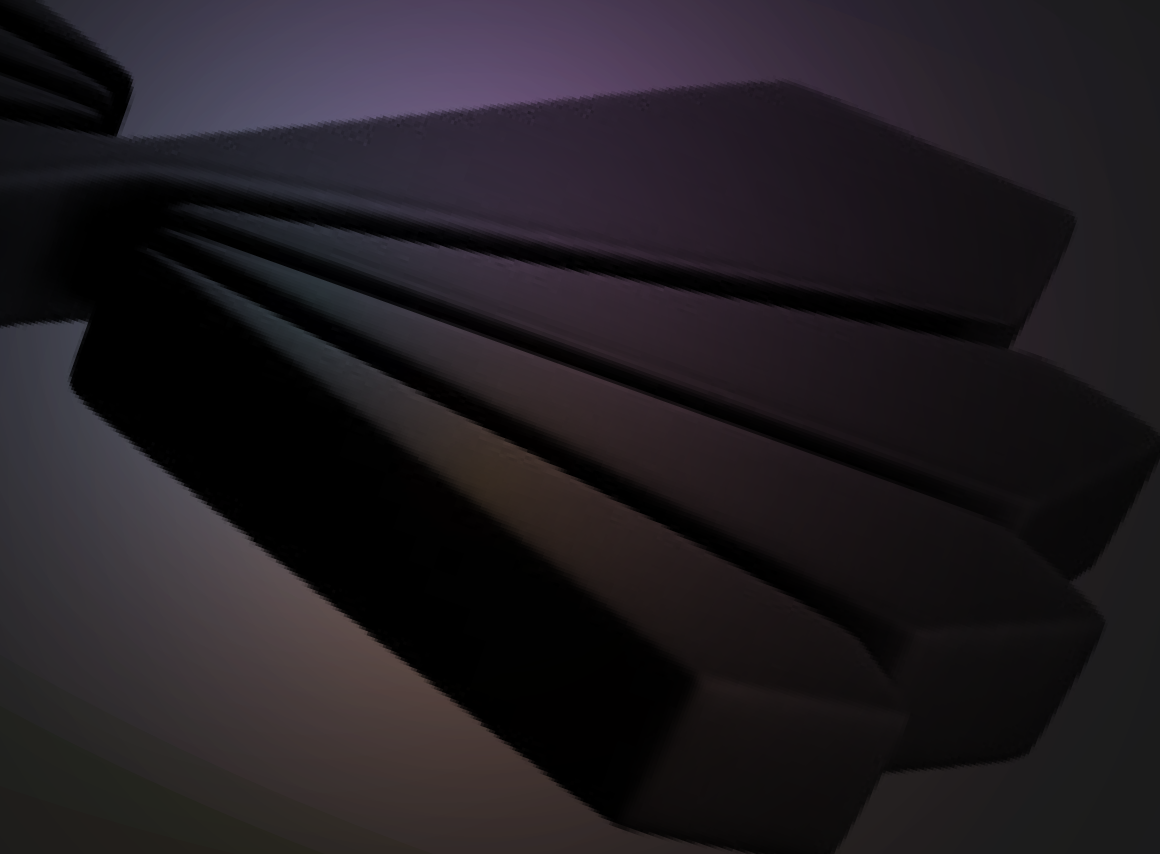




The Bitcoin Fund

Saturn - Powered by syarpa





Important Notice

This Private Placement Memorandum (“PPM”) is provided to evaluate a potential investment in The Bitcoin Fund (“the Fund”).

It contains confidential information, and by receiving this document, the recipient agrees not to disclose it without prior written consent from syarpa.



Executive Summary

The Fund (“the Fund”) is a private investment vehicle designed to provide accredited and institutional investors with regulated and compliant exposure to Bitcoin (“BTC”).

The Fund aims to deliver capital appreciation by tracking Bitcoin’s price using advanced AI and machine learning models, which detect buying volume spikes and identify proprietary Saturn AI-driven reversal points. In addition to these insights, the Fund employs a passive buy and-hold strategy.

This structure enables investors to gain exposure to Bitcoin without the need to purchase, store, or manage the underlying asset directly.

Fund Structure & Objectives

The Fund is structured as a limited partnership with syarpa. serving as the General Partner and Fund Manager. The Fund's objective is to provide investors with the long-term appreciation potential of Bitcoin. The Fund will primarily hold Bitcoin and may use derivative products, futures contracts, or related instruments to maximise returns while managing risks.

Investment Strategy

The Fund does not guarantee a return of capital and is not subject to the protections of an insured investment. Investors are advised to consult their financial advisors regarding the risks of investing in Bitcoin.

The Fund seeks to capitalise on the growth of Bitcoin by:



Maintaining exposure to Bitcoin's market price.



Holding the asset securely in institutional-grade custody solutions.



Minimising management fees and expenses associated with directly holding Bitcoin.

The Fund may also invest in Bitcoin derivatives and utilise hedging strategies to protect against downside risk.

Risk Factors

Investing in The Bitcoin Fund involves substantial risks, including but not limited to:



Market Risk

The value of Bitcoin is subject to extreme volatility.



Regulatory Risk

Bitcoin's regulatory environment is uncertain and constantly evolving.



Custodial Risk

Storing Bitcoin, despite using institutional-grade custodians, is associated with risk.



Liquidity Risk

Bitcoin markets can become illiquid, which may delay redemptions.

Prospective investors should carefully consider all risks outlined in this section before investing.

Fee & Expenses

The Fund will charge



Performance Fee

2% of profits, payable annually based on the Fund's high-water mark.



Management Fee

3% of assets under management, paid annually.



Other Expenses

The Fund will bear operational costs, custodial fees, and administrative expenses

Subscription & Withdrawal

The minimum investment The Bitcoin Fund is 1000 USD or its equivalent in Bitcoin. Investors can subscribe to the Fund monthly, with quarterly redemptions allowed, subject to a one-year lock-up period.

Tax Considerations

Investors should consult with their tax advisors regarding the tax treatment of an investment in the Fund, as tax laws related to cryptocurrency assets vary across jurisdictions.

Legal & Regulatory Matters

The Fund is structured as a private investment fund and is not registered with any regulatory body. It relies on exemptions from such registration based on applicable securities laws. The Fund Manager will ensure compliance with Anti-Money Laundering (AML) and Know Your Customer (KYC) regulations.

Investor Suitability Requirements

This offering is open only to “accredited investors” as defined by securities law. Each investor must demonstrate suitability, risk tolerance, and experience in dealing with high-risk investments.

Terms of the Offering

The total amount to be raised under this offering is capped at 1,000,000 USD. The General Partner may accept or reject any subscription in its sole discretion.

Use of Proceeds

Proceeds from the offering will primarily be used to acquire and hold Bitcoin, with a portion allocated toward operating expenses, custody fees, and fund administration.

Subscription Agreement

Investors must execute the attached Subscription Agreement to subscribe to the Fund for interest. The completed and signed document, along with payment for the initial investment, must be submitted to the Fund Manager.

Conclusion

The Bitcoin Fund Trust Fund provides a unique opportunity for investors seeking exposure to the growing market for digital assets. Through a professionally managed structure, the fund offers institutional-grade security, efficient trading, and regulatory compliance.

Disclaimer

This Memorandum is for informational purposes only and does not constitute an offer to sell or a solicitation to purchase securities. The offer to subscribe to the Fund is made only through the Fund’s offering documents, which include this Memorandum, and all potential investors should carefully read and consider such documents before investing.