Termsheet

Simple Agreement for Future Equity (SAFE)

CAP AND DISCOUNT

in respect of

Unicorn Pte. Ltd.

(based on the YC–SAFE templates made available at www.ycombinator.com/documents)

The shares to be subscribed to by an Investor (as hereinafter defined) under an Agreement contemplated by this sheet sheet are not made in or accompanied by a prospectus that is registered with the Monetary Authority of Singapore, and are offered in reliance on one or more of the exemptions under the Securities & Futures Act of Singapore (Chapter 289) (the "**SFA**"): namely, sections 272A (small offers), 272B (private placement), 274 (institutional investors), and 275 (accredited investors and certain other persons). Inasmuch as they are being acquired from the Company in a transaction not involving an initial public offering under the SFA and other applicable regulations, such shares may only be resold in certain limited circumstances.

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at 25 February 2018 1:46 PM SGT

INVESTMENT TERMS - SAFE

This term sheet summarises the basic terms and conditions of a proposed Simple Agreement for Future Equity (SAFE) financing of Unicorn Pte. Ltd. (UEN 201712345A), a company incorporated in Singapore with its registered office at 33 Pond Lane Willowmere Narnia 1138 (the "**Company**"). This term sheet is for discussion purposes only and is not binding on the Company or any prospective Investors. There will be no obligation to issue or subscribe for shares in the Company until a binding investment agreement is signed by the parties.

Issuer	Unicorn Pte. Ltd. (the "**Company**")
Size of Round	Up to $250,000.00 worth of SAFEs (the "**SAFEs**")
Currency	Singapore Dollars
Valuation Cap	$10,000,000.00
Discount to next round share price	20%
Closings	The Company may close the sale of the SAFEs in one or more closings with one or more purchasers of the SAFEs acceptable to the Company (the "**Investors**") with identical terms and on the same form as set forth herein (except that the Investor, investment amount , and Closing Date may differ in each case.)
Equity Financing	a *bona fide* transaction or series of transactions with the principal purpose of raising capital, pursuant to which the Company issues and sells preference shares at a fixed pre-money valuation.
What happens...	
... upon an Equity Financing:	When the Company raises an equity round, the SAFE will automatically convert into the equity securities issued pursuant to the Equity Financing.
... upon a liquidity event:	If the Company gets acquired or goes public before an Equity Financing occurs, then the Investor gets to decide whether to: 1. convert their entire investment amount into equity securities; or 2. get back their investment amount in cash.
... upon dissolution:	SAFE Investors get their money back before ordinary shareholders.