





# Grayscale to Investors: Drop Gold



Grayscale has always been at the forefront of innovation in the digital currency ecosystem. In 2013, we launched what would become the first-ever publicly quoted Bitcoin investment product in the U.S., Grayscale Bitcoin Trust (OTCQX: GBTC). Initially met with skepticism and doubt by many traditional investors and industry observers, GBTC developed into the largest bitcoin investment product in the world, a clear market leader among many imitators. We continued to lead by being the first to offer exposure to several other digital assets, launching nine additional products over the past two and a half years, and emerging as the world's largest digital currency asset manager.

Today, Grayscale is again pushing the envelope for traditional investors with a clear message: it's time to <u>#DropGold.</u>

In today's digital world, traditional ideas about investing are undergoing a radical transformation. Gold is often utilized by investors as a popular hedge against market dislocations and inflation, but is there a better store-of-value asset for our digital age? We believe investment portfolios should reflect that Bitcoin has become digital gold for today's forward-thinking investors.



Grayscale Investments founder and CEO Barry Silbert had an early and clear conviction in Bitcoin.

The <u>#DropGold</u> campaign promotes the emergence of Bitcoin as a viable digital asset class as well as our flagship product, Grayscale Bitcoin Trust. #DropGold is a call to action: investors should reassess and reallocate the gold in their portfolios, invest in Bitcoin, and reap the benefits of a diversified investment strategy.

#DropGold is more than a hashtag, we are educating investors via <u>DropGold.com</u>, we're shifting traditional investment mindsets with stunning creative, and you can also expect a "Bitcoin vs. Gold" debate at one of the <u>leading investment conferences</u> in the coming weeks.

We're also challenging gold with a compelling, provocative, and illustrative story to showcase the absurdity of gold in our modern world. **Our commercial** follows two heroes who escape an apocalyptic, gold-obsessed setting by embracing a digital future. The benefits of Bitcoin — like security, speed, and efficiency — cannot be

ignored as our heroes encounter everything from people to helicopters weighed down by gold. It begs the question: why is gold still in your portfolio?

More concretely, Grayscale's experience and <u>portfolio simulations</u> indicate that shifting a portion of a portfolio's gold investment into Bitcoin could improve performance and enhance diversification. According to Grayscale's hypothetical simulations, dropping even 15% of a portfolio's SPDR Gold Trust allocation and replacing it with Bitcoin\*\* over the last several years produced an annualized return that was over 15% higher than that of a purely gold allocation, with comparable levels of volatility.

# Today is the day to #DropGold.

Find out why at www.dropgold.com





We couldn't do it alone. Grayscale collaborated with several firms in the creation of #DropGold including <u>Honor Society</u>, which developed and produced the advertisement, as well as <u>Vested</u>, <u>Bandit</u>, <u>Red Lab</u>, <u>MadHive</u>, and <u>Q8 Research</u>. You can expect to see our national campaign across digital platforms, linear TV, and even on physical, out of home advertising over the coming months.

To learn more about #DropGold, why digital currencies like Bitcoin are the future, and how to invest in Grayscale Bitcoin Trust's (OTCQX: GBTC) public quotation please visit <a href="https://dropgold.com">https://dropgold.com</a> and join the conversation via #DropGold.

\*as of April 30, 2019

\*full portfolio simulation details are included in Grayscale's Bitcoin and the Rise of Digital Gold report, available at <a href="https://grayscale.co/insights">https://grayscale.co/insights</a>. All simulations are subject to the

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Investors should be aware that Grayscale is the sponsor of Grayscale Bitcoin Trust (BTC), Grayscale Bitcoin Cash Trust (BCH), Grayscale Ethereum Trust (ETH), Grayscale Ethereum Classic Trust (ETC), Grayscale Litecoin Trust (LTC), Grayscale Horizen Trust (ZEN), Grayscale Stellar Lumens Trust (XLM), Grayscale XRP) and Grayscale Zcash Trust (ZEC) (each, a "Trust") and the manager of Grayscale Digital Large Cap Fund LLC (the "Fund"). The Trusts and the Fund are collectively referred to herein as the "Products". Any Product currently offering Share creations is referred to herein as an "Offered Product". Information provided about an Offered Product is not intended to be, nor should it be construed or used as investment, tax or legal advice, and prospective investors should consult their own advisors concerning an investment in such Offered Product. This content does not constitute an offer to sell or the solicitation of an offer to buy interests in any of the Products. Any offer or solicitation of an investment in a Product may be made only by delivery of such Product's confidential offering documents (the "Offering Documents") to qualified accredited investors (as defined under Rule 501(a) of Regulation D of the U.S. Securities Act of 1933, as amended), which contain material information not contained herein and which supersede the Information provided herein in its entirety.

The Products are private investment vehicles. Shares of Grayscale Bitcoin Trust (BTC), which are only offered on a periodic basis, are publicly quoted under the symbol: GBTC. The Products are not subject to the same regulatory requirements as exchange traded funds or mutual funds, including the requirement to provide certain periodic and standardized pricing and valuation information to investors. The Products are not registered with the Securities and Exchange Commission (the "SEC"), any state securities laws, or the U.S. Investment Company Act of 1940, as amended. There are substantial risks in investing in one or more Products. Any interests in each Product described herein have not been recommended by any U.S. federal or state, or non-U.S., securities commission or regulatory authority, including the SEC. Furthermore, the foregoing authorities have not confirmed the accuracy or determined the adequacy of this document. Any representation to the contrary is a criminal offense.

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#### **Certain Risk Factors**

Each Product is a private, unregistered investment vehicle and not subject to the same regulatory requirements as exchange traded funds or mutual funds, including the requirement to provide certain periodic and standardized pricing and valuation information to investors. There are substantial risks in investing in a Product or in digital assets directly, including but not limited to:

#### PRICE VOLATILITY

Digital assets have historically experienced significant intraday and long-term price swings. In addition, none of the Products currently operates a redemption program and may halt creations from time to time or, in the case of Grayscale Bitcoin Trust (BTC), periodically. There can be no assurance that the value of the common units of fractional undivided beneficial interest ("Shares") of any Product will approximate the value of the digital assets held by such Product and such Shares may trade at a substantial premium over or discount to the value of the digital assets held by such Product. At this time, none of the Products is operating a redemption program and therefore Shares are not redeemable by any Product. Subject to receipt of regulatory approval from the SEC and approval by Grayscale, in its sole discretion, any Product may in the future operate a redemption program. Because none of the Products believes that the SEC would, at this time, entertain an application for the waiver of rules needed in order to operate an ongoing redemption program, none of the Products currently has any intention of seeking regulatory approval from the SEC to operate an ongoing redemption program.

#### MARKET ADOPTION

It is possible that digital assets generally or any digital asset in particular will never be broadly adopted by either the retail or commercial marketplace, in which case, one or more digital assets may lose most, if not all, of its value.

#### GOVERNMENT REGULATION

The regulatory framework of digital assets remains unclear and application of existing regulations and/or future restrictions by federal and state authorities may have a significant impact on the value of digital assets.

#### SECURITY

While each Product has implemented security measures for the safe storage of its digital assets, there have been significant incidents of digital asset theft and digital assets remains a potential target for hackers. Digital assets that are lost or stolen cannot be replaced, as transactions are irrevocable.

#### TAX TREATMENT OF VIRTUAL CURRENCY

For U.S. federal income tax purposes, Digital Large Cap Fund will be a passive foreign investment company (a "PFIC") and, in certain circumstances, may be a controlled foreign corporation (a "CFC"). Digital Large Cap Fund will make available a PFIC Annual Information Statement that will include information required to permit each eligible shareholder to make a "qualified electing fund" election (a "QEF Election") with respect to Digital Large Cap Fund. Each of the other Products intends to take

the position that it is a grantor trust for U.S. federal income tax purposes. Assuming that a Product is properly treated as a grantor trust, Shareholders of that Product generally will be treated as if they directly owned their respective pro rata shares of the underlying assets held in the Product, directly received their respective pro rata shares of the Product's income and directly incurred their respective pro rata shares of the Product 's expenses. Most state and local tax authorities follow U.S. income tax rules in this regard. Prospective investors should discuss the tax consequences of an investment in a Product with their tax advisors.

#### NO SHAREHOLDER CONTROL

Grayscale, as sponsor of each Trust and the manager of the Fund, has total authority over the Trusts and the Fund and shareholders' rights are extremely limited.

#### LACK OF LIQUIDITY AND TRANSFER RESTRICTIONS

An investment in a Product will be illiquid and there will be significant restrictions on transferring interests in such Product. The Products are not registered with the SEC, any state securities laws, or the U.S. Investment Company Act of 1940, as amended, and the Shares of each Product are being offered in a private placement pursuant to Rule 506(c) under Regulation D of the Securities Act of 1933, as amended (the "Securities Act"). As a result, the Shares of each Product are restricted Shares and are subject to a one-year holding period in accordance with Rule 144 under the Securities Act. In addition, none of the Products currently operates a redemption program. Because of the one-year holding period and the lack of an ongoing redemption program, Shares should not be purchased by any investor who is not willing and able to bear the risk of investment and lack of liquidity for at least one year. No assurances are given that after the one year holding period, there will be any market for the resale of Shares of any Product, or, if there is such a market, as to the price at such Shares may be sold into such a market.

#### POTENTIAL RELIANCE ON THIRD-PARTY MANAGEMENT; CONFLICTS OF INTEREST

The Products and their sponsors or managers and advisors may rely on the trading expertise and experience of third-party sponsors, managers or advisors, the identity of which may not be fully disclosed to investors. The Products and their sponsors or managers and advisors and agents may be subject to various conflicts of interest.

#### FEES AND EXPENSES

Each Product's fees and expenses (which may be substantial regardless of any returns on investment) will offset each Product's trading profits.

#### Additional General Disclosures

Investors must have the financial ability, sophistication/experience and willingness to bear the risks of an investment. This document is intended for those with an in-depth understanding of the high risk nature of investments in digital assets and these investments may not be suitable for you. This document may not be distributed in either excerpts or in its entirety beyond its intended audience and the Products and Grayscale will not be held responsible if this document is used or is distributed beyond its initial recipient or if it is used for any unintended purpose.

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## Grayscale Investments

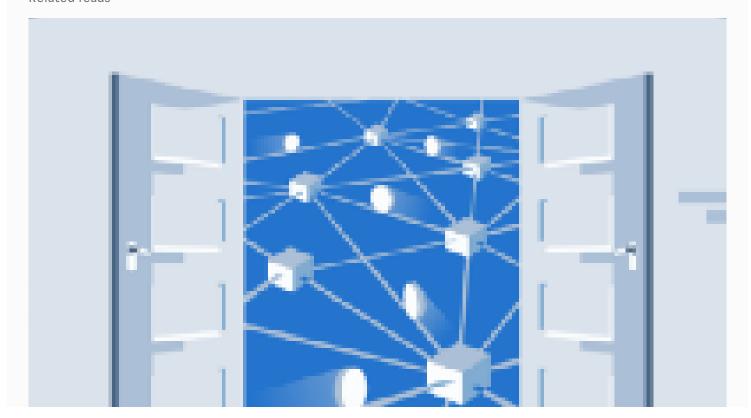
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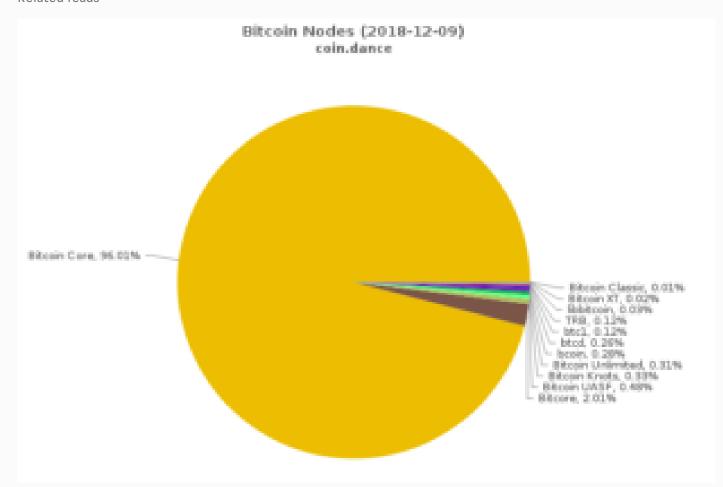


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