



TW EX

TAG WORLD EXCHANGE

WHITEPAPER

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TWEX LTD.

A TAG BANKER COMPANY

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Executive Summary

The digitalization of money and the innovative reinvention of its transfer through newly introduced technologies like the blockchain technology have marked the beginning of a new financial era based on trust less system generation and validation of peer-to-peer transactions on a distributed way. This new kind of distributed economy brought by cryptocurrency markets gives us the opportunity to change your mind-set about the future digital economy thanks to BITCOIN.

A wide range of 'peer-to-peer' (P2P) financial platforms have emerged in the past few years, supporting personal loans (Zopa, Prosper, Lending Club), small business lending (First Circle, Kabbage), invoice discounting (The Receivables Exchange, Market Invoice) and foreign exchange transactions (Currency Cloud, Currency Fair, Transfer Wise). The volume of these activities has grown rapidly from a relatively low base. For example, P2P lending in the UK has doubled every year in the past four years with the stock of loans exceeding £1 billion in 2014 and £2 billion in 2015 (Peer-to-Peer Finance Association, 2015).

The birth of Fintech and the Blockchain Technology has begun to revolutionize and disrupt the traditional loans and recently, this has become a trend in many countries. Since the beginning of 2016, a number of Blockchain and Fintech start-ups have received venture capital funding and attention from financial investors because of their business model of offering opportunities to average people to lend money without the red tape of big banks' infrastructure and complicated lending policies when they do lend, which is more and more less the case. Many established banks would rather invest their money in the capital markets than lend it to new and or existing young businesses. But where funds have been raised and loaned through various Fintech initiatives they all have one problem in common: lenders are stuck with their investments as there is no market for refinancing until such time as the company goes public or are acquired by others or the loans paid back over time. The biggest issue at hand is that all of these illiquid investments are making some investors reluctant to invest in new promising ventures and that is causing problems.

It is just the initial stage of regulation, and more is to be expected, but despite attempts to control crypto sphere, it gives people financial freedom never witnessed before. Holding tokens, as well as cryptocurrency, is a quite stressful venture. High volatility, rapid changes on the market, fraudulent projects — there are a lot of things to worry about. Regulation is one of the most pressing questions regarding crypto-related projects and tokens in particular. Ideally, tokens must have separate specific regulations, as they are a new class of asset. But such regulations have not yet been implemented by all countries and thus claimed to be a risky investment for regulators.

Project Overview

Tag World Exchange (TWEX) is a Smart Contracts Trading Exchange platform that enables investors to invest their funds through smart contracts. The TWEX Platform addresses the main issues of the current cryptocurrency investment vehicles, such as lack of diversification, non-compliance with existing and foreseen regulation and lack of standardization. The platform solves these issues by the introduction of the Tokenized Preferred Shares (TPS). TPS are issued by all companies registered on the Exchange including TWEX and gives certain payment rights to the owner. They can also be independently traded on the Exchange. The TWIM Tokens are proposed to be raised for **Movie Entertainment Projects & Production Companies** listed on the platform.

TWIM Tokens

The cryptographic tokens are software products (digital resources), created by the website owner as a proof of membership of the holders in the TWEX ecosystem. It gives them the right to use the Exchange and all of its proprietary tools.

The TWIM Token gives its owners the possibility among others to use its proprietary assets valuation and payment algorithm. This proprietary Algorithm has been developed by our team in order to help patrons to price specific investments held and traded on our Exchange. Pricing of any specific investment is made based on two yearly audits made by our Accounting and Audit Department for each company listed on the Exchange. . Pricing of any specific investment is made based on two yearly audits made by our Accounting and Audit Department for each company listed on the Exchange. Data collection will enable us to create a template of how well financially the company is and if with its present cash flow and receivables it will be able to pay its debts. Boasting over 25 financial data control points, ratios, and indexes coupled with probability and net present value accounting for current and up to date market rates our algorithm is able to price the investments and enable you to sell all or part of said investments at prices of your choosing. This helps to create liquidity for private investments using laws of supply and demand coupled with intelligent high benefits-oriented pricing.

Powered by the Ethereum network the TWIM Tokens issued are not considered as security tokens, but instead, as Utility Tokens as they solely give access to the company's product or service, i.e. have a practical use. This helps to create liquidity for private investments using laws of supply and demand coupled with intelligent high benefits-oriented pricing. Powered by the Ethereum network the TWIM Tokens issued are not considered as security tokens, but instead, as Utility Tokens as they solely give access to the company's product or service, i.e. have a practical use. Utility tokens are exempted from regulation and security laws. But under no circumstances whatsoever can you be considered as a shareholder of TWEX Ltd – the company

TWIM tokens are not and shall not be considered as securities as there are no monetary rights attached to them. TWIM Tokens are utility tokens.

Why use Utility Tokens?

Utility Tokens have a use case and are not designed as investments, but that doesn't mean that they don't bring any profit. They have a certain use case inside the project and don't represent company's share. Utility tokens may grow in price, if the demand for service or product increases. So buying such tokens of a project, that solves real problems of users and is constantly being developed and improved, may give great profit in future.

Issuing security tokens according to the regulations is easier and cheaper for the project than launching Token sale offering utility tokens — it reduces legal risk. But classified as security tokens are regulated, and thus limited on who can invest in them and how they can be traded. As a result, liquidity of such tokens is extremely reduced. Trading is greatly limited for security tokens — they cannot be traded freely. This restriction may destroy the effects of networking and prevent the development of the platform.

Non-financial nature of the tokens

Being merely the virtual fuel for the running of the Offering, by nature TWIM Tokens are NOT and shall in NO case be understood, deemed, interpreted or construed as:

- ✓ any kind of currency or money, whether fiat or not
- ✓ any commercial paper or negotiable instrument
- ✓ any form of investment contract between the relevant holder and any other person
- ✓ any commodity or asset that any person is obliged to redeem or purchase
- ✓ any traditional securities or other forms of securities

TWEX TPS

Preference Shares issued by TWEX are registered on the Blockchain, holding no equity rights or voting rights. But holding profit participation rights. TWEX TPS or the TWEX Tokenized Preferred Shares are preferred shares issued by a company - only difference we are registering it on the block-chain with its inherent payment structure. As there is no equity involved we do not have to register with anybody except within the companies' charter ratified by its Board.

Similar to usual Preferred Shares, TWEX TPS holders too are entitled to receive their claims prior to the equity shareholders of the organization during the winding up of the company. They are ranked as senior and priority debts.

Please note that the TWEX TPS is in no way impacted by non-payments of individual loans as each company trading on the Exchange and benefitting from the initial investment issues its own engagement to pay directly in favor of holders.

Thus, the issued Preferred Shares will hold the following rights:

1. Priority and seniority against all other debtors of the company– in case of bankruptcy holders are paid first
2. No voting rights
3. No equity rights
4. No convertibility rights
5. Capital payable on agreed upon timetable and represented by a series of Smart Contracts Capital (SCC) issued by each company listed on the Exchange and that benefitted from the initial investment
6. Gives the right to the owner to profit participation payable on agreed upon timetable and represented by a series of Smart Contracts Profits (SCP) issued by each company listed on the Exchange and that benefitted from the initial investment.

The Offering

The Issue of 400,000,000 TWIM Tokens at the rate of 0.10 Euro cents each

For every 0.10 Euro cents invested investor gets 1 TWIM Token + 1 TWEX TPS + SCC + SCP issued by all Entertainment & Movie Production companies listed on Exchange and that benefitted from the investment

Date of Issue: 4th July 2018

Closing Date: 15th August 2018

Accepted Currencies: USD, EUROS, BRITISH POUNDS, ETC

Virtual currencies: BTC, ETH and BCH

(This is a non-exhaustive list and may change. Please consult www.twex.exchange website for more information)

Lock-in period: Lock up period for ICO tokens lasts until 15 days after the end of period unless the ICO's date is extended at management sole discretion.

The total supply of Tokenized Preferred Shares (TPS) is 400,000,000 and of TWIM Tokens is: 500,000,000 Out of which 400,000,000 TWIM Tokens are offered for sale.

We are reserving all TPS to investors only.

Investors get:

- a) 1 TWIM Token
- b) 1 TWEX TPS
- c) % of SCC of each company traded
- d) % of SCP of each company traded

All staff, advisors, board members and marketers only get a number of TWIM Tokens not to exceed 100,000,000. The Tokens & TPS are non-inflationary & based on real-world economies. They act as a proof of membership of their holders in the TWEX Ecosystem. However, under no circumstances, TWEX Preferred Shareholders can be considered as shareholders of the TAG World Exchange, TWEX Ltd., TAG Investment Bankers Ltd, TWEX Ltd Portugal branch and/or any of their associated companies. By releasing the Tokens & TPS, we invite all participants to become the creators of TWEX ecosystem. Each TWIM holder can obtain total access to TWEX's signals, services, information, and analytical products. No TWEX holder will be authorized to the right to vote at any company meeting. Dividends on the shares will be paid as per the "Profit Generation" clause below and solely via SCP.

Profit Generation

Up to 400,000,000 TWEX TPS are being offered for sale at an initial price of 0.10 Euro cents each. Total supply of TWIM Tokens: 500,000,000. Each TWIM Token is delivered with one TWEX TPS bearing rights to 30 % of all profits generated by the Exchange and 1 % of total sales of all companies listed and benefitting from this funding. Buyers are also remitted ownership on a pro-rated basis to various Smart Contracts for Capital Repayments (SCC) and Profit Participation (SCP) issued by all companies listed on the Exchange and benefitting from this funding. The smart contracts are the proof of their holders' role as lender to the issuer of the contracts and to their inherent rights to payback of capital and profit following specifics of each smart contract issuer. The TWIM tokens are the proof of their holders' membership in the TWEX ecosystem. The TWEX TPS – Tokenized Preferred Shares provide their holders a right to receive 1/500000000 per TWIM Token held, of all amounts paid by companies that received the initial funding raised for their projects. Each of these companies is obligated to pay to TWEX Ltd 1.5 % of their gross sales. 1 % of said gross sales will be deposited in escrow and distributed according to following formula to TWEX holders:

1 % of gross sales collected x number of TWIM tokens held divided by 500,000,000 tokens.

Thus, the investors return involves:-

- e) 1% of the total sales of all companies paid to our ecosystem and redistributed to all TWEX owners by the TPS only
- f) 30% of profit generated from TWEX platform – profits generated via 0.5 % of sales of each company, trading fees charged by TWEX for sale and trading of SCC and SPPs, fundraising activity – commission, licensing and sale of our hardware device the TWAL along with all of its future implementation and development and others as applicable in the future.

Impact

Each investor gets an equal number of TWIM Tokens and TWEX TPS. If in your country of residence you are unable to deal in crypto currencies and participate in ICOS then and only then you will receive the TWEX TPS directly while the portion of TWIM Tokens that should have been remitted to you will be held in trust. All such TWIM Tokens are going to be deposited in a Trust Account held by TWEX Ltd in favor of such investors. They can only benefit from it if the TWIM Tokens are converted into cash and at the then prevailing market value – lock-in-period of 3 years. Payments after the sale of said Tokens elected collegially by all such investors will then be distributed less a management fee of 10 % after sale and conversion in FIAT currency and distributed as an additional income. We also reserve the rights to buy back said TWIM Tokens at market value less a discount to be agreed to and partly or entirely burn said Tokens afterward.

Dealings

You may purchase the tokens within either the period of the initial coin offering set out herein and after on different exchanges or during the now on our private exchange. No application has been or will be made to any stock exchange for the TWIM Tokens or TPS to be listed, dealt in or otherwise publicly traded.

Modification of rights

The Provisions of the Tokens & Preferred Shares and the rights of the holders against the Issuer may from time to time be modified, abrogated or compromised in any respect with the sanction of a Special Resolution and with the written consent of the Issuer.

Cancellation of the Offer

The Issuer reserves the right, in its absolute discretion, to cancel the Offer and the issue of the Preferred Shares at any time prior to the end of the Offer Period. If such a cancellation event occurs, all subscription monies (without interest) for such Preferred Shares to each applicant at the applicant's risk by no later than 30 days after the date on which the Offer of the Preferred Shares is cancelled. Subscription monies will be returned by cheque mailed to the applicant's address (where provided by the applicant) or by interbank credit transfer back to the bank account from which such monies were first received or by any other method the Issuer deems appropriate.

Time and dates

The Issuer shall, at its discretion, be entitled to amend the dates when the Subscription Forms are to be dispatched or amended or extended, the latest date for acceptance under the Offer and all related dates and timings in this Prospectus.

Address for receiving payments

- ✓ The addresses to receive payments for the TWEX units will be determined and announced by the Issuer. Each Investor shall make payment to such addresses as indicated by the Issuer through which he/she intends to participate in the offering.
- ✓ The addresses mentioned above will be the only valid addresses for receiving payments for the TWEX Preferred Shares. Sending to any other address will neither be recognized by the Issuer as a valid payment hereunder nor entitle the sending person to claim any TWEX Preferred Shares.

Introduction to the Exchange

TAG World Exchange Ltd. is a company incorporated as on 25th July 2017 in the United Kingdom with registered number 10881833. The company's registered office is situated at 71-75 Shelton Street Covent Garden, London, WC2H 9JQ, United Kingdom and falls under the jurisdiction of England and Wales.

Tag World Exchange Ltd. (TWEX) is a platform that allows anyone to buy and sell tokens or preferred shares and Smart Contracts for Capital repayment (SCC) and Smart Contracts for Profit Participation (SPP) in each company traded on the Platform. It also provides a wide range of services, which offers learning and informational environment about products, and lives of companies as well as more information about the people behind the products and companies. We at Tag World Exchange ("TWEX") have set our main goal as creating a unique ecosystem that will enable its users to buy, sell and/or trade their investments when they need it or wish it in a safe way. Our goal is to become the industry standard and one-stop solution for setting up a hustle free smart contracts and tokenized Preferred Shares and debts exchange. We provide transparency trading where all trading transactions are transparent and can be checked and audited by the users.

The TAG World Exchange or TWEX is a worldwide platform. The TWEX TOKENS are non-inflationary and based on real-world economies. Specifically, TWEX is a Smart Contracts Trading platform that helps to create liquidity and transparency for investors and funded companies alike. A private investment by definition is illiquid. We at TWEX enable companies to pay back on a timing of their choosing and amounts that most correspond to their capacity to pay back.

Key approach

Transparency

The use of proceeds of the funds raised and share in profits provides auditability and transparency to the investment process as well as to the results. This transparency means the investment funds won't be hidden for the investors, with reporting full of fine print. This much-needed transparency will substantially improve accountability of the investment managers.

Liquidity

We believe that TAG World Exchange Platform is a turn-key solution that will lead to further proliferation of the decentralized economy. Our platform will allow investors to liquidate part or all of their investments themselves if and when warranted because of life's unforeseen situation and offer their existing investors all the benefits of the blockchain that has been a buzzword among investment managers for several years.

Sustainability

Funds' legal structure will be reviewed and approved by our legal advisors to ensure they are compliant with existing laws and regulations. TWEX has vetted the proposed structure with several financial institutions and has received an indicative approval that it will pass internal procedures, enabling funds to be transferred from and into the crypto world. By sorting out these risks from the beginning, TWEX will improve investor confidence and provide necessary sustainability of the investment process.

Fees and Usability

Setting up the proper investment structure is a costly endeavor. Not all crypto-exchanges set up a proper structure, which leads to greater regulatory risk. TWEX believes that now is the right time to introduce industry standards for setting investment vehicles that can attract investments from private individuals and institutional investors of any kind. This will reduce or remove regulatory risk from investors at a minimal rate.

Principal Strategies

1. Active social media marketing in order to promote knowledge about our clients to potential 10 investors.
2. Comprehensive explanations about said companies, their products, and the people behind it all.
3. Each investor has the only access to their funds through their respective wallet. We do not store any keys of our investors and companies.
4. Valuation is based on the existing, future and or both assets valuation and potential of the companies. Then our proprietary algorithm will ensure that said price matches acquisitions, sales, offer and demands as given to us by the entities that enable sales.
5. Furtherance of sales of products via our own e-commerce platform at a later stage.

Use of Proceeds

We plan to use all of the proceeds for general corporate purposes and client companies funding requirement, including accounting, legal and marketing activities. In addition, we may use a portion of the net proceeds to acquire complementary technologies or businesses. However, we currently have no commitments or agreements and are not involved in any negotiations with respect to any such transactions. The proportions in which the proceeds are to be used are to be distributed in the manner stated below:

70% for Client Companies

Utilizing the amount of Client Companies fundraising

10% for Research & Development

1. Redesign and improvements to UI/UX
2. Development for new features post TWEX Platform launch
3. The cost to hire and maintain a team of expert advisors, researchers, and coders for continuous development and safeguard of the system

5% for the Contingency fund

The contingency fund is a reserve to potentially deal with severe and unexpected events, for example, network hacking, customers' data breach, and lawsuits.

5% for Partnership

This part of the fund will be utilized in development of strategic partnership in order to bring close technological (university/labs), regulatory and business collaboration. It will also enable us to negotiate with outsiders and pay their fees in order for the TWIM Tokens to be traded outside of our Platform and on third party Platforms.

10 % for Marketing

Promote Issuer's technology by increasing awareness and knowledge of the TWEX platform and Issuer's Hardware wallet to help all the future stakeholders to figure out what can be built with it. These are approximate proportions. Variations may occur according to the platform requirements.

THE TWEX Platform

Components

The system we are developing has **three major components**:

- ✓ Service Area
- ✓ Smart Contracts Trading platform
- ✓ Hardware Wallet designed to be used with our own Exchange Platform and compatible in the future with other exchange services

Service Area

The service area allows us to offer to visitors the possibility to have more information about each company:

- ✓ Registered Localization
- ✓ Financial situation
- ✓ The team members
- ✓ Real-time company events
- ✓ The roadmap for the development of the project
- ✓ Contemplated development of the target company after a lending infusion
- ✓ New products line up as applicable

Smart Contracts

A Smart Contract serves a very similar function as a contract does in the real world. Contracts, in typical cases, involve two or more parties that agree on certain terms, sign the contract, and once these terms have been carried out and both parties are content, the contract is deemed fulfilled. Smart contracts employ the same principle but are able to operate automatically via an algorithm that has the terms of the contract embedded within it. The Smart contract — is a piece of code that is stored in the blockchain network (on each participant database). It defines the conditions to which all parties using contract agrees. So if required conditions are met certain actions are executed. As the smart contract will be stored on every computer in the network, all the computers (miners) executing the code must come to the same result and reach a consensus. This way the users can be sure, that the outcome is correct.

The TWEX smart contract design follows a very modular contract structure making it easy to split functionalities to upgrade or reuse parts. The current implementation consists of over two main smart contracts describing all the process for investment, payments, period, capital and reimbursement between stakeholders. All of them will be written in Solidity Language. At the beginning of the venture, we will only offer to trade on Smart Contracts issued by all recipients of TWEX investments. Irrespective of the amount invested and the number of TWEX Preferred Shares issued, the investor will receive on a pro-rated basis, smart contracts from each

company traded on TWEX platform at the time of inception. Each contract will be independently traded on TWEX platform and available for purchase and sale based on owner's timetable. The aim is to enable other smart contracts issued by other companies on other platforms to trade on TWEX in the future. Valuation of the smart contracts is based on an in-house algorithm developed by our team that incorporates Probability, Statistics, Net Present Value, Market Interest rates in Euros and Audits of companies issuing the targeted contract. Then irrespective of same, owner of the individual contract can independently price his or her contract based on the urgency to sell.

Smart Contracts Trading Platform

The TWEX Smart Contracts Trading platform is innovative and different from other exchanges as it combines trading of capital and profit contracts via smart contracts when it matters most to these contract owners along with trading potential for funds recipient companies. A private investment by definition is illiquid. We at TWEX enable companies to pay back on a timing of their choosing and amounts that most correspond to their capacity to pay back.

The trading module on the platform allows trading of

- ✓ TWIM Utility Tokens & TWEX Tokenized Preferred Shares
- ✓ SMART contracts

The TWEX Utility Tokens & Tokenized Preferred Shares are traded and the value changes as per the movement on the platform. This is connected with the performance of the SMART contracts. SMART contracts too are traded with movement guided by NPV (Net Present Value) of the SMART contract. A SMART contract NPV calculator has been provided to guide investors" make the decision for BUY or SELL. A complete BUY-SELL-TRANSFER-SETTLEMENT process has been incorporated in the trading module.

Valuation is based on the existing, future and or both assets valuation and potential of the companies. Then Issuer's proprietary algorithm will ensure that said price matches acquisitions, sales, offer and demands as given to us by the entities that enable sales.

Secured Hardware-Wallet

A cryptocurrency wallet is essentially a software program which stores cryptographic keys and interacts with blockchain for users sending and receiving cryptocurrencies as well as checking their balances. Unlike a traditional wallet in your pocket, a cryptocurrency wallet doesn't store currency, but instead stores all the private keys associated with the generated wallet addresses. Those private keys are utilized to unlock the funds in your wallet and sign off the ownership of cryptocurrencies.

The TWEX Hardware Wallet is designed to ensure a total protection of your data & your Tokens and TPS. The TWEX Hardware Wallet provides the latest security biometric technology; it is

based on cognitive algorithm that is coupled with facial recognition and thumbprint recognition. Moreover, a smartcard will be implemented to store private keys and prevent any theft of customer's data keys. Future development will ensure that same smartcard be used to hold various other crypto currencies including the Tokens. There are 4 parts to the device:

1. Fingerprint scan plate
2. Face scan with camera
3. Display to show the status of a transaction/scan
4. Charging point to charge device.



The TWEX Hardware Wallet will be also offered to other Platforms, Banks, etc. on Lease around the World in a decentralized way that ensures a total protection of local data.

A hardware wallet is a special type of wallet which stores the user's private keys in a secure hardware device. The hardware creates an isolated environment which keeps your private keys safe on a secure chip. This is an important feature because you use private keys to sign your transactions as well as to recover your address. These hardware wallets are also considered cold wallets because they isolate your private keys even when they are connected to the internet. They have major advantages over standard software wallets. Hardware wallets are immune to computer viruses that steal from software wallets. The private keys are stored in a protected area of a microcontroller, and cannot be transferred out of the device in plaintext.

To date, there have been no incidents of BITCOINS stolen from hardware wallets. Hardware wallets are relatively new, but at least, for the time being, they have maintained a good track record, unlike the numerous incidents of BITCOIN theft from Internet-connected computers.

There are several advantages to hardware wallets:

- ✓ Private keys are never exposed to your computer.
- ✓ Your hardware requires you to confirm a transaction on your device (not the app on your computer) before any coins can be spent.
- ✓ Most hardware's are encrypted with pin #'s, like your debit card, which adds another layer security.

The hardware company's software is usually open source which allows users to validate the entire operation of the device.

Hardware wallets can host multiple cryptocurrencies.

Investor eligibility

Tag World Exchange Ltd. is designed for:

- ✓ Investor who can afford to tie their monies for three years or more
- ✓ Investors who want to diversify their portfolio internationally.
- ✓ Investors who want to invest in local communities around the World and thus enhance and embrace the globalization trend that has taken over the World.
- ✓ Investors who are not limited by geographical and obscure views but that are rather opened to the World and attuned to the new ways of this ever growing, empowering and constantly changing World and work environment laced with humongous potential.
- ✓ Investors who are forward thinkers and who have a global view of the World, its risks and its ever-growing potential.

NOTE:

- ✓ Investors from China, Singapore, South Korea and all others who cannot acquire Cryptocurrencies will solely get TWEX TPS, SCC, and SCP
- ✓ Investors from the USA have to self-certify that they are accredited, investors.
- ✓ All investors have to read and accept all of the Risk factors detailed in our prospectus.

How to qualify to buy TWEX Units?

Please be advised that in order to be accepted as a valid participant to acquire TWEX Units you must first:

- ✓ Create an account on the TWEX Platform
- ✓ Submit a full KYC package on you plus Origination of funds for all amounts over 3,000 Euros
- ✓ Proof of address
- ✓ US buyers who are interested in our Preferred Shares have to comply with US SEC Rules regarding definition and qualification as an accredited investor.

By continuing on to use our website (www.twex.exchange) you hereby warrant and represent that you have irrevocably and accepted all of our terms and conditions without liability and or responsibility from us, our employees, associates and or any other affiliated or parent companies unless so confirmed in writing.

Registration and Wallet opening

One can enter the Tag World Exchange (TWEX) Platform by entering our website <https://twex.exchange/> and clicking the “REGISTER” Button on the home page.

If you are not a registered user it will take you to the KYC “Investor Information Form” Screen which is a 3 step easy form. The investor must then open his Wallet.

How to get listed on TAG WORLD Exchange

Any potential candidate for listing on our Exchange must fully comply with all of our terms and conditions.

Terms and Conditions for Companies to be accepted on TWEX:

A. Applicant has to prepare and present the following documents: Creation of a business plan. If you do not know how or are unable to do so, we can help you for a very small fee determined by the amount of work required;

- ✓ Creation of an executive summary – derived from the business plan;
- ✓ Letter by the Founders explaining about their company
- ✓ The Offering: Amount required – capital repayment term and interest payment terms based on sales and profits before taxes solely.
- ✓ Use of funds detailed explanations
- ✓ Risk Factors
- ✓ Disclosures
- ✓ Management
- ✓ Audit/Financials

B. Determination by our staff of eligibility – this can take up to one (1) month as long as applicant remits all documents mentioned hereinabove along with any other documents that might be requested timely.

C. Once declared eligible and only then, will the authorization to trade be granted to the applicant? The balance of the fee will then be paid. In the event of your submission being refused, you will be reimbursed back any unused funds in preparing your work paid out of the initial fee that was remitted to us.

D. After receipt of your paperwork as mentioned above, we reserve the right to take up to 15 days to process your request and answer you. Please be advised that once the response in your possession, you have 10 days maximum to answer all questions (if any) that might be asked by our legal or accounting staff regarding your company.

E. There is no time limit for determining eligibility and unless our staff gets satisfactory answers to their questions your authorization to trade will be delayed.

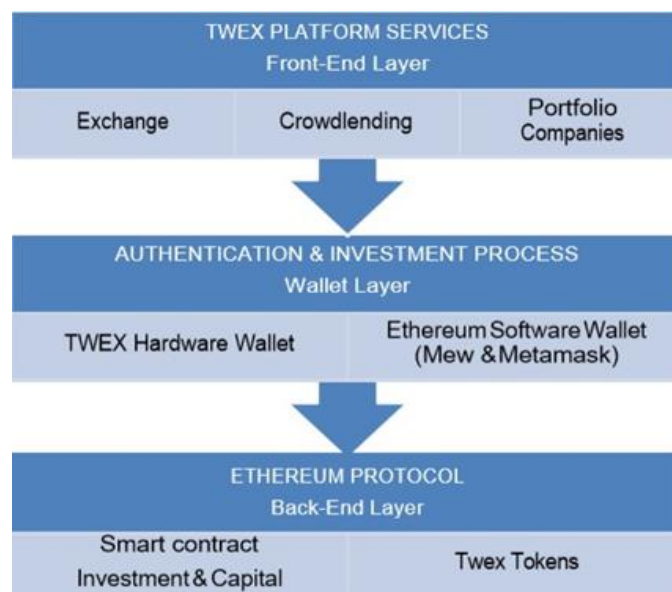
F. We will adapt and use our standard Smart Contracts for your capital and interests repayments. The Issuer does not guarantee that each Investor will satisfy all the conditions mentioned above. Each Investor shall only claim his/her purchased Tokens for sale from the relevant platform through which he/she has participated in the ICO. The Issuer will not directly deliver any Tokens for sale to any Investor. Each Investor shall be responsible for keeping TWEX WALLET (including hardware wallet) intact and secured at any time. The Issuer shall not be held liable for the TWEX WALLET of any Investor being hacked, stolen or lost, in which case the delivery of purchased TWIM tokens for sale could fail, become impossible or be miss-sent.

Token Mechanism

TWEX aims to be a Smart Contracts Trading market application based on top of protocol achieves this goal by utilizing the innovative TAG investment technologies advancing their features with new solutions based on smart contract, Hardware Wallet, and oracles for scalable applications.

The TWEX core components consist mainly of using innovative technologies:

1. TWEX is a decentralized Smart Contracts Trading platform allowing lenders split their investment and trade both part of it through smart contracts which represent Capital repayment and Profit Payment.
2. TWEX Hardware Wallet allows the security of the investment by using the latest generation of authentication algorithm for facial and thumbprint recognition. Moreover, a smartcard will be implemented to store private keys and prevent any theft of customer's data keys.

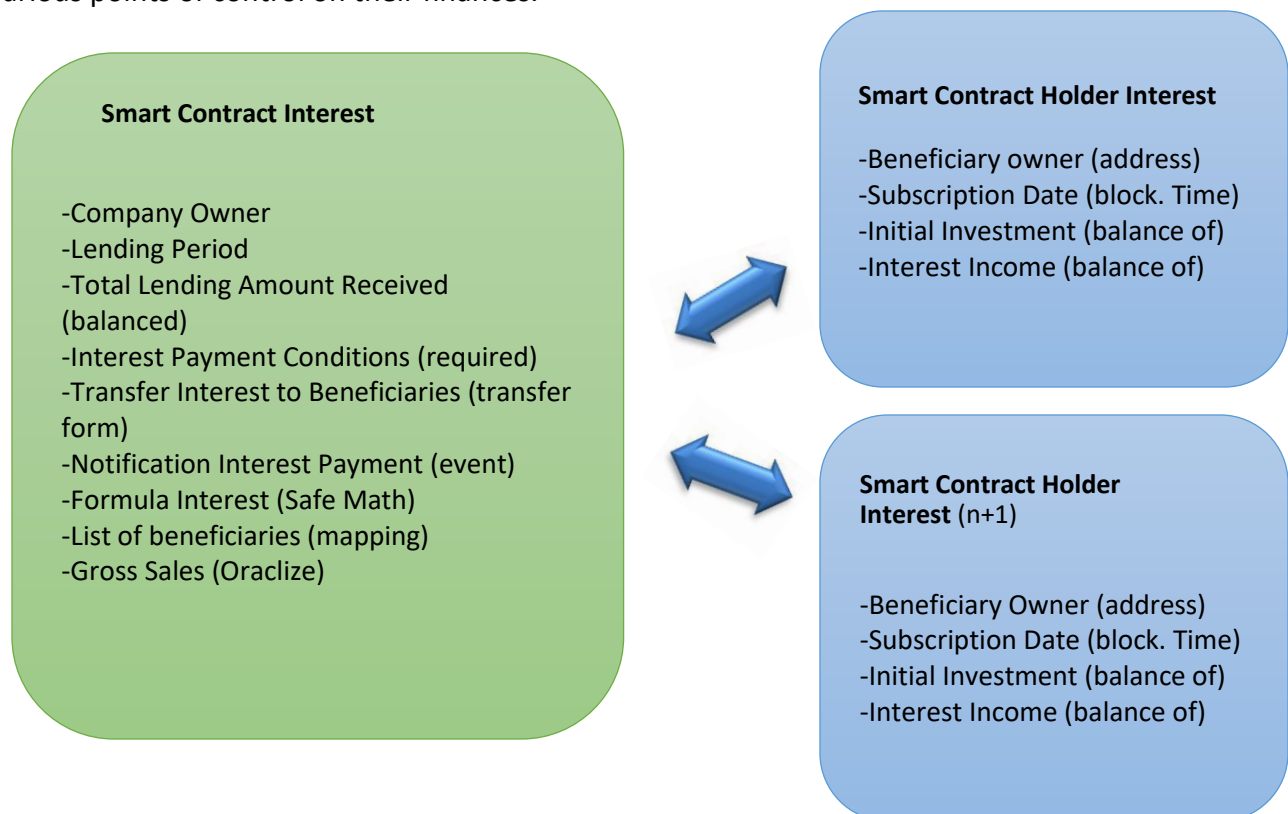


System Architecture

TWEX aims to be a Smart Contracts Trading market application based on top protocol and achieves this goal by utilizing the innovative TAG investment technologies advancing their features with new solutions based on the smart contracts, Hardware wallet and oracles for scalable applications.

Smart Contracts Architecture

A Smart Contract serves a very similar function as a contract does in the real world. Contracts, in typical cases, involve two or more parties that agree on certain terms, sign the contract, and once these terms have been carried out and both parties are content, the contract is deemed fulfilled. Smart contracts employ the same principle but are able to operate automatically via an algorithm that has the terms of the contract embedded within it. The Smart contract — is a piece of code which is stored in the blockchain network (on each participant database). It defines the conditions to which all parties using contract agrees. So if required conditions are met certain actions are executed. As the smart contract will be stored on every computer in the network, all the computers (miners) executing the code must come to the same result and reach a consensus. This way the users can be sure, that the outcome is correct. Our proprietary algorithm developed in-house enables the pricing of smart contracts of each company based on various points of control on their finances.



Risk Analysis

The Issuer believes that there are numerous risks involved in the development, maintenance and running of the Company, many of which are beyond the control of the Issuer. Each Investor should peruse, comprehend and consider carefully the risks described below in addition to the other information stated herein before deciding to participate in the offering, the TWEX Preferred Shares lie in cyberspace only without physical presence and hence do not fall within or pertain to any specific jurisdiction. Participating in the offering shall be an action based on the prudent decision and will be deemed as the relevant Investor having been fully aware of and agreed to take all the risks below:

Security Weakness

Regardless of the Issuer's effort to keep the system secure, anyone may intentionally or unintentionally introduce weaknesses or bugs into the core infrastructural elements which the security measures adopted by the Issuer is unable to prevent or remedy. This may consequently result in the loss of Tokens and or TWEX TPS held by an Investor.

Blockchain Technology

Blockchain is evolving and cannot guarantee absolute security at all times. Advances in the technology, such as code cracking, or technical advances such as the development of quantum computers, could present risks to all blockchain-based systems. This could result in the theft, loss, disappearance, destruction or devaluation of the TWEX Units held by any person. To a reasonable extent, the Issuer will be prepared to take proactive or remedial steps to update the protocol underlying the issuer in response to any advances in blockchain and to incorporate additional reasonable security measures where appropriate. The future of blockchain or security innovations is unpredictable while the Issuer will try its best to accommodate the continuing changes in the domains of blockchain and security.

Insufficient Information Availability

The Issuer is at the stage of development as of the date of this Prospectus and its philosophy; consensus mechanism, algorithm, code and other technical specifications and parameters could be updated and changed frequently and constantly. While the TWEX Whitepaper contains up-to-date key information of the Issuer, it is not absolutely complete and is subject to adjustments and updates that the Issuer might make from time to time for certain purposes. The Issuer is not in a position, nor obliged, to keep the Investors closely posted on every detail of the Company's development (including its progress and expected milestones whether rescheduled or not) and therefore will not necessarily provide the Investors with

timely and full access to all the information relating to the Company that may emerge from time to time. The insufficiency of information disclosure is inevitable and reasonable. Similarly, the Company is not obligated to give any reports on the health of its main employees and management

Development Failure or Abortion

The Issuer is still in the process of development for its hardware wallet even if it is ready to launch. Due to any complexity of the Issuer's system, the Issuer could be faced with unforeseeable and/or insurmountable difficulties from time to time. Accordingly, the development of the issuer could fail or abort at any time for any cause (including insufficiency of funds). Although the hardware wallet will be licensed and registered, the development failure, theft of idea or abortion would result in a huge loss to the Issuer.

Unfavorable fluctuation of currency value

The proceeds of the sale of TWEX TPS and Token will be denominated in Euros and may, at Issuer discretion, be converted into other currency denominations. If the value of other currencies fluctuates unfavorably during or after the Sale Period, the Issuer may not be able to fund development, or may not be able to maintain the Platform in the manner that is intended.

Management Decisions

The functioning and performance of TWEX Ltd. depends on the management's decision-making ability and efficiency & skills of the technical personnel working on the platform. This factor thus plays a key role in generating revenue for our organization.

Difficult Predictions

Our revenues and expenses are difficult to predict and can vary significantly from period to period, which could cause our share price to decline. The economic environment, pricing pressure, and decreased employee utilization rates could negatively impact our revenues and operating results.

Compliance with new and changing Corporate Governance

Compliance with new and changing corporate governance and public disclosure requirements adds uncertainty to our compliance policies and may increase our costs in the future.

Expansion of global business

Our company's strategies include expanding its business in markets outside the UK pursuing international growth opportunities. Increased investments may result in expenses growing at a faster rate than revenues.

Intellectual Property

While the Company seeks to protect its intellectual property, it may not be adequately protected in certain countries and areas. In addition, there are cases that the Company's products are developed, manufactured and sold by using licenses received from third parties. In such cases, there is the possibility that the company could not receive necessary licenses from third parties, or could only receive licenses under terms and conditions less favorable than before. With regard to the intellectual property rights related to the company's products, it is possible that a third party might file a lawsuit against the Company or its customers claiming patent infringement, or the like, and that as a result the manufacture and sale of the affected products might not be possible in certain countries or regions.

Subject to Litigation

We may be the subject of litigation which, if adversely determined, could harm our business and operating results. We may also be liable to our clients for damages caused by disclosure of confidential information, system failures, errors or unsatisfactory performance of services.




Additional Risks related to the Funded Companies





All investors must accept our risks factors entirely including risk factors of all companies listed with us. The return payable to the investor depends on the performance of the various funded companies listed on our platform. Thus investors are also requested to refer their risk factors mentioned in each company profile available on the "Project Listing" tab on our website.

Team Members

Board Members

Our global leaders and visionaries form the TWEX Board of Directors. They provide direction and guidance to the organization. TWEX's experienced and globally-distributed senior management team has benefited from the superior leadership team of active board members.

 <p>Amal Sharma Director, Chief Executive Officer</p>	<p>A creator of businesses with more than 25 years' experience in banking, finance and corporate funding.</p> <p>Educated at University Paris IX Dauphine in France. Writer with more than 5 books published. Bilingual (French and English)</p>
 <p>Tapan Das Chief Technology Officer</p>	<p>Senior-level Fin-tech professional with 26 years' experience and proven track record of applying appropriate practical mix of technologies blended with subject matter expertise in Finance.</p> <p>An engineer in computer science, an MBA in marketing and an MBA in Financial Markets and a certified Design Thinking professional from MIT.</p> <p>Follows a process driven design thinking methodology with management and leadership initiatives that helps meet business needs while minimizing risks</p>
 <p>Drs. Ajay Sharma Manager</p>	<p>An accomplished Board member, international speaker, social entrepreneur, Impact investor and executive for business development in European, Asian and Middle-East markets.</p>

 <p>KEN TACHIBANA</p> <p>Business Development Director</p>	<p>Partner, The Largest Crypto Wholesale Market and The Largest Wholesale OTC Japan Exchange. Can also handle Japan/WW ICO Sales: pre and post.</p>
 <p>Nathan Christian</p> <p>Business Development Director</p>	<p>Top Global Influencer in Banking & Fintech. Technical expert in blockchain-based accounting & financial applications. Serial entrepreneur with over 40 start-ups in portfolio. Initial Coin Offering (ICO) strategy, development, venture capital investment, consulting & advising. MBA from the Ohio State University.</p>
 <p>JOPPE SIKMA</p> <p>Business Development Director</p>	<p>Fundamental crypto analyst and trader with several years of experience with crypt's and other instruments such as stocks, futures and FOREX. Co-founder, COO and CFO of Crypto Rating Desk. Has fulfilled advisory roles for multiple ICO's, helping the ICO's with their whitepapers, business models and overall presentation of the ICO. Specialized in making an ICO attractive to investors.</p>
 <p>Edwin Van Den Berg</p> <p>Business Development Director</p>	<p>Educating and helping others, that's what I love to do! Creating practical and simple, yet creative solutions</p>

**Paul Mears**

Business Development Director

Passionate tech, bio and innovation investor with experience of working in a variety of finance and operational roles in UK, Amsterdam, Hong Kong, USA, Canada and Monaco in a range of companies from start up to multinationals including hedge fund, telco, construction, software. Angel investor with portfolio of Biotech, Med Devices , Apps, Payments and since 2016 active in crypto as an investor and advisor to Initial Coin Offerings including Humaniq, Modex, Varcrypt, Howdoo, Autobay, Jointo.




**Marc Bandemer**





Business Development Director





Marc is an established, highly qualified MBA businessman, with some 30 years as an entrepreneur who shares a current a position of COO at Integer Wealth, an investment company deploying investments into credible commercial, industrial and real estate projects worldwide. With a high degree of venture capital experience, Marc is also the author of several high profile company policies, procedures and processes, and has a strong marketing personality too.

Core Team members

Our core team is composed of professional developers, UX/UI designers, legal attorney and marketing experts, we are building a robust solution for the TWEX Platform users.


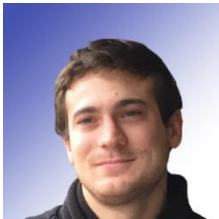

 <p>Aamir Kadri Information Technology Head</p>	Experienced in designing, coding & developing websites, Dashboards from layout to function with strong Programming skills.
 <p>Tuba Shaikh Web Developer</p>	She is our web developer having experience in designing and development with Sharp designing concepts.
 <p>Saman Shaikh Web & Android Developer</p>	Experienced in designing of websites. She has strong UI skills which can make a Website look more charming.

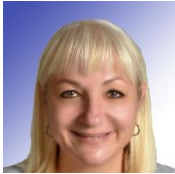


 <p>Gabrielle Menezes Legal Assistant</p>	<p>Gabrielle having knowledge in contract law is our assistant in our drafting team and for research related to crypto-currencies and contractual legalities.</p>
 <p>Anisha Jai Human Resource Manager</p>	<p>Responsible for recruiting, screening and placing workers. Human Resources Managers plan direct and coordinate the administrative functions of an organization. Explaining human resources policies, procedures, laws and standards to new and existing employees.</p>
 <p>Amit Sharma 3D & VFX Artist</p>	<p>Experienced in Graphics Designing, 3d Modeling, visualize & Video editing skills.</p>
 <p>Sweety Dixit Graphic Designer</p>	<p>Conceptualization and design of character and objects, animation and other graphic art. Creating Professional art portfolio that illustrates the range of skills.</p>



 <p>Naina Jude Public Relations</p>	Provides voice-over and writes content for information videos about TWEX.
 <p>Shraddha Gund Social Media Executive</p>	Responsible for handling Social Media Platform for TWEX. Increasing reach and amplifying marketing of TWEX.
 <p>Gipsy Gupta Social Media Executive</p>	Responsible for building TWEX as a brand. Promoting TWEX on Social Media platforms.
 <p>Tabassum Hashmi Social Media Executive</p>	Increase of visibility of TWEX on social platform. Creating content and analyzing the performance of TWEX on social media

Board of Advisors

TWEX has a strong advisory board of subject matter experts who provides strategic advice to the management.



 <p>Christophe Ozcan Blockchain Technical Advisor</p>	<p>Christophe is an experienced advisor and entrepreneur on Blockchain Ecosystem. He is an active participant of Blockchain community by promoting the technology through his interventions.</p> <p>CEO of Crypto4All a Blockchain consulting company and also an expert member of ISO/TC-307 committee for international standardization of Blockchain and distributed ledger technologies.</p> <p>His interest in Blockchain technology began back in 2013 when he discovered Bitcoin and started to become a miner of crypto- currencies with his own mining rig.</p>
 <p>Remy Ozcan Blockchain Financial Advisor</p>	<p>Remy is the co-founder of Crypto4All a Blockchain technology services company. Blockchain technology is the space where all his previous experiences, education and belief intersect. Graduated from Paris Dauphine University in Finance & Law, he was in charge setting up finance & legal engineering for the European top asset manager.</p> <p>His enthusiasm over Blockchain technology stems from both the technological and financial aspects. “Merge Blockchain technology with real-world economy” became his watchword.</p>
 <p>Yuriy Habarov CEO Avalanchain</p>	<p>Fintech serial entrepreneur with 15 years of experience in building Enterprise level software platforms, mostly for large Financial Organizations around London City.</p> <p>Solutions Designer in Big Data and Hi Load computing.</p>

 <p>Anouche Karaman CFO Swiss International Financial Advisors Ltd.</p>	<p>Experienced & highly versatile senior professional in banking & asset management in Switzerland for over 3 decades (former Japanese broker & bond trader, portfolio manager</p> <p>{Evaluation & asset management}}, stock & chart analysis, active in niche markets (gold, precious stones, special instruments). Founder & CEO of several businesses in areas such as education, retail, services, consulting & hospitality.</p>
 <p>Gerard Van De Par Strategy Consultant / Interim Manager</p>	<p>Gerard Van De Par has a good background in the Fintech industry with an IT background but no direct, discernable ICO experience. Gerard van De Par is a seasoned manager and strategy consultant in the financial sector and beyond. He is an influencer and speaker in topics for innovative entrepreneurship. At the moment Gerard is involved as advisor in several Fintech companies.</p> <p>Gerard holds a master's degree in technology complemented with many business and ICT curricula, amongst which is Banking Strategy. His areas of expertise are Technology, Marketing, Innovation and organization. Gerard is an active member of different Fintech organizations in Europe</p>
 <p>Rohan Handa Venture Creation Manager within New Digital</p>	<p>Businesses (NDB) team @ BBVA that focuses on venture creation, business development, strategic partnerships, and investment. Within NDB, he works directly with entrepreneurs and innovation leaders as their strategic partner to ideate, incubate, invest, and help scale disruptive new digital businesses.</p> <p>His current areas of interest are primarily within digital and blockchain based technology, including crypto assets, DApps, and finding opportunities for integrating its utility within IoT and AI space. Prior to this, Rohan has worked in financial services space as a consultant in North America and Asia focusing on customer and digital strategy for Fortune 500 firms. He has MS in Engineering Management from University of Southern California, and BS in Mechanical Engineering from Purdue University.</p>

 <p>Sean Brizendine CTO at 'Project ICO' & Blockchain Specialist</p>	<p>Advisory Board Member at 'BlockMedx', 'Knowledge', 'Nous Platform', and 'PollyPatient', 'Blockchain Hub Consulting', 'TWEX'. Blockchain Specialist on the</p> <p>'LOCI' Team along with Technical Advisor 'GCC Blockchain Conference' in Dubai. Recipient of BSA-e approval from US Treasury FinCEN. Assisted in the launching of numerous Alternative Cryptocurrencies for research.</p> <p>Received a 5+ POD</p> <p>Rating by the CryptoAsian in 2014.</p>
 <p>P.B. Stanton ESQ. Crypto currency Lawyer</p>	<p>Highly experienced in Securities & Banking Law. Former US Marine JAG Officer. Expert in complex legal issues of regulatory compliance, valuation & management protocols & controls among other considerations.</p>

Companies Listed

No matter if it's a great idea or a magnificent team of founders, we become invested with each of the businesses we work with right from the very start. Check out some of the great companies we've partnered with. Whether they manage a successful exit or pivot their ideas and goals, we're proud of each team we've worked with.

	<p style="text-align: center;">TKRS Entertainment Ltd</p> <p>TKRS Entertainment Ltd is a special purpose vehicle incorporated for making Hollywood and Bollywood two movies based upon "The Kracht of Rising Sun", a book written by Vania Von Vanistan alias Austin Ross. Also republished under the title "The Crash of the Rising Sun". This movie is an international venture that will boast an International cast with recognizable names from Bollywood, Hollywood, the UK and France. Target raise: 15,000,000 €</p>
	<p style="text-align: center;">TAVP Entertainment Ltd.</p> <p>TAVP Entertainment Ltd is a special purpose vehicle incorporated in England and Wales. TAVP Entertainment Ltd. Is a full-service Film Production company, dedicated to producing exceptional content for various client needs. Target Raise: 25,000,000 €</p>

This is a non-exhaustive list that may change with new ventures added. Please consult our site for more information www.twex.exchange or www.twex.info

Termination

Termination Event

Not with standing anything to the contrary contained herein, the Issuer shall be entitled to terminate the offering if any of the following events occur:

1. The offering is held illegal or irregular under the applicable laws of any jurisdiction, is prohibited, banned or forced to cease by any government in any jurisdiction; and
2. The development of Issuer discontinues prior to the Launch as a result of any Force Majeure event and cannot be resumed within three (3) months.
3. For any cause the Issuer elects to terminate the offering prior to the close of the Payment Window by making an announcement on the Website;
4. The development of the Issuer is required by any applicable law to terminate

The Issuer shall have the full discretion to declare termination of the offering upon the occurrence of any of the above events while the Investors shall not be entitled to object to or deny the decision made by the Issuer.

AML Policy

It is the policy of the firm to prohibit and actively prevent money laundering and any activity that facilitates money laundering or the funding of terrorist or criminal activities by complying with all applicable requirements under the Bank Secrecy Act (BSA) and its implementing regulations.

Money laundering is generally defined as engaging in acts designed to conceal or disguise the true origins of criminally derived proceeds so that the proceeds appear to have derived from legitimate origins or constitute legitimate assets. Generally, money laundering occurs in three stages. Cash first enters the financial system at the "placement" stage, where the cash generated from criminal activities is converted into monetary instruments, such as money orders or traveller's checks, or deposited into accounts at financial institutions. At the "layering" stage, the funds are transferred or moved into other accounts or other financial institutions to further separate the money from its criminal origin. At the "integration" stage, the funds are reintroduced into the economy and used to purchase legitimate assets or to fund other criminal activities or legitimate businesses.

Terrorist financing may not involve the proceeds of criminal conduct, but rather an attempt to conceal either the origin of the funds or their intended use, which could be for criminal purposes. Legitimate sources of funds are a key difference between terrorist financiers and traditional criminal organizations. In addition to charitable donations, legitimate sources include foreign government sponsors, business ownership, and personal employment. Although the motivation differs between traditional money launderers and terrorist financiers, the actual methods used to fund terrorist operations can be the same as or similar to methods used by other criminals to launder funds.

Funding for terrorist attacks does not always require large sums of money and the associated transactions may not be complex.

Our AML policies, procedures, and internal controls are designed to ensure compliance with all applicable BSA regulations and FCA rules and will be reviewed and updated on a regular basis to ensure appropriate policies, procedures, and internal controls are in place to account for both changes in regulations and changes in our business.

Terms & Conditions

1. These terms are a legally binding agreement between you, the user, on one part, and the website owner, on the other part, also individually referred to as a “party” and collectively as the “Parties”.
2. These terms define basic mutual rights and obligations of the website owner and the users, either registered or just visiting certain pages of the website, during their use of the website, including but without limitation, for the purpose of buying the Tokens.
3. By using the website, the users accept these terms in full and agree to be bound thereby and comply therewith.
4. These terms are effective at the time the users begin using the website. The users may withdraw from their obligation under the terms at any time by discontinuing the use of the Website
5. The user acknowledges and accepts that: - these terms are subject to change, modifications, amendments, alterations or supplements at any time without prior written notice, at website owner’s sole discretion, by updating this posting at the “last updated” section; the user’s continued use of the website after the amendments etc. Shall constitute the user’s consent here to and acceptance hereof; - the website owner reserves the right, at its own and complete discretion, to modify or to temporarily or permanently suspend or eliminate the website, and/or disable any access to the website.
6. By using this website, you covenant, represent, and warrant that: - you are of an age of majority to enter into this agreement, meet all other eligibility and residency requirements and are fully able and legally competent to enter into the terms, conditions, obligations, affirmations, representations, and warranties set forth herein and to abide by and comply herewith; - you are aware of all the merits, risks and any restrictions associated with cryptographic tokens (their buying and use), crypto currencies and blockchain-based systems, as well as you know how to manage them, and you are solely responsible for any evaluations based on such your knowledge; - you have necessary and relevant experience and knowledge to deal with cryptographic tokens, crypto currencies and blockchain-based systems, as well as you have full understanding of their framework.
7. You shall not use the website if you are prohibited under the applicable law from using it. In particular, should any limitation or prohibition as to your purchase or use of any amount of the Tokens exist under the applicable law, we persistently recommend you not to use this website and not to buy Tokens.
8. The pages of the website may contain links to third-party websites and services. Such links are provided for your convenience, but their presence does not mean that they are recommended by TWEX Ltd. In addition, TWEX does not guarantee their safety and conformity with any user expectations. Furthermore, we are not responsible for maintaining any materials referenced from another site and makes no warranties for that site or this service in such context.

9. TWEX Ltd. assumes no obligations in the event of any damage or loss, or any other impact, directly or indirectly resulting from the use of any content, goods or services available on or through any such third-party websites and resources.

Contact Information

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Phone: +44 2030514822