



# **BE A PARTNER TO DEVELOP** A DIGITAL FINANCE ECOSYSTEM

[imctoken.com](https://imctoken.com)

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# INTRODUCTION

Here comes the Real Utility Crypto! No more Unusable Coins! IMC invites you to the everyday Convenience!



ANY TIME



ONLINE



LOCAL



ANYWHERE



OFFLINE



GLOBAL

IMC(i Money Crypto) is a Blockchain Crypto which provides financial freedom in global everyday usage. IMC is based in the State of Wyoming which is the most crypto friendly in the United State of America.

The IM Technology Group is introducing IMC in alliance with the G-Point Community. G-Point community has its own G-Point Eco-system composed with On-line G-Point Shopping Mall, Off-line G-Point Certificate networks and provides G-Point Cards, along with G-Point Special Services.

With numerous partners, IMC becomes a cryptocurrency actually backed up by a community which has a platform & population that makes it spendable in the marketplace and the community. It means it has a 'ready-to-use' member group in the G-Point community, so that, IMC will take a lot less time to be a major cryptocurrency.

With the benefits from the community, such as, reward mileages, affiliated local shops, swapping with G-Points and much more to be introduced, the IMC friendly population will be expanded rapidly. IMC will satisfy common users, both seller & buyer, who are reluctant to use Crypto-currency in the everyday life, such as, shopping, traveling and so on.



# IMC Utility Eco-System

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## G POINT



**GPOINT MALL**  
Online Shopping

### With G-Point Mall, you can enjoy;

The Best of the best 30 products  
available ONLY in G-Point Mall !!!

Up to 50% discount for more than 300  
Brand Products !!!

Selected Local Businesses affiliated  
with G-Point Mall !!!

More convenient G-Point Gift  
Certificates !!!

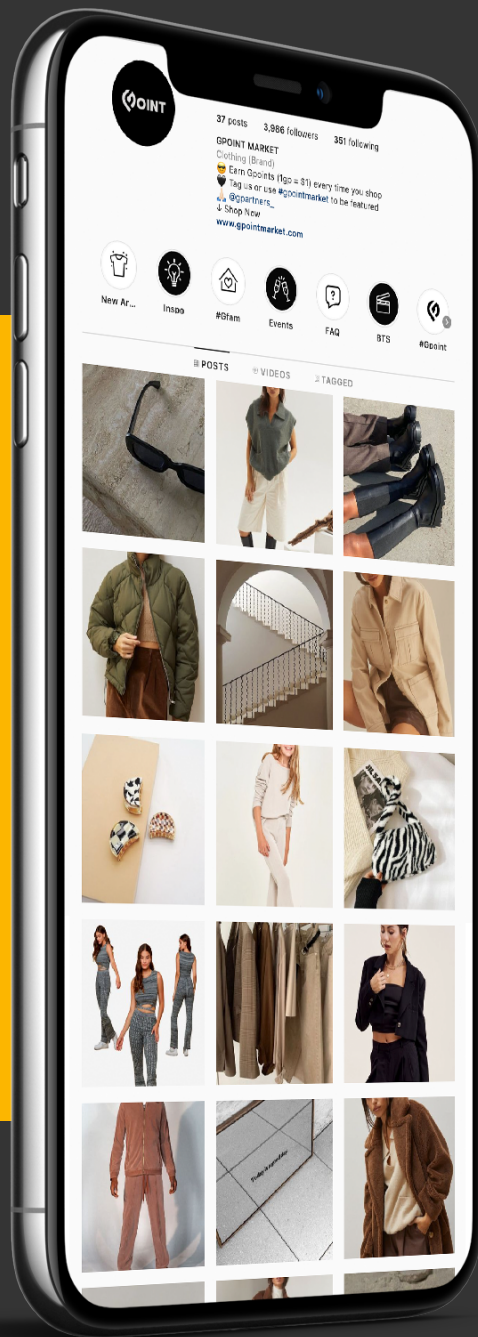
Whole Variety of Gift Certificates &  
Cards can be purchased with G-Points  
!!!



**FRANCHISE**  
Member Discount



**GIFT CARD**  
Amazon / E-Mart. etc



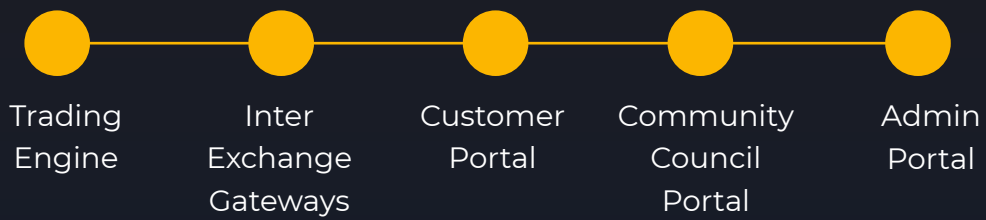
When you purchase products with **Gpoint**, you can purchase them at a discounted price compared to regular payment. You can charge Gpoint with IMC. IMC will promote excellent products through Gpoint market with SNS marketing

# IMC Software Architecture

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## IMC Applications



## IMC Currency Layer



## IMC Blockchain Layer

Blockchain Database Management System



## IMC Network Layer

# IMC Utility Alliance



G-Point Community  
Consumers



State of Wyoming Legal  
Compliances & Supports



Global Coin Distribution



G-Point Mall On Off-Line  
Shopping Mall



Major Global Exchange  
Security & System  
Maintance



# IMC Blockchain System

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**Community Council**



**Wallet System**

- Off-Line Stores
- Store Administration System
- Members / Users



**Currency Trading System**



**IMC Blockchain**



**Exchange Gateway**

- Coin Exchange
- Sovereign Currencies (Bank)



**Merchandise Trading System**

- Buyer
- Seller



**Supply Management System**

# MARKET STATUS

## Worldwide Proliferation of A.I. Shopping and Online Retail Market

Globally, cognitive computing and artificial intelligence systems market is projected to grow at an annual rate of 55.1% over the five-year period from 2016 to 2020 during which time the market is projected to grow from \$8 billion in 2016 to \$47 billion in 2020.

The industries that invested the largest amount to artificial intelligence systems in 2016 were the financial and the retail industries, followed by the healthcare and assembly/manufacturing industries.

In particular, the financial and retail industries each reached \$1.5 billion in 2016, while the healthcare and assembly/manufacturing industries are projected to grow at an annual rate of 69.3% and 61.4%, respectively from 2016 to 2020.

Furthermore, the field of artificial intelligence applications is expected to grow rapidly, reaching \$18.2 billion by 2020. The hardware sector for servers and storage is also projected to grow at an annual rate of 60% for five years from 2016 to 2020.

## AI IN RETAIL INDUSTRY US ANTICIPATED TO EXCEED \$8 BN BY 2024

### ARTIFICIAL INTELLIGENCE (AI) IN RETAIL MARKET

#### INDUSTRY SIZE



Visual Search Solution  
CAGR (2018 - 2024)

**45%**



NLP technology  
share (2017)

**>40%**

Machine learning  
technology  
CAGR (2018 - 2024)

**>42%**

#### REGIONAL OUTLOOK



Industry Share  
2017 **50%**



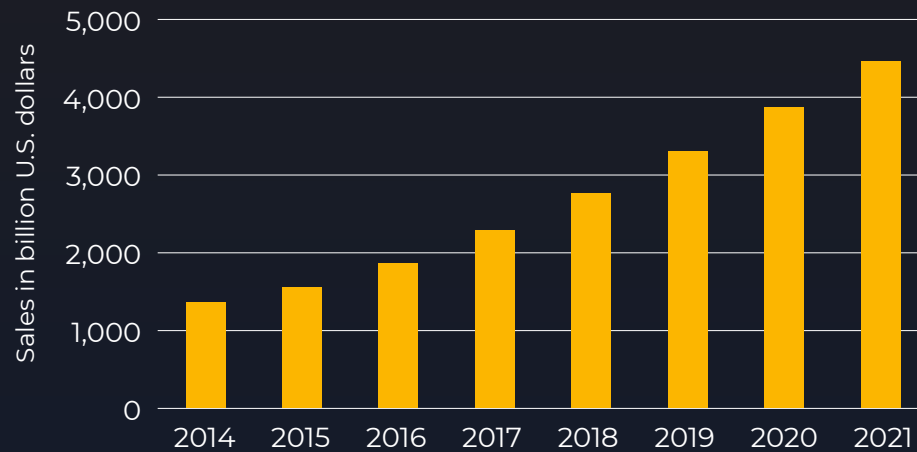
CAGR  
(2018 - 2024)  
**45%**

Published May 4, 2018 Author: Global Market Insights, Inc.

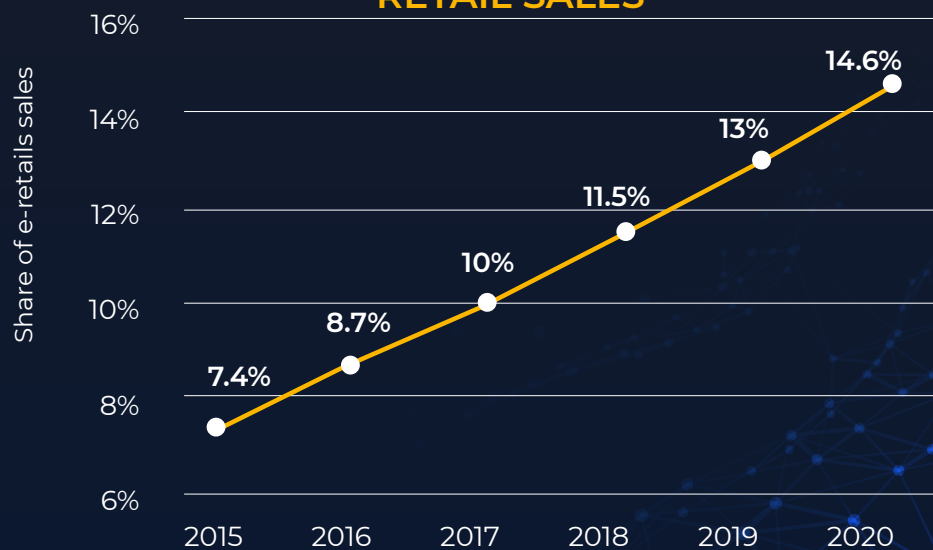
The E-Commerce market continues its rapid growth.  
There is also a new shopping trend that utilizes artificial intelligence as well as community

## RETAIL E-COMMERCE SALES WORLDWIDE

(in billion U.S. dollars)



## E-COMMERCE SHARE OF TOTAL GLOBAL RETAIL SALES



From : AMASTY Ltd.

# MARKET SOLUTION

## Base Mining System

IM Technology Group (IMTG) supports minerless blockchain. Currently, there are many mining factories around the world mining cryptocurrencies commercially. IMTG intends to utilize an internal A.I.-based rewards system instead of many individual miners in order to be a minerless blockchain. This will serve as the basis that allows all users to participate in the blockchain ecosystem and to apply new systems such as Big Data, A.I. and IoT.

*Construction of a miner-less system using blockchain*

*A.I. system to distribute rewards fairly Information service based on powerful Big Data Monitoring system for commercial mining*

## Community System

The IMC platform is designed for everyday use in communities around the world. IMTG will build the IMC platform based on the G-Point Community of G-Point Mall, an online membership shopping mall. From there, the entire community will expand through partnerships with other communities and shopping malls. Through this strategic partnership, IMC seeks to build platform services that can be used in markets and communities and to build a real-world use and function of cryptocurrency in each community. Because G-Point community already has a direct and strong member group, IMC will be popular quickly and reliably. In addition, IMC is prepared to systematize and manage the advantages of cryptocurrency so that it can be meticulously maintained.

*Complex platform combining community system and blockchain system*

*Blockchain currency system that can be distributed according to local situations*

*A.I. system for various customer-oriented services PLATFORM Management System*

<Wikimedia>

From : AMASTY Ltd.

## IMC Blockchain SHOP : Global Shopping System

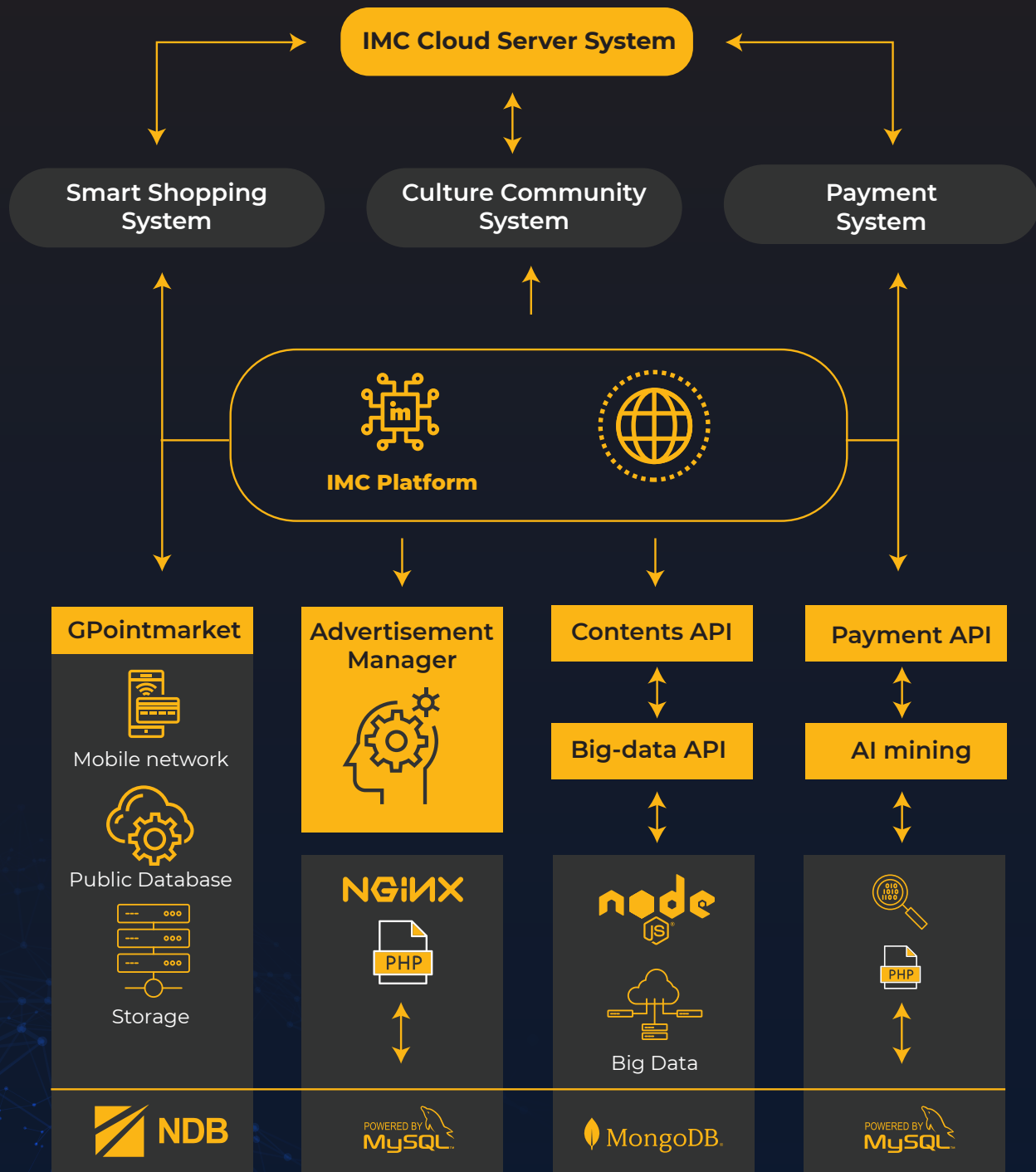
The IMC Platform seeks to provide shopping solutions to rebuild the global online shopping market. A blockchain system will be constructed to enable transparent management of production, distribution, and merchandising. All components will utilize Smart Contract becoming internal Big Data. The IMC Blockchain SHOP system will be a replicated service of the IMC platform for global direct distribution where each node acts as a single ecosystem. In addition, Coins paid in each country will be easily exchanged and automated to enable convenient shopping anytime and anywhere.

- Support for Smart Contract allows online store and product listing to be transparent
- Shopping solutions designed to be built and operated according to the conditions of each country
- Construction of Global Cloud Big Data system for shopping information  
Information system for A.I. deep learning

## IMC Payment System

The IMC Platform will facilitate a payment system with dedicated Blockchain Cryptocurrency. It is designed to automatically calculate internally regardless of country specific Coin System. The consumer can use the payment service conveniently anywhere in the local store with Mobile Payment

- Smart Mobile Payment System
- Payment for Offline/Online Shop



# MARKET PLATFORM

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IMC Platform plans to provide a wide and open environment for creating a large-scale lively ecosystem.

It has the potential to become a powerful blockchain ecosystem in which all of the members, including manufacturers, suppliers, and sellers, participate and share together.

## LEGAL, LEGITIMATE, TRANSPARENT, SECURE

IMC Platform will be an open service that can facilitate various components. It will support various OS's and devices, provides separate participation modules for the circulation structure of the industry. All data used in the various OS's and devices are going to be stored as big data, so as to have statistical meaning by A.I. deep learning in the future. All of these platform systems are aimed to be viewed, managed, and rewarded for all participants in the circulation structure. In the future, this should be able to provide information for production and distribution by providing forecast information based on the preferences of the participants and statistics.

### SMART CONTRACT & DISTRIBUTION BLOCKCHAIN

From : APPLICATURE, INC



## FOR SUPPLIER

There may be various types of suppliers in the IMC ecosystem. The actual manufacturers are the very beginning of the ecosystem as well as the final part of the circulation structure. Manufacturing suppliers have the most important position in

these ecosystem. However, the suppliers did not know how the products they manufactured with great care were being distributed, consumed, and utilized. The IMC platform provides manufacturers with a wide range of information on distribution and consumers, so that they can use the various information to produce better products.

## FOR DISTRIBUTOR

From the perspective of the distributors, the IMC platform provides effective demand and supply prediction information and a structure to receive IM Coin as a reward as being the liaison between suppliers and consumers. Information on precise usage and propensity of consumers can be very helpful for demand prediction. It can also be constructed as big data to form powerful information-based distribution service over time. The IMC platform is able to analyze the supply, distribution, and consumption trends based on strong A.I.-based consumer analysis. Because accurate data can be collected even for new products, this prediction data alone can help to promote the distribution business without additional research.

## FOR CONSUMER

Consumers should have IMC, a utility token, to purchase goods and services. However, beyond merely making purchases, consumers will be able to participate in the process of manufacture and distribution as members of the IMC ecosystem. Ultimately, they will also have the right to know exactly what the product is and where it came from.

Within the IMC platform ecosystem, the transparency of this information enables trust in reliable products and fair distribution processes. Consumers will enjoy the advantage of being able to participate in various processes within the ecosystem with a single IM coin. It is also a very useful means to be used in processing after consumption of the product.



## FOR COMMUNITY

There is the benefit of providing information and solutions for various community services, including the G-Point community. Rewards for activities within these communities are again distributed via IMC, which becomes a new factor in rejoining the circulation ecosystem of consumption. IMTG hopes to see improved production and consumption of goods by using the community information generated during the which becomes a new factor in rejoining the circulation ecosystem of consumption. IMTG hopes to see improved production and consumption of goods by using the community information generated during the distribution process. This can also be a motivation for consumers to participate actively in community activities.



# IMC SPECIFICATION

## IMC Smart Contract

IMC supports Smart contract that connects the production, the distribution, and the consumption processes. A separate Smart contract is applied to each unit, and the compensation for all processes are calculated and connected through the A.I. system.

- Creative Smart contract: Manufacturer transactions ledger
- Distribution Smart contract: Distributor transactions ledger
- Retail Smart contract: Sales transactions ledger. Derive algorithm for negotiation with final manufacturers.

## IMC API

Various modules will be provided for each ecosystem member. They will be provided as separate asset types for better supports for different OS's, devices, and platforms.

- Windows OS , Personal PC base Module
- Linux OS, Personal PC, Server Machine
- Mobile Base SDK. Google Play Store, iOS App Store Contents
- For Customer based Service.

## EXCHANGE SERVICE

IMC transactions can be performed through private wallets as well as through a separate EXCHANGE SERVICE, including Emet Exchange but not limited to. It is possible to exchange with other coins without going through a separate exchange. It can be used in content as well as on the web in HTML5 format. You may receive real-time market value like the Home Trade System and use conveniently.

- Home Trade System (HTML5)
- Coin Prices API System
- Blockchain exchange Service: API Service
- Exchange Service for Customer (QR)
- Exchange Service for Customer (QR)

## IMC WALLET

Wallets for various OS's will be provided so that even those who have not used cryptocurrency before can easily use. In addition to basic wallet functions, it will also provides the ability to receive information services directly from the IMC platform.

- IMC Wallet Service
- Emet Exchange Service

## IMC ONLINE SERVICE

The IMC platform will provide an open IMC ONLINE SERVICE that allows you to view and track overall information on the production, distribution, and consumption ecosystem, rather than a single piece of information.

The IMC platform enables you to view, verify, and enjoy purchasing together. We will support mobile service also. In this online space, it will be possible to negotiate and trade directly using IM coin as well as to link various product distributions in the future.

- Working Attraction linkage
- VOICE Module support and multi party voice chat support (Surround Sound support) Other Contents linkage and joint play support Personal AVATA system
- News Dashrd
- Customer wishes record
- Analyzation Social Network Data
- Machine Learning for Personal record

# IMC SPECS

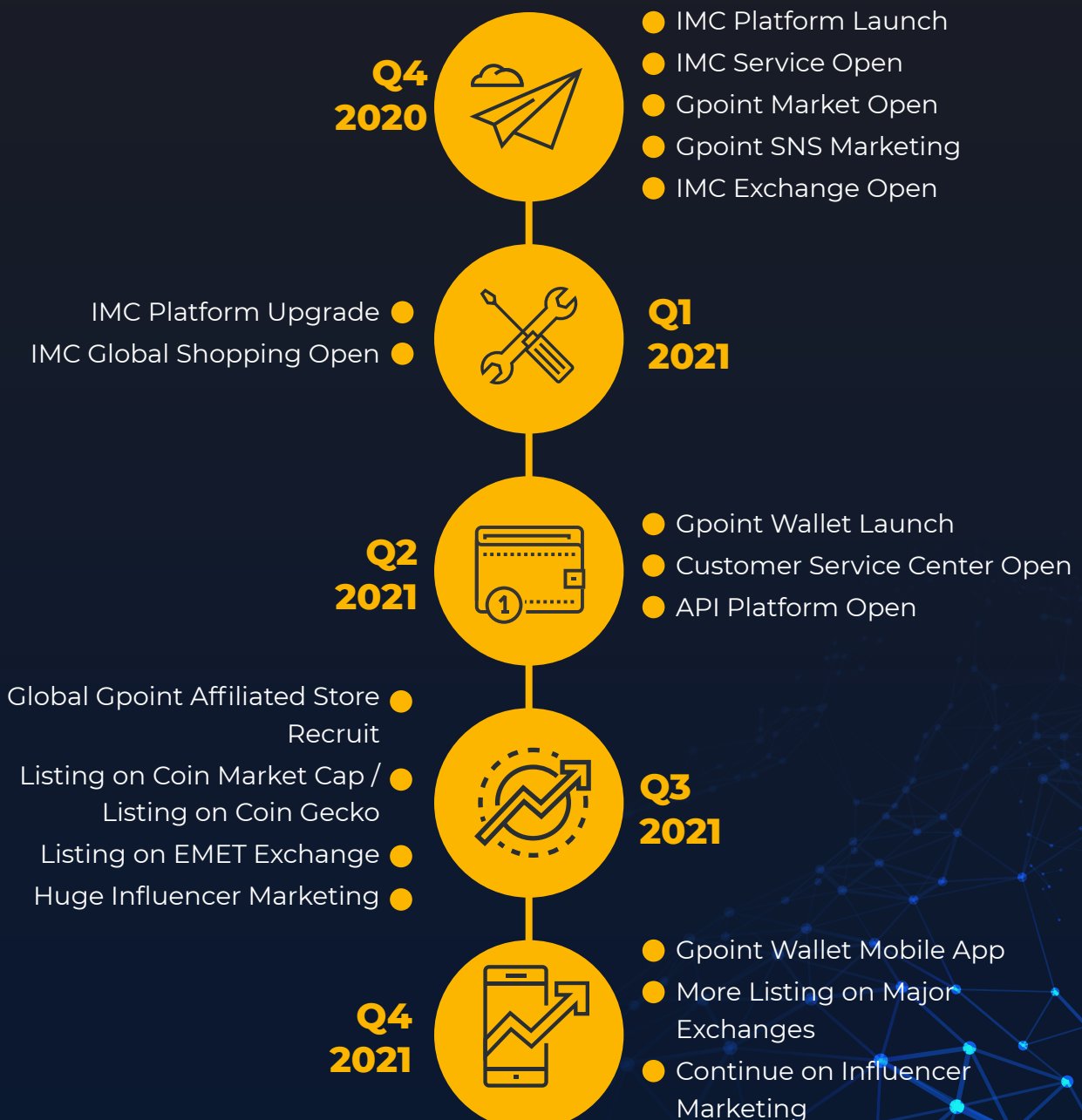
IMC is a Open Blockchain Token built with ERC-20 algorithm. COIN SPECS are as follows

Total number of tokens	300,000,000 IMC
Token available	300,000,000
Nominal price	1 IMC = 0.1 USD
Token Sale (60%)	160,000,000 IMC
Company (10%)	30,000,000 IMC
Research \$ Development (10%)	30,000,000 IMC
Staking Rewards (10%)	30,000,000 IMC
Team & Advisor (10%)	30,000,000 IMC
Token format	ERC-20 Standard
Currency Accepted	BTC / ETH & USDT

# IMC ROADMAP

IMC Platform & Service will be gradually opened for public from the 4th quarter 2020.

The schedule above presented would be changed upon development situation and business environment, sooner or later.



# DISCLAIMER AND RISKS DECLARATION

We understand the concerns that potential purchasers may have regarding IM Technology Group (IMTG) project and its development. You can find out our risks declaration in the following document:

## NOTICE TO RESIDENTS OF THE UNITED STATES

IMTG REPRESENTS THAT TO ITS BEST KNOWLEDGE AND UNDERSTANDING THE OFFER AND OFFERING OF THESE IMC TOKENS DOES NOT CONSTITUTE AN OFFER AND OFFERING OF A SECURITY OR OF GAMBLING CHIPS. IN CASE OF DOUBT, BE ADVISED THAT THE OFFER AND OFFERING OF THE IMC TOKENS HAS NOT BEEN REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR UNDER THE SECURITIES LAWS OF CERTAIN STATES. THESE IMC TOKENS MAY NOT BE OFFERED, SOLD OR OTHERWISE TRANSFERRED, PLEDGED OR HYPOTHECATED EXCEPT AS PERMITTED UNDER THE ACT AND APPLICABLE STATE SECURITIES LAWS PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT OR AN EXEMPTION THEREFROM.

## NOTICE TO RESIDENTS OF CANADA

IMTG REPRESENTS THAT TO ITS BEST KNOWLEDGE AND UNDERSTANDING THE OFFER AND OFFERING OF THESE IMC TOKENS DOES NOT CONSTITUTE AN OFFER AND OFFERING OF A SECURITY OR OF GAMBLING CHIPS. IN CASE OF DOUBT, BE ADVISED THAT UNLESS OTHERWISE PERMITTED UNDER SECURITIES LEGISLATION, THE HOLDER OF THIS IMC TOKEN MUST NOT TRADE THE IMC TOKEN BEFORE THE DATE THAT THE ISSUER BECOMES A REPORTING ISSUER IN ANY PROVINCE OR TERRITORY.

## NOTICE TO RESIDENTS OF CHINA

IMTG REPRESENTS THAT TO ITS BEST KNOWLEDGE AND UNDERSTANDING THE OFFER AND OFFERING OF THESE IMC TOKENS DOES NOT CONSTITUTE AN OFFER AND OFFERING OF A SECURITY OR OF GAMBLING CHIPS. THE IMC TOKENS ARE NOT BEING OFFERED OR SOLD AND MAY NOT BE OFFERED OR

SOLD, DIRECTLY OR INDIRECTLY, WITHIN THE PEOPLE'S REPUBLIC OF CHINA (FOR SUCH PURPOSES, NOT INCLUDING THE HONG KONG AND MACAU SPECIAL ADMINISTRATIVE REGIONS OR TAIWAN), EXCEPT AS PERMITTED BY THE SECURITIES AND OTHER LAWS AND REGULATIONS OF THE PEOPLE'S REPUBLIC OF CHINA

## NOTICE TO RESIDENTS OF THE UNITED KINGDOM

IMTG REPRESENTS THAT TO ITS BEST KNOWLEDGE AND UNDERSTANDING THE OFFER AND OFFERING OF THESE IMC TOKENS DOES NOT CONSTITUTE AN OFFER AND OFFERING OF A SECURITY OR OF GAMBLING CHIPS. IN CASE OF DOUBT, BE ADVISED THAT IN THE UNITED KINGDOM THIS DOCUMENT IS BEING DISTRIBUTED ONLY TO, AND IS DIRECTED ONLY AT (AND ANY INVESTMENT ACTIVITY TO WHICH IT RELATES WILL BE ENGAGED ONLY WITH):

- i. INVESTMENT PROFESSIONALS (WITHIN THE MEANING OF ARTICLE 19(5) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION ORDER 2005 AS AMENDED (THE "FPO"));
- ii. PERSONS OR ENTITIES OF A KIND DESCRIBED IN ARTICLE 49 OF THE FPO;
- iii. CERTIFIED SOPHISTICATED PURCHASERS (WITHIN THE MEANING OF ARTICLE 50(1) OF THE FPO); AND
- iv. OTHER PERSONS TO WHOM IT MAY OTHERWISE LAWFULLY BE COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS "RELEVANT PERSONS"). THIS DOCUMENT HAS NOT BEEN APPROVED BY AN AUTHORISED PERSON. ANY INVESTMENT TO WHICH THIS DOCUMENT RELATES IS AVAILABLE ONLY TO (AND ANY INVESTMENT ACTIVITY TO WHICH IT RELATES WILL BE ENGAGED ONLY WITH) RELEVANT PERSONS. THIS DOCUMENT IS DIRECTED ONLY AT RELEVANT PERSONS AND PERSONS WHO ARE NOT RELEVANT PERSONS SHOULD NOT TAKE ANY ACTION BASED UPON THIS DOCUMENT AND SHOULD NOT RELY ON IT. IT IS A CONDITION OF YOU RECEIVING AND RETAINING THIS DOCUMENT THAT YOU WARRANT TO THE COMPANY, ITS DIRECTORS, AND ITS OFFICERS THAT YOU ARE A RELEVANT PERSON.

## IMTG : Risks Factors and Security Measures

We understand the concerns of our existing and potential purchasers regarding problems and risks that IMTG may face during its development. There are some of these risk factors:

Our products are highly technical and may contain undetected software bugs or hardware errors, which could manifest in a way that could seriously harm our reputation and our business. These bugs and errors can manifest in any number of ways in our products, including through diminished performance, security vulnerabilities, malfunctions, or even permanently disabled products. We have a practice of rapidly updating our products to fix these bugs. Some errors in our products may be discovered only after a product has been used by users, and may in some cases be detected only under certain circumstances or after extended use. Our users may increasingly copy portfolio allocation directly to their broker instead of through IMC Platform to avoid the fees, which may negatively affect our revenue and seriously harm our business.

To avoid this, we decided to limit the access to our main and most successful product - AI for Stock Market. Only TOP 200 people after the Token Sale will have access to it. To protect our products for Currency and Crypto-Currency Markets we decided to set up a minimum amount of IMC tokens for access to be granted. If our security is compromised or if our platform is subject to attacks that prevent or thwart our users' ability to access our products and services, our users and partners may cut back on or stop using our products and services altogether, which could seriously harm our business.

Our efforts to protect the information that our users possess, may be unsuccessful due to the actions of third parties, software bugs, or other technical malfunctions, employee error or malfeasance etc. In addition, third parties may attempt to fraudulently induce employees or users to disclose information in order to gain access to our data or our users' data. If any of these events occurs, our or our users' information could be accessed or disclosed improperly.

Unfavorable media coverage could seriously harm our business.

If we receive a high degree of media coverage globally, unfavorable publicity regarding us, for example, our privacy practices, product changes, product quality, litigation, or regulatory activity, or regarding the actions of our partners or our users, this could seriously harm our reputation.



Such negative publicity could also adversely affect the size, demographics, engagement, and loyalty of our user base and result in decreased revenue or slower user growth rates, which could seriously harm our business.

We may be subject to regulatory investigations and proceedings in the future, which could cause us to incur substantial costs or require us to change our business practices in a way that could seriously harm our business.

It is possible that a regulatory inquiry might force us to change our policies or practices. And were we to violate existing or future regulatory orders or consent decrees, we might incur substantial monetary fines and other penalties that could seriously harm our business.

We have a short operating history and a new business model, which makes it difficult to evaluate our prospects and future financial results and increases the risk that we will not be successful.

We began commercial operations in 2020 and generated no profit yet. We have a short operating history and a new business model, which makes it difficult to effectively assess our future prospects. Accordingly, we believe that purchasers' future perceptions and expectations, which can be idiosyncratic and vary widely, and which we do not control, will affect our token price.

Our business model is based on promotes and develops new technologies in the field of Shopping productivity, blockchain and cryptocurrencies. Particularly, IMTG is creating a global open ecosystem for the distribution industry on the basis of blockchain technology, with the aim to provide a unified technological platform for Customer, developers and advertisers to exchange their services and digital goods amongst each other with the aid of a smart-contract based digital goods created by IMTG. You should consider our business and prospects in light of the challenges we face, including the ones discussed in this section.

We develop and will be developing our products and services in partnership with providers. The loss of one or more of our key personnel, or our failure to attract and retain other highly qualified personnel in the future, could seriously harm our business. We currently depend on the continued services and performance of our key personnel, including, CEO. As we continue to grow, we cannot guarantee we will continue to attract the personnel we need to maintain our competitive position. In particular, we intend to hire a significant number of engineers, providers, its developers and mathematicians, and we expect to face significant competition in

hiring them. As we mature, the incentives to attract, retain, and motivate employees provided by our Token Sale gains or by future arrangements, such as through cash bonuses, may not be as effective as in the past. If we do not succeed in attracting, hiring, and integrating excellent personnel, or retaining and motivating existing personnel, we may be unable to grow effectively and our business could be seriously harmed.

We have broad discretion in how we may use the net proceeds from our Token Sale, and we may not use them effectively. We will use net proceeds that we receive from our Token Sale accordingly to our mission

We will use net proceeds that we receive from our Token Sale accordingly to our mission-constantly increasing accuracy of predictions to improve our investment products performance. Our efforts may be ineffective due to poor management, regulatory investigations, and other problems. We may use a portion of the net proceeds to acquire complementary businesses, products, services, or technologies. We may also spend or invest these proceeds in a way with which our token holders disagree. If our management fails to use these funds effectively, our business could be seriously harmed.

If we are unable to protect our intellectual property, the value of our brand and other intangible assets may be diminished, and our business may be seriously harmed. If we need to license or acquire new intellectual property, we may incur substantial costs. We aim to protect our confidential proprietary information, in part, by entering into confidentiality agreements and invention assignment agreements with all our employees, consultants, advisors, and any third parties who access or contribute to our proprietary know-how, information, or technology. We also rely on trademark, copyright, patent, trade secret, and domain-name-protection laws to protect our proprietary rights. We have filed various applications to protect aspects of our intellectual property, which could require significant cash expenditures. However, third parties may knowingly or unknowingly infringe our proprietary rights, third parties may challenge proprietary rights held by us, and pending and future trademark and patent applications may not be approved. In addition, effective intellectual property protection may not be available in every country in which we operate or intend to operate our business. In any of these cases, we may be required to expend significant time and expense to prevent infringement or to enforce our rights. Although we have taken measures to protect our proprietary rights, there can be no assurance that others will not offer products or concepts that are substantially similar to ours and compete with our business. We include open-source software in our products. From time to time, we may face claims from third parties claiming

ownership of, or demanding release of, the open-source software or derivative works that we have developed using such software, which could include our proprietary source code, or otherwise seeking to enforce the terms of the applicable open-source license. These claims could result in litigation and could require us to make our software source code freely available, seek licenses from third parties to continue offering our products for certain uses, or cease offering the products associated with such software unless and until we can re-engineer them to avoid infringement, which may be very costly. If we are unable to protect our proprietary rights or prevent unauthorized use or appropriation by third parties, the value of our brand and other intangible assets may be diminished, and competitors may be able to more effectively mimic our service and methods of operations. Any of these events could seriously harm our business. use or appropriation by third parties, the value of our brand and other intangible assets may be diminished, and competitors may be able to more effectively mimic our service and methods of operations. Any of these events could seriously harm our business.





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NOV 5, 2021

## **Legal Opinion: IMC TOKEN**

### **Introduction**

This Legal Opinion was prepared upon request of **IM Technology Group, LLC**, a company registered and organized under the Laws of United States of America, located in 7302 Yellowstone Rd, Cheyenne, WY 82009, USA, (the Company or IMTG), to serve as a legal analysis of the business model, the I.M.C Token (IMC) and its compliance with the requirements of the Listing Rules for the Trading Venue operated by Exchanges.

The requirements considered hereunder reflect the conditions as prescribed by the publicly available legislation and the legal practice in the matter, as well as any guidelines and rules, final or otherwise, published by the US and European Authorities. To that end, and for the purpose of a continuous update on the development of the cryptocurrency market regulations, the Legal Office is continuously collaborating, at any given time, with at least ten (10) relevant Law Firms from all major jurisdictions around the world, providing information and updates on the crypto development and legal domain.

This Opinion is meant to serve as our legal analysis of the IMC Token and conclusions are limited to the matters expressly stated herein, are fully based on information and material provided to us by IMTG, and no opinion or conclusion is to be inferred or may be implied beyond the opinions and conclusions expressly set forth herein. This Opinion is written in good faith, and cannot be deemed as guarantee or obligation, or ground of liability of our Legal Office.

For the purposes of issuance of the Opinion we have assumed without further inquiry that all factual circumstances stated in the provided documentation are a true and correct representation of actual circumstances surrounding the company and insofar as such factual circumstances are not or may turn out to be not true and correct, they will have no adverse effect on the opinions stated herein. Therefore, and for the avoidance of doubt, the opinion expressed in this Legal Opinion is only being written in light of the applicable legislation at the date of issuance, and shall not cover any future changes, amendments and any additional supplementary legislation that may be enacted.

We hereby state that our Law Office is EU based, and the interpretation of law is based on authority for Exchanges incorporated in the United States of America, the European Union and other relevant international areas, as hereinafter provided.

### **Business description. Key features.**

As a whole concept, IMTG presents itself as a company that has created a cryptographic Digital Finance Ecosystem, that users may use to enjoy financial freedom, a new generation payment tool.

By the strategic alliance with IM Exchange, an international crypto exchange, and numerous partners, such as, D Salus, B2MMall, STC and so on, IMC becomes a cryptocurrency actually backed up by a community which has a platform & population that makes it spendable in the marketplace and the community. It means it has a 'ready-to-use' member group in the G-Point community, so that, IMC will take a lot less time to be a major cryptocurrency.

The IM Technology Group is introducing IMC in alliance with the G-Point Community. G-Point community has its own G-Point Eco-system composed with On-line G-Point Shopping Mall, Off-line G-Point Certificate networks and provides G-Point Wallet, along with G-Point Special Services.

Their most prominent milestone has been the establishment of a global method of banking with the Prime Trust Bank, powered by IM FinServices, LLC, that is accessible all around the world for users by having a major US bank account. With the benefits from the community, such as, reward mileages, affiliated local shops, swapping with G-Points and much more to be introduced, the IMC friendly population will be expanded rapidly. IMC will satisfy common users, both seller & buyer, who are reluctant to use Crypto-currency in the everyday life, such as, shopping, traveling and so on.

IMC is based in the State of Wyoming which is the most crypto friendly in the United State of America.

### **The IMC Token**

First of all, what is a IMC Token? As stated in the Whitepaper and on the website, IMC(i Money Crypto) is a Blockchain Crypto which provides financial freedom in global everyday usage. The IM Technology Group is introducing IMC in alliance with the G-Point Community. G-Point community has its own G-Point Eco-system composed with On-line G-Point Shopping Mall, O--line G-Point Certificate networks and provides G-Point Cards, along with G-Point Special Services.

With Emet Exchange, an international crypto exchange, and numerous partners, IMC becomes a cryptocurrency actually backed up by a community which has a platform & population that makes it spendable in the marketplace and the community. It means it has a 'ready-to-use' member group in the G-Point community, so that, IMC will take a lot less time to be a major cryptocurrency.

#### **IMC Smart Contract**

IMC supports Smart contract that connects the production, the distribution, and the consumption processes. A separate Smart contract is applied to each unit, and the compensation for all processes are calculated and connected through the A.I. system.

#### **IMC API**

Various modules will be provided for each ecosystem member. They will be provided as separate asset types for better supports for different OS's, devices, and platforms.

#### **EXCHANGE SERVICE**

IMC transactions can be performed through private wallets as well as through a separate EXCHANGE SERVICE, including Emet Exchange but not limited to. It is possible to exchange with other coins without going through a separate exchange. It can be used in content as well as on the web in HTML5 format. You may receive real-time market value like the Home Trade System and use conveniently.

#### **IMC WALLET**

Wallets for various OS's will be provided so that even those who have not used cryptocurrency before can easily use. In addition to basic wallet functions, it will also provide the ability to receive information services directly from the IMC platform.

#### **IMC ONLINE SERVICE**

The IMC platform will provide an open IMC ONLINE SERVICE that allows you to view and track overall information on the production, distribution, and consumption ecosystem, rather than a single piece of information. The IMC platform enables you to view, verify, and enjoy purchasing together. We will support mobile service also. In this online space, it will be possible to negotiate and trade directly using IM coin as well as to link various product distributions in the future.

Given the business model provided in the Whitepaper, it is safe to assume that it is in company's intention for the IMC Token to be used as a utility asset that can transfer a certain value between holders. Utility Tokens are digital assets that are used to finance the network and incentivize its use by providing the customers with a guarantee of being able to benefit of the full range of network's services.

### **Allocation and Usage**

1. Total issuance of IMC Token: 300,000,000
2. Nominal Price: 1 IMC=0.1 USD
3. Token Sale: 160,000,000 IMC
4. Company: 30,000,000 IMC.
5. R&D: 30,000,000 IMC.

6. Team and Advisors: 30,000,000 IMC.

Token format: ERC-20

### **United States of America**

From a US legal standpoint, the institution of “securities” is being regulated by section 2(a)(1) of the Securities Act of 1933, which defines them as: “...any note, stock, treasury stock, security future, security-based swap, bond, debenture, evidence of indebtedness, certificate of interest or participation in any profit-sharing agreement ... investment contract ... or, in general, any interest or instrument commonly known as a ‘security’, or any certificate of interest or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing.”

In order for us to have a deeper understanding of the issue under debate, we should take into consideration the US Supreme Court case SEC v. Howey, 328 U.S. 293 (1946), which provides further clarifications on determining whether an instrument meets the definition of security, or not. In this Supreme Court case, Howey focuses specifically on the term “investment contract” within the definition of “security”. Obviously, not every contract or agreement is an “investment contract”.

The Court determined that a contract constitutes an investment contract that meets the definition of “security” if there is:

1. an investment of money;
2. in a common enterprise;
3. with an expectation of profits;
4. solely from the (entrepreneurial or managerial) efforts of others (e.g., a promoter or third party);

The four factors must be met all together, in order to be legally considered “security”. Because this Supreme Court Decision is widely considered as fundamental to the determining elements of a “security”, we will base our analysis its conditional factors.

1. Is this an investment? Yes! It is generally accepted that an investment of money may include not only the provision of capital, assets and cash, but also of goods, services or of promissory notes. IMC is being distributed through a token sale by the issuer IMTG to purchasers with a price set per token, so the first factor is actually met.

2. Is this a common enterprise? A common enterprise is deemed to exist where investors pool funds into an investment and the profits of each token buyer correlate with those of the other investors. Whether funds are pooled appears to be the key question, and thus in cases where there is no proportional sharing of profits or pooling of funds, a common enterprise may be deemed not to exist. IMC is unlikely to be deemed a “security” at this stage of the project, and that is even taking into consideration the fact that the IMC platform is operational. Therefore, IMC is substantially a utility coin consumed to transfer value across the blockchain with a relatively stable value across various exchanges. The second factor is not met.

3. Is there an expectation of profit? In our legal opinion, this factor is irrelevant to the matter, but we will analyze it in respect of the Supreme Court Decision. From an economic point of view, any type of investment is made with an expectation of profit. But just because there is a return on investment or profit, does not mean that the investment contract is a “security”. Moreover, the main purpose of IMC is creating a blockchain transactional platform. So, the expectation of profit is mainly oriented towards another category of economic activities, not on IMC Tokens, which renders somewhat irrelevant the profits from an eventual Token Sale. Even so, this factor is probably met, on a low scale, provided that IMC is purchased by investors with an expectation of capital gain, even though we clearly express the opinion that this factor should not weigh in decisively on the matter.

4. Is there the “solely on the efforts of others” factor met? No! The profit of the platform user always depends on his own actions. As we said, even though there is also an investment in IMC Tokens, the expectation of profits results mainly from the economic activity, not from the volatility of the Tokens. So, any such incentives should ideally be derived through their own efforts, rather than through a passive investment. In such a case, the factor is not met.

### **European Union and UK**

From an EU and UK legal standpoint, when we conducted a detailed decomposition and analysis of all online IMC Token business processes, we were unable to detect and identify any process that can be regarded as a relationship between an investor and an Issuer of securities. On the other hand, if we aim to register the issue of securities, we will not be able to prove to the regulator body that tokens are securities. Moreover, the main token holders are interested in participating in the trading of transactions, and this is peer-to-peer mainly.

By our opinion, the expertise of IMC Token under the EU securities legislation cannot be applied to IMC Token due to the fact that all business processes and relationships within the platform are classic relationships for trading and crypto-related services. There is no contribution to any business venture.

Nowadays, the matters of cryptocurrency turnover and production of digital assets has not special legal regulation. There are neither special laws, nor separate legal Institute or branch of law. Therefore, we cannot qualify a token as a unique legal essence.

#### Token taxonomy according to ESMA and EBA

Although not legally binding at a supranational level, it is advisable to refer to the regulatory framework structured on the Advice on Initial Coin Offerings and Crypto-Assets of ESMA<sup>4</sup> and the Report with advice for the European Commission on crypto-assets of EBA<sup>5</sup>; both published on 9th January 2019.

Presently, there is no common taxonomy of crypto-assets in use by international standard-setting bodies. However, even if crypto-assets may have different features or serve different functions, a basic taxonomy of crypto-assets generally comprises three main categories of crypto-assets:

**Payment/Exchange/Currency tokens:** Payment tokens are tokens which have no tangible value, except for the expectation they may serve as a means of exchange or payment to pay for goods or in the services that are external to the ecosystem in which they are built. "Stablecoins" are a relatively new form of payment/exchange token that is typically asset-backed (by physical collateral or crypto-assets) or in the form of an algorithmic "stablecoin".

**Utility tokens:** Utility tokens are tokens which are intended to typically enable access to a specific product or service often provided using a DLT platform but are not accepted as a means of payment for other products or services.

**Investment tokens:** Investment tokens may represent financial assets such as a debt or equity claim on the Issuer. Investment tokens promise, for example, a share in future company earnings or future capital flows. In terms of their economic function, therefore, these tokens are analogous to financial instruments. However, investment tokens may also exclusively reflect the ownership rights of an asset, which may not be deemed as a financial instrument. There is a wide variety of crypto-assets, some of which have features spanning more than one of the categories identified above. The individual token classifications are not mutually exclusive.

We will further analyze the legal qualification of crypto-assets under the European Banking legislation and ESMA's remit (MiFID II), and under the E-Money Act in line with the second Electronic Money Directive (EMD2) and the second Payment Services Directive (PS2). Reflecting on the above, the current perimeter of regulation is such that crypto-assets may, depending on their characteristics, qualify as financial instruments, electronic money, or none of the foregoing.

The definition of a financial instrument is the key element towards determining whether trading services with respect to a Token can be deemed to be regulated in terms of the Banking Act and other relevant laws.

Financial instruments are defined in terms of Section C of the Banking Act as follows:

1. Transferable securities of all classes which are negotiable on the capital market, such as:
  - a) shares in companies and other securities equivalent to shares in companies, partnerships, or other entities, including depositary receipts in respect of such securities;
  - b) bonds or other forms of securitized debt, including depositary receipts in respect of such securities;
  - c) any other securities giving the right to acquire or sell any such transferable securities or giving rise to a cash settlement determined by reference to transferable securities, currencies, interest rates or yields, or other indices or measures;
2. Money-market instruments which are normally dealt in on the money market, such as treasury bills, certificates of deposit, and commercial papers and excluding instruments of payment;
3. Units in undertakings for collective investment in transferable securities, units in investment undertakings, and units in alternative investment funds;
4. Options, futures, swaps, forward rate agreements, and any other derivative contracts relating to securities, currencies, interest rates or yields, emission allowances or other derivatives instruments, financial indices or financial measures which may be settled physically or in cash;
5. Options, futures, swaps, forwards and any other derivative contracts relating to commodities that must be settled in cash or may be settled in cash at the option of one of the parties other than by reason of default or other termination events;

6. Options, futures, swaps, and any other derivative contracts relating to commodities that can be physically settled provided that they are traded on a regulated market, a multilateral trading facility, or an organized trading facility, except for wholesale energy products traded on an organized trading facility that must be physically settled;
7. Options, futures, swaps, forwards and any other derivative contracts relating to commodities that can be physically settled not otherwise mentioned in point 6 and not being for commercial purposes, which have the characteristics of other derivative financial instruments;
8. Derivative instruments for the transfer of credit risk;
9. Financial contracts for differences; or
10. Options, futures, swaps, forward rate agreements and any other derivative contracts relating to climatic variables, freight rates or inflation rates or other official economic statistics that must be settled in cash or may be settled in cash at the option of one of the parties other than by reason of default or other termination events, as well as any other derivative contracts relating to assets, rights, obligations, indices and measures not otherwise mentioned in this Section, which have the characteristics of other derivative financial instruments, having regard to whether, inter alia, they are traded on a regulated market, multilateral trading facility, or organized trading facility.
11. Emission allowances consisting of any units recognized for compliance with the requirements of Emissions Trading legislation.

To round up a conclusion we can safely iterate the following:

- The market price of the token does not influence on the company's profit and the company profit does not influence on the token market price.
- There are no declarations in Whitepaper promising "Expectation of Profits" to token buyers. Token holders can receive any income from token by their own efforts, or they can also lose the tokens while trading.
- IMC Token is clearly not greenhouse emission allowances.
- IMC Token does not constitute any sort of debt obligation. For essentially the same reason a IMC Token is not a bond or other tradable debt obligation.
- IMC Token does not constitute a share because it neither entitles its holder to a dividend nor grants its holder any right to participate in the governance of IMTG or of any other company.
- IMC Token is not a subscription right or other tradable right granting the right to acquire securities. A IMC Token simply does not give its holder any option to acquire a bond or a share.
- The Company does not propose to use the monies received from the sale of IMC Tokens for following any defined investment policy for the benefit of the buyers of IMC Token in question and in their common interests: the buyers of IMC Token will not have distributed to them any income earned as a result of operating the platform.

Furthermore, a derivative security comprises a tradable security expressing a right or an obligation to acquire, exchange or transfer, provided that its value depends, directly or indirectly, on:

1. the exchange or market price of a security;
2. on any interest rate;
3. securities index, other financial index or financial indicator, including the inflation rate, freight rate, emission allowances or other official economic statistics;
4. currency exchange rates;
5. credit risk and other risks, including climatic variables;
6. the exchange or market price of a commodity.

The IMC Token does not represent any of such cases.

While the value of a IMC Token would likely depend on the success of the ecosystem, the content available via that ecosystem does not constitute a commodity. Thus, a IMC Token is neither a derivative security nor a derivative contract.

Electronic money is commonly defined as a digital alternative to cash allowing users to make cashless payment with money stored over the internet with the final aim to facilitate the emergence of innovative electronic money services and encourages effective competition between all market participants.

A token is to be classified as electronic money if the following conditions are met altogether:

- Is electronically stored;
- Has monetary value;
- Represents a claim on the Issuer;
- Is issued on receipt of funds;



- Is issued for the purpose of making payment transactions;
- Is accepted by persons other than the Issuer.

In our legal view, the IMC Token shall serve as an integral feature of the core processes of the platform as denoted in the Whitepaper. However, nothing in the Whitepaper provided by the Protocol indicated that IMC Token holders can have a claim against the issuer's assets arising from funds which were initially placed against such issuance of IMC and that such holders can redeem their funds at par value. Therefore, IMC Token falls outside of the scope of the definition of Electronic Money.

Finally, IMTG are likewise not depositary receipts. A depositary receipt is a security that represents ownership of the securities of a foreign issuer and which can be admitted to trading on a regulated market independently of the securities of the foreign issuer. To constitute a depositary, receipt a IMC Token would need to represent an ownership of a security. All the functions of a IMC Token are listed above. An instrument fulfilling only those functions does not constitute a security.

### **Conclusion**

- 1. The IMC Token is more likely not to be deemed a "security" under the US, EU and other international legislation.**
- 2. In the future stage, the IMC Token should maintain the utility legal qualification, based on the Company's business plan and the technical development of the blockchain.**
- 2. We have found no signs of fraud and scam, Ponzi scheme, tort, consumer fraud, known schemes of income laundering and tax evasion.**
- 3. Token buyers do not have any rights to the company profit. The IMC Token don't give equal rights to their holders. This fact excludes the identification of the token as securities.**
- 4. The founders of IMC Token do not possess any ability to effect on the token price. The market price of token does not influence on a company profit and the company profit does not influence on the token market price.**
- 5. All scenarios of the turnover of the Token is strictly ordered and implemented on the blockchain by smart contracts. No other scenarios are technically feasible. None of the scenarios of utilizing the token has the signs of securities rights realizing.**



### **Disclaimer:**

The above analysis is based on information obtained from a representative of IMTG, the company's whitepaper, publicly available information, and the law as it exists as of the date hereof. Considered herein were the U.S. federal and the EU securities laws. We have also analyzed other legislations. No opinion is expressed with regard to any other body of law or legal construct, including without limitation the franchise laws of any other country. No court has addressed the question of whether any blockchain-based tokens are "securities" under U.S. federal law; as such, the SEC or a court of competent jurisdiction may reach an alternative conclusion to that stated in this opinion letter. No warranties or guarantees of any kind as to the future treatment of the IMC Token are being made herein.

