RoomFi Regulatory Compliance Memo

RoomFi Protocol Compliance Team

2026-01-09

REGULATORY COMPLIANCE & ASSET CLASSIFICATION MEMO

DATE: January 9, 2026 **TO:** Mantle Global Hackathon Judging Committee **FROM:** RoomFi Protocol Development Team **SUBJECT:** Analysis of RoomFi Protocol under Mexican Fintech & Civil Law

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I. EXECUTIVE SUMMARY

RoomFi Protocol ("The Protocol") is a decentralized technological infrastructure built on the Mantle Network. It facilitates the registration of rental agreements and the optimization of security deposits.

This memorandum serves to clarify the legal nature of the assets generated by The Protocol and its adherence to relevant regulations in its primary jurisdiction of operation: **Mexico City (CDMX)** and **Federal Mexico**.

Conclusion: RoomFi operates as a non-custodial software provider. The digital assets generated are classified as civil rights (non-securities), and the platform complies with electronic signature standards (NOM-151) and Anti-Money Laundering (AML) identification protocols.

II. ASSET CLASSIFICATION (NON-SECURITY STATUS)

The Protocol generates Non-Fungible Tokens (NFTs) representing rental agreements. Under the *Ley del Mercado de Valores* (Securities Market Law - LMV) and the *Ley para Regular las Instituciones de Tecnología Financiera* (Fintech Law), these assets do **NOT** constitute securities (*Valores*).

A. "Rental Agreement NFT" as a Civil Right

The "Rental Agreement NFT" functions technically as a digital representation of a *Derecho de Cobro* (Right to Collection) derived from a standard civil lease agreement (*Contrato de Arrendamiento*). * **Legal Basis:** Civil Code for the Federal District (CDMX), Book Four, Part Two, Title Six. * **Nature:** It is a bilateral operational contract, not an investment contract in a common enterprise. The value is derived solely from the tenant's contractual obligation to pay rent, not from the efforts of The Protocol.

B. "RoomFi Vault" (Non-Custodial)

The Protocol does not custodialize user funds. * **Operation:** User deposits are routed via smart contracts directly to third-party decentralized financial protocols (e.g., Ondo Finance, Lendle). * **Regulatory Impact:** RoomFi does not engage in "captación de recursos del público" (fundraising from the public) as defined by banking regulations, acting solely as a routing interface.

III. REGULATORY FRAMEWORK ADHERENCE

A. Electronic Electronic Validity (NOM-151 & EIP-712)

The Protocol utilizes a "Hybrid Ricardian" architecture to ensure that on-chain actions are legally binding off-chain.

1. **Civil Consent:** Per **Article 1803 of the Federal Civil Code**, consent may be expressed via electronic means.
2. **Advanced Electronic Signature:** RoomFi implements **EIP-712** standards combined with **SHA-256** document hashing. This mechanism is designed to comply with **NOM-151-SCFI-2016** (Requirements for the conservation of data messages), ensuring:
   - **Integrity:** The document has not been altered (Hash check).
   - **Attribution:** The signature belongs to the signatory (Public Key Cryptography).
   - **Accessibility:** The data message remains available for consultation.

B. AML/KYC Compliance (Ley Antilavado)

We adhere to the thresholds set by the *Ley Federal para la Prevención e Identificación de Operaciones con Recursos de Procedencia Ilícita* (LFPIORPI).

- **Vulnerable Activity:** "The constitution of personal rights of use or enjoyment of real estate" (Leasing).
- **Threshold Analysis (2025):**
  - **Reporting Threshold:** 3,210 UMA (~$18,000 USD / Monthly Rent).
  - **RoomFi Operation:** The vast majority of residential leases processed by The Protocol fall significantly below this threshold.
  - **Mitigation:** For all users, regardless of transaction size, The Protocol issues a **Tenant Passport (SBT)**. This persistent identity layer allows for the voluntary or mandatory attachment of KYC attributes (e.g., CURP, RFC) depending on the transaction volume, ensuring "KYC-readiness" for institutional adoption.

IV. DISCLAIMER

This document is a technical disclosure statement and does not constitute formal legal advice. It reflects the Protocol's architectural alignment with current regulations as of January 2026. The Protocol is provided "as is", and users retain full responsibility for their compliance obligations.

RoomFi Protocol Compliance Team *Built on Mantle Network*