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GENIUS ASSETS

# Whitepaper

INVESTMENT IN REAL ESTATE ASSETS  
MADE ACCESSIBLE WITH BLOCKCHAIN



**“We help our clients retain real value for themselves and be in control of their own destiny.”**

GENIUX PROJECT TEAM

# Disclaimer

THIS WHITEPAPER HAS BEEN DRAFTED ON THE OCCASION OF THE ISSUANCE OF 1,000,000,000 TOKENS, CORRESPONDING TO THE ICO (INITIAL COIN OFFERING OR INITIAL CRYPTOCURRENCY ISSUANCE) OF THE GENIUX TOKEN.

THIS ICO IS STRUCTURED IN ONE PRIVATE SALE AND ONE PRE-SALE, THEN WE WILL GO INTO PUBLIC SALE.

- 1.** **Investors are cautioned that:**
  - a. The investment described in this Whitepaper involves the assumption of greater risk than investing in publicly traded companies.
  - b. There is currently no legislation regulating (i) the processes of initial issuance of cryptocurrency or ICOs nor (ii) the legal nature of the rights derived from cryptocurrencies or tokens.
  - c. The custody of cryptocurrencies or tokens is not performed by an entity authorized to provide investment services.
  - d. ICOs, as well as the custody of cryptocurrencies or tokens, are based on what is known as distributed ledger technology or Blockchain, a novel technology that is not free of certain risks, as described below.
- 2.** **Investors are cautioned that a full and careful reading of this Whitepaper is necessary to fully understand the information contained in this Whitepaper and to make any investment decision in connection with this Whitepaper.**
- 3.** **This Whitepaper has not been subject to verification or registration in the official registries of the Comisión Nacional del Mercado de Valores (“CNMV”). The ICO described in this Whitepaper is exempted from the obligation to publish a prospectus pursuant to the provisions of letter e) of The Regulation (EU) 2020/1503 on European Crowdfunding Service Providers for business.**
- 4.** **The ICO described in this Whitepaper has not been rated by any credit rating agency.**
- 5.** **Investors are advised that the functionalities of the Genius Assets Platform described in this Whitepaper are subject to change depending on technical limitations, legal, regulatory or product strategy changes during development.**



# Introduction

According to *Forbes*, real estate has minted more billionaires today than any other asset class. Real estate tokenization is an emerging trend representing the convergence of real estate investing and blockchain technology.

Tokenization helps asset or fund owners raise capital more efficiently, and gives investors unprecedented access to private real estate investments, transparency, and liquidity.

WE ARE BUILDING A **TECHNOLOGICAL SOLUTION** THAT IN ESSENCE WILL PROVIDE OUR CLIENTS AN ECOSYSTEM TO MAKE **REAL WORLD ASSETS ACCESSIBLE VIA BLOCKCHAIN AND CUTTING EDGE TECHNOLOGIES.**

GENIUX



# Industry numbers

**\$228 T**

## GLOBAL REAL ESTATE MARKET

The tokenization of real estate is giving investors and owners alike the freedom to raise/invest capital how they choose.

**\$7.4 T**

## FRACTIONAL INVESTMENT MARKETS

According to the World Economic Forum the Fractional Ownership industry in the next two years is set to reach \$7.4 Trillion with a CAGR of 21%.

**x4**

## POTENTIAL GROWTH

The potential growth of Fractional Ownership Projects is about 4-times larger than cryptocurrencies.

# Problems that tokenization solve



1. LIQUIDITY OF REAL ESTATE



2. SEARCHING FOR PROPERTY



3. UNDENIABLE PROOF OF OWNERSHIP



4. CRUSHING THE ENTRY BARRIER



5. IMPROVING TRANSPARENCY AND MARKET SECURITY



6. DECREASING TRANSACTIONS COSTS



7. ACCES TO SECONDARY MARKET



When establishing the legal entity for the token, the agreements involved must automatically allow the blockchain technology to **implement and enforce equity transactions related to the token.**

These “**smart contracts**” are designed to make the different processes involved with the token, such as reward distributions or sales to other investors, seamless and essential to a token’s proper setup.

# The future Outlook

FOR REAL ESTATE TOKENIZATION

Real estate tokenization is a promising application of blockchain technology that will increase the investor base by increasing liquidity in the market, because **it allows for more small-scale investor participation.**

This value proposition is particularly needed in real estate as the market for real estate is **more valuable than any other asset class in the world, yet it remains highly illiquid.**

Tokens are the next phase in the development of blockchain technologies, **allowing investors to move from highly speculative cryptocurrencies** without collateral to asset-backed tokens.

As the amount of functioning secondary markets for real estate tokens grows, the adoption of this investment platform will continue to grow as well, which **will help the real estate market continue to thrive.**



# Solution: Fractional Ownership + Decentralization

## Smart contracts

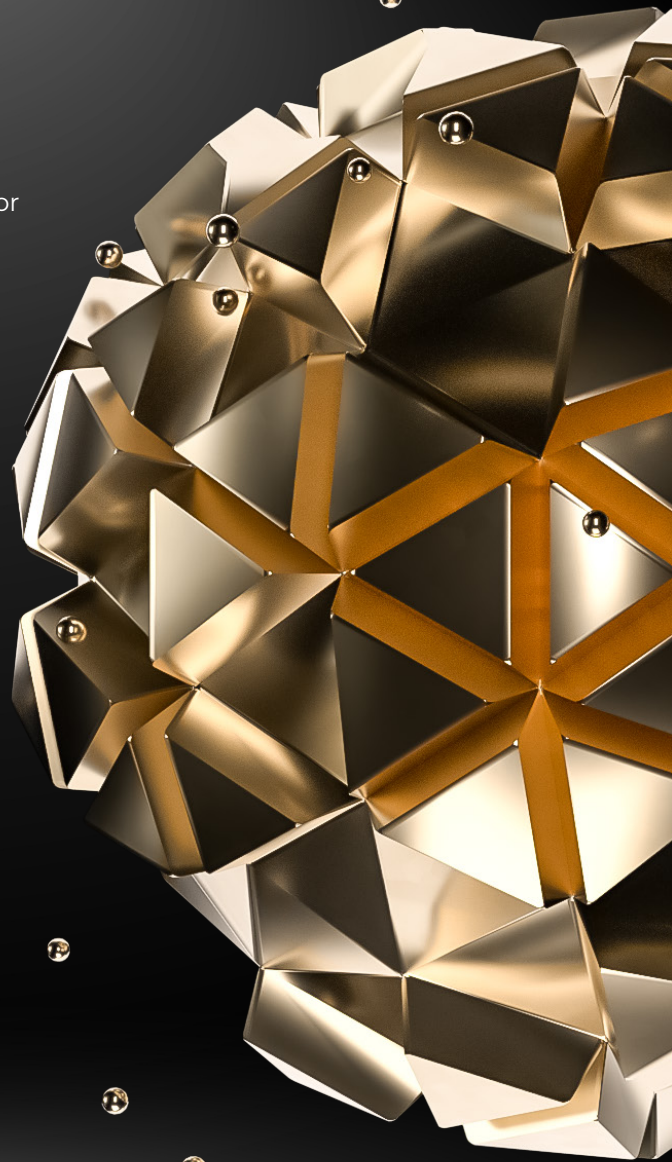
- To describe the real estate asset
- Define its compliance requirements
- Validate the investor Know-Your-Customer (KYC) profile
- Issue corresponding fund revenues shares to each verified investor

## Fractional Ownership Platform

- Turn-key solution to issue tokens.
- Fully compliant with local jurisdiction.

## MarketPlace

- Mobile and Desktop friendly.
- Merchants and services integrated.
- Fully branded custom design.





HOW INVESTORS AND OWNERS

# Benefit from tokenization

Tokenization removes the middle man, making it easier and cheaper for investors to buy/sell real estate and for owners/developers to raise capital. Investors can trade tokens almost instantly and for a very low fee (similar to stock market trades).

For owners, tokenization makes it possible to raise capital without financial intermediaries to underwrite the project.



# The Issuer

GENIUS ASSETS LLC

Genius Assets LLC, a Private limited liability company incorporated in Dubai, with Registry code 117001522 and registered office at Compass Building, Al Shohada Road, AL Hamra Industrial Zone-FZ, Ras Al Khaimah (Dubai).

Mr. Evgeny Pleshakov | the Management Board Member.

Geniux has **3 main pillars** that makes our proposition unique:

## Experienced strong Team

## FO- Fractional Ownership Projects

## Market Place integration

Building a circular economy for our clients where the storage of value remain on their own cryptocurrency.

# The Offering:

GENIUX MARKETPLACE FOR REAL ESTATE ASSETS

## Utility Tokens

GLOBAL REAL ESTATE MARKET

The tokenization of real estate is giving investors and owners alike the freedom to raise/invest capital how they choose.

# \$7.4 T

FRACTIONAL INVESTMENT MARKETS

According to the World Economic Forum the Fractional Ownership industry in the next two years is set to reach \$7.4 Trillion with a CAGR of 21%.



# The Team

FOUNDED IN 2018, WE BUILT **THE FIRST AND BIGGEST, SECURE DIGITAL ASSETS MARKETPLACE IN THE WORLD**. THE PROJECT IS OWNED BY THE COMPANY **GENIUS ASSETS SRL**.

## THE FOUNDER



**Claudiu Buda**

FOUNDER & CEO

In the last 13 years, his professional career has been focused on sales. Claudiu has built a large and immense community with more than 200.000 customers in 17 countries and sales of more than 75 million euros.

## CORE TEAM



**Flavius Cocora**

CMO



**Mădălin Mije**

PROJECT MANAGER



**Raluca Vaceff**

MARKETING SPECIALIST

## ADVISORS



**Aleksandr Shkirin**

LEGAL ADVISOR



**Eugene Pleshakov**

LAWYER

# SWOT Analysis



## S

### STRENGTHS

Technical and commercial expertise.  
Unique proposition. Our interests aligned with our clients interests.

## W

### WEAKNESSES

Time, Effort and Monetary Commitment for the initial fund.

## O

### OPPORTUNITIES

As pioneers in the approach we can capture market share quickly  
before others react and be more attractive to investors.

## T

### THREATS

Perimeter Regulation in Crowdfunding and Tax issues.

# Product Overview



## CRYPTOCURRENCY

Our compliance marketplace and issuer will allow us to create each Real Estate Asset, its own cryptocurrency.



## EXCHANGE

Our clients will participate in the exchange and earn volume fees.



## PAYMENT SOLUTION

A Turn-key payment solution will be provided to our clients to facilitate adoption.



## FRACTIONAL OWNERSHIP PROJECTS

We are building a complete Fractional Ownership Solution. EU regulated on a Tier1 Jurisdiction.



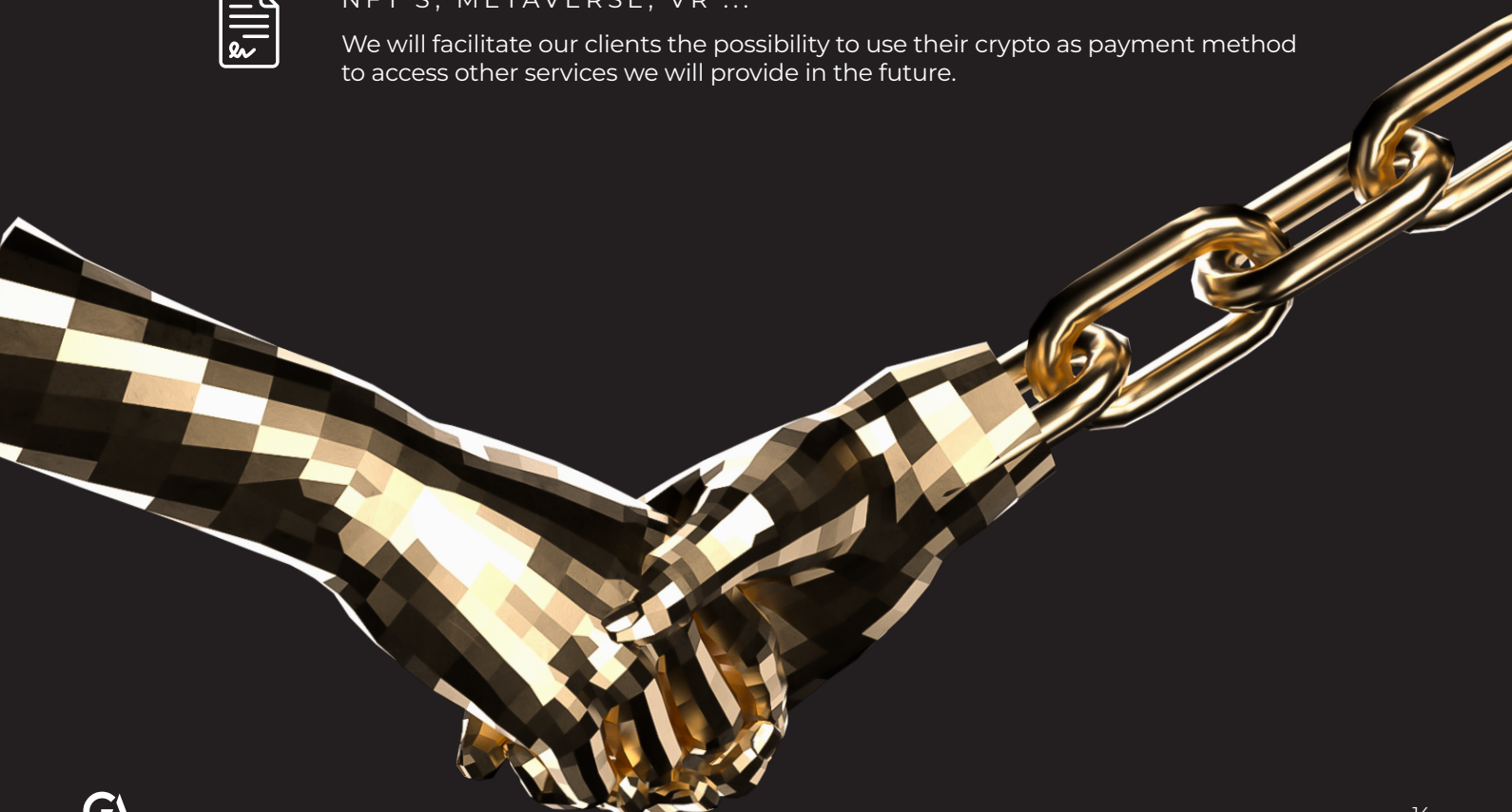
## MARKETPLACE

A fully customized Marketplace solutions will be provided to our clients. Merchants and services will be integrated in it.



## NFT'S, METAVVERSE, VR ...

We will facilitate our clients the possibility to use their crypto as payment method to access other services we will provide in the future.



# First Real Estate Fractional Ownership Projects on 2022

STARTING Q4 2022 WE WILL ISSUE THE **FIRST**  
REGULATED FRACTIONAL OWNERSHIP PROJECT WITH  
AN OUTSTANDING ASSET PROPERTY IN **MALAHIDE,**  
**NEAR DUBLIN,** AND GREAT INVESTMENT ROI

Clients presentations, road shows and PR will occur during that period.

# The Tokenization Process

4

STEP 4:  
**TOKEN CREATION  
& DISTRIBUTION**

Creating a distribution plan and payment methods for potential investors to purchase the token.

3

STEP 3:  
**APPROPRIATE  
TECHNOLOGY**

Choosing Blockchain protocol, Token configuration, KYC/AML questionnaire Setup token custody solution with a custody provider and choose the right blockchain network for token creation.

2

STEP 2:  
**LEGAL STRUCTURE**

Determine the legal structure. Various options are available and the owner can choose to tokenize the equity of a Special Purpose Vehicle (SPV), a debenture, or another form of participation right such as revenue or profit.

1

STEP 1:  
**THE DEAL**

Determine the specific property or properties to tokenize and consider jurisdiction, types of shareholders, and the relevant regulations.



# The Offering

GENIUX IS A UNIVERSAL GATEWAY TO INVEST IN MULTIPLE FRACTIONAL OWNERSHIP PROJECTS EXECUTED BY THE GENIUS ASSETS TEAM.

The token will be issued on the **Polygon Network**. This provides token holders with access to rich pools of liquidity created by the crypto community as well as a diverse DeFi ecosystem that provides additional opportunities to utilize the Geniux.

Initially, the token will be sold through the Genius Assets Platform off-chain, and after the conclusion of the ICO, it will be issued in tranches and released to holders.

The first of them is launched in Q4 2022, on which we are offering an opportunity to invest in Ireland's residential property market starting from €3,000.

The maximum number of tokens that investors can purchase is limited and presented below. If investors do not purchase all the tokens allocated for them, the remaining fractions will be sold to other users at a full price. The project will be executed in several phases; buyers of tokens at early stages get a lower price. The distribution of tokens, token prices, and timelines for phases of the ICO are presented below.

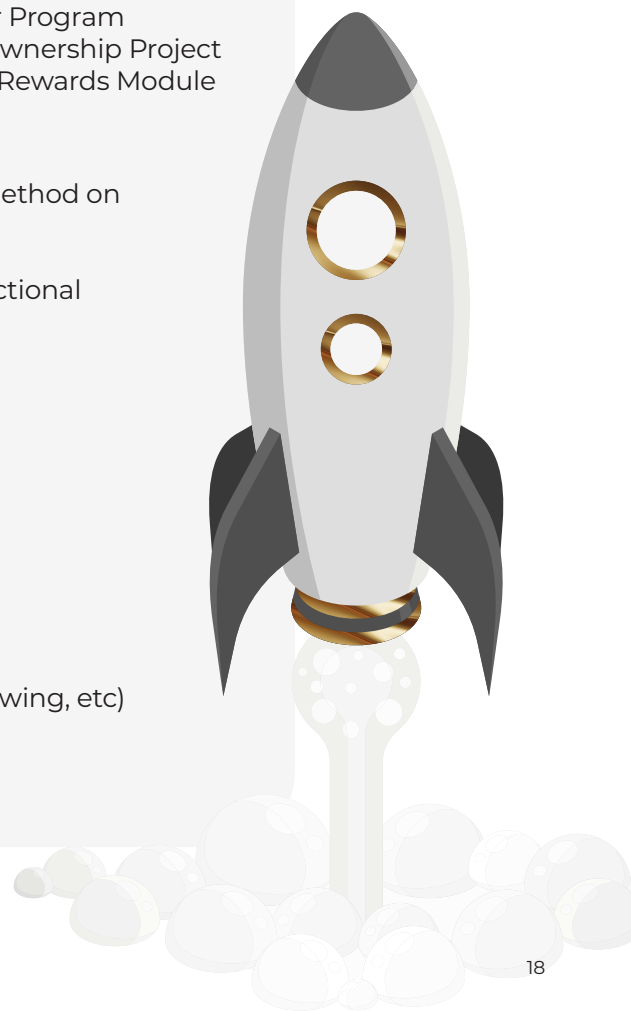
Affiliate ICO Program participation will confer commissions by referring real token holders acquirers into the platform.

# GENIUX



# Roadmap in 2022

- 
- Q4 2021**
    - Launch the Genius Assets Marketplace Platform
    - Starting of the ICO Private Sale
    - Face Lift & Platform Improvements
    - Listing of the first Fractional Ownership Project
  - Q1 2022**
    - Start developing the Admin Dashboard
    - Platform Improvements
  - Q2 2022**
    - Admin Dashboard improvements
    - Starting of the ICO Pre-Sale
    - Launching the Staking Program
    - TGE: IUX Token
    - Listing on a top 5 DEX exchange
  - Q3 2022**
    - Admin Dashboard improvements
    - Listing on a CEX
    - Listing on Coinmarketcap
    - Listing on Coingecko
  - Q4 2022**
    - Launching the Affiliate: Career Program
    - Selling of the first Fractional Ownership Project
    - Adding Fractional Ownership Rewards Module
  - Q1 2023**
    - Onboarding external projects
    - IUX Token: unique payment method on Genius Assets
    - Adding Peer-to-Peer feature
    - Start selling of the second Fractional Ownership Project
  - Q2 2023**
    - Real World NFT Marketplace
    - Genius Debit Card
    - Strategic Partnerships
  - Q3 2023**
    - Mobile App
    - In-app swap and trade
  - Q4 2023**
    - DeFi Products (Lending, Borrowing, etc)
    - Expand the business in USA



# Benefits & Challenges

## BLOCKCHAIN BENEFITS

The legality of the contract and its registration can be ensured via blockchain, prohibiting the black market and tenant unprotection. Authorities can be linked to blockchain and smart contracts to ensure that taxes are paid, residents are registered, and so on.

## BLOCKCHAIN CHALLENGES

Taking into account that to register or to hire a notary for rental contract is not a common practice, the blockchain does not involve major challenges. However, to benefit from this technology, this blockchain should include the official ID of the parties, and smart contracts should include the agreed legal clauses to control their legality.

# Tokenomics

Tokenomics is an important part of the cryptocurrency ecosystem because it allows projects to avoid bad actors, build trust, and create a long-term ecosystem. Strong tokenomics boost a token's long-term value and incentivise early adopters, while also preventing inflation and supporting long-term growth. Once deployed, it is an immutable truth, meaning that no individual person, nor miner as they are known can make a change to the network without every other individual agreeing to make the change.



**TOKEN NAME:** GENIUX

**TICKER SYMBOL:** IUX

**DECIMALS:** 18

**NETWORK:** POLYGON (MATIC)

**TOTAL SUPPLY:** 1,000,000,000.00

**SOFT CAP TOKENS:** 20,000,000.00 iUX

**SOFT CAP \$:** 5,900,000.00 \$

**HARD CAP TOKENS:** 70,000,000.00 iUX

**HARD CAP \$:** 13,730,000.00 \$

## UTILITY TOKENS DISTRIBUTION

Geniux (model 3) - 1Bn tokens		Locking (Y/N)	Vesting (Y/N)
Private Sale	2.000%	Y	Y
Pre Sale	5.000%	Y	Y
Public Sale (including IDO & IEO)	24.000%	N	N
<b>Total Tokens For Sale</b>	<b>31.000%</b>		
Advisors & Strategic Partners	5.000%	N	N
Burn Program (for Fractional Ownership Projects payment)	15.00%	N	N
Incentives & Airdrops	3.000%	N	N
<b>Founders &amp; Core Team</b>	<b>6.000%</b>	Y (12 months) (01.01.22 - 01.01.23)	10% / month
Community Rewards & Development	40.000%	N	N
Sustainable Marketing	5.00%	N	N
Liquidity and Exchange Listings	5.00%	N	N
<b>Staking and Growth</b>	<b>30.00%</b>		
TOTAL (check)	100.000%		



# Tokenomics

PRIVATE SALE	PHASES	TOKEN PRICE
11,000,000.00	Eiffel Tower	0.09 \$
500,000.00	Big Ben	0.23 \$
750,000.00	Taj Mahal	0.30 \$
1,500,000.00	Louvre	0.38 \$
2,500,000.00	Colosseum	0.55 \$
3,750,000.00	Parthenon	0.70 \$
20,000,000.00		TOTAL

PRE-SALE	PHASES	
6,000,000.00	Sagrada Familia	0.09 \$
6,500,000.00	Empire State Building	0.12 \$
7,000,000.00	Sydney Opera House	0.14 \$
9,000,000.00	Taipei 101	0.16 \$
10,500,000.00	Burj Al Arab	0.18 \$
11,000,000.00	Kingdom Tower	0.20 \$
50,000,000.00		TOTAL

TOTAL ROUNDS SELLING	
70,000,000.00	
PUBLIC SALE (including IDO & IEO) 240,000,000.00	Initial Target Price
	0.45 \$

Genius Assets did the listing price redenomination, while thinking of the health & growth of the project. Thinking on a long-term implication, a lower listing price would open on Genius Assets Marketplace more doors to our future investors, partners, advisors, and consultants.

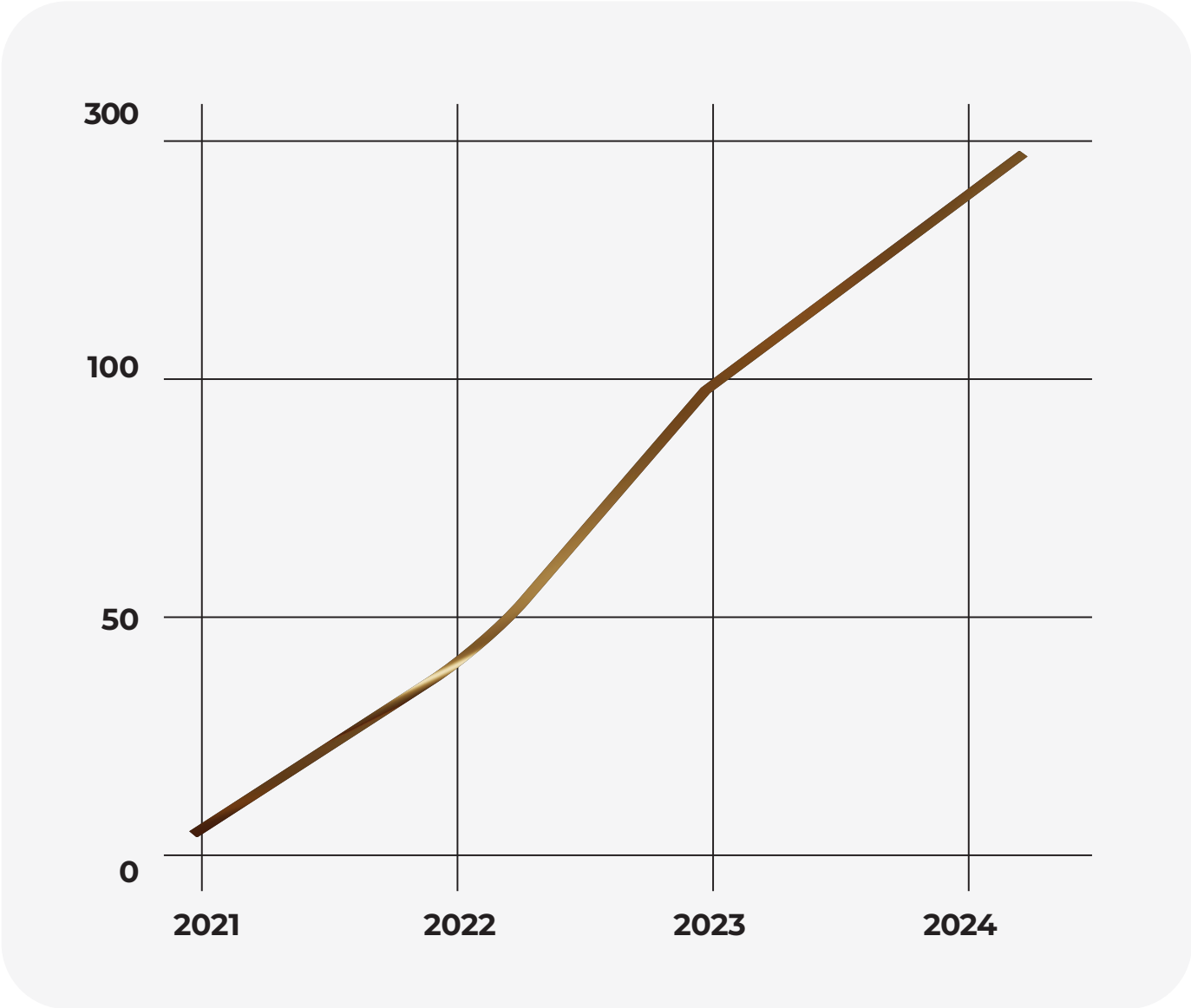
Genius Assets is confident that it can manage this listing price and diminish the risk of a “price dump” as it is usually seen on new projects. Moreover, by doing this, the genuine thing was to have the **BACK IN TIME PRESALE PHASE** (YES, everyone who bought starting with **0.23\$/ IUX** in the PRIVATE SALE PHASE, got fully reimbursement in tokens) and now the project can grow steady once again.

Nobody will lose and nobody will be affected directly by this redenomination, as the project has gained a huge potential of growth and you will see applied more strictly ANTI-DUMP techniques and conditions, done fully for the long-term benefits and for everyone, as an investor.

Permanent Lock	Locking Period	Vesting (Time: 10 AM UTC)									
		25.06.2022	25.08.2022	25.09.2022	25.10.2022	25.11.2022	25.12.2022	25.01.2023	25.02.2023	25.03.2023	25.04.2023
Private	TGE - 25.06.2022	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%
Pre-Sale	TGE - 25.06.2022	25.06.2022	25.10.2022	25.11.2022	25.12.2022	25.01.2023	25.02.2023	25.03.2023	25.04.2023	25.05.2023	25.06.2023
		10%	10%	10%	10%	10%	10%	10%	10%	10%	10%

Additionally, a soft-staking program will allow you to easily generate rewards by simply holding your digital tokens.

# Assets under management (AUMs)



2022  
**45 mil euros**

2023  
**125 mil euros**

2024  
**310 mil euros**

# Risk Factors

Tokens will be issued in accordance with Spanish law in effect as of the date of this Whitepaper. There can be no assurance as to the impact of any possible court decisions or any possible changes in Spanish law or administrative practices after the date of this Whitepaper, and any such changes may significantly impair the price or usability of the tokens affected by such circumstances.

Notwithstanding the above, it is necessary to point out that, as of the date of this Whitepaper, despite the fact that both the CNMV and the various European regulatory bodies have issued various opinions and/or recommendations regarding the legal concept of tokens, as well as the potential regulation of tokens and Initial Coin Offerings, there is no national regulation or specific and harmonized regulatory framework at the European level on tokens, their different types, or Initial Coin Offerings.

From the point of view of the main legal risks in relation to Tokens and ICO, some of the warnings or recommendations made by different regulatory and/or supervisory entities in this regard are briefly summarized below:

CNMV press release: ESMA warns of the risks of so-called “ICOs” (“Initial Coin Offerings”) (February 8, 2018).

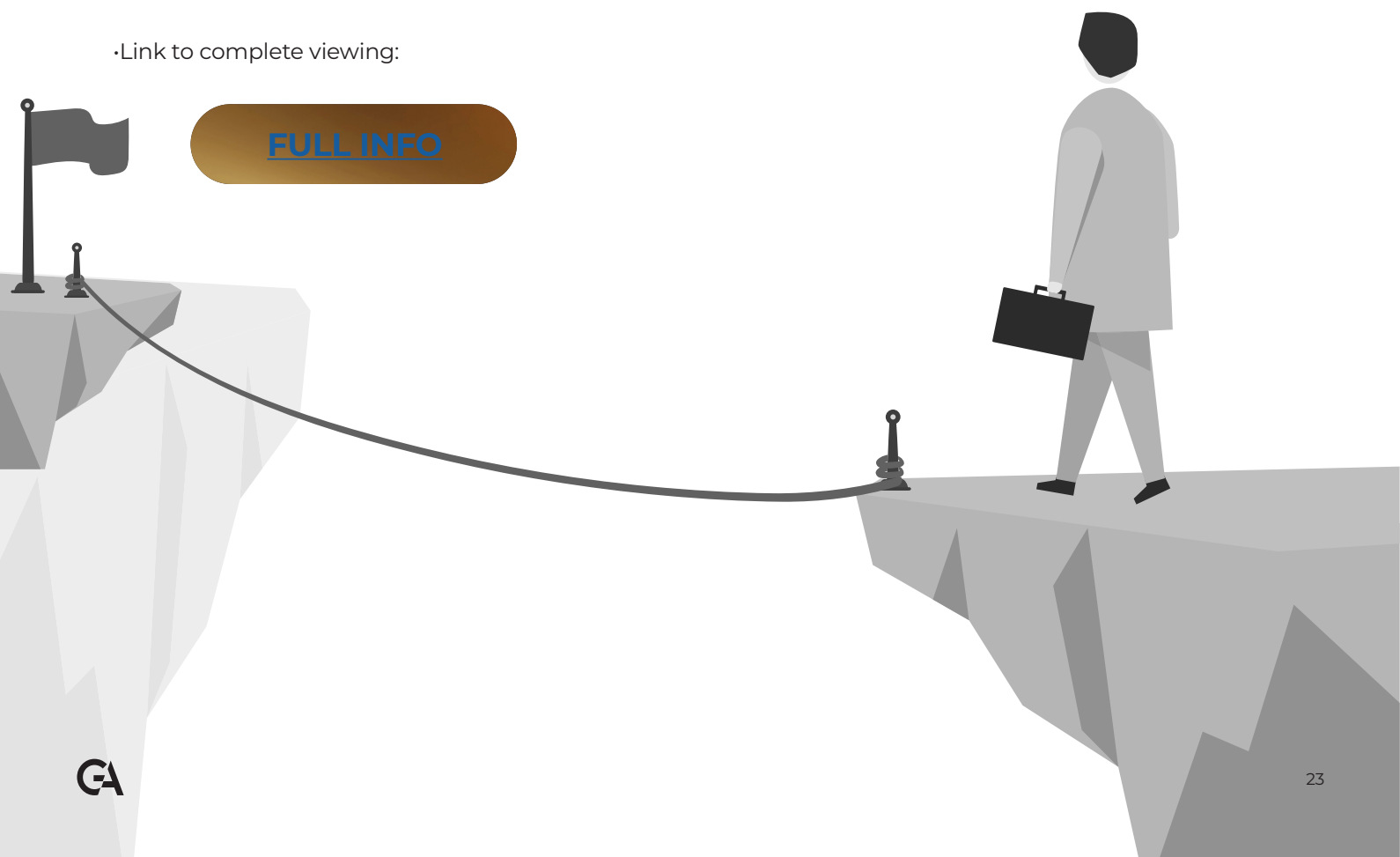
To facilitate transparency for investors as regards the provision of crowdfunding services, the European Supervisory Authority (European Securities and Markets Authority) established by Regulation (EU) No 1095/2010 of the European Parliament and of the Council (10) (ESMA) should establish a public and up-to-date register of all crowdfunding service providers authorized in accordance with this Regulation. That register should include information on all operating crowdfunding platforms in the Union, including risks for investors and recommendations and rules for entities considering participating in them, such as:

**“ESMA warns investors of the high risk of losing the capital invested in these types of offerings, as they are generally highly speculative and high-risk investments.”**

**“The price of the coin or token could be very volatile and investors may not have the ability to recoup their investment over an extended period.”**

·Link to complete viewing:

[FULL INFO](#)



# Risk Factors

Joint communiqué of the CNMV and the Bank of Spain on “cryptocurrencies” and “initial coin offerings” (ICOs) (February 8, 2018)

“Cryptocurrencies are not backed by a central bank or other public authorities, although they are sometimes presented as an alternative to legal tender, although they have very different characteristics.”

“The CNMV and the Bank of Spain warn that, to date, no “cryptocurrency” issuance nor any ICO has been registered, authorized or verified by any supervisory body in Spain. This implies that there are no “cryptocurrencies” or “tokens” issued in ICOs whose acquisition or holding in Spain may benefit from any of the guarantees or protections provided for in the regulations relating to banking or investment products.”

“There is a high risk of loss or fraud in this type of investment.”

“Either because of how they are structured or because of where the residence of their issuers is located, tokens issued in an ICO or financial products referenced to “cryptocurrencies” might not be subject to regulation. Therefore, buyers or investors would lack the protections offered by Spanish and, in general, European Union legislation to regulated investments.”

“Cryptocurrencies lack intrinsic value, making them highly speculative investments. Likewise, their strong dependence on unconsolidated technologies does not exclude the possibility of operational failures and cyber threats that could mean temporary unavailability or, in extreme cases, total loss of the amounts invested.”

“For the most part, ICOs are associated with entrepreneurial projects in very early stages of development, without a consolidated business model or with uncertain cash flows. These initiatives may have a high probability of failure.”

“The absence of markets comparable to organized fractional markets subject to regulation may make it difficult to sell “cryptocurrencies” or “tokens” issued in ICOs for conventional cash.”

Link to complete viewing: [https://www.bde.es/f/webbde/GAP/Secciones/SalaPrensa/NotasInformativas/18/presbe2018\\_07.pdf](https://www.bde.es/f/webbde/GAP/Secciones/SalaPrensa/NotasInformativas/18/presbe2018_07.pdf)

CNMV considerations on “cryptocurrencies” and “ICOs” addressed to financial sector professionals (February 8, 2018).

“The CNMV considers that a good part of the operations articulated as ICOs should be treated as issues or public offerings of negotiable fractionalities.”

“In the case of ICOs that, based on criteria such as those just mentioned, may be considered negotiable financial instruments, it is recalled that the corresponding national or European rules will be applicable to them, fundamentally those contained in, related to or derived from MiFID II, the Prospectus Directive and the Directive on Alternative Investment Fund Managers.”

Link to complete viewing:

[FULL INFO](#)



# Legal Considerations

FOR THE ABOVE PURPOSES, THE FOLLOWING DISTINCTION HAS BEEN DOCTRINALLY ESTABLISHED:

We would speak of a utility token when we are in the presence of tokens that allow digital access to applications or services supported by a structure based on Blockchain technology.

In principle, the utility token does not attribute rights or expectations of participation in a potential revaluation or profitability of businesses and/or projects, nor political or economic rights (in the sense of distribution of rewards, for example) in relation to the company issuing the token.

A Fractional Ownership representative token, on the other hand, is a token that represents rights with economic content that, due to their legal configuration and transmission regime, are susceptible to generalized and impersonal traffic in a financial market.

This occurs, for example, normally in projects or businesses for which Fractional Ownership token shares are issued as a financing mechanism (called ICOs, Fractional Ownership Projects or IEOs). A Fractional Ownership token representatives thus attributes or can attribute rights or expectations of participation in a potential revaluation or profitability of businesses and/or projects, assuming that investors acquire it for this purpose.

This determines that although there is no specific regulation in our country on Cryptoassets similar to Fractional Ownership token representatives, it is generally accepted that those Cryptoassets comparable to negotiable shares must comply, like any others, with the regulations applicable to them and, therefore, business or financial activities dealing with this type of assets will be fully valid and legal as long as they comply with the aforementioned regulations.

## **Analyzing the characteristics of the GeniuX Token, we can conclude that:**

a) The token received by the user does not represent an asset of value of the company.

b) The token received by the user is not associated with the shareholding and the final value of the company, nor is its sale or acquisition linked to a possible revaluation of the price.

Therefore, we can conclude that GENIUX Token is a UTILITYTOKEN, according to Spanish legislation and CNMV criteria.



# Legal Considerations

Furthermore, “**MiCA**” (proposal for a Regulation of the European Parliament and of the Council on cryptoasset markets, amending Directive (EU) 2019/1937, currently pending approval) expressly recognizes that Cryptoassets are digital representations of value or rights with the potential to bring significant benefits to consumers and market participants.

It also expressly recognizes that there is a varied typology of Cryptoassets; some of them can be assimilated to financial instruments and, therefore, included in the scope of application of the rules on fractional investment markets or to electronic money and, therefore, included in the scope of application of the Community rules on electronic money.

These two types of digital assets would be excluded from the scope and object of MiCA once this regulation is approved.

However, MiCA recognizes the existence of other types of digital assets that are precisely those that this Regulation intends to regulate. Particularly, MiCA refers to: (i) cryptotokens or digital assets that have a payment functionality and are intended to serve as a means of payment to acquire goods and services and as a store of value, and; (ii) utility tokens whose main functionality is to give their holders digital access to an application, services or resources available and offered in a DLT and whose issuers only issue and accept them precisely to enable the use of such services, applications or resources. This is the definition of utility token that is precisely stated in Article 3.1 (g) of MiCA.

If we take into account the characteristics of the **GeniuX Token** by virtue of the information provided by the Client, we can conclude that the definition of utility token established by MiCA corresponds to the characteristics of the GeniuX Token. Therefore, in our opinion, the GeniuX Token can qualify as a utility token for the purposes of the definition that currently exists in the draft as far as we are aware of MiCA.

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Notwithstanding the foregoing, the Client must take into account the final wording and entry into force of MiCA, since this new EU Regulation imposes legal obligations on those companies whose activities are related to the issuance, trading and custody of utility tokens and establishes a complete regulation of this type of tokens in the European legal framework.

By virtue of the foregoing, investors should be aware that at the time of the issuance of the Tokens, the legal nature of the rights derived from the Tokens cannot be guaranteed, as well as the rights that may arise from the Tokens for the investors after the ICO.

In other words, the investment in Tokens derived from the ICO envisaged by Genius Assets is subject to the risk inherent to the impact that may be caused by any judicial resolution, regulatory change or new regulation that, both at national and European level, occurs after the date of this Whitepaper, in relation to the Tokens or the ICO.

In conclusion, the investor in ICO Tokens should be aware that any of the above regulatory, administrative or legal changes could significantly impair the price, rights derived from, or ability to use the Tokens.



# Legal Considerations

## RISK RELATED TO WITHHOLDING TAX LIABILITY AS A RESULT OF NONCOMPLIANCE WITH REPORTING PROCEDURES

The procedure described in this Base Prospectus for the provision of the information required by Spanish laws and regulations are a summary and the Issuer assumes no responsibility for them. In the event that the procedures currently applicable are modified or supplemented by, among others, any Spanish law, or by any interpretation or ruling of the Spanish tax authorities, the Issuer will notify the holders of the Tokens of such reporting procedures and their implications, as the Issuer may be obliged to apply withholding tax on distributions in respect of the shares in question if the holders do not comply with such reporting procedures.

## THE INVESTOR IS ALSO AWARE OF THE FOLLOWING RISKS THAT MAY OCCUR:

Risk of loss of usability of tokens on the blockchain platform where they are hosted due to problems on the platform.

Risk of illiquidity and lack of representation in the market.

Risk of abrupt change in token valuation due to changes in the market.

Risk of abrupt change in token valuation due to token unlocking.

Risk of unknown errors in blockchain technology

Risk of loss of tokens by the token owner or a third party

Risk of loss of tokens or cryptocurrencies by Geniux.



# Prevention of Money Laundering and Terrorism Financing

Geniux undertakes to comply with the provisions of Law 10/2010, of April 28, 2010, on the prevention of money laundering and terrorist financing (the “Law 10/2010”), which transposes into Spanish law Directive 2005/60/EC, of the European Parliament and of the Council, of October 26, 2010, on the prevention of the use of the financial system for the purpose of money laundering and terrorist financing (the “Third Directive”), on the prevention of the use of the financial system for the purpose of money laundering and terrorist financing (the “Third Directive”), as well as with the provisions of Royal Decree 304/2014 of May 5, which approves the Regulation of Law 10/2010, as well as Royal Decree-Law 7/2021 of April 27, on the transposition of European Union directives in matters of competence, prevention of money laundering, credit institutions, telecommunications, tax measures, prevention and repair of environmental damage, posting of workers in the provision of transnational services and consumer protection and with any other rule and/or regulation implemented or created in accordance with such rules, or that implement, develop, modify, replace, recreate or consolidate them, as well as any other laws applicable to the prevention of money laundering and the financing of terrorism that may exist in any applicable jurisdiction, to the extent that such rules may be applicable to it.

Consequently, GENIUX declares that neither itself as a company nor, to the best of its knowledge, any of its shareholders (or their legal representatives, employees or agents) has participated in any activity or acted in any way that could be understood as constituting a violation or non-compliance with the applicable regulations in relation to the prevention of money laundering and the financing of terrorism. Furthermore, GENIUX declares that it will implement and maintain a system of identification of its investors and/or users, requiring from them a document proving their identity (indicative but not limited to: national identity card, passport, residence card, etc.

**GENIUX**

# Protection of Personal Data

Both in relation to personal data processing activities involving the ICO and in relation to processing in the context of its operations GENIUX will comply with the General Data Protection Regulation (EU) 2016/679 of 27 April 2016 (hereinafter the “GDPR”) as well as any other rules and/or regulations implemented or created pursuant to such regulation, or that implements, develops, modifies, replaces, recreates or consolidates it, as well as any other laws applicable to the processing of personal data that may exist in any applicable jurisdiction, including, where applicable, guides and codes of practice issued by supervisory authorities.

TO ENSURE COMPLIANCE WITH THE GDPR AND OTHER APPLICABLE REGULATIONS, GENIUX HAS HIRED THE SERVICES OF THE LAW FIRM ATH21, EXPERTS IN PRIVACY AND DATA PROTECTION, AMONG OTHER AREAS.

Among other applicable obligations, GENIUX will comply with the principles of privacy by default and privacy by design.

Genius Assets has established procedures to ensure compliance with the right to information in the collection of data through the use of the corresponding informative clause at the time it collects personal data from its investors or users.

In addition, it undertakes to sign with all those third parties who access personal data under its responsibility the corresponding data processing contract.



# Thank you!

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