos/>

10 <https://www.thinkwithgoogle.com/consumer-insights/cooking-trends-among-millennials/>

11 <https://www.thinkwithgoogle.com/consumer-insights/millennials-eat-up-youtube-food-videos/>

12 <https://www.thinkwithgoogle.com/consumer-insights/millennials-eat-up-youtube-food-videos/>

13 [https://www.thinkwithgoogle.com/search/#?query=&page=0,0&sort\\_field=date&limit=12&locale=en-us&current\\_source=data\\_points](https://www.thinkwithgoogle.com/search/#?query=&page=0,0&sort_field=date&limit=12&locale=en-us&current_source=data_points)

# Testing:

## Apple Case Study



26% User  
Engagement



Over 1M Google  
Search Requests



Average Call Times  
Lasting 4:30 min

iOS technical support was among the verticals that we tested. Market research revealed that there are 1M Google search requests<sup>14</sup> every month for the Apple support. Based on the insight that a large cross-section of consumers prefers to speak with Apple support on the phone instead of seeking online help through Apple forums and discussion groups online, we invested heavily in this vertical.

We ran targeted campaigns on Facebook, Twitter and Google to recruit Apple enthusiasts to be Skillers and on-boarded them into the platform. We received hundreds of requests from people wanting to be Apple Skillers. We had them fill out an application, and chose the best to become Skillers. Once their profiles were live, we launched digital campaigns targeting users looking for Apple tech support, and connected them with Skillers through live video chat. Topics discussed included: syncing to the iCloud, configuring iTunes, and troubleshooting macOS Sierra.

The test revealed 26% user engagement, from download to a call, with average call times lasting 4 ½ minutes. At the completion of the test, we received positive feedback from both Users and Skillers. A majority of Skillers revealed that they were motivated by helping people, with the goal of earning money being secondary to them. Users universally enjoyed the personal connection of video chat, and found it easier to explain themselves and understand the Skiller's answers when talking face to face with a real person.

source

14 google keyword planner – "Apple support

# Go To Market Strategy

Vanywhere's vision is to be a multi-vertical platform, but it is unrealistic to launch with all verticals at once. (A vertical is a market category such as travel or fitness.) Just as companies such as Amazon began with a singular focus – in their case, books – before expanding to become the comprehensive marketplace that they are today, Vanywhere will begin with several verticals and add more over time, to control our strategic growth.

The Vanywhere team has developed a proprietary methodology, based on combined 40+ years in the digital space, which allows each vertical to be thoroughly tested and vetted before launch. Vanywhere understands the value of branding and emphasizes building strong brand awareness supported by original content creation to advance the Vanywhere brand, each vertical.

## The stages of assessing a vertical:

### 1. \_\_\_\_\_ Market Research and Testing

The Vanywhere methodology begins with extensive market research and testing. Verticals are selected and tested based on their market share and potential to determine if there's a strong enough base to support a vertical. Vanywhere gathers relevant data and studies competitors to ascertain if there are other players in the space, before arriving at a decision.

### 2. \_\_\_\_\_ Recruiting Skillers

Vanywhere recruits a proportional number of Skillers for each vertical in relation to the size of the market. Among the spread of Skillers recruited are those who are active leaders and influencers in their fields to anchor each vertical.

Recruitment campaigns will target freelancers, headhunters, and micro-influencers (all in the tested vertical) to build a database for each vertical. After recruiting the Skillers, they will be interviewed to ensure that they meet the company's standards, and assisted in creating their profiles if need be.

Recruiting the proper balance of Skillers and Users is critical for success. Based on the number of Skillers recruited for any given vertical, Vanywhere will recruit an appropriate number of Users to gather insights about the User/Skiller trends and dynamics in the selected vertical.

Once they are recruited, all Skillers will be reviewed and approved by the Vanywhere community.

### **3. \_\_\_\_\_ Recruiting Users**

Vanywhere will conduct controlled recruitment campaigns for potential users. This includes people who are followers of social media influencers, existing clients of freelancers who have become Skillers, and specifically targeted focus groups that have different levels of interest in the tested vertical.

### **4. \_\_\_\_\_ Data analysis**

After compiling the data, Vanywhere uses its proprietary modeling and tools to analyze and mine the data for results. Through monitoring the users' interactions within the vertical, Vanywhere can determine and predict its potential for success. If the results meet the initial goals that were set, and the data gathered from conversations with Skillers and users is promising, Vanywhere moves ahead.

### **5. \_\_\_\_\_ Growth**

When a vertical shows promise, Vanywhere's strategy is to grow it by increasing brand awareness about both Vanywhere and the vertical until the vertical reaches a base. Vanywhere will create original content along with PR about both the vertical and the brand, including news spots on relevant channels, and articles in the leading online and print forums.

While Vanywhere's methodology will be the primary engine for growth, the company is leaving the door open for organic growth. Organic applications from Skillers in every field will be approved. The fact that Vanywhere is testing or growing certain verticals doesn't mean that we're limiting the platform to those verticals alone.

## **Optimization**

Throughout the process, Vanywhere will engage in continued optimization and maintenance of the verticals based on what they learn through real-time analytics. As a consumer-facing company, the Vanywhere team will put their experience to work in ways that few cryptocurrency companies have done.



# Business Model

Payments occur through Vanywhere's wallet using Stripe. VANY tokens which adhere to the ERC20 token standard will be used for bonuses, promotions, referrals, etc. and as a native payment method within the Vanywhere usage.

Vanywhere's main source of revenue comes from charging a commission on all transactions on the platform. Skillers set their own price per minute, or project fee for offline gigs, and we charge a 20% commission on the total amount paid for these calls and projects.

Vanywhere also created new revenue channels such as B2B partnerships, native ads, promoted content and freemium options, which will be used as another source of revenue to assist us to grow and expand our ecosystem.

B2B partnerships allow brands and corporations to become leaders in the new economy by sponsoring an entire category on Vanywhere. They can staff the category with social media influencers who are already part of their marketing strategy, or engage new ones to become Vanywhere Skillers. As Skillers, these people give added value to customers, and can also offer promotions such as coupons to be used on the sponsoring company's products.

Examples of this could include a cosmetic company sponsoring beauty Skillers who give makeup tutorials using the brand's products, and make personalized product recommendations to users. They could also include a technology company migrating their customer support to Vanywhere, and having Skillers provide live, video support instead of requiring users to call a telephone help line or come into a physical store. They can also place native ads or promoted content in the feed to promote their Skillers and products.

An additional revenue channel is Skillers paying to promote their profile in the feed, category and search results screen. Research shows that the most effective way to reach consumers is through native ads which they view 53% more than display ads.<sup>15</sup> 25% more consumers engage with in-feed native ads than standard banners.<sup>16</sup>

Promoted content will be featured in the feed, search suggestions, search results, and will always be marked as sponsored. This content will always feel native to the platform and will be used to promote Skillers, verticals or future B2B partnerships. All of these transactions will be made available using the VANY tokens.

source

<sup>15</sup> <https://www.sharethrough.com/resources/in-feed-ads-vs-banner-ads/>

<sup>16</sup> <https://www.sharethrough.com/resources/in-feed-ads-vs-banner-ads/>

# Initial Vertical

## Creators and Social Media Influencers

Influencers have a wealth of knowledge that their followers want to tap into. While there are platforms that allow influencers to charge for exclusive content, there aren't any platforms for live, 1-on-1 interactions that provide personalized added value and engagement.

There are currently 170K active social media influencers in the US, Canada and UK, with over 90% of them classified as micro-influencers. Together, they have a combined social reach of 7.3B followers, but unlike the Kim Kardashians their options to monetize are minimal, with most interactions limited to direct messaging, and they are always looking for additional revenue channels.

## Vanywhere Advantages for Influencers and their Fans

**Privacy** - All connections happen through the Vanywhere platform, influencers never have to give out their personal email, phone number or skype name to connect with followers.

**Payments** - Vanywhere has built-in monetization. The moment a user initiates a connection, payment is collected, so influencers never have to track down money, or deal with third party payment services like PayPal.

**Personalization** - Every interaction is truly personalized, as the influencer is speaking 1-on-1 with their follower and responding to their specific questions and needs.



### Privacy

No need to share personal contact information.



### Payments

Built-in monetization system.



### Personalization

Live, 1-on-1 interactions answer specific needs.

## Key Stats

**34.33%** — from download to video/voice call

**20.2%** — 20.2% of engaged users are paying users

## Vanywhere and Esports influencers

### The Esports industry is growing fast.

It's led by streamers who use platforms such as Twitch, Mixer, Huya, and others. On average they're each streaming four hours per day. Twitch alone has two million streamers.

### Streamers monetization channels:

Most of the monetization channels currently available to streamers are dependent on outside parties or the platforms themselves. These channels include:

- Paid subscription revenue to streamers' official channels
- Donations
- Advertising revenue
- Brand sponsorships
- Professional gaming (tournaments)
- Affiliate sales
- Merchandise sales

However, there's something missing from the ecosystem. While fans do have some access to streamers, to date, there are no meaningful value exchange channels between streamers and their fans.

Vanywhere changes that by putting fans and streamers in direct contact with one another. It also gives streamers control over monetizing their fans instead of relying on the platforms or third parties to create opportunities for them. Streamers set their own price per minute for video and voice calls, and generate revenue while engaging with their fans.

### Millennials and Gen Z seems to value sincerity.

Data reported by CNBC shows that authenticity is an important value for Gen Z. Streamers' content is consumed more than ever before, and is expected to grow substantially in the coming years. In being the first platform to capitalize on live, 1-on-1 connections between streamers and fans, we have the opportunity to create, define, and dominate the market.

### Vanywhere Advantages:

#### For streamers:

**Privacy** No need to share personal contact info

**Payments** Built-in monetization system

**Engagement** New channel for meaningful interaction with fans

#### For fans:

**Personalization** Live, authentic, 1-on-1 interactions

**Integration** Becoming a part of the stream

**Experience** Unique opportunity



# Utility of The Token

As part of the new economy, Vanywhere will embrace blockchain technology and will be bringing cryptocurrency to our mainstream marketplace with the VANY token.

Using blockchain and tokenizing parts of the ecosystem will enable Vanywhere to reduce dependence on third party providers and payment gateways, resulting in dramatically faster transactions as well as lower commissions.

As the driving idea behind our brand is that everyone in the world had a skill that they can market and monetize, thus it must be truly accessible for everyone. Blockchain technology with its peer-to-peer and its transparency democratizes the playing field and gives everyone an equal opportunity to market their skills, even if they do not have a bank account.

The strength of Vanywhere is that it has a real-world application and the power of the VANY token is that it will be the core functional utility throughout the Vanywhere ecosystem.

VANY Tokens will enable Vanywhere to create various incentives for greater adoption of our ecosystem, for both users and high profile Skillers (Social media influencers/ Celebrities/Talents). The incentivization program will include referrals, bonuses, promotions and more. All incentives will be based entirely on the VANY Token, which could be used within the platform.

As VANY Tokens will be distributed to all users that help the growth of the platform, it has the potential to become a gateway to cryptocurrency for many users and influencers who not necessarily familiar with cryptocurrencies. Vanywhere business model creates an ecosystem solely around the VANY Token, by imbedding it as an integral part of our product that has already been endorsed by social media influencers all over the world.

## Token Staking Features:

Both users and Skillers will have incentives to stake the tokens for the following benefits:

**1. Commission discounts (Skillers)** - Skillers who will hold VANY Tokens in their wallet will pay fewer commissions, as the more they will hold, the more their commissions will decrease. Standard Vanywhere commission is 20% and will gradually reduce, up to 0.5%, based on the staking amount of VANY Tokens the Skiller will hold.

Stacked VANYs (USD Value)	% commission
0	20
50	18
100	16
200	14
300	12
400	10
500	8
750	6
1,000	4
2,500	2
5,000	0.5

\*The above table will be amended from time to time and can be found on the Vanywhere website upon launch.

**2. Voting (Users)** - Vanywhere will enable community members to review pending Skillers applications. Users will be rewarded with VANY Tokens for voting and on pending Skiller profiles, whether they approve or disapprove. The power of voting will increase based on VANY Tokens a user holds.

**3. Platform promotions (Skillers)** - Skillers who hold VANY Tokens will get discounted prices for native promotions on the platform (highlighted profile in search results, feed, categories and more) and will be updated from time to time on the platform.

## Vanywhere and the US Market

VANY token will be restricted for purchase and use by US residents on the platform in order to fully comply with current regulation and will not be able to participate in the token listing and trading.

Therefore, and in order to allow US residents to engage and benefit the use of blockchain features on the platform we will consider launching a complimentary token, designed for the US market, pegged to \$1 USD, in accordance with the SEC guidance regarding cryptocurrencies. ruling of the TurnKey Jet Case<sup>17</sup> and Pocketful of Quarters<sup>18</sup>.

US residents will not be able to withdraw the token, but only fiat money (1:1 ratio) and all funds will be segregated and not used for any expenses.

## Cross Border Transactions

In any event a transaction that involves both US resident between a non-US resident, a real time conversion will be made between the VANYD (Pegged token) and the VANY token utilizing an automated mechanism to be made.

source

<sup>17</sup> <https://www.sec.gov/divisions/corpfin/cf-noaction/2019/turnkey-jet-040219-2a1.htm>

<sup>18</sup> <https://www.sec.gov/corpfin/pocketful-quarters-inc-072519-2a1>

# Competitive Analysis

**Cameo** is a platform that allows people to book a personalized shout-out from their favorite celebrities or influencers. While Cameo offers a personalized, recorded greeting, they don't offer an actual interaction where the influencer can engage the follower, give added value, and drive future options for monetization.

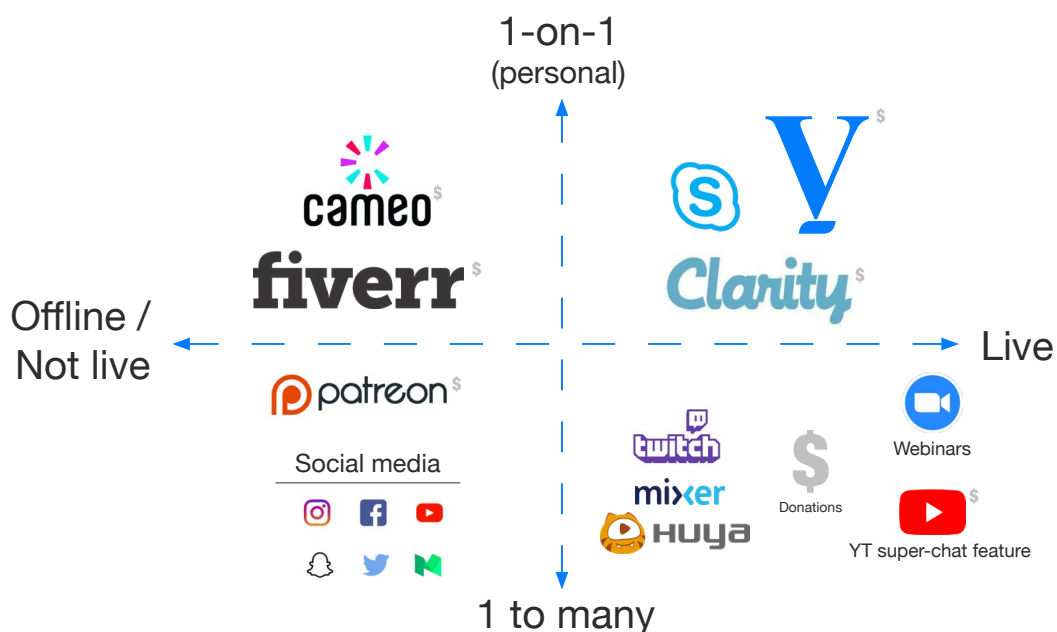
**Clarity** is an online gateway that connects users with experts for advice on all aspects of start-ups. Users request to schedule a voice call with Experts who have 72 hours to respond.

**Patreon** is a platform for creators to be funded by their followers, who in essence become modern day patrons. There are currently 2M active patrons funding 100K creators to the tune of \$150M this year alone.

**Fiverr** is an online freelancer marketplace where users can search for and hire freelancers to do offline jobs. All interactions happen through written correspondence on the platform.

## Landscape

\$ = Built-in monetization tools





# The Vanywhere Team

The Vanywhere team is comprised of seasoned professionals with over 40 years of combined experience in the digital marketing and technology spaces. The majority of the team has been working together for several years, with a proven track record of success.



**Rami Shechter**  
CEO and Founder

For the past 30 years, Rami has been at the forefront of the digital advertising industry in Israel. He has founded and lead a number of successful agencies specializing in digital marketing, social media and e-commerce, working with both Israeli clients and international brands including LivePerson, Clinique, Pizza Hut, Warner Brother and Avis among others. Prior to that, he was a pioneer in Israeli radio, founding Radio Ezori (Regional Radio) in 1995, and creating an advertising model that brought the station to full penetration within the Israeli market within a short period of time. Rami is experienced in advising and accompanying businesses in every stage of development from initial idea to successful launch and beyond. He holds a Bachelor of Arts with 2nd division honors in Business Management from The University of Derby.



**Itay Shechter**  
Cofounder & COO

Itay has extensive experience in product building, product management, and team management. His work as a consultant and advisor to tech startups in Israel and Korea has led to multiple speaking engagements at technology conferences and forums around the world. As cofounder and COO of Vanywhere, Itay manages the team, product development, and all business operations. Prior to founding Vanywhere he was the Media Marketing Manager at Hi-Net interactive agency, working with a roster of Israeli and international clients. He has handled every aspect of media planning from the development and management of media, creative and social media strategies and campaigns to hands on media buying and KPI optimization. While at Hi-Net, he managed the media team at the agency, as well as overseeing the PPC department, and the outsourcing of projects. His works have been recognized by Facebook and featured in their business success stories. Itay holds a Bachelor of Arts in Media Studies and Management from The College of Management - Academic Studies.



— **Niv Kantor**  
CTO

Niv has over 20 years of experience in development, SAAS platforms, mobile apps, product management and advertising. Senior consultant for digital technologies, formerly 7 years as CTO at McCann Israel, a partner and CTO for 8 years at a software program 'OLIVE INTERACTIVE' Focused on web development, SEO, SEM and display advertising. Partner and founder of the digital advertising system iCreate. Working with leading international advertisement agencies & brands such as: Microsoft, Nespresso, & Unilever and others.

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— **Einat Kahlon**  
Business Development

Einat has more than 12 years of extensive experience in the foreign exchange market combined with high business development capabilities mainly in financial markets and technology platforms. Specializing in opening new markets for innovative Israeli products and companies over sea. Einat has entrepreneur soul and she established 2 startup companies. After that she established "GO360" - a disruption agency. Go360 is made up of a boutique team of business and technology experts. Now, Einat is part of Vanywhere team and responsible for business development and investor relations. Einat served in the elite intelligence unit in the IDF and holds Executive MBA in Finance from Baruch College, Zicklin business school, New-York.

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— **Paul Fischer**  
Creative Director

Paul has been working in branding, innovation and marketing for the past 15 years, with a focus on brand identity. As a writer and content strategist, he has crafted unique digital, print and mobile content for some of the world's leading brands, including Coca-Cola, Diageo, Johnson & Johnson, LVMH, MTV Networks, PepsiCo, Proctor & Gamble, Starwood Hotels, Teva Pharmaceuticals and Verizon. In addition to his branding work, he spent over ten years in New York's film and television production industry. Paul holds a Bachelor of Arts from Oberlin College, and a Master of Arts from New York University.

# The Vanywhere Advisory Team



**Bill Shihara**

Co Founder and CEO of Bittrex

Mr. Shihara is recognized as a leader in the blockchain and crypto worlds, having created a trusted trading platform that lists some of the world's most innovative blockchain projects. Prior to founding Bittrex, he was a Security Engineering Manager at Amazon, and the Manager of Security Threat Analysis and Security Engineering at BlackBerry. Before that, he spent 11 years at Microsoft working on the Trustworthy Computing team and on the Windows Operating System.

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**Jason Chung**

Esports Professor at NYU

Jason Chung is an attorney currently serving as Visiting Clinical Assistant Professor at the Tisch Institute for Global Sport at NYU where he spearheads the Institute's commitment to the study of esports and liaises with the industry. Professor Chung's interdisciplinary approach to understanding the history, growth and future of esports stems from his diverse international background in law, business and public policy in both the public and private sectors. His previous roles include time as a senior researcher at NYU Sports and Society, an attorney in the financial sector in Hong Kong and a public servant in various policy, programs and investigations roles for the Government of Canada. He regularly writes on issues at the intersection of sport, technology and health including esports governance, data privacy, AI regulation and youth health and safety issues. He has also been an expert presenter on data privacy for the U.S. Department of Health and Human Services, the Law & Technology editor at The Health Care Blog and is currently the co-founding editor of The Deductible, an online publication regarding health care issues. Jason holds common and civil law degrees from McGill University's Faculty of Law (B.C.L., LL.B.), a Masters in Political Science from the Universiteit van Amsterdam (M.Sc. cum laude) and a Bachelor of Arts, Honours from McGill University's Faculty of Arts (B.A. Hon.).



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### **Michael Perez**

Former GM of Consumer LivePerson

Michael is a seasoned global consumer business leader and entrepreneur, He's the founder of FaceValue - an innovative mobile marketing firm that's growing at a rapid pace and formerly was the GM of Consumer Business in LivePerson (LPSN) which he led into a high growth and a high margin business. Prior to that he served in a few technological and business leadership roles including a startup he sold - Tripim.com - at the age of 21. Michael brings strong strategic and operational skills together with vast experience in building, marketing and growing global online consumer businesses.

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### **Pnina Eytan**

CEO Inovgate Singapore

An entrepreneur with vast experience in executive management, Eytan has a proven track record in leading international businesses to growth and revenues. She was the co-founder of several startups and former Head of Software Alliances at the Amdocs group of companies. As part of her work with Amdocs and Tier 1 telecom companies, Eytan helped recruit in dozens of companies to various innovation centers. Leveraging her business and technology skills and worldwide connections, especially in Singapore, Eytan assists companies in strategic planning and business growth.

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### **Melanie Weisner**

Professional poker player

Melanie Weisner is one of the most accomplished female poker players of all time. She has over \$2 million in tournament earnings, thirty-one WSOP cashes, multiple EPT Ladies' Event titles, and has held the world number one online ranking in heads-up tournaments. She has been featured on ESPN's World Series of Poker, NBC's Poker After Dark, Premiere League, Late Night Poker, and many more. In addition to playing professionally, she devotes her talents to coaching. Her students regularly dominate live cash games and hold titles in major events. Partnering with Vanywhere, she hopes to pave the way for a new era of top-tier gaming instruction with one-on-one coaching via a blockchain-based platform.



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### **Samir Bandali**

PR & Partnerships Manager at Coinpayments

A passionate and motivated cryptocurrency advocate for over 2 years, Samir has a strong background in Computer Science, Financial Management, with a wealth of experience in Client Relations. Starting out as an enthusiast and investor, he quickly used his interpersonal skills to develop a widespread global network in the industry. Samir's unparalleled passion for decentralization fuels his drive as the Director of Strategic Partnerships for CoinPayments Inc, a multi currency wallet solution offering support for over 125 digital currencies as well as merchant plugins for ecommerce solutions such as Shopify, Magento and WooCommerce.

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### **Lior Boker**

Business Development, WIX

Lior has been active in the technology and media business for over 25 years with special emphasis on new media (broadcast, web and mobile). He has a vast knowledge of international media markets, as well as building world-wide distribution channels and market penetration strategy. Lior is a member of senior management and serves as a board member and in advisory roles of international media technology firms, and was active as a founder and investor in numerous companies. He has previously served as a founder, director, advisory board member and VP business development at several technology companies including; Vizrt (symbol VIZ), Kit Digital (symbol KITD), WIX, Unicell, Tweegee, Tvinci, Navigaya, Tradomatics, Actus Digital, LNY Media, iSOCIA, Apester and more.

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### **Joel Telpner**

Partner Sullivan & Worcester LLP

Joel Telpner is a partner with the global law firm, Sullivan & Worcester LLP's, located in the firm's New York office. He is a seasoned advisor, strategist and problem solver. Mr. Telpner brings more than 30 years of legal experience in a career that includes time as an AmLaw 100 partner, the former U.S. general counsel of a global financial institution, and a venture capitalist. He is a highly sought after legal advisor in the blockchain space, actively working with a large number of clients in structuring token distributions. He is leading policy initiatives on global regulatory issues for blockchain on behalf of the Global Blockchain Business Council and the Blockchain Research Institute. He is also a member of the Wall Street Blockchain Alliance's Legal Working Group, which is developing guidance on best practices for ICOs.



— **Tal Navarro**  
Digital Marketing Advisor

Tal Navarro is an entrepreneur and digital marketing pioneer. She helps businesses, brands and organizations effectively carry their messages to their target audience using Social Media (social networks, the blogosphere, social software, etc.), create brand awareness and use the social platform in order to increase sales, manage the company online community, define the company goals from social marketing and plan a long-term strategy. She is the founder of Sumo Social Media College, which has trained hundreds of business and organizations on social media. Prior to that, she was Head of Social Media at Adler Chomski Group/Grey Israel, one of the leading ad agencies in Israel, where her work included building marketing strategies, content management and ongoing activities for brands/companies through social media.

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— **Amit Bohensky**  
Technical advisor

A serial entrepreneur, technological guru, startup angel and investor in Vanywhre, Bohensky brings a wealth of knowledge and experience to the team. He is the Founder of Zoomd, and previously served as VP Open Source Web Intelligence at Verint after their acquisition of his startup, Focalinfo. Prior to that, he was CEO of Consist Systems and Consist Technologies, CEO & CTO Matrix Global Bulgaria and Macedonia Matrix Global, CEO and Founder of Unicoders, Founder and CTO of Fontik Data.



# Market Size and Projections

There are currently 55M freelancers in the US, comprising 35% of the total US workforce. Together, they contribute \$1T to the US economy.<sup>19</sup> India has the world's second largest freelance workforce numbered at 15M people, and accounting for 40% of the world's freelance jobs.<sup>20</sup>

In the EU, there are roughly 9.6M freelancers<sup>21</sup> with the largest growth being in the UK, France and Netherlands. In the UK alone, there are 1.4M freelancers, contributing £21B to the UK economy.<sup>22</sup>

The sharing economy is currently valued at \$15B<sup>23</sup> and projected to grow to \$335B by 2025. The skill sharing market currently comprises 26% of the sharing economy. In the US, 19% of the total adult population has engaged in a sharing economy transaction.<sup>24</sup> 7% of the US population are providers in the sharing economy with nearly 50% of them being between the ages of 25-44<sup>25</sup>.

## source

19 <https://www.upwork.com/press/2016/10/06/freelancing-in-america-2016/>

20 <https://smallbiztrends.com/2016/07/20-surprising-stats-freelance-economy.html>

21 <https://www2.staffingindustry.com/eng/Editorial/Daily-News/EU-Number-of-freelancers-grows-by-24-in-7-years-38211>

22 <https://freetrain.co/freelance-statistics/>

23 [https://www.brookings.edu/wp-content/uploads/2016/12/sharingeconomy\\_032017final.pdf](https://www.brookings.edu/wp-content/uploads/2016/12/sharingeconomy_032017final.pdf)

24 <https://www.competitionpolicyinternational.com/the-sharing-economy-competition-and-regulation/>

25 <https://pdfs.semanticscholar.org/2c81/42fea3ef822bc183fad43dd944c24b43bc84.pdf>

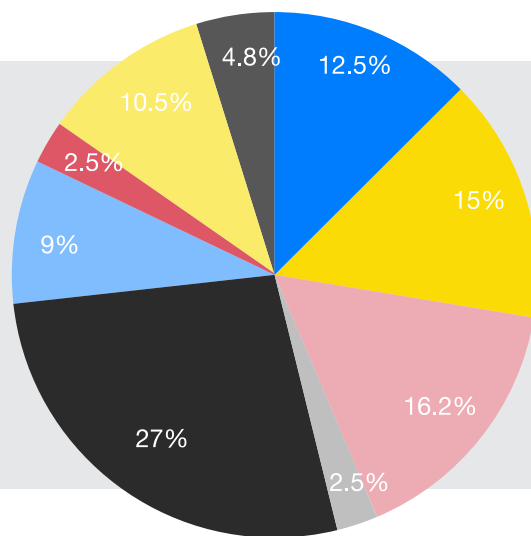
# The Vanywhere Token Listing Details

Total VANY supply: **800,000,000**

Token starts at: **0.05 USD**

## VANY Token Distribution

• Public distribution	12.5%
• Platform Development	15.0%
• Team	16.2%
• Advisors	2.5%
• Marketing	27.0%
• Ecosystem	9.0%
• Community	2.5%
• Reserves	10.5%
• Private Sale	4.8%



## Use of proceeds

36% - Development

35% - Operations

20% - Marketing

5% - Legal

4% - Contingency

\*All of the above may change due to business and/or regulatory consideration, at Vanywhere's sole discretion.

# Roadmap

This timeline details our funding and development achievements and goals.





# Conclusion

**Since 2016, the Vanywhere team has been working to bring our unique vision to the world. We have developed, tested and launched a working platform that is positioned to bring live, personalized solutions to millions of people around the world.**

As a mainstream platform running with the combination of fiat payments for mass audience and the VANY Token. Vanywhere is positioned to introduce a wider audience to the future new economy than ever before. The intuitive user experience, coupled with the breadth of skills and Skillers available create a unique opportunity to change the way people seek information and answers, providing them with interactive, personalized solutions. The new economy has a name, and it's Vanywhere.

## CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This whitepaper contains forward-looking statements or information (collectively "forward-looking statements") that relate to our current expectations of future events. In some cases, these forward-looking statements can be identified by words or phrases such as "may", "will", "expect", "anticipate", "aim", "estimate", "intend", "plan", "seek", "believe", "potential", "continue", "is/are likely to" or the negative of these terms, or other similar expressions intended to identify forward-looking statements. We have based these forward-looking statements on current projections about future events and financial trends that we believe are relevant to our financial condition, results of operations, business strategy, financial needs, or the results of the token sale.

In addition to statements relating to the matters set out here, this whitepaper contains forward-looking statements related to Vanywhere's proposed operating model. The model speaks to our objectives only, and is not a forecast, projection or prediction of future results of operations.

Forward-looking statements are based on certain assumptions and analysis made by Vanywhere in light of its experience and perception of historical trends, current conditions and expected future developments and other factors it believes are appropriate, and are subject to risks and uncertainties. Although the forward-looking statements contained in this whitepaper are based upon what we believe are reasonable assumptions, there are risks, uncertainties, assumptions, and other factors which could cause our actual results, performances, achievements and/or experiences to differ materially from the expectations expressed, implied, or perceived in forward-looking statements. Given such risks, prospective participants in the token sale should not place undue reliance on these forward-looking statements.

## Legal Considerations, Risks and Disclaimer

### Summary

**IMPORTANT NOTICE: PLEASE READ THE ENTIRETY OF THE "Legal Considerations, Risks and Disclaimer" SCHEDULE CAREFULLY. WE RECOMMEND YOU CONSULT A LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISOR(S) OR EXPERTS FOR FURTHER GUIDANCE PRIOR TO PURCHASING VANY TOKENS AS OUTLINED IN THE WHITE PAPER.**

Please note that this is a summary of the legal considerations, risks and disclaimers schedule that can be found in the following "Legal Consideration Risks and Disclaimer" below in **Schedule A**, and which you must read in full before: (i) making use of the White Paper and any and all information available on the website(s) of Vanywhere Ltd (the "Company") and/or (ii) purchasing VANY tokens ("VANY Tokens")

or “Tokens”) from the Company, as outlined in the White Paper. Any undefined capitalized terms below shall have the meaning set out in the “Legal Considerations, Risks and Disclaimer” schedule. This summary should not be relied on in place of reading the “Legal Considerations, Risks and Disclaimer” schedule in full.

The “Legal Considerations, Risks and Disclaimer” schedule applies to the White Paper and any and all information available on the Website. The contents of the “Legal Considerations, Risks and Disclaimer” schedule outlines the terms and conditions applicable to you in connection with (i) your use of the White Paper and of any and all information available on the Website; and/or (ii) your purchase of VANY Tokens from the Company, in each case in addition to any other terms and conditions that we may publish from time to time relating to this White Paper, the Website and the purchase of Tokens (such terms hereinafter referred to as the “Terms”).

The information set forth in the “Legal Considerations, Risks and Disclaimer” schedule may not be exhaustive and does not imply any elements of a contractual relationship. While we make every reasonable effort to ensure that all information: (i) in this White Paper; and (ii) available on the Website (collectively referred to as the “Available Information”) is accurate and up to date, such material in no way constitutes professional advice.

You should not purchase VANY Tokens for investment purposes. VANY Tokens are not designed for investment purposes and should not be considered as a type of investment. You acknowledge, understand and agree that holding VANY Tokens is not a guarantee, representation or warranty that the holder will be able to use the Company, or receive any Tokens utilized by the Company.

You acknowledge and agree that you are not purchasing VANY Tokens for purposes of investment, speculation, as some type of arbitrage strategy, for immediate resale or other financial purposes. You acknowledge that all purchases of VANY Tokens are final and non-refundable, and the Company is not required to provide a refund for any reason and that you will not receive money or other compensation or any form of a refund.

Tokens do not entitle you to any equity, corporate governance, dividends, voting or similar right or entitlement in the Company or in any of its affiliated companies. Tokens are sold as digital assets, similar to downloadable software, digital music and the like. The Company does not recommend that you purchase Tokens unless you have prior experience with cryptographic tokens, blockchain-based software and distributed ledger technology and unless you have taken independent professional advice.

Citizens, nationals, residents (tax or otherwise) and/or green card holders of the United States of America and/or any other jurisdiction which prohibits the possession, dissemination or communication of the Available Information and/or prohibits the purchase of Tokens or any such similar activity or any other Restricted Persons are not permitted to purchase tokens. In no event shall the Company or any current or former Company representatives be liable for the Excluded Liability Matters.

The Company does not make or purport to make, and hereby disclaims, any representation, warranty or undertaking in any form whatsoever to any entity or person, including any representation, warranty or undertaking in relation to the

truth, accuracy and completeness of any of the information set out in the Available Information.

You should carefully consider and evaluate each of the risk factors and all other information contained in the Terms before deciding to purchase VANY Tokens.

## **Risk Factors**

### **Risks Relating to Purchasing the VANY Tokens**

1. There is no guarantee that an active or liquid market for the Tokens will be available in the future.
2. Future sales or issuance of VANY Tokens could materially and adversely affect the market price of Tokens.
3. Negative publicity may materially and adversely affect the price of the Tokens.
4. There is no assurance of any success of the Company's business platform or any future Token functionality.
5. The price of the Tokens may fluctuate following the purchase of Tokens.
6. Company's funds, specifically cryptocurrencies, are exposed to risks of theft.

### **Risks Associated with the Ethereum Protocol**

1. Malfunctions in the Ethereum protocol may have a material adverse effect on the Tokens.
2. The company reserves the right to change the blockchain technology of the Tokens.
3. The user's Wallet or Wallet service provider may not be technically compatible with the VANY Ethereum Token protocol.
4. The loss or compromise of information relating to your wallet may affect your access and possession of the VANY Tokens.

### **Risks Relating to the Company**

1. The Company may be materially and adversely affected if it fails to effectively manage its operations as its business develops and evolves, which would have a direct impact on its ability to maintain or operate the Company's business platform and/or develop, structure and/or license any future Token functionality.
2. The Company may experience system failures, unplanned interruptions in its network or services, hardware or software defects, security breaches or other causes that could adversely affect the Company's infrastructure network, and/or the Company's business platform.
3. The Company may be dependent in part on the location and data center facilities of third parties.
4. General global market and economic conditions may have an adverse impact on the Company's operating performance, results of operations and/or cash flows.
5. The Company or the Tokens may be affected by existing and newly implemented regulations.
6. The Tokens may be affected by the Company's decisions
7. There may be unanticipated risks arising from the Tokens.



# Schedule A

## Legal Considerations, Risks and Disclaimer

**IMPORTANT NOTICE:** PLEASE READ THE ENTIRETY OF THIS “Legal Considerations, Risks and Disclaimer” SCHEDULE CAREFULLY. WE RECOMMEND YOU CONSULT A LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISOR(S) OR EXPERTS FOR FURTHER GUIDANCE PRIOR TO PARTICIPATING IN THE VANYWHERE (VANY) TOKEN SALE OUTLINED IN THE WHITE PAPER

### 1. General

You must read the following “Legal Considerations, Risks and Disclaimer” schedule before: (i) making use of the White Paper and any and all information available on the website(s) of Vanywhere (the “**Company**”) located at [vanywhere.com](http://vanywhere.com) (the “**Website**”); and/or (ii) participating in the Company’s Token sale outlined in the White Paper (the “**Token Sale**”). This “Legal Considerations, Risks and Disclaimer” schedule applies to the White Paper and any and all information available on the Website. The contents of this “Legal Considerations, Risks and Disclaimer” schedule outlines the terms and conditions applicable to you in connection with (i) your use of the White Paper and of any and all information available on the Website; and/or (ii) your participation in the Token Sale, in each case in addition to any other terms and conditions that we may publish from time to time relating to the White Paper, the Website and the Token Sale (such terms hereinafter referred to as the “**Terms**”).

This “Legal Considerations, Risks and Disclaimer” schedule may be updated from time to time and will be published as part of the latest version of the White Paper which shall be available on the Website. You shall be obliged to check the latest available version of the White Paper prior to participating in the Token Sale.

The information set forth in this “Legal Considerations, Risks and Disclaimer” schedule may not be exhaustive and does not imply any elements of a contractual relationship. While we make every reasonable effort to ensure that all information:

(i) in the White Paper; and (ii) available on the Website (collectively referred to as the “**Available Information**”) is accurate and up to date, such material in no way constitutes professional advice. The Company neither guarantees nor accepts responsibility for the accuracy, reliability, current state (as of the White Paper) or completeness of the Available Information. Individuals intending to participate in the Token Sale should seek independent professional advice prior to acting on any of the Available Information.

### 2. Legal Considerations

The Company has approached the Token Sale in a responsible and sensible manner. Given the uncertain and largely unregulated status of distributed ledger technologies, businesses and activities as well as cryptocurrencies and cryptocurrency-related businesses and activities, the Company has spent a significant amount of time and

resources to consider its business approach and where it proposes to operate now and in the future. The Company will look to comply with Cypriot regulations and regulations of other jurisdictions that it is required to. However, due to the current uncertain state of regulation across the world, the Company cannot guarantee the legality of the Company's business platform and/or its ability to develop, structure and license any future Token functionality in every jurisdiction but the Company will strive to be responsive and compliant in the face of any regulatory inquiry.

The Tokens are intended to serve as functional utility Tokens designed for the Company's business platform. The Tokens are not viewed by us as securities. In the event that you purchase Tokens, your purchase cannot be refunded or exchanged, unless otherwise stated in the White Paper. The Company does not recommend purchasing Tokens for speculative investment purposes. Tokens do not entitle you to any equity, corporate governance, dividends, voting or similar right or entitlement in the Company or in any of its affiliated companies. Tokens are sold as digital assets, similar to downloadable software, digital music and the like. The Company does not recommend that you purchase Tokens unless you have prior experience with cryptographic Tokens, blockchain-based software and distributed ledger technology and unless you have taken independent professional advice.

### 3. Regional Restrictions

Citizens, nationals, residents (tax or otherwise) and/or green card holders of each of: (i) United States of America; or (ii) any other jurisdiction which prohibits the possession, dissemination or communication of the Available Information and/or prohibits participation in the Token Sale or the purchase of Tokens or any such similar activity (collectively the “**Restricted Jurisdictions**”) or any other Restricted Persons are not permitted to participate in the VANY Token Sale.

The term “**Restricted Persons**” refers to any firm, company, partnership, trust, corporation, entity, government, state or agency of a state or any other incorporated or unincorporated body or association, association or partnership (whether or not having separate legal personality) that is established and/or lawfully existing under the laws of a Restricted Jurisdiction.

The Company's VANY Tokens described in the White Paper (the “**Tokens**”) are not intended to constitute securities in any jurisdiction, nor any other form of investment. The White Paper does not constitute a prospectus or offer document of any sort and the Available Information is not intended to constitute an offer of securities or a solicitation for investment in any jurisdiction. The Company does not provide any opinion or any advice to purchase, sell, or otherwise transact with Tokens and the presentation, publication or communication of all or any part of the Available Information shall not form the basis of, or be relied upon in connection with, any contract or investment decision.

### 4. No Advice

No part of the Available Information should be considered to be business, legal, financial or tax advice regarding the Company, the Tokens, the Token Sale or any of the matters to which all or any part of the Available Information relates. You should consult your own legal, financial, tax or other professional advisor regarding the

Available Information. You should be aware that you may be required to bear the financial risk of any purchase of Tokens for an indefinite period of time.

## 5. Limitation of Liability

In no event shall the Company or any current or former employees, officers, directors, partners, trustees, representative, agents, advisors, contractors, or volunteers of the Company (hereinafter the “Company Representatives”) be liable for:

- (i) any loss of profits, lost savings or incidental, indirect, special or consequential damages, arising out of your use or inability to use the services or products or Tokens offered by the Company or the breach of any of these Terms by you or by any third party;
- (ii) any security risk such as hacker attacks, loss of password, loss of private key, or similar;
- (iii) mistakes or errors in code, text, or images involved in the Token Sale or in any of the Available Information or any information contained in the Available Information or any expectation promise representation or warranty arising (or purportedly arising) therefrom;
- (iv) any losses resulting from the volatility in pricing of Tokens in any countries and on any exchange or market (regulated, unregulated, primary, secondary or otherwise);
- (v) any losses or damages arising out of or in connection with the purchase, use, sale or otherwise of the Tokens, or arising out of or in any way connected to your failure to properly secure any private key to a wallet containing Tokens (collectively, the **“Excluded Liability Matters”**).

The Available Information (including the Website and the White Paper) and the Tokens are provided on an “as is” basis and without any warranties of any kind, either expressed or implied. You assume all responsibility and risk with respect to your use of the Available Information and purchasing of any amount of Tokens and their use. If applicable law does not allow all or any part of the above limitation of liability to apply to you, the limitations will apply to you only to the maximum extent permitted by applicable law.

To the maximum extent permitted by applicable law, you hereby irrevocably and unconditionally waive: (i) all and any claims (whether actual or contingent and whether as an employee, office holder, trustee or in any other capacity whatsoever or howsoever arising) including, without limitation, claims for or relating to the Excluded Liability Matters, any payment or repayment of monies, indemnity or otherwise that you may have against the Company or against any of the Company Representatives; and (ii) release and discharge the Company and all of the Company Representatives from any and all liability (of whatsoever nature or howsoever arising) it or they may have to you. If for any reason you hereafter bring or commence any action or legal proceeding in respect of any claim purported to be released and discharged pursuant to this paragraph or these Terms, or otherwise attempt to pursue any such claim against the Company or any Company Representative then you hereby irrevocably and unconditionally undertake to indemnify, and keep indemnified the Company and all Company Representatives fully on demand from and against:

- (a) all liabilities or losses suffered by the Company or any Company Representative; and
- (b) all reasonable costs, charges and reasonable expenses (including without limitation

reasonable legal costs and expenses) reasonably and properly incurred by the Company or any Company Representative, in each case by reason of or in connection with the bringing or commencement of such action or pursuit of such claim by you. If any provision or part-provision of this “Legal Considerations, Risks and Disclaimer” schedule is or becomes invalid, illegal or unenforceable, it shall be deemed modified to the minimum extent necessary to make it valid, legal and enforceable. If such modification is not possible, the relevant provision or part-provision shall be deemed deleted. Any modification to or deletion of a provision or part-provision under this “Legal Considerations, Risks and Disclaimer” schedule shall not affect the validity and enforceability of the rest of this “Legal Considerations, Risks and Disclaimer” schedule.

## **6. No Representation & Warranties**

The Company does not make or purport to make, and hereby disclaims, any representation, warranty or undertaking in any form whatsoever to any entity or person, including any representation, warranty or undertaking in relation to the truth, accuracy and completeness of any of the information set out in the Available Information.

## **7. Representation & Warranties by You**

By howsoever accessing and/or accepting possession or communication of all or any part of the Available Information, you represent and warrant (and shall be deemed to represent and warrant) to the Company on the date of such access or on the latest date on which you retain possession of all or any part of the Available Information as follows:

- (a) you are over 18 (eighteen) years of age;
- (b) you agree and acknowledge that the Tokens were not designated as securities and do not constitute an investment of any form in any jurisdiction;
- (c) you agree and acknowledge that the Available Information (including the White Paper and the Website) does not constitute a prospectus or offer document of any sort and is not intended to constitute an offer of securities in any jurisdiction or a solicitation for investment in securities and you are not bound to enter into any contract or binding legal commitment and no cryptocurrency or other form of payment is to be accepted on the basis of the Available Information;
- (d) you agree and acknowledge that no regulatory authority has examined or approved of the Available Information, no action has been or will be taken under the laws, regulatory requirements or rules of any jurisdiction and the publication, distribution or dissemination of all or any part of the Available Information to you does not imply that the applicable laws, regulatory requirements or rules have been complied with;
- (e) you agree and acknowledge that the Available Information, the undertaking and/or the completion of the Token Sale, or future trading of the Tokens on any exchange or market (regulated, unregulated, primary, secondary or otherwise), shall not be construed, interpreted or deemed by you as an indication of the merits of the Company, the Tokens, the Token Sale or the Available Information;
- (f) the distribution or dissemination of the Available Information any part thereof or any copy thereof, or acceptance of the same by you, is not prohibited or restricted by the applicable laws, regulations or rules in your jurisdiction, and where any restrictions in relation to possession are applicable, you have observed and complied with all such

- restrictions at your own expense and without liability to the Company;
- (g) you agree and acknowledge that in the case where you wish to purchase any Tokens, the Tokens should not be construed, interpreted, classified or treated as:
- (i) any kind of currency or commodity;
  - (ii) debentures, stocks or shares issued by any person or entity (whether the Company or otherwise);
  - (iii) rights, options or derivatives in respect of such debentures, stocks or shares;
  - (iv) rights under a contract for differences or under any other contract the purpose or pretended purpose of which is to secure a profit or avoid a loss;
  - (v) units in a collective investment scheme;
  - (vi) units in a business trust;
  - (vii) derivatives of units in a business trust;
  - (viii) any other security or class of securities; or
  - (ix) any type of investment
- (h) you are fully aware of and understand that you are not eligible to purchase any Tokens or access the Available Information if you are a citizen, national, resident (tax or otherwise) and/or green card holder of a Restricted Jurisdiction or if you are a Restricted Person;
- (i) you have a basic degree of understanding of the operation, functionality, usage, storage, transmission mechanisms and other material characteristics of cryptocurrencies, blockchain-based software systems, cryptocurrency wallets or other related Token storage mechanisms, blockchain technology and smart contract technology;
- (j) you are fully aware and understand that in the case where you wish to purchase any Tokens, there are risks associated with: (A) the Company and its business and operations; (B) the Tokens; (C) the Token Sale; and (D) relying or acting on all or any part of the Available Information;
- (k) you agree and acknowledge that the Company is not liable for any indirect, special, incidental, consequential or other losses of any kind, in tort, contract or otherwise (including but not limited to loss of revenue, income or profits, or loss of use or data, or loss of reputation, or loss of any economic or other opportunity of whatsoever nature or howsoever arising), arising out of or in connection with any acceptance of or reliance on the Available Information or any part thereof by you; and
- (l) all of the above representations and warranties are true, complete, accurate and not misleading from the time of your last access to and/or possession of (as the case may be) the Available Information.

## **8. Cautionary Note on Forward-Looking Statements**

All statements contained in the Available Information, statements made in any press releases or in any place accessible by the public and oral statements that may be made by the Company or the Company Representatives (as the case may be), that are not statements of historical fact, constitute “forward looking statements”. Some of these statements can be identified by forward-looking terms such as “aim”, “target”, “anticipate”, “believe”, “could”, “estimate”, “expect”, “if”, “intend”, “may”, “plan”, “possible”, “probable”, “project”, “should”, “would”, “will” or other similar terms. However, these terms are not the exclusive means of identifying forward- looking statements. All statements regarding the Company’s financial position, business strategies, plans and prospects and the future prospects of the industry which the Company is in are forward-looking statements. These forward-looking statements,



including but not limited to statements as to the Company's revenue profitability and growth, expected revenue profitability and growth, prospects, future plans, other expected industry trends and other matters discussed in the Available Information regarding the Company are matters that are not historic facts, but only estimations and predictions. The Company makes no representation or warranty on having made any predictions or estimates or expectations on the basis of any formula, any mathematical or scientific modelling or forecast, or having made any due and proper enquiries or having undertaken any independent research or studies or otherwise.

These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual future results, performance or achievements of the Company to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements. These factors include, amongst others:

- (a) changes in political, social, economic and stock or cryptocurrency market conditions, and the regulatory environment in the countries in which the Company
- (b) conducts its business and operations;
- (c) the risk that the Company may be unable or execute or implement its business strategies and future plans;
- (d) changes in interest rates and exchange rates of fiat currencies and cryptocurrencies;
- (e) changes in the anticipated growth strategies and expected internal growth of the Company;
- (f) changes in the availability and fees payable to the Company in connection with its business and operations;
- (g) changes in the availability and salaries of employees who are required by the Company to operate its business and operations;
- (h) changes in preferences of customers of the Company;
- (i) changes in competitive conditions under which the Company operates, and the ability of the Company to compete under such conditions;
- (j) changes in the future capital needs of the Company and the availability of financing and capital to fund such needs;
- (k) war or acts of international or domestic terrorism;
- (l) occurrences of catastrophic events, natural disasters and acts of God that affect the businesses and/or operations of the Company;
- (m) other factors beyond the exclusive control of the Company; and
- (n) any risk and uncertainties associated with the Company and its business and operations, the Tokens, the Token Sale and reliance on all or any part of the Available Information.

All forward-looking statements made by or attributable to the Company or Company Representatives are expressly qualified in their entirety by such factors. Given that risks and uncertainties that may cause the actual future results, performance or achievements of the Company to be materially different from that expected, expressed or implied by the forward-looking statements in the Available Information, undue reliance must not be placed on these statements.

These forward-looking statements are applicable only as of the later of the date of publication of the White Paper and the latest date that the Website has been updated. Neither the Company nor the Company Representatives nor any other person represents, warrants and/or undertakes that the actual future results, performance

or achievements of the Company will be as discussed in those forward-looking statements. The actual results, performance or achievements of the Company may differ materially from those anticipated in these forward-looking statements.

Nothing contained in the Available Information is or may be relied upon as a promise, representation or undertaking as to the future performance or policies of the Company. Further, the Company disclaims any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances, even if new information becomes available or other events occur in the future.

## **9. Risk Factors**

You should carefully consider and evaluate each of the following risk factors and all other information contained in these Terms before deciding to participate in the Token Sale. To the best of the Company's knowledge and belief, all risk factors which are material to you in making an informed judgment to participate in the Token Sale have been set out below. If any of the following considerations, uncertainties or material risks develops into actual events, the business, financial position and/or results of operations of the Company and the maintenance and level of usage of the Tokens could be materially and adversely affected. In such cases, the trading price of Tokens (in the case where they are listed on an exchange or market (regulated, unregulated, primary, secondary or otherwise)) could decline due to any of these considerations, uncertainties or material risks, and you may lose all or part of your Tokens or the economic value thereof.

### **9.1 Risks Relating to Purchasing the VANY Tokens**

#### **The purchase and sale of tokens is risky and its outcomes are highly speculative.**

The Token Generation Event, along with the sale and purchase of tokens in general, is very risky and its outcomes are highly speculative. The price of tokens is typically extremely volatile, and Purchasers may not be able to redeem, sell, or transfer the Tokens for a prolonged period, or the price of the Tokens can be reduced as low as zero, and/or may have limited to no value and/or no utility.  
have limited to no value and/or no utility.

#### **There is no prior market for Tokens and the Token Sale may not result in an active or liquid market for the Tokens.**

Prior to the Token Sale, there has been no public market for the Tokens. Although the Company may use reasonable endeavors to seek the approval for availability of the Tokens for trading on its own cryptocurrency exchange or on other markets, there is no assurance that such approval will be obtained. Furthermore, even if such approval is granted by the regulator and/or cryptocurrency exchanges, there is no assurance that an active or liquid trading market for the Tokens will develop, or if developed, will be sustained after the Tokens have been made available for trading on such market.

A Token is not a currency issued by any central bank or national, supra-national or quasi-national organization, nor is it backed by any hard assets or other credit nor is



it a commodity in the traditional sense of that word. The Company is not responsible for, nor does it pursue, the circulation and trading of Tokens on any market. Trading of Tokens will merely depend on the consensus on its value between the relevant market participants. No one is obliged to purchase any Token from any holder of the Token, including the purchasers, nor does anyone guarantee the liquidity or market price of Tokens to any extent at any time.

Furthermore, Tokens may not be resold to purchasers who are citizens, nationals, residents (tax or otherwise) and/or green card holders of Restricted Jurisdictions or to Restricted Persons or to purchasers in any other jurisdiction where the purchase of Tokens may be in violation of applicable laws. Accordingly, the Company cannot ensure that there will be any demand or market for Tokens.

**Future sales or issuance of the Tokens could materially and adversely affect the market price of Tokens.**

Any future sale or issuance of the Tokens would increase the supply of Tokens in the market and this may result in a downward price pressure on the Token. The sale or distribution of a significant number of Tokens outside of the Token Sale (including but not limited to the sales of Tokens undertaken after the completion of the initial crowdsale, issuance of Tokens to persons other than purchasers for purposes of community initiatives, business development, academic research, education and market expansion and issuance of Tokens as a reward to users of the Company's business platform or otherwise), or the perception that such further sales or issuance may occur, could adversely affect the trading price of the Tokens.

**Negative publicity may materially and adversely affect the price of the Tokens.**

Negative publicity involving the Company, the Company's business platform, the Tokens or any of the key personnel of the Company and/or regulation of distributed ledger technologies, cryptocurrencies and/or crowdsale of Tokens in any jurisdiction, may materially and adversely affect the market perception or market price of the Tokens, whether or not it is justified.

**The Company may not be able to pay any anticipated rewards in the future.**

There is no assurance that there will be sufficient engagement in the Company's business platform such that you will receive any rewards anticipated to be distributed to active users of the Company's business platform. Further, even in the event there is substantial engagement and interactions among the users of the Company's business platform, there is no assurance you personally will receive any part of the rewards. This is because the ability of the Company to pay any reward to you will depend on the future results of operations and the future business and financial condition of the Company, and there is no assurance of the future results of operations and the future business and financial condition of the Company.

**There is no assurance of any success of the Company's business platform or any future Token functionality.**

The utility of the Tokens hinges heavily on the performance of the Company's business platform and the continuous active engagement of its users and success of its contemplated business lines. There is no assurance that the Company's business platform will gain or continue to gain traction. Furthermore, there is no assurance that any future Token functionality will be realized. While the Company has made every effort to provide a realistic estimate, there is also no assurance that

the cryptocurrencies raised in the Token Sale will be sufficient for the development of the Company's business platform and/or for the proper development, structuring and licensing of the anticipated future Token functionality. For the foregoing or any other reason, the development of the Company's business platform and launch of the anticipated Token functionality may not be completed and there is no assurance that it will be launched at all. As such, distributed Tokens may have small or no utility, and may have little worth or value and this would impact its use and liquidity.

**The price of the Tokens may fluctuate.**

The utility or prices of cryptographic Tokens in general tend to be relatively volatile, and can fluctuate significantly over short periods of time. The demand for, and the corresponding utility or market price of, the Tokens may fluctuate significantly and rapidly in response to, among others, the following factors, some of which are beyond the control of the Company:

- (a) new technical innovations;
- (b) analysts' speculations, recommendations, perceptions or estimates of the Token's utility or the Company's financial and business performance;
- (c) changes in market valuations and Token prices of entities with businesses similar to that of the Company that may be listed on the same cryptocurrency exchanges or markets as the Tokens;
- (d) announcements by the Company of significant events, for example partnerships, sponsorships or new product developments;
- (e) fluctuations in market prices and trading volume of cryptocurrencies on cryptocurrency exchanges or markets;
- (f) additions or departures of key personnel of the Company;
- (g) success or failure of the Company's management in implementing business and growth strategies; and/or
- (h) changes in conditions affecting the blockchain or financial technology industry, the general economic conditions or market sentiments, or other events or factors.

**The funds raised in the Token Sale are exposed to risks of theft.**

The Company will make every effort to ensure that the funds received from the Token Sale will be securely held in an escrow wallet, which is a multi-signature address with access thereto by private keys held by reputable and trusted parties. Further, the Company may make every effort to ensure that the funds received by it from Token Sale will be securely held through the implementation of security measures. Notwithstanding such security measures, there is no assurance that there will be no theft of the cryptocurrencies as a result of hacks, sophisticated cyber-attacks, distributed denials of service or errors, vulnerabilities or defects on the Token Sale website, in the smart contract(s) on which the escrow wallet and the Token Sale relies, on the Ethereum blockchain or any other blockchain, or otherwise. Such events may include, for example, flaws in programming or source code leading to exploitation or abuse thereof. In such event, even if the Token Sale is completed, the Company may not be able to receive the cryptocurrencies raised and the Company may not be able to use such funds for the development of the Company's business platform and/or for launching any future Token functionality. In such case, the launch of the Company's business platform and the structuring and licensing of any future Token functionality might be temporarily or permanently curtailed. As such, distributed Tokens may hold

little worth or value and this would impact their trading price.

## **9.2 Risks Associated with the Ethereum Protocol**

Since the Tokens are initially based on the Ethereum network, any malfunction, breakdown or abandonment of the Ethereum protocol may have a material adverse effect on the ecosystem and the price of the Tokens. Moreover, advances in cryptography, or technical advances such as the development of quantum computing, could present risks to the Tokens and the ecosystem by rendering ineffective the cryptographic consensus mechanism that underpins the Ethereum network.

### **The company reserves the right to change the blockchain technology of the Tokens**

The company reserves the right to change the blockchain technology of the Tokens, at any time by providing an advance written notice on its website, at its sole discretion and without the consent of Token holders, provided that the rights and privileges of the Token holders to swap their tokens to the new token technology shall not be materially and adversely affected by such change. Such blockchain transition could have a material adverse effect on the ecosystem and the price of the Tokens. Any such substituting blockchain may also have malfunctions, breakdowns or abandonment similar to the Ethereum network that may have a material adverse effect on the ecosystem and/or Tokens.

### **The user's Wallet or Wallet service provider may not be technically compatible with the VANY Ethereum Token protocol.**

The Wallet or Wallet service provider may not be technically compatible with the VANY Ethereum Token protocol, which will result with an Ethereum Token protocol unsuccessful delivery of VANY Tokens and will affect any access to such Tokens and the contributor acknowledges the Company will bear no liability for this kind of loss.

### **The loss or compromise of information relating to your Wallet (as defined below) may affect your access and possession of the VANY Tokens.**

For purposes of receipt of your VANY Tokens, you are to establish and maintain access to a cryptocurrency wallet (“**Wallet**”). Your access to the VANY Tokens in the Wallet depends on, among other things, the safeguards to the information to such Wallet, including but not limited to the user account information, address, private key and password. In the event that any of the foregoing is lost or compromised, your access to the Wallet may be curtailed and thereby adversely affecting your access and possession to the Tokens, including such Tokens being unrecoverable and permanently lost.

## **9.3 Risks Relating to the Escrow Wallet.**

The private keys to the escrow wallet may be compromised and the cryptocurrencies may not be able to be disbursed. The escrow wallet is designed to be secure. However, any one or more keys to the escrow wallet may, for any reason whatsoever, be lost, destroyed or otherwise compromised, and the funds held by the escrow wallet may not be able to be retrieved and disbursed, and may be permanently unrecoverable. In such event, even if the Token Sale is successful, the Company will not be able to receive the funds raised and the Company will not be able to use such

funds for the development of the Company's business platform or the development of any future Token functionality. As such, distributed Tokens may hold little worth or value and this would impact their trading price.

#### **9.4 Risks Relating to the Company the Company's business platform.**

Any events or circumstances, which adversely affect the Company or any of its successors or affiliated operating entities, may have a corresponding adverse effect on the Company's business platform and/or on any future Token functionality, including but not limited to the development, structuring and launch of the Company's business platform and of any future Token functionality. Such adverse effects would correspondingly have an impact on the utility, liquidity supply and demand of the Tokens.

**The Company may be materially and adversely affected if it fails to effectively manage its operations as its business develops and evolves, which would have a direct impact on its ability to maintain or operate the Company's business platform and/or develop, structure and/or license any future Token functionality.**

The financial technology and cryptocurrency industries in which the Company competes have grown rapidly over the past few years and continue to evolve in response to new technological advances, changing business models, shifting regulations and other factors. As a result of this constantly changing environment, the Company may face operational difficulties in adjusting to the changes, and the sustainability of the Company will depend on its ability to manage its operations, ensure that it hires qualified and competent employees, and provides proper training for its personnel. As its business evolves, the Company must also expand and adapt its operational infrastructure.

The Company's business will in part rely on its blockchain-based software systems, cryptocurrency wallets or other related Token storage mechanisms, blockchain technology and smart contract technology. All of these systems, tools, and skillsets represent complex, costly, and rapidly changing technical infrastructure. In order to demonstrate continued ability to effectively manage technical support infrastructure for the Company's business platform, the Company will need to continue to upgrade and improve its data systems and other operational systems, procedures, and controls. These upgrades and improvements will require a dedication of resources and are likely to be complex and increasingly rely on hosted computer services from third parties that the Company does not or will not control. If the Company is unable to adapt its systems and organization in a timely, efficient, and cost-effective manner to accommodate changing circumstances, its business, financial condition and/or results of operations may be adversely affected.

If the third parties whom the Company relies on are subject to a security breach or otherwise suffer disruptions that impact the services the Company uses, the integrity and availability of its internal information could be compromised, which may consequently cause the loss of confidential or proprietary information and/or economic loss. The loss of financial, labour or other resources, and any other adverse effect on the Company's business, financial condition and/or operations, would have a direct adverse effect on the Company's ability to maintain or operate the Company's business platform and/or to develop, structure and/or license the anticipated future Token functionality. Any adverse effects affecting the Company business or technology

are likely to also adversely impact the utility, liquidity, and trading price of the Tokens.

**The Company may experience system failures, unplanned interruptions in its network or services, hardware or software defects, security breaches or other causes that could adversely affect the Company's infrastructure network, and/or the Company's business platform.**

The Company is not able to anticipate when there would be occurrences of hacks, cyber-attacks, distributed denials of service or errors, vulnerabilities or defects in: the Company's business platform, in the smart contracts on which the Company or the Company's business platform relies, or on the Ethereum or any other blockchain. Such events may include, for example, flaws in programming or source code leading to exploitation or abuse thereof. The Company may not be able to detect such hacks, cyber-attacks, distributed denials of service errors vulnerabilities or defects in a timely manner, and may not have sufficient resources to efficiently cope with multiple service incidents happening simultaneously or in rapid succession.

The Company's network or services, which would include the Company's business platform and, if successfully structured, developed, licensed and launched, the future Token functionality, could be disrupted by numerous events, including natural disasters, equipment breakdown, network connectivity downtime, power losses, or even intentional disruptions of its services, such as disruptions caused by software viruses or attacks by unauthorized users, some of which are beyond the Company's control. There can be no assurance that cyber-attacks, such as distributed denials of service, will not be attempted in the future or that the Company's security measures will be effective. The Company may be prone to attacks on its infrastructure intended to steal information about its technology, financial data or user information or take other actions that would be damaging to the Company and/or holders of the Tokens. Any significant breach of the Company's security measures or other disruptions resulting in a compromise of the usability, stability, and security of the Company's business platform may adversely affect the utility, liquidity and/or trading price of the Tokens.

**The Company may in the future be dependent in part on the location and data center facilities of third parties.**

The Company's future infrastructure network may be established in whole or in part through servers which it owns and/or houses at the location facilities of third parties, and/or servers that it rents at data center facilities of third parties. If the Company is unable to renew its data facility leases on commercially reasonable terms or at all, the Company may be required to transfer its servers to a new data center facility, and may incur significant costs and possible service interruption in connection with the relocation. These facilities are also vulnerable to damage or interruption from, among others, natural disasters, arson, terrorist attacks, power losses, and telecommunication failures.

Additionally, the third-party providers of such facilities may suffer a breach of security as a result of third-party action, employee error, malfeasance or otherwise, and a third



party may obtain unauthorized access to the data in such servers. The Company and the providers of such facilities may be unable to anticipate these techniques or to implement adequate preventive measures.

**General global market and economic conditions may have an adverse impact on the Company's operating performance, results of operations and/or cash flows.**

The Company could continue to be affected by general global economic and market conditions. Challenging economic conditions worldwide have from time to time, contributed, and may continue to contribute, to slowdowns in the information technology industry at large. Weakness in the economy could have a negative effect on the Company's business, operations and financial condition, including decreases in revenue and operating cash flows, and inability to attract future equity and/or debt financing on commercially reasonable terms. Additionally, in a down-cycle economic environment, the Company may experience the negative effects of a slowdown in trading and usage of the Company's business platform and may delay or cancel the development, structuring, licensing and/or launch of the anticipated Token functionality.

Suppliers on which the Company relies for servers, bandwidth, location and other services could also be negatively impacted by economic conditions that, in turn, could have a negative impact on the Company's operations or expenses. There can be no assurance, therefore, that current economic conditions or worsening economic conditions or a prolonged or recurring recession will not have a significant, adverse impact on the Company's business, financial condition and results of operations, and hence, the Company's business platform and/or the ability to develop, structure, license and/or launch any future Token functionality. Any such circumstances would then correspondingly negatively impact the utility, liquidity, and/or trading price of the Tokens.

**The Company or the Tokens may be affected by applicable regulations**

Distributed ledger technologies, businesses and activities as well as cryptocurrencies and cryptocurrency-related businesses and activities are generally unregulated worldwide, but numerous regulatory authorities across jurisdictions have been outspoken about considering the implementation of regulatory regimes which govern distributed ledger technologies, businesses and activities as well as cryptocurrencies and cryptocurrency-related businesses and activities. The Company or the Tokens may be affected by newly implemented regulations relating to distributed ledger technologies, businesses and activities as well as cryptocurrencies and cryptocurrency-related businesses and activities, as well as regulation applicable to the Company's core business, Platform and/or activities, including having to take measures to comply with such regulations, or having to deal with queries, notices, requests or enforcement actions by regulatory authorities, which may come at a substantial cost and may also require substantial modifications to the Company's business platform and/or the anticipated Token functionality. This may impact the appeal or practicality or functionality of the Company's business platform and/or the anticipated Token functionality for users and result in decreased usage of and demand for the Company's business platform and the Tokens. Further, should the



costs (financial or otherwise) of complying with such newly implemented regulations exceed a certain threshold, maintaining the Company's business platform and/or developing, structuring, licensing and/ or launching the future Token functionality may no longer be commercially viable, and the Company may opt to discontinue the Company's business platform, the anticipated future Token functionality, and/or the Tokens. Further, it is difficult to predict how or whether governments or regulatory authorities may implement any changes to laws and regulations affecting distributed ledger technology and its applications, including the Company's business platform, the anticipated future Token functionality, and/or the Tokens.

The Company may also have to cease operations in a jurisdiction that makes it illegal to operate in such jurisdiction, or make it commercially unviable or undesirable to obtain the necessary regulatory approval(s) to operate in such jurisdiction. Furthermore, operation license obtained by the company could be by the granting authority. In scenarios such as the foregoing, the utility, liquidity, and/or trading price of Tokens will be adversely affected and/or Tokens may cease to be traded.

### **Risk of dissolution of the Company.**

It is possible that, due to any number of reasons, including but not limited to, an unfavorable fluctuation in the value of cryptographic and fiat currencies and a decrease in the Token's utility due to negative adoption of the Company's business platform, the Company business platform may no longer be viable to operate and the Company may dissolve.

### **The Tokens may be affected by the Company's decisions**

Because Tokens confer no governance rights of any kind with respect to the Company, all decisions involving the Company will be made by Company at its sole and absolute discretion, including but not limited to, decisions to discontinue the Company's business platform, or to sell or liquidate the Company. These decisions could adversely affect the Company's business platform and the Tokens.

### **There may be unanticipated risks arising from the Tokens.**

Cryptographic Tokens such as the Tokens are a relatively new and dynamic technology. In addition to the risks included in the above discussion of risk factors, there are other risks associated with your purchase, holding, and use of the Tokens, including those that the Company cannot anticipate. Such risks may further appear as unanticipated variations or combinations of the risks discussed above.

## **10. Privacy Policy.**

By purchasing Tokens, you agree to your personal data, (i.e., your e-mail address, name, address and other details personal to you) being processed by the Company

for its business purposes or the purposes of building, promoting, and communicating (about) the Company's business platform and the Tokens. The Company agrees to keep your email address and other personal data private and not share it with the public (e.g., by including it on any external lists or selling to any third parties).

## **11. Disclaimer.**

The presentation of the Available Information is solely for informational purposes. Anyone interested in purchasing Tokens and participating in the Token Sale should consider the various risks prior to making any kind of decision in respect of the Token Sale. The Available Information does not comprise any advice by the Company or by the Company Representatives, or any recommendation to any recipient of the Available Information, by the virtue of any participation in the Token Sale or otherwise. The Available Information does not necessarily identify, or claim to identify, all the risk factors connected with the Company, the Company's business platform, the Tokens, the Token Sale, any future Token functionality or the Available Information. All the participants must make their own independent evaluation, after making such investigations as they consider essential, of the merits of participating in the Token Sale and after taking their own independent professional advice. Any participant in the Token Sale should check with and rely upon their own investment, accounting, legal and tax representatives and consultants in respect of such matters concerning the Company, the Company's business platform, the Tokens, the Token Sale, any future Token functionality and the Available Information and to assess separately the financial risks, consequences and appropriateness of the purchase of Tokens, or if in any doubt about the facts set out in the Available Information. A purchase of Tokens comprises considerable risk and might involve extraordinary risks that may lead to a loss of all or a significant portion of monies or monetary value utilized to acquire Tokens. Participants in the Token Sale are urged to completely understand, be aware of and accept the characteristics of the Company, the Company's business platform, the Tokens, the Token Sale, any future Token functionality and the Available Information. If you are not prepared to accept any or all of these Terms or the risks set out in these Terms then you are urged not to participate in the Token Sale. No guarantee or assurance is given by the Company or by the Company Representatives that the Company's proposals, objectives and/or outcomes set out in the Available Information will be achieved in whole or in part. You are urged to consider whether participation in the Token Sale is suitable for you having regard to your personal and financial circumstances and your financial resources.

## **12. Restrictions on Distribution and Dissemination of the Available Information.**

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### **13. No Offer of Securities or Registration.**

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