



A Next Generation Investment Platform For Film Project

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Disclaimer

The information in this Whitepaper, the MotionFilm.co Website at <https://motionfilm.co> (“**Website**”) and the terms and conditions of the MotionFilm token generating event (“**Terms and Conditions**”) relate to the development by the Company of a graphic token (each a “**MotionFilm Token**” or “**MotionFilm**”) that will deliver innovative fintech solutions to the worldwide entertainment industry and benefits to consumers who purchase the MotionFilm Tokens. MotionFilm Tokens do not: - *provide any ownership or security interest in the assets or property of the Company*; - *provide a right to receive any revenue from the Company*; - *represent any debt owed by the Company*; - *provide any right to repurchase by, or impose any obligation to repurchase on, the Company*; or - *provide any voting or governance rights regarding the Company*. This Whitepaper, the Website and the Terms and Conditions available on the Website (collectively, the “**Materials**”) have not been reviewed or approved by any government body or any securities commission or similar entity in any jurisdiction. The Materials do not constitute a prospectus, private placement memorandum or other offering document relating to the Company and have not been approved by the **SEBI** or any financial regulator or securities commission in any jurisdiction. Certain statements in the Materials are forward-looking statements and the Materials have been based on a number of judgments, assumptions, forecasts and projections by the Company that by their nature are forward looking. Forward-looking statements are typically identified by forward-looking terminology such as “*believes,*” “*expects,*” “*may,*” “*could,*” “*should,*” “*intends,*” “*estimates,*” “*potential,*” “*anticipates,*” “*plans,*” “*assumes*” or similar expressions, or by discussions of strategy that involve risk and uncertainties. Forward-looking statements, assumptions, forecasts and projections involve risks and uncertainties, and sometimes are based on estimates and incomplete information that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements or by the Materials. These risks and uncertainties, and the impact they have on the assumptions, forecasts and projections in the Materials, could adversely affect the outcome and financial effects of the plans and events described therein. If any person has any doubt about the contents of the Materials, he or she should seek professional advice. The information in the Materials does not cover all matters that may be relevant in considering whether or not to participate in the distribution of MotionFilm Tokens (the “*Distribution*”) or the other transactions described therein and is not intended to provide, and should not be relied upon for, financial, accounting, legal, regulatory or tax advice.

MotionFilm Tokens and the MotionFilm Platform are undergoing rigorous research and development and the contents of this paper can change from time to time. Please refer to the Website (<https://MotionFilm.co>) for the latest version of this paper. You are specifically directed to the Terms and Conditions available on the Website that set out criteria for eligibility to participate in the Distribution,



including certain confirmations, representations and warranties given to the Company and certain risk factors. If you cannot agree to the Terms and Conditions, including such confirmations, representations and warranties, you cannot participate in the Distribution and should leave the Website. Continued use of the Website shall be recognized by the parties as a confirmation of acceptance of the Terms and Conditions on the Website.

Notice Concerning Forward-Looking Statements

This Whitepaper contains forward-looking statements and information that are based on the beliefs of the Company's management, as well as assumptions made by and information currently available to the Company. All statements other than statements of historical fact included in this Whitepaper are forward-looking statements, including but not limited to statements identified by the words "*anticipates*", "*believes*", "*estimates*", "*expects*", "*intends*", "*projects*" and similar expressions. These statements reflect the Company's current views with respect to future events; however, the statements are subject to a number of risks, uncertainties and assumptions. Should risks or uncertainties materialize, or should underlying assumptions prove incorrect, the Company's actual results, performance or achievements may vary materially from those expressed or implied in the forward-looking statements. New risks and uncertainties may arise from time to time, and the Company does not intend to update these forward-looking statements and information after the date of this Whitepaper. Some of the important factors that could cause future events to differ from current expectations described in this Whitepaper could be included in an offering document as risk factors, which you should review carefully. Please consider the forward-looking statements in light of those risks as you read this Whitepaper. The confidential financial models of the Company contain projections of future financial performance. Such projections are based on numerous estimates and other assumptions about future events and circumstances, many of which will not be within the control of the Company or its management. The Company believes that such estimates and other assumptions are reasonable under the circumstances, but no representation, warranty or other assurance is given that such projection will be realized. There will be variances between such projection and actual events and results and such variations will likely be material.

Notice of Significant Assumptions

This Whitepaper contains descriptions of the planned business activities of the Company and potential benefits associated with the MotionFilm.co platform that are based on significant assumptions, including the adoption of the MotionFilm.co platform and MotionFilm Tokens by third-party businesses or consumers. There can be no assurance that either the MotionFilm Tokens or the MotionFilm.co platform will be adopted by any party.



Overview

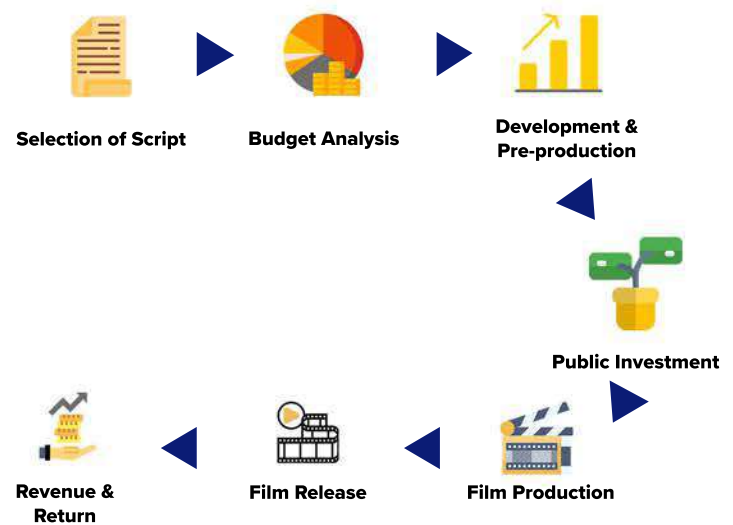
MotionFilm Vision

The entertainment industry is one of the most profit-making industries around the world but still many people could not get its benefit due to unawareness about the investment processes. Spiral Galaxy Production House Private Limited also known as “**Motion Film**” is a next generation Investment Platform for the Entertainment Film Industry. The main focus of this innovative company is to provide opportunities to Investors so that they can directly participate in premium entertainment projects by financing studio-quality commercial movies that are broadly distributed for consumption among global movie-going audiences.

“*Movies are somewhat recession-resistant because even in hard times, people still need entertainment so they will not stop going to the movies or streaming them online.*”

The Company's strategic plan is to create a one-stop solution for entertainment financiers so that they get the solutions to all their queries in one place. Here they will have access to all the arrangement of financing and legal documentation processes, and accounting systems. The Company shall provide Entertainment Solutions of the entire blockchain of film production (from development to profit participation). A small change in the process of film production affects finance. So MotionFilms involved in this process of filmmaking to profit collection considering the implications of financial choices on an entertainment project and to give

choices on an entertainment project and to give an end-to-end timely updates to the Investors concerning the director, cast, progress of the film making, cash flows, and collection. To support the operations and financing objectives, the Company intends to stay involved in various steps of entertainment projects, which is shown in the diagram below.



MotionFilm Platform

Motion Film Platform will be based on **Algo**, a next generation blockchain protocol enabling advanced smart contracts. It is an investment platform for innovative ideas and projects related to the entertainment industry. Crowdfunding is one of the most popular methods of providing liquidity to trigger off a new project. The Motion Film community shall review projects and choose the best scripts for whom funds will be generated from Investors. Motion Film will enable directors and scriptwriters to compile the details of their project in a list, on a unique Blockchain & Smart Contract platform thereby enabling the Investors to choose the entertainment project of their interest.



“*Our platform is the place where ideas get connected with smart money*”

Motion Film envisions to create an investor friendly online platform for making Investors access investment opportunities in the entertainment industry in India, by listing movie making projects for capital fund raising and attracting investors to invest in “**Specific**” projects which is pre-funded by MotionFilm and thereby solving the current state of entertainment industry which does not meet the financing needs of the new variety of entertainment projects and the increasing national and international audience.

Advantage of Motion Film Platform:

- Based on blockchain technology
- Transparency (High selective project & Invested before your investment)
- Trackability (Track every step of Development & Production)
- Free onboarding (No any charges of investment)

The platform provides an ecosystem focusing on an easy-to-use interface connecting the investor community to various high potential entertainment projects while allowing full transparency and traceability of their investments. Directors, actors, cast, distributors, projects, production companies and many more will benefit from the services provided by the Motion Film platform.

To simplify the investment process and to increase Motion Film platform adoption, Motion Film has integrated several services in one single platform including an internal exchange to convert major cryptocurrencies and payout of collections, a built-in wallet to store and invest easily, to track investments transparently and smart contracts to run fundraising for various entertainment projects. The blockchain technology is “**third party**” which

the most *advanced* and *budget - effective* way to support the projects wherein each and every transaction is recorded. Both sides can be sure that the transaction is sent, received and logged forever with minimum fees and without any chance of forgery.

Process Flow

Motion Film investment platform is superior to other conventional means of investing, our platform allows investors having different investment goals and budgets to participate and earn returns. This is the key factor that differentiates us from the traditional systems which usually restrict entertainment financing opportunities to a small circle of individuals and entities. We are removing these high barriers for entry.

The platform is capable of calculating profit as a percentage of investment automatically, depending on the size of the investment and the number of tokens held. After investing through Motion Film platform, you will be able to receive smart services and a wide variety of entertainment projects to support and to earn.

MotionFilm Process Flow



Why Motion Film?

Motion Film is a one stop access to the entire spectrum of Entertainment Finance Investment portfolio to proactively access Entertainment Projects in a transparent manner with algorithm driven deployment and success tracking!

Industry Experience You Can Bank On

Our experience in the industry reflects a commitment to building long-term relationships with each of our investors and stakeholders across various segments.

A Collaboration That Supports Your Growth

We strive to select the best scripts and collaborate with experienced individuals and entities in the field to cater to specifically tailored needs of a project thereby giving a growth potential to the investment.

Local Coverage That Scales to Global Reach

Arranging capital for entertainment companies, we help you navigate the complexities of expanding internationally while maintaining domestic operations.

Project Specific

Investor's money is deployed specific to the shortlisted project.

Treasury Management Solutions

The Company will be offering transparent, standardized reporting and payment systems to all stakeholders in the entertainment project which shall help become the preferred system for financing, legal documentation, accounting, reporting and payment processing for film and media entertainment.

Projections

Algo based predictions for your portfolio.

Project

MotionFilm only selects premium studio quality projects for investment and MotionFilm invests in every project which is listed on the platform.

Motion Film Tokens

Motion Film Tokens is a decentralized cryptocurrency built with the sole mission of providing Investors an access to the Entertainment Industry by financing new projects with potential to grow.

Motion Film Token and the economic systems around it are designed primarily for raising funds for specific projects and for “tokenizing” the ownership interest in the project. On this basis, it can serve various stakeholders under different cultures, different countries and different linguistic backgrounds in an open ecological environment.

Motion Film Token Offering is directly linked to Specific Project(s) that the Investor will choose to invest in and is issued directly to the Investor. Trading of the Tokens in the secondary market is expected to take place in the near future. For prospective Investors, Motion Film Token (i) brings a unique opportunity to access, through a low-cost/tax-efficient structure, the Entertainment Industry, (one of the fastest-growing markets Globally), (ii) relies on the expertise, proven track record and credibility of Motion Film and the team and (iii) is conducted through a simple, direct and innovative way using a blockchain-based technology asset known as “MotionFilm Token” (the “Token”).

The use of MotionFilm Tokens, as the proof of investment and as settlement currency reduces complexity related to fiat currency exchange rates, along with significantly reduced transaction fees. Motion Film platform establishes a new and transparent system for arranging the finance for the projects, completion of requisite legal documentations, accounting and settlement system that substitutes Motion Film Tokens for cash payments.

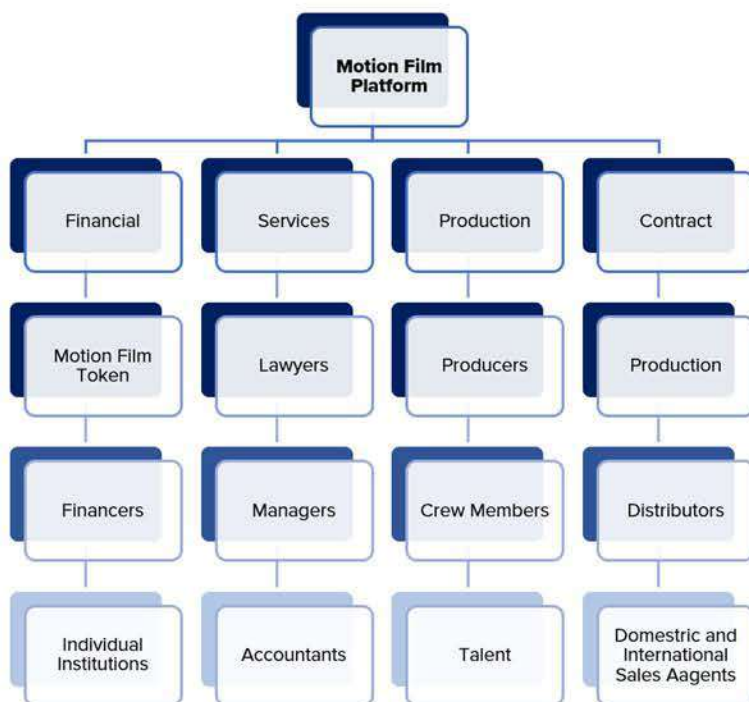
Token Sale

Motion Film Tokens will be issued and administered



independently for each of the projects. It is anticipated, however, that the Company's platform will serve as a common platform to create liquidity and realize value from the MotionFilm Tokens for all respective token holders, including financial investors and stakeholders of the entertainment businesses including directors, cast, crew and consumers.

Which companies benefit from MotionFilm's products and services?



With the mission of being established as a trusted film industry investment provider, we want to build a community of investors and drive investments into promising Bollywood prospects.

Problem (condition of the industry, How the industry manages the fund, and How the old ways of industry are killing the new vision. Millions of individual investors cannot invest directly in a

studio quality film project, No any risk free financial platform in the industry)

Problems of current entertainment industry:

It's a disappointment for individual investors to explore Bollywood ventures without wasting time.

In the current scenario, individual investors struggle to find a well-organized opportunity to invest in the entertainment industry. Since the investments are in millions, these projects require a skillful team to carry out the tasks on the ground while managing all the processes of film production properly.

Own Finance - Directors or Film Makers access general loans which are collateralized or pledged against assets or sometimes insured.

Big Production Houses - Big Production Houses offer incentives to invest however investments are not tagged to the specific film project.

Private Financing - Film Makers may access private financing either at high rate of interest or through other riskier means.

Global Market - Global Investors do not have transparency to invest despite the magnanimity of the Sector.

Unorganized - Indian film industry is \$ 3.7Bn yet most of the Film financing is not through formal channels and there are no public FundRaising platforms for Film Projects.

Regulatory Guidelines - Lack of fundraising guidelines also contribute to this sector being unorganized and restricts opportunities for Film Directors.

Millions of individual investors cannot invest directly in a studio quality film project. No any risk free financial platform in the industry.



How Motionfilm will help the industry and the investor?



A. The Individual Investor (User)

Millions of investors worldwide are waiting for a new vision.

No need to organize a team for Accounting and developing project for Investing

Only Selected studio quality project for Investor

- Motion Film is one stop access to the entire spectrum of Entertainment Finance Investment portfolio to proactively access Film Projects in a transparent manner with algorithm driven deployment and success tracking.
- Investors worldwide want to access financing opportunities in Film Making however are unable to access Directors with ideas.
- Motion Film provides opportunities to investors to directly participate in premium entertainment projects by financing studio-quality commercial projects.



B. MotionFilm for The Industry

One stop for Everything (financial, Production and distribution operation.)

New Age of Risk free Finance for Entertainment Industry, a professional team for the approval project to determine the risk.

- Motion Film plans to create a one stop solution for entertainment financing from arrangement of financing, legal documentation, process, accounting systems, production and distribution operations.
- Motion Film is a new age of risk free finance for the Entertainment industry as it works only on premium content which is approved by the industry expert.
- Motion Film is a world first next- generation financial Technology Company focused on investment in the film industry around the world.



The Platform

KYC

It refers to “**Know Your Customer**” information that is collected from the clients, including but not limited to the following:

- a. **Name**
- b. **Phone number**
- c. **Email address**
- d. **PAN, Aadhar, GST etc** (for Indian persons)
- e. **Taxpayer identification number** (for U.S. persons), or one or more of the following: a taxpayer identification number, Social Security number, passport number and country of issuance, alien identification card number, or number and country of issuance of any other government-issued document evidencing nationality or residence etc will be required.

Dashboard

The platform provides an easy-to-use dashboard connecting the investor to the progress and working of the project on each step allowing full transparency and traceability of their investments.

Contract

Aadhar e-signature for indian investors and others e-authentication for international investor,

Wallet

Motion Film has integrated several services in one single platform including an internal exchange to convert major cryptocurrencies and payout of collections, a built-in wallet to add money through Deposit & UPI, store and invest easily.

Buy & Sell

Users shall have the flexibility to buy and sell the tokens anytime to another MotionFilm investor, there shall be no Lock-in period which shall provide liquidity and flexibility to the user.

Track

Users can track the actual use of funds, from the time money is invested up until collections are distributed.

Budget

There will be two Budgets for every project which is divided by Budget & Backup Budget (Promotional Budget), In the budget amount will be fixed and all the money will be used in the project.

Backup Budget

Backup or promotional budget is extra amount for the project Which will be used in a certain condition if project required external amount, if the amount is not used or saved, it will be returned to the investors on the release date of the project.



Business Solution

Technology

Motion Film Platform will be based on **Algo**,

“

a next generation blockchain protocol enabling advanced smart contracts.

”

The platform provides an ecosystem focusing on an **easy-to-use** interface connecting the investor community to various high potential entertainment projects while **allowing full transparency and traceability** of their investments.

Blockchains are secured through a variety of mechanisms that include advanced cryptographic techniques and mathematical models of behavior and decision-making. Combined, consensus and immutability provide the framework for data security in blockchain networks. Security aspects supported by blockchain are critical in ensuring transparency, confidentiality and protection against fraud.

Projects

Methodology of selecting Projects

Every Listed project on the platform is managed and controlled by MotionFilm.

Project By third party

MotionFilm also accepts projects from third parties (*Other production company, Director, Producer, etc*) MotionFilm purchases full rights to the project before approval to the third party or buys rights equal to the fund.

Research

MotionFilm team do research on every project before releasing on platform

Historical back-testing

Budgeting (with Backup Budget)

Budgeting

Though sometimes it is the most creative part of a film, a carefully crafted budget provides the pivotal road map for the entire film project. Whether the film is expected to cost \$2,000 or \$200 million, its budget must account for every dollar to be expended on the production. In addition, the budget serves as a comparative tool, assuring that all the pieces of the film are proportionate or at least carefully planned,

The budget will be shaped by the experienced producers and filmmaker's specific choices: locations, size and prominence of cast, stunts, and the effects needed both during and after principal photography.

Backup Budget or Promotional Budget

The budget process continues from the inception of the project through the completion of the finished negative. Neither the prints used to show the film theatrically nor the advertising and promotional budget are included in the budget numbers used for production. For studio films, print and advertising costs often equal the production costs, and for an inexpensive film, they may greatly exceed those costs.



Development & Pre-Production

Development

The producer and screenwriter prepare a film pitch, or treatment, and present it to MotionFilm. A team of MotionFilm will also pitch the film to actors and directors (*especially so-called bankable stars*) in order to "**attach**" them to the project (that is, obtain a binding promise to work on the film if financing is ever secured). If a pitch succeeds, a film receives a "green light" from MotionFilm, the parties involved negotiate a deal and sign contracts with MotionFilm.

Pre-Production

MotionFilm finalizes every step of pre-production before releasing it to the platform and MotionFilm invested in every project as co-investor for development of pre-production. Our experts work on every step on the script - Lock the shooting script, finalize the budget, drafting the legal document, drafting the contract, Hire key department heads, break down the script, storyboard and shot list the scenes, scout and secure locations, cast actors and hire crew, get permits and insurance, schedule shoot days, perform a tech scout, arrange for equipment rentals

Releasing on Platform

After the complete budgeting and pre-production of the project, we release it on MotionFilm platform. So you can see the brief of project budgeting, contract (between company to crew members, cast, director, production companies and distributor companies) cast, synopsis of story on your dashboard.

Dashboard helps you to understand the project and it will keep updating according to projects updates so every investor will be close to projects.

Product & Highlights

How It work? - (For investor (Platform User))

● Highly selective

We strive to select the best scripts and collaborate with experienced individuals and entities in the field to cater to specifically tailored needs of a project thereby giving a growth potential to the investment.

● Free investor Onboarding

MotionFilm does not charge any fee from Investors for onboarding. MotionFilm focuses on providing easy onboarding and transparent KYC during the onboarding process.

● Mission-driven

MotionFilm is focusing on providing opportunities to Investors to directly participate in premium entertainment projects by financing studio-quality commercial films

● Low investment

Investors can make investment as per their own budget since there is no minimum investment amount. This shall give flexibility for investment.

● Trusted by pros

Our experience in the industry reflects a commitment to building long-term relationships with each of our investors and stakeholders across various segments.

● Your co-investor

MotionFilm invests in every project before releasing its platform for general investors, this step shall give comfort and reliability to the investors.

How to invest?

1. Create your investor profile (Individual and Institutional)

The Investor has to create an investor profile by filling in the required details including



the name, email id, contact number, nationality etc. This step forms part of the investor onboarding process.

2. Pass the investor quiz

3. Review the opportunity

Investor can review all the listed projects to ascertain the most suitable project based on his interest.

4. Make your Investment

Investor can deploy the funds in single or multiple films based on his budget and interest.

5. Wait for it...

Track Film Project Progress & its success

Type of Investor



Qualified institutional investors (QIIs): Commercial banks, public financial institutions, mutual fund houses and Foreign Portfolio Investors that are registered with SEBI



Retail investors: Any QII, who makes an application of over Rs 10 crore, is an anchor investor. Such investors typically bring in other investors as well. Up to 60% of the shares meant for qualified institutional investors can be sold to anchor investors.



Individuals: Individuals looking to invest more than Rs 2 lakh are categorized as HNIs.

Why it's special?

Investing in star cast projects is rarely possible for regular people as companies are not allowed to accept investments from regular people. And it is also difficult for industry people to arrange this type of investment.

Thanks to MotionFilm and newly adopted laws, you can now gain access to the new asset class project and be an angel investor in the Entertainment world.

Studio quality project investing can be fulfilling beyond the potential monetary return. Not only are you betting on the Adventure success, you are also directly supporting the creative people and joining the directors and starting on an exciting journey.

What do I get when I invest?

Investors purchasing digital tokens will receive a document evidencing their right to such tokens. The MotionFilm will deliver tokens according to the terms of that document. (*Token Will be show in the wallet*)

How do I get a return?

In general, you will get a return if and when the film project you invested in is released in theaters and makes a new contract with other streaming companies. Every moment you can track and will be updated through the dashboard, Whether it is about development or the revenue and contract related.

When the company makes changes during a campaign

If any material change occurs during the campaign, the MotionFilm must notify investors and those investors must re-confirm their commitments.

If an investor does not reconfirm his or her investment within 5 business days after notice is sent, the investor's commitment will be automatically cancelled and their funds will be



returned without interest or deductions.

If an investor reconfirms their commitment, then the campaign continues as normal. The funds will be released from the escrow account directly to the company, and investors will receive their securities via email.

Changing the terms during the campaign

If a MotionFilm makes any change to the deal terms or other material offering information while the campaign is running, MotionFilm will notify investors to reconfirm their investment. Investors will have 5 business days after the confirmation request is sent to respond.

If they do not reconfirm within 5 business days, their investment will be cancelled and refunded. Any future funding towards the campaign will be considered a new investment.

Contract (Investment and return related contr between investor and MotionFilm)

Contracts shall be directly linked to the specific Project(s) that the Investor will choose to invest in and is issued directly to the Investor specifically mentioning the number of tokens that the Investor is entitled to receive. The use and transfer of MotionFilm Tokens shall be governed by the contract that MotionFilm and the Investor will execute. Motion Film platform establishes a new and transparent system for arranging the finance for the projects, completion of requisite legal documentations, accounting and settlement system that substitutes the level of documentations involved.

For prospective Investors, MotionFilm (i) *brings a*

unique opportunity to access, through a low-cost/tax-efficient structure, the Entertainment Industry, (one of the fastest-growing markets Globally), (ii) relies on the expertise, proven track record and credibility of MotionFilm and the team and (iii) is conducted through a simple, direct and innovative way using a blockchain-based technology asset.

It is anticipated, however, that the Company's platform will serve as a common platform to create liquidity and realize value from the MotionFilm Tokens for all respective token holders, including financial investors and stakeholders of the entertainment businesses including directors, caste, crew and consumers.

The Tokens will not (i) *provide legal ownership over the Motion Film's shares; (ii) represent debt owed by the issuer to the Token holders; nor (iii) provide voting/governance/typical shareholding*



Revenue Model

MotionFilm makes money from a project in three ways:

1. 1-3% From Every Project

All the projects listed on the platform will be charged an onboarding fee for displaying their projects on the platform, this will help provide visibility among potential investors.

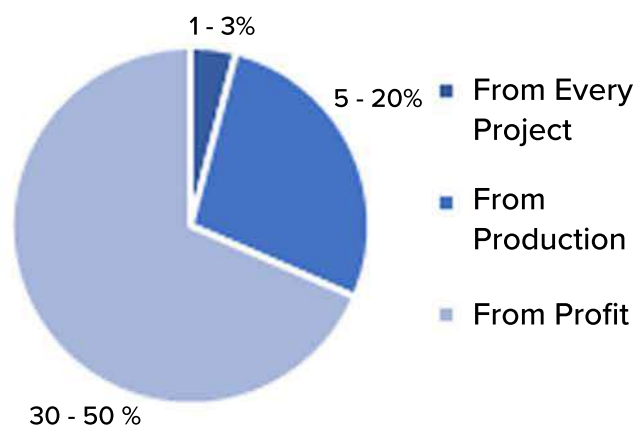
2. 5-20% From Production

Company might choose films having great potential that shall be released under the Company's production, which shall serve as one of the revenue sources.

3. 30-50% From Profit

In some cases, depending on the service and facility that the Company is providing to a particular project, the company shall enter into a profit sharing arrangement wherein service provided shall be linked to the performance of the Project(s) and the revenue that is subsequently generated.

MotionFilm Revenue Model



Legality

How is MotionFilm possible?

Motion films revolutionises the way the Films are financed. It solves the current challenges of exclusive and premium access of film financing to a limited set of elite investors. Motion Films does this through an online platform.

The Platform through which the services are offered in Motion Films is a three dimensional set up layer :

a. Platform as a service (PaaS) whereby the Motion Films Platform creates a method to onboard film projects at one side and on the other side onboards potential investors who are able to select the film projects based on algorithmic parameters to select projects based on choices / preferences / ratings / star cast and such other variable parameters.

b. The second layer is to enable the platform by a technological leap using of blockchain. Blockchain is a cutting edge contemporary technology which creates an authentic layer of record keeping which are time stamped and cannot be altered unlike a centralised data base which is controlled by the creator of the Database. Such use of technology ensures transparency and democratic & fair selection of projects without any adjustments by the Platform itself. Thereby giving each investor a fair and clear chance to invest in the project of their choice.

c. The third layer is the legal protocol, whereby each user is issued an acknowledgement of the specific investment made by a time stamped blockchain based

algorithm which is the PaaS Token. Such token is a representation of the investment value by the investors and confirms the investment value. Such tokens are in the nature of a stock option which is held by the investors in lieu of the investment made in the specific project. It is governed by the Laws of Wyoming, USA which allows issuance of such tokens against the work performed. In this case the work being, Investment money invested in specific Project. The Indian users can hold such tokens in either their smart wallet or in the account displayed at the dashboard of the Platform.

STO regulations in the India through the United States

The PaaS token as stated above, derives its legal validation from the Wyoming, USA Blockchain law - House Bill 185 – Corporate stock-certificate tokens which allows issuance of token based quasi securities against the investment value for accessing a portion of the project, instead of being stakeholders of the entire project itself.

The MotionFilms Platform enables the Indian users to access such a hybrid instrument through a Holding Subsidiary Relation connecting their Wyoming, USA Entity with the Indian Private Limited Entity where the Platform is hosted. The laws of the Wyoming thereby enables the regulatory aspects of such instruments and the laws of India help in enforcement of such Platform as a service.

Attention is also drawn to the Indian Supreme Court



Judgement dated March 04, 2020 whereby the holding / possessing of such Digital Assets were considered to be legitimate activity.

Furthermore, the Indian users continue to access the platform from India without any need for any foreign registration since their relationship shall and will continue to remain with the Indian Entity only. MotionFilm, awaits eagerly the regulatory frameworks regarding such Tokens to be updated in India as well especially after the Supreme Court Judgement so as to create such contemporary platforms as “Make in India” without the need for foreign regulatory framework for enforcement of contracts.

STO: A modern take on traditional fundraising

Film financing in India has traditionally been restricted to the elite classes And a few selected fund houses, Thereby despite huge interest in and professionalizing Of entire industry yet the financing aspect of the film industry is still restricted to these traditional fundraising methodologies.

Motion films draw instances from the fact that the traditional fundraising mechanism in the film industry, just like the change in insurance and technological upgrades, have corporatized the entire industry, similarly the next aspects of the film industry to be revolutionized shall be the fundraising methodologies.

The token offering stated above is a contemporary and futuristic methodology which makes the creator of the content directly access the investor of money.

A Relevant example in this industry is K - Tune, a company founded by a financial specialist, a serial entrepreneur and a renowned K-pop producer, has created a platform of the same name designed to overcome the prevailing issues in the music-making industry. And the key solution is

blockchain technology. As the name indicates, they focus on K-pop music production, and how artists from all over the world can contribute to this musical and cultural phenomenon that has previously taken the form of Big Bang, PSY and, now, of course, BTS. On K-Tune, users can find partners to work with, open projects and purchase components of a song – track, melody, lyrics, vocals and so on – that best complement theirs. It offers amateurs a chance to work with professionals, and established writers, with fresh talent and sound. The synergy is augmented by a team of popular K-pop producers and writers called ‘Masters’ who offer guidance and help throughout the music production process from engineering to sales. They are also available for collaborations themselves for higher quality projects.

(Source :

<https://www.forbes.com/sites/ilkerkoksal/2019/08/19/how-blockchain-is-about-to-change-the-music-industry/#74acbab62baa>)

Use of blockchain Technology in the context of the film industry is to directly connect the creator with money investors, with the removal of all the middle men like the music producing companies and thereby rewarding the creator in a higher and more holistic manner.

The mission of MotionFilms is reiterated here - to directly connect creators with appreciators of Film Projects by enabling direct and better access to financing projects with little or lesser need of Centralised Fund Houses on one side and a new Industry for investment and return on the other.

“

Vitalik Buterin Quotes. Whereas most technologies tend to automate workers on the periphery doing menial tasks, blockchains automate away the center. Instead of putting the taxi driver out of a job, blockchain puts Uber out of a job and lets the taxi drivers work with the customer directly.

”



How MotionFilm approved for PaaS tokens?

Motion films tokens are approved as a Platform as Service (PaaS) token under the Wyoming, USA 2018 Bill - "Open Blockchain Tokens Exemption" HB0070.

The Indian Entity Under a master service agreement, is authorised to operate by the Wyoming entity and confer a right to utilize the legislation rights available to its Indian entity to allow issuance of a PaaS token to its Indian users. The Indian Entity under such an agreement further confers the rights available to hold the tokens by the Indian Users, this state is further enhanced by the Indian Supreme Court Judgement dated March 04, 2020. Furthermore, the regulations pertaining to PaaS based tokens are yet to be enacted in India and hence the borrowing of the Regulatory framework from a more developed jurisdiction is availed till the time the such similar frameworks are drawn in India as well.

How MotionFilm Token will work?

The Token offered by Motion Films is a hybrid instrument Which is offered to the users in lieu of the investments made into the platform. it may be noted that it the token has its utility as an acknowledgement of the investment made by the investors and does not have any further use outside of the platform. thereby it is not a tradable token and the intention of motion films is not to Make it a publicly tradable token with fiat or other Crypto pairing with it. In this sense, the value of the token is pegged at a specific ratio against the investments made (Say, 1 Token for Rs 1,000). These tokens once acquired can then be transferred under agreeable circumstances and hence provide an opportunity to take easy exits and re entry into various projects.

Being a platform specific token, it has features of

an Exchange offering based Utility Tokens which offers limited ownership of a project and not a claim on the entire company assets, hence it is a hybrid instrument to invest in Film Projects with specification of which project to invest and how much.

Each token holder is given a user dashboard with details of investment, tokens issued, which specific film project invested, data analytics based growth of investment, current status of the investment value, increase or erosion of the principal value and / or profits / losses.

The token shall be redeemed upon the completion of the film project where the investment has been made and subsequently the funds have been used by the film maker, spend and gains made in the film, and return accrued and earned by the investor in token terms and lastly the tokens redeemed to make fiat currency gains in as capital gains to the users.

Why PasS token the right value for Motion Film?

● Understanding deal terms

The creation of new tokens is generally a less complex process than creating native coins as it does not require to modify the codes from a particular protocol or create a new blockchain from scratch. The use of utility tokens by new users increases the value of the tokens and consequently the investment value of the other users. More importantly, an investor using the utility token will increase the value of its investments while providing a better network for another user.

● Minimum funding goal

The minimum amount the Project needs to raise. If the Project doesn't reach the minimum funding goal before the campaign



ends, their campaign is considered unsuccessful, and all investments are refunded to investors.

- **Maximum funding goal**

The maximum amount the Project is willing to raise. When this amount is reached, MotionFilm will stop accepting investments.

- **Min and max investment amounts**

Each project sets the minimum investment size MotionFilm will accept during a campaign. MotionFilm allows to start as low as \$10, but the typical minimum investment amount ranges between \$25–\$250. MotionFilm can also choose to limit the maximum investment amount to allow more investors to participate.

- **Campaign timeline**

A start and an end date - These dates are set in advance and do not change, and investors can continue to invest until the listed end date.

An option to close early or extend - A startup has this option if they reach their minimum funding goal before the end date. Startups have the ability to extend or shorten their campaigns under certain conditions investment amount.

A cancellation deadline - You will receive a notification announcing when the rolling close will happen (*5 business days or more in advance*).

- If you don't cancel or lower your investment, it will become finalized at the rolling close date, just like at the end of the regular campaign. You will not be able to change it after the rolling close.

The funds raised to date and closed upon

will be reserved for that specific project,

- If you wish to cancel or lower your investment, do so more than 48 hours before the announced rolling close date. You will get a refund.

- If you wish to increase your investment in the project after the rolling close, you can do so, but this will only be possible when the project still requires funds and be treated as a new investment.

MotionFilm's Token

How will MotionFilm tokens be valued after investment?

Token value depends on the return of the project. Whatever invested project makes profit or loss, investors can see numbers as **INR** on their dashboard and can claim according to return. Token value considered as one **MF token = 1 INR**.



Motion Film FAQs

For investor

1. How much can I invest?

You can invest within the range specified as the minimum and maximum amount for the project selected.

Investment amount is generally set up for each project. However, Motion Film's platform wide minimum investment amount is \$10.

2. Can I resell my securities?

Yes, the securities can be freely sold and transferred anytime through the platform to any other MotionFilm Investor. There shall be no lock in.

3. Can the MotionFilm reject my investment?

MotionFilm shall reject your investment in the following scenarios:

If your KYC details are not provided

You have invested below the minimum investment amount or more than the maximum amount allowed under the respective project

4. Can I cancel my investment?

Investment once done cannot be cancelled, however, you may sell / transfer your securities to other MotionFilm Investors anytime once allotted.

5. What is the minimum investment amount?

Each project sets their own minimum investment amount. MotionFilm's platform-wide minimum is \$10, however most Project select somewhere between \$50 and \$250.

6. Can I invest through my LLC/Trust/IRA/Self-Directed IRA?

Yes, if you have a self-directed IRA, a revocable trust that you are the trustee for, the owner / manager of an LLC or in a position to direct a corporation's monies, you can register your entity in your investor settings with MotionFilm and invest through it.

However, you shall be solely responsible for complying with the laws of the country in which your entity is established including but not limited to the taxation and the international laws.

7. Who can invest?

Anyone 18 years or older can invest.

8. Does MotionFilm allow international investors?

Investment from international investors is acceptable, however, we shall not be responsible for their compliances and they have to ensure that they adhere to the laws of their country.

9. What type of documents can I use to verify my identity?

For Indian citizens

Any government issued photo ID, including:

- Aadhar Card - Driver's license
- Pan Card - Passport

For foreign individuals

- Passport
- For address verification
- A scan of a mail item, bank statement or utility bill Dated within the last 90 days showing your name and your full address, as it appears in your investor profile
- Taxpayer identification number (for U.S. persons), or one or more of the following: a taxpayer identification number, Social Security number and identification card



10. Are you accepting cryptocurrency?

No, we are not accepting any cryptocurrency.

11. Can I invest in more than one project?

Yes.

12. I am Indian, can I invest in an international or Hollywood project?

Yes.

13. How can I measure whether the project is eligible or worthy for investment?

- First of all MotionFilm only selects commercial, studio quality and serious projects and it takes a very long process for finalise project. That process gives you a filtered project and thus reduces the risk of investment.
- We provide a rating rank system for every project, which helps you to select the project for the right investment.
- Also you can see synopsis of the story, Graphic details of the project, Director of the project, star cast, crew members, production company, distribution company, similar projects and streaming or partnership contract if available.

14. What is the backup budget?

Studio quality film projects are highly budget and sensitive. No one can estimate the exact budget of the project and sometimes unexpected things happen during the production of the project. In that case backup budget helps to deliver successful projects in the right time.

15. How does the Backup budget work?

When the project requires additional funds, the producers of that project apply and explain the situation to access that fund.

16. Can I Invest in a Backup Budget?

Yes everyone can, But your investment will be considered as a backup. It will be used only when the project requires additional funds otherwise

the investment will return on the project release date.

17. Why should I invest in a backup budget?

According to the basic contract those who have invested in the backup budget will receive an extra percentage of revenue rather than the main Budget.

18. Can I sell my backup budget token?

Yes, you can sell backup budget tokens.

19. What is the contract in MotionFilm?

It is mandatory for every investor to read and sign the contract before investing.

20. How Many types of contract use MotionFilm?

MotionFilm uses basically two types of contract which is "Investment contract" and "Return contract". Every project has different matters in contract so it's mandatory to read and sign.

21. How will I sign a contract?

Its a signature based authentication (Digital signature)

Aadhar authentication , Registered Email or phone number OTP, and declaration by video.

22. Can I proceed without a contract sign?

No, If you want to invest then signing the contract is mandatory.

23. What does it mean That MotionFilm is a co-investor?

MotionFilm invests in every project before releasing it platform for general investors. MotionFilm invests at-least 20% of every project's budget in the development and pre-production stage.

24. When will I get the return of investment?

Revenue will start appearing on your dashboard from the first day of release of the film. And you can claim revenue anytime.



25. How long will it take to deposit in my bank account?

Usually 2-3 business days.

26. How can I check that my return is appropriate?

Every project has a huge financial dashboard. You can see the return by city, state or country. There is also you can see contracts of third parties like Netflix, Amazon Prime, or satellite rights.

27. What if I have a question about my return?

You can call our officer or can write email to the concerned department. Your problem will be solved within business days.

28. How often can I claim my return?

There is no limit.

For Production Companies

1. How much capital can I raise?

We don't set any fixed amount, it depends on the project's need. Our team will be involved in every project and the budget document will be thoroughly researched.

2. Can I apply for half the budget?

Yes, You have to get approval before investing.

3. What is the eligibility for the production company?

projects should meet Motion Film's eligibility criteria and projects should have well known star cast and crew members of the industry.

4. What will be the project partnership?

It depends on the projects and mutual agreement. Generally we take project ownership as per investment percentage.

5. What is the typical campaign duration?

It depends on roadshow and demand. We believe

the expedition will usually take 3–14 days

6. How much does this cost?

Applying on MotionFilm is free. We enter into a mutual agreement on the revenue of the projects.

7. Can companies based outside India raise money on MotionFilm?

Yes, If our office is located there.

8. Does an individual need to be incorporated in a particular state to fundraise on MotionFilm?

No, In the case of individuals, the filmmaker or director is not required to join for fundraising in a particular state. We take ownership of projects and produce through our own or own tie-up companies.

9. What kind of projects are accepted to raise?

Only commercial and studio quality with well known star cast, crew members and directors.

10. What is the legal criteria of eligibility?

- Currently only Hollywood Bollywood based companies and individuals are accepted and you must be a citizen of India or U.S.
- Only companies that pass the criteria of our investment committee

11. Can I raise for a short film or non-profit project ?

Mostly No, but you can try. Sometimes magic happens.

12. Are investors going to pay us with digital currency?

No, we only take traditional currency.

