



TOKES

PLATFORM

WHITE PAPER version 2.1

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[TOKESPLATFORM.ORG](https://tokesplatform.org)

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EXECUTIVE SUMMARY

The TOKES Platform is a digital currency project built on the Waves blockchain in tandem with private blockchains for supply chain provenance, developed initially for the cannabis industry, but with functionality viable for other industry verticals. Tokes (ticker: \$TKS) serves as a means for businesses to conduct transactions (both consumer and business to business, B2B). Given the increasing legalization of both recreational and medical marijuana at state levels, coupled with the economic restrictions upon dispensaries imposed by existing federal laws, Tokes serves as a means of financial mobility and freedom for marijuana businesses forced to transact in fiat. Tokes is actively developing products integrating the token into critical systems for cannabis production, sale, and support. This includes, but is not limited to; payment processing gateways, enterprise resource planning systems for supply chain management, industry communication and personnel vetting, marketing, automated consumer feedback and incentives, mobile gaming, etc.

This whitepaper is a living document, and will be periodically revised as new partnerships, use cases, and technologies are integrated into the Tokes platform.

WHY WE EXIST

PROBLEM

Due to federal prohibition against cannabis, businesses within the industry must operate primarily in cash. These cash transactions occur at the point of sale, for business to business transactions (e.g., dispensary to cultivator), and for employee payroll. Until conventional banking allows cannabis businesses to utilize their services, this cash only ecosystem has an added liability of potential loss, and increased accounting difficulty in a compliance heavy market.

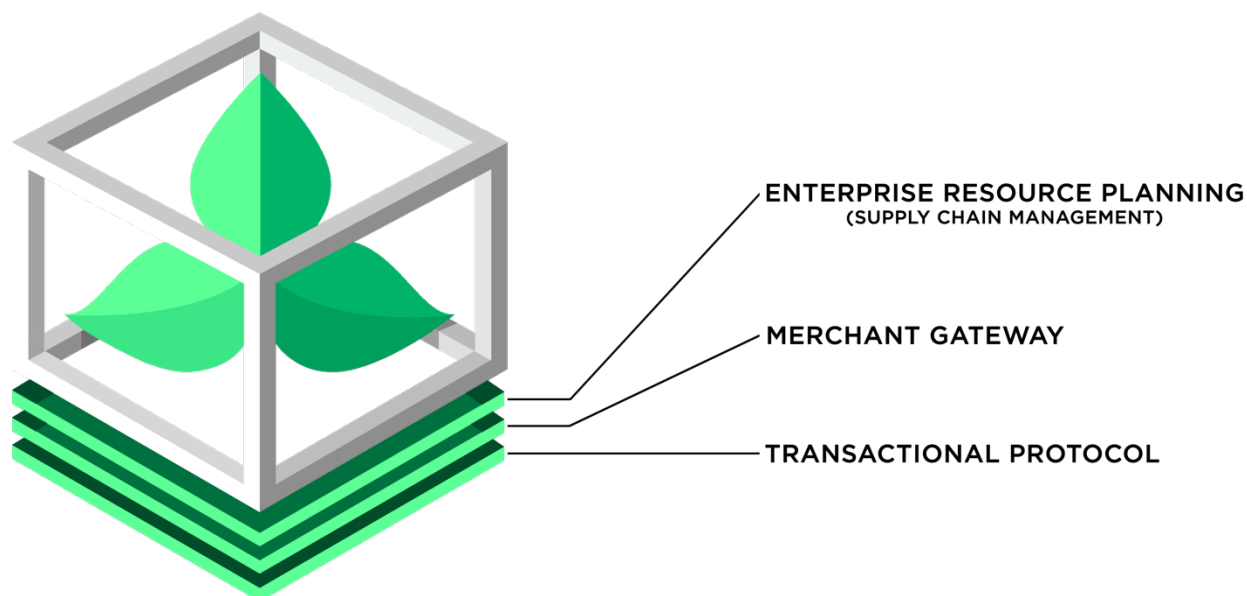
Further, state compliance and legislation of tagging, tracking, testing, transporting, and securing cannabis products varies state to state. Operators within the industry must contract multiple entities to ensure full compliance of various state laws, increasing overhead costs. In the process, cannabis businesses are utilizing multiple, non-integrated legacy systems to meet compliance standards.

SOLUTION

The Tokes and Theracann ERP system provides a digital transfer of value between businesses and a vertically integrated system that allows for tracking, tagging, and accounting from seed to smoke on the blockchain, replacing legacy systems as a turnkey solution for the cannabis industry.



The Tokes Platform™ is a cryptocurrency based development project serving multiple functions within the cannabis industry. Transacting on the Waves Platform, Tokes (ticker: \$TKS) serve as a means for cannabis businesses to make financial transactions without bearing the liability of facilitating payments entirely in cash. Given the increasing legalization of both recreational and medical marijuana at state levels, coupled with the economic restrictions upon dispensaries imposed by existing federal laws, Tokes provides financial mobility and freedom for marijuana businesses whose cash reserves are presently “unbankable” under current federal laws. In order to provide this freedom to the industry, the Tokes Platform is developing software solutions within all points of the supply chain to facilitate both business to business transactions, consumer to business transactions, and an array of tertiary use cases within the space. Ultimately, the goal is to construct a closed loop system, wherein Tokes are transacted between cannabis businesses, eliminating security liabilities (e.g., robbery of cash reserves, employee theft), facilitating state compliance (e.g., book keeping for taxation, security, lab testing, inventory tracking, etc.), while reducing costs to the industry by replacing traditional legacy systems with a modular seed-to-sale, Tokes integrated system. The details of which are outlined below, with our current efforts focusing on three core fronts; 1) the Tokes transactional protocol, 2) a merchant payment gateway, and 3) the enterprise resource planning (ERP) solution.



TRANSACTIONAL PROTOCOL

The Tokes transactional protocol is a payment layer built on blockchain technology enabling users and businesses to transfer money electronically in the cannabis industry. Running on the Waves blockchain, Tokes are a robust cryptocurrency with fast transaction times (less than 1 minute) and a secure immutable digital ledger. The Tokes transactional protocol provides a means for dispensaries to accept digital payment via mobile app transactions (currently the Waves Wallet available on iOS and Android), and not bear the liability of conducting business entirely in cash. Additionally, Tokes transactions are cheap, costing less than 1 cent per transaction regardless of the total sale value.



BUY TOKES



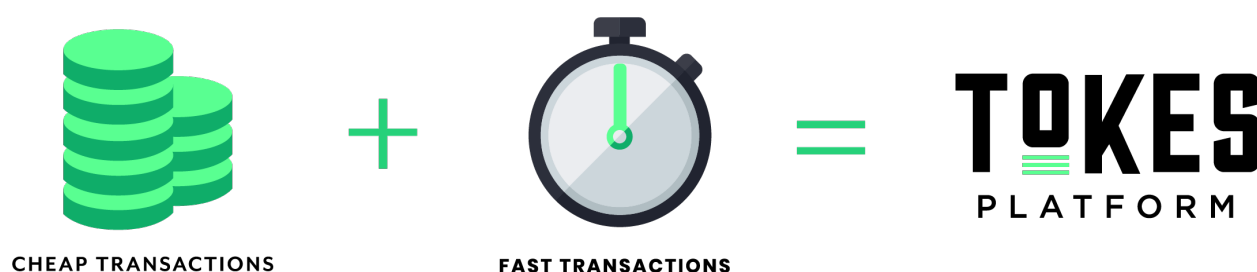
**GET INFORMATION ON STRAINS, PRODUCTS AND
FIND DISPENSARIES ON OUR MOBILE PLATFORM**



PAY WITH YOUR MOBILE

A larger aim of the platform is to provide business to business solutions for the cannabis industry. Not only are current cannabis customers required to pay in cash, but businesses must also transact entirely in cash within their supply chain. Whether a dispensary is paying the cultivator for a new batch of cannabis flower, or having large batches of raw cannabis material processed into concentrate at a lab, or even conducting weekly payroll to employees; all of these payments are being transacted in cash. This presents a huge liability for potential theft and fraud, while adding additional headaches to accounting and financial compliance in an industry with strict legislative requirements. By providing both a digital ledger and a means to make payments digitally, the Tokes Platform eases many of the financial headaches of doing business. Presently users can acquire Tokes from cryptocurrency exchanges (e.g., Bittrex, Waves' DEX) however, one of our aims is to eliminate the difficulty of acquiring Tokes for novice users. Some proposed solutions we are developing include: direct mobile application purchases (via exchange partnerships) and Tokes specific cryptocurrency ATMs located within dispensaries (replacing conventional cash ATMs).

While the public conception of cryptocurrencies is that they are used for black market transactions and illicit business, the reality is quite different. Utilizing Tokes for consumer and business transactions keeps a permanent ledger of financial transactions on the blockchain (Tokes transactions can be viewed on the Waves Block Explorer: <https://wavesexplorer.com/>). This provides transparent accounting for taxation purposes. Further, as the transactional functionality of the platform develops, features like automatic tax remittances can be built directly into the ERP software.



For existing cash reserves and ongoing sales, the Tokes Platform can help transfer cash to the blockchain, serving as a legal money services business (MSB), compliant with all AML and KYC requirements. By providing businesses with a blockchain backed store of value, cash onramping services remove the liability of banking seizures or forfeiture, and gives cannabis businesses control of their assets. Our team can provide training and services to business operators, empowering them to control their private wallet keys and ultimately achieve financial freedom via cryptocurrency. By providing transactional functionality within all points of the supply chain (including digitizing current cash reserves), we aim to create a liquid Tokes ecosystem, eliminating the need for cash transactions entirely.

Ultimately there will need to be exit points from the ecosystem (e.g., a cultivator moving from TKS to USD). This can be facilitated in a number of ways. Either through conventional open market sales of Tokes back to USD or BTC via exchange, or via API automated sales integrated into the ERP. Further, we can utilize currently available mechanisms to peg held cryptocurrency assets directly to their USD value. Similar mechanisms can be found in stable assets such as BitUSD, WavesUSD, NuBits, CoinoUSD, Digix, and Tether. This feature provides businesses with the peace of mind that volatility in the underlying token will not impact their bottom line financials (either negatively or positively). This will result in much higher adoption rates for businesses interested in this technology compared to other cryptocurrencies not offering this functionality.

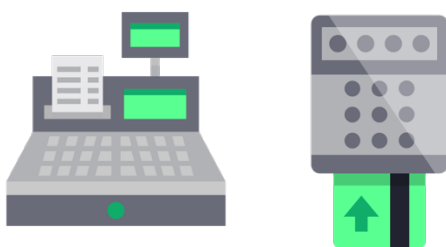
By combining our transactional protocol with a turnkey enterprise resource solution (discussed below), Tokes will be at the forefront of technological innovation within the cannabis business, providing financial and supply chain management solutions that ensure state legislative compliance, while reducing overhead costs, minimizing liability, and increasing output.

The Tokes Platform's approach to increasing adoption is strategic partnerships, which will make Tokes the preeminent transactional mechanism within the cannabis industry and throughout its ancillary businesses. As such, we prefer to acquire up and coming projects or

integrate our transactional protocol with existing projects, rather than compete within the small crypto pond. To this end, we will be actively engaging with projects to integrate our token, providing transactional functionality that connects them to our ecosystem, and drives further value into the Tokes Platform.

MERCHANT GATEWAY

The merchant gateway is a software protocol in development by the Tokes Platform that seamlessly facilitates point of sale and online transactions in cryptocurrency for any business. While the obvious use case for cryptocurrency within the cannabis space dictates that the industry will be our initial focus, the merchant gateway can be adopted by any industry or small business to facilitate digital currency payments. The gateway will calculate the amount of a particular cryptocurrency needed to pay for a purchase, taking into account market liquidity across multiple exchanges. Considering the volatility of digital currency markets, our merchant gateway can facilitate the sale of cryptocurrency used for purchases via API integration with exchanges, so that businesses can control their level of volatility exposure. For example, a more conservative approach would be to sell Tokes received as a payment for USD (or purchase a stable pegged asset like Tether or WavesUSD). Alternatively, some businesses may want the potential upside exposure to more volatile cryptocurrencies like Tokes or Bitcoin.



Initially this technology will be utilized at dispensaries accepting Tokes, but ultimately the gateway can be used to accept any number of cryptocurrencies across industries through a subscription model. Vendors will be able to accept any supported digital currency at their physical point of sale, or online for web based cryptocurrency payments, purchasing access to

these services using Tokes. The system will be a white label, plug and play storefront, allowing businesses to port their existing branding and marketing materials directly into the software.

As mentioned, the software can serve customers in person, as an out of the box solution for web merchants, or allow clients to produce custom scripts to embed directly into their existing online stores, facilitating web transactions in Tokes (or other cryptocurrencies), all integrated into the same accounting system. This will be of particular use to dispensaries in states or countries allowing for legal delivery of cannabis products (e.g., California, Canada, etc.). The process will be simple for all products in the system, creating a USD value for the product, adding it to the index, and allowing for the purchase of the product via online storefront if necessary.

CREATE AN ORDER

Internal Reference Number (Optional)

START

CREATE AN ORDER

Select which product you are charging for and add them to order

ID #25: Product 1 Price: \$10.99	ADD TO ORDER
ID #26: Product 2 Price: \$10.99	ADD TO ORDER

CHECK OUT

CHECK OUT

ORDER # 34523

Product 1	\$10.99
Product 2	\$10.99
Product 3	\$14.99

TOTAL IN USD: \$36.97

TOTAL IN TOKES:
20,751,5274 TKS
(0.01116614 BTC)

ORDER

PAYMENT ID #8

PURCHASE QR CODE

Show this QR Code to your customer to receive TKS for the transaction

As cryptocurrencies become mainstream, we expect many of our merchant gateway clients to desire some exposure to the potential upside of cryptocurrency markets. By integrating via API directly with exchanges, this allows clients to maintain a portfolio of cryptocurrencies of their choosing.

For example: A client receives a \$50 payment for cannabis via our merchant gateway. They have configured within the settings of the gateway that they wish to have half of all transactions immediately liquidated to USD, while the remaining gross of the sale is allocated to a portfolio breakdown of their choosing. In this example, their \$50 transaction is immediately converted to a breakdown of \$25 USD, with \$10 worth

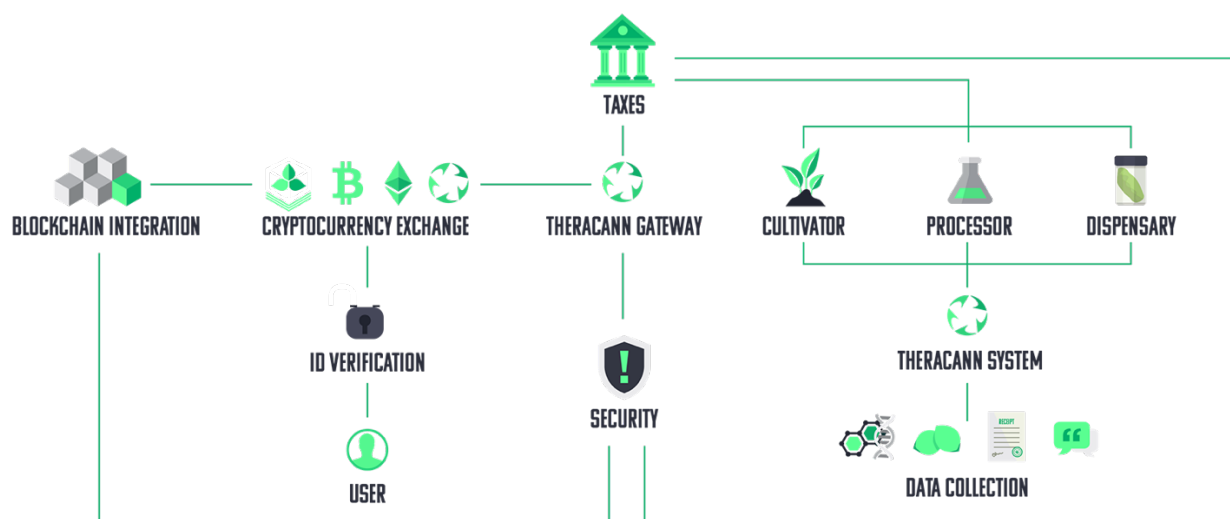
remaining in Tokes, \$5 in Bitcoin, \$5 in Ethereum, and a smaller allocation of \$1 to Ripple, Litecoin, Waves, Dash, and Neo.



ENTERPRISE RESOURCE PLANNING (ERP)

In conjunction with TheraCann, the Tokes Platform provides a single system solution for supply chain management within the cannabis industry. Supporting fully vertically integrated software solutions from “seed to smoke,” we engage with clients while they plan, design, implement, and train within their supply chain. This includes cultivation, processing, packaging, quality assurance, and security, all of which have strict regulatory protocols within the industry. Compliance is key, as our solution provides a blockchain backed enterprise resource platform that ensures standards are met on a jurisdiction by jurisdiction basis.

The TheraCann system serves to design, implement and support premium quality, low cost cannabis production, processing and distribution facilities worldwide. TheraCann develops proprietary systems and technologies to sharply reduce production costs, while ensuring local legislative compliance of testing, security, tracking, taxing, labeling, and sale standards. TheraCann uses a scalable model for adaptability to individual markets while retaining rapid growth and long-term sustainability.



By partnering with the Tokes Platform, the TheraCann system will integrate blockchain based tracking and sale systems for the purposes of transparent accounting as well as genetic tracking of individual strains and crops. Additional services like cash on-ramping, point of sale integration, and mobile app integration can be utilized as banking and legislative needs see fit. The breadth of services we offer with TheraCann eliminates the need to contract with multiple entities at increased cost, providing a complete legislatively compliant seed to smoke solution.

- **Cultivation:** TheraCann offers automated systems for accelerated commercial growth while fulfilling all legislative compliance requirements with accurate tracking of product to increase yields and reduce loss.
- **Laboratory:** TheraCann has decades of experience and expertise ISO 17025 laboratory design, equipment selection, commissioning, and training.
- **Packaging:** TheraCann provides over 35 years of experience in hard capsule manufacturing, partnering with industry professionals specializing in cannabis product packaging compliance.
- **Security:** Fortress-like advanced equipment and analytics minimize loss across growth, transport, and sale.

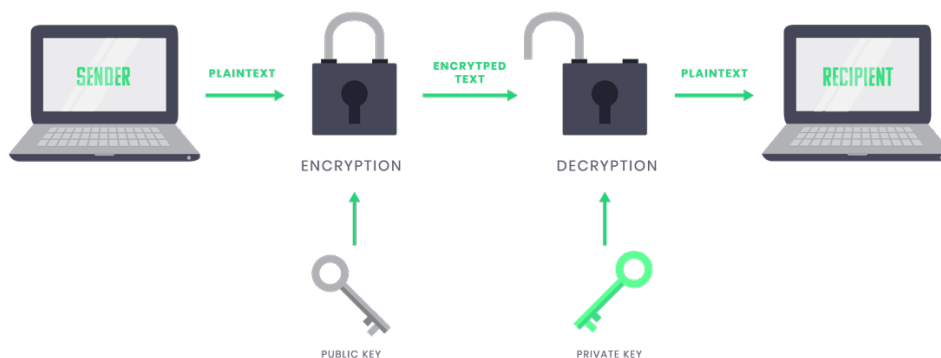
- **Customer Feedback:** TheraCann utilizes customer feedback and scientifically backed industry “best practices” in order to best inform and shape marketing and sales practices.

TheraCann engages with clients in the plan, design, implementation, training and support of vertically integrated industrial cannabis cultivation, processing, packaging, quality assurance, and secure facilities. TheraCann also provides these Gold Standard facilities with a fully functional secure web based Enterprise Relational Software Program (ERP), known simply as TheraCannSYSTEM, to manage all on site activities that includes but not limited to a Customer Rational Management System (CRM), a Vendor Management System (VMS), a Laboratory Information Management System (LIMS), a Laboratory Instrument Maintenance & Repair (LIMR) Program, a Single Source Document File Management System (SSD). TheraCannSYSTEM also provides management of incoming/outgoing Telephony, SMS, and Email communications for the Cannabis production, processing and distribution sector. Details of this full system are outlined in accompanying TheraCann documents.

TheraCann and the Tokes Platform will jointly develop a blockchain that goes above and beyond conventional applications, allowing for a decentralized database of cannabis genetics. While this will not be the primary function of the ERP, it will allow genetic testing labs to verify the origin, potency, and safety of genetic strains for consumer use. An added feature of this blockchain will be the cannabis genetics explorer, a public block explorer tied to a decentralized database containing the history of cannabis genetics. We are calling this “proof of genome.” The use of this system will be tokenized, and will incentivize users to contribute cannabis strains not logged by labs to the database, providing a concise history and lineage to the chain.



The complete TheraCann solution will allow public blockchain exploration of financial data, facilitating state compliance, but can allow for implementation of private explorers to protect trade secrets and sensitive customer data.



ADVOCACY

An understated but important arm of our project is advocacy. While this is a less codified arm of the project, we intend to bridge relationships within the cannabis space through the platform, engaging in public outreach, charity events, and altruistic endeavors to raise awareness of cryptocurrency. This altruistic initiative will benefit us through increased networking and relationship building. As we foster these connections, we anticipate improved sales through the for-profit component of the platform. For more details on this aspect of the platform, please see the upcoming Crypto Coalition website, a crypto advocacy and networking organization founded by our team, launching in 2018.

TOKEN DETAILS



A total of 50,000,000 Tokes (TKS) exist (never to be increased)

See our latest quarterly transparency report in the news at tokesplatform.org for the currently circulating total.

- Initial offering ran from November 2016 to January 2017.
- Tokes runs on Waves Blockchain
- Transaction times run under one minute
- TOKES Waves Asset ID: BDMRyZsmDZpgKhdm7fUTknKcUbWkDpMcqEj31PUzjMy

[View this asset on the Waves Block Explorer](#)

- Desktop, iOS, and Android Wallets are available via Waves

Uncirculated Tokes will be locked via smart contracts. These will be distributed for ERP usage to facilitate business to business transactions, or upon reaching milestones in price and liquidity within public markets. Uncirculated Tokes will not be sold arbitrarily, as the business operations of Tokes is funded by capital previously raised.

For the purposes of clarity and confidence to those with interest in the success of the Tokes Platform, we produce quarterly transparency reports to discuss non-confidential matters related to the corporate reserve balance, transfers, and sales of TKS. These reports will continue into the future until such a time as they are deemed no longer necessary, which can occur under one of several scenarios:

1. The remaining balance of Tokes is “burned” through a process of permanently making them irretrievable – an event that would only occur should the Platform be funded sufficiently to persist as a going concern indefinitely
2. The remaining units are locked in a smart contract vesting schedule, making them inaccessible until various conditions are met
3. A combination of the above scenarios

FREQUENTLY ASKED QUESTIONS

WHY DOES CANNABIS NEED ITS OWN CURRENCY?

Due to the federal regulatory environment, cannabis sales are only legal at the state level of government. Essentially, the only way to do business is in cash, and those who do bank their cannabis income are at risk of account closure or forfeiture of funds. Tokes provide a convenient and safe digital solution for both merchants and consumers.

WHY NOT JUST USE BITCOIN?

Tokes is more than a temporary solution or service. The success of Tokes is merely a stepping stone to our end goal. The Tokes Platform is a business, but also part of a larger social movement, using cryptocurrency and blockchain based technologies to further cultural acceptance of marijuana legalization. Education is the most critical aspect of user adoption, and has been largely overlooked by other projects. We are operating in a relatively technologically advanced space. Although we understand the mechanics of cryptocurrency, it's no secret that 99% of the population does not. We're undertaking huge efforts to educate and inform partners at the merchant level on how to adopt and implement our technology in their dispensaries. We further these efforts by similarly teaching consumers how to use the system as well. Not to be overlooked, one of the greatest marketing advantages we have as a business is that we have immediate access to approximately 85% of the local dispensaries in Las Vegas, while our industry partner, Theracann, has feet on the ground in Canada, Germany, Australia, and the Midwest. While Vegas is Tokes' base of operation, we will bring our new technologies directly to both merchants and consumers through industry partners. This type of active push for user adoption is a core aim. Bitcoin has no such set of advocates. By creating a business around our token, we are incentivized to push adoption. Further, bitcoin is not a company; it is a protocol, and has no core group of individuals teaching specific industries how to adopt the technology. We provide the tech, educate the industry on how to use it, and provide support when necessary.

There are several benefits from a transaction perspective as well. Tokes transactions settle on the network in 30 seconds on average, and cost less than 1 cent per transaction regardless of the dollar value of the transaction (Bitcoin costs much more per transaction). Businesses using our technology completely avoid paying the standard 2-3% fee for processing that is typical on credit card networks. Additionally, transactions cannot be charged back to the merchant after the sale.

ISN'T CRYPTOCURRENCY A MEANS OF MONEY LAUNDERING AND USED FOR ILLEGAL PURCHASES?

While traditionally, cryptocurrencies such as Bitcoin have seen use on black markets via Tor hidden services, our purpose is to be utilized in commercial settings for transparency. The Tokes Platform provides a secure digital ledger (currently viewable on the Waves Block Explorer: <https://wavesexplorer.com>), facilitating compliance and transparency of book keeping for our industry partners. A dispensary utilizing Tokes for payments can demonstrate the history of their transactions using their public address, which is securely and immutably stored. This is something that cannot be done easily with cash.

ARE MONETARY TRANSACTIONS THE ONLY THING THAT YOUR TECHNOLOGY CAN BE USED FOR?

While one of our primary aims is to solve the financial burdens of operating in a primarily cash industry, another aim of Tokes is the development of an enterprise software platform providing supply chain management solutions, using blockchain on the backend. This is something known as “blockchain as a service” (BaaS). The idea here is that we replace existing stand-alone legacy systems with a turn-key software solution, minimizing the costs of contracting or licensing with multiple entities, while fulfilling legislative compliance in areas such as transportation, security, genetic testing, and taxation. Ultimately, we offer one system, up the supply-chain, with blockchain on the back end.

WHAT ARE THE PROS AND CONS OF USING A CRYPTOCURRENCY RATHER THAN CASH OR CREDIT?

First and foremost, the storage and transportation of physical cash is a huge security risk for those in the cannabis industry. It turns these businesses into targets for theft and violence, which has been well documented on numerous occasions. Additionally, from a legislative perspective, cash has low traceability and makes it relatively easy to skirt taxation.

In contrast, cryptocurrencies are stored securely via complex cryptographic functions on a local digital currency “wallet.” To the extent that a user follows standard security measures: uses strong unique passwords, backs up wallet files, keeps wallets offline unless sending transactions, and ensures they don't have viruses or malware on their computer, a cryptocurrency wallet is virtually impossible to break into. One particularly beneficial feature of cryptocurrency is a sort-of built in escrow without the need for a third party. Through what is called a multi-signature wallet, it's possible to require more than one party to sign off on any individual transaction. This is great for businesses with more than one owner who want to prevent any individual partner from absconding with the totality of the funds in a digital currency wallet, as they can't move them without all parties signing off. Finally, cryptocurrencies are not subject to asset seizure like bank accounts and custodial accounts, as there is no centralized service holding those assets.

On the legislative and tax front, blockchain and cryptocurrency provides significantly higher transparency than a cash transaction. Every single transaction is recorded on a public ledger, reviewable and auditable by anyone with the desire to do so. The pseudo-anonymity is a result of the fact that wallet addresses are not directly associated with an individual or business. However, we foresee an environment where each dispensary or business has a registered wallet address, and all transactions that flow through that account will be directly reportable to the appropriate agencies.

HOW WOULD CRYPTOCURRENCY PROVIDE SOLUTIONS TO BOTH ANCILLARY SERVICE PROVIDERS IN THE INDUSTRY (WITH BANK ACCOUNTS) AND TO LICENSED OPERATORS TRANASCTING IN CASH ONLY?

This ultimately comes down to an activity that we call cash on-ramping and off-ramping. Essentially, it is the ability to convert between conventional fiat currency (domestic, nationally issued), and various digital currencies. One of our core focus areas, and likely the larger opportunity, is business to business transactions. While the end user - the dispensary customer- is pivotal to the entire system functioning, the larger volume of transactions will certainly occur between parties such as a dispensary and cultivator, or possibly a dispensary and tax authority.

One often overlooked component of cannabis sales is that transactions received from customers to the business (dispensary), don't need to be immediately converted into cash - although they can be stabilized to avoid market volatility. However, not every point in the supply chain needs to liquidate their digital currency holdings. Rather, it would be more efficient for each of those points to continue moving their holdings up the supply chain to the next product input. For example, a dispensary might use their holdings of Tokes to procure their next shipment of flower and concentrates. Continuing on, the cultivator can use Tokes to purchase things like nutrients, light bulbs, perhaps even pay the power company. This is in fact quite beneficial to the industry because the currency can ultimately end up at a business that isn't restricted by the same federal banking issues that direct industry members are subject to.

In that example, the fact that an energy company does in fact have a bank account provides them with the ability to liquidate their digital currency holdings for conventional fiat holdings, thereby completing the cycle of cash on and cash off. The supply chain management solution we're building will help accommodate all of those transfers, as well as the conversion between currencies.

WHY DOES TOKES RUN ON WAVES, WHY NOT ETHEREUM?

While we recognize the appeal of using Ethereum for launching blockchain based tokens, Waves provides specific features that directly appeal to our core aims. Succinctly, their proposal of fiat gateways for consumer use will ease entry into the Tokes ecosystem, coupled with existing iOS and Android app functionality. Further, Waves has a decentralized exchange built into their blockchain, and offers some of the fastest transaction times of any blockchain in the cryptocurrency ecosystem (less than 1 minute).

THE FOUNDERS HOLD MANY TOKES IN RESERVE, WHY?

This underlies the main purpose of the Tokes transactional protocol: facilitating consumer to business and business-to-business transactions. We need to possess enough tokens in reserve to provide a healthy ecosystem of Tokes up the cannabis supply chain within the verticals we service. The team has strict protocols in place that determine when, if ever, we sell Tokes into any of the existing markets. Any open market sales will be announced well in advance, and existing Tokes reserves will be locked in smart contracts until specific criteria are met. To instill user confidence in our ability to adhere to these protocols, we release quarterly transparency reports (available in the news portion of our website, <http://tokesplatform.org>), detailing the current status of our reserve accounts and accompanying wallet addresses.

FOUNDERS AND TEAM

MICHAEL WAGNER

FOUNDER & CEO

Michael Wagner is paving the way to solve the legal cannabis industry's cash-only transaction and banking issues with cryptocurrency. Through his innovative approaches, deep network, and groundbreaking strides in technological advancements, Wagner is building an ecosystem in the cannabis industry for Tokes to sustain early and thrive strategically in the marketplace. His solutions are applicable for both business-to-business and consumer-to-business models. Wagner has former experience aiding in some of the most successful campaigns for the Investment Counsel Company, United Capital, and Arista Wealth Management. Having recently completed the Level III CFA exam, he is also in the process of applying for the coveted CFA Charter designation. Coupled with Wagner's extensive study and experience as an early adopter of cryptocurrency, Tokes is well positioned to be an industry game changer.

GABRIEL ALLRED

COFOUNDER & COO

Aside from his work with cryptocurrency since 2012, Gabriel is currently pursuing a PhD in cognitive science at the University of Nevada, Las Vegas. He has a background in data sciences and has contracted for the Air Force Research Labs conducting applied research for intelligence analysts. His current dissertation work focuses on the cognitive factors within behavioral economics. Gabriel is heading Tokes platform development and the technological infrastructure of the company.

THOMAS DIAB

STRATEGIC DEVELOPMENT

Bringing over two decades of sales, marketing, finance, and business building knowledge to the Tokes Platform, Thomas is a seasoned entrepreneur and corporate strategic development

executive with global trade experience. His web based and offline customer acquisition and lead building accomplishments have assisted previous relationships in efforts to raise private equity from companies including Bessemer Venture Partners. Thomas has a degree in finance, has lived in Europe and Asia, and maintains a diverse network of executive colleagues who offer direct connections to suit almost any business need.

VAUGHN MURPHY

MARKETING AND COMMUNITY MANAGEMENT

Vaughn has been involved in crypto since 2013. He has helped various successful projects launch marketing strategies and provided services including: communications, design, promotions and project management. His previous experience includes CoinPayments.NET, KeepKey, Vanbex and various NXT platform projects. He is the current marketing manager for Darcus and Sigwo Technologies and is working with the Tokes team to help promote the project to an ever-expanding cryptocurrency and cannabis audience.

RAPHAEL AGUIRRE JIMENEZ

DEVELOPER

Rafael is a full stack developer specializing in ecommerce-related web applications with more than a year of experience. He has recently expanded to the cryptocurrency industry, working for Darcus and Sigwo Technologies developing for the NXT and Waves platforms. In addition to his technical experience, Rafael holds a Business degree and worked 4 years in the operational side of the finance industry.

MATT MINER

BUSINESS RELATIONS

Matt Miner is the CEO of Herbology Tours, a service in Las Vegas, NV providing educational tours of cannabis dispensaries, cultivation facilities, and laboratories. Working with multiple

operators within the space, Matt is intricately tied into the day to day operations of the cannabis business as well as the ever changing legislative climate of the industry.

MATT SIMON

ADVISOR FOR ADVOCACY DEVELOPMENT

Matt Simon is a Legislative Analyst for the Marijuana Policy Project (MPP). He has been working since 2007 to reform marijuana laws in New Hampshire, lobbying and organizing in support of medical marijuana legislation that finally passed into law in 2013. He will be advising the Tokes Team as they embark on the advocacy arm of the project.

JOHN HAYWARD-MAYHEW

MOBILE DEVELOPMENT

John Hayward-Mayhew is the founder of Chill Project, the first decentralized marketing platform. John has built over 1,000 apps since 2011 with his company TooChill and generated over 25,000,000 downloads in multiple verticals including: mobile gaming, health & fitness, and e-commerce.

TESSA BREEDEN

PUBLIC RELATIONS, COFOUNDER OF INVITATION MEDIA GROUP

Tessa has years of experience working with local and global brand campaigns creating unique experiences for social media marketing. She enjoys creating social buzz, influencer campaigns, and brand awareness for clients.

CURRENT INDUSTRY PARTNERS



THERACANN INTERNATIONAL

Theracanncorp.com

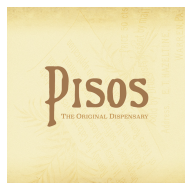
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herbologytours

HERBOLOGY TOURS

Herbologytours.com

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DISCLOSURES

TKS Ventures NV LLC (the “Company”) is a relatively new Company. The Company is not registered with the United States Securities and Exchange Commission, with the state of New York under its BitLicense, or any other foreign, federal or state regulatory agency. The Company is not subject to any public reporting or filing, has little operating history for purchasers of “Tokes” tokens to review. The Company has recently entered into a joint venture with Theracann International, as described. However, Theracann is not involved in the Tokes Platform Token Generation Event. TOKES MAY NOT BE AVAILABLE FOR PURCHASE IN EVERY JURISDICTION, AND WILL NOT BE SOLD IN NEW YORK, CHINA, SINGAPORE, OR ANY JURISDICTION WHERE SUCH SALES ARE PROHIBITED.

RISKS

RISKS RELATING TO THE US FEDERAL LAWS AFFECTING THE LEGAL CANNABIS INDUSTRY

CERTAIN ACTIVITIES INVOLVING MARIJUANA REMAIN ILLEGAL UNDER US FEDERAL LAWS. SUCH ACTIVITIES INCLUDE BUT ARE NOT LIMITED TO:

- (A) DISTRIBUTION OF MARIJUANA TO MINORS,
- (B) TRANSPORTING MARIJUANA FROM STATES WHERE IT IS LEGAL TO OTHER STATES,
- (C) DRUGGED DRIVING AND OTHER ADVERSE PUBLIC HEALTH CONSEQUENCES,
- (D) GROWING MARIJUANA ON PUBLIC LANDS,
- (E) MARIJUANA POSSESSION OR USE ON FEDERAL PROPERTY, AND
- (F) OTHER CRIMINAL ACTIVITY OR VIOLENCE ASSOCIATED WITH THE SALE OF MARIJUANA.

TO THE EXTENT THE COMPANY MAY NOT PREVENT CERTAIN OF ITS USERS FROM USING TOKES IN VIOLATION OF US FEDERAL LAW, IT MAY SUBJECT THE COMPANY TO CIVIL AND/OR CRIMINAL LIABILITY AND THE UTILITY OF TOKES WILL BE ADVERSELY AFFECTED.

Tokes Platform Token Generation Event Risk Factors

You should carefully consider and evaluate each of the following risk factors and all other information contained in the Terms before deciding to participate in the Tokes Platform Token Generation Event (the “Tokes sale”). To the best of TKS Ventures NV LLC (US/Nevada) (the “Company”) knowledge and belief, all risk factors which are material to you in making an informed judgment to participate in the Tokes sale event have been set out below. If any of the following considerations, uncertainties or material risks develops into actual events, the business, financial position and/or results of operations of the Company and the maintenance and level of usage of the Tokes platform and the Tokes could be materially and adversely affected.

1. RISKS RELATING TO PARTICIPATION IN THE TOKEN GENERATION EVENT

There is a limited prior market for Tokes and the Sale may not result in an active or liquid market for the Tokes

Prior to the Tokes sale, there has been a limited market for the Tokes. Although the Company will use reasonable endeavors to seek the approval for availability of the Tokes for trading on a cryptocurrency exchange, there is no assurance that such approval will be obtained or maintained. Furthermore, even if such approval is granted by a cryptocurrency exchange, there is no assurance that an active or liquid trading market for the Tokes will develop, or if developed, will be sustained after the Tokes have been made available for trading on such cryptocurrency exchange. There is also no assurance that the market price of the Tokes will not decline below the original purchase price (the "Purchase Price"). The Purchase Price may not be indicative of the market price of the Tokes after they have been made available for trading on a cryptocurrency exchange. The Tokes are not being offered or sold as an investment. Any expectation that the value of the Tokes will increase is purely speculative.

The Tokes are not a currency issued by any central bank or national, supra-national or quasi-national organization, nor is it backed by any hard assets or other credit. The Company is not responsible for, nor does it pursue, the circulation and trading of Tokes on the market. Trading of Tokes will merely depend on the consensus on its value between the relevant market participants. No one is obliged to purchase any Tokes from any holder of the Tokes, including the purchasers, nor does anyone guarantee the liquidity or market price of Tokes to any extent at any time.

Furthermore, Tokes may not be resold to purchasers who are citizens or permanent residents of China, Singapore, New York or any other jurisdiction where the purchase of Tokes may be in violation of applicable laws (including but not limited to laws regulating controlled substances, such as cannabis). Accordingly, the Company cannot ensure that there will be any demand or market for Tokes, or that the Purchase Price is indicative of the market price of Tokes after they have been made available for trading on a cryptocurrency exchange. Tokes are intended for transactional purposes (i.e., the purchase of cannabis products at a participating legal cannabis dispensary) on supported software services including but not limited to the Tokes merchant gateway and ERP system.

Future sales or issuance of the Tokes could materially and adversely affect the market price of Tokes.

Any future sale or issuance of the Tokes would increase the supply of Tokes in the market and this may result in a downward price pressure on the Tokes. The sale or distribution of a significant number of Tokes outside of the Token generation event (including but not limited to the sales of Tokes undertaken after the completion of the crowd sale, issuance of Tokes to persons other than purchasers for purposes outlined in the White Paper and issuance of Tokes as a reward to users of the Tokes platform), or the perception that such further sales or issuance may occur, could adversely affect the trading price of the Tokes.

Negative publicity may materially and adversely affect the price of the Tokes

Negative publicity involving the Company, the Cannabis Revolution, or the Company's venture with Theracann International, the Tokes platform, the Tokes, or any of the key personnel of the Company, regulation of cannabis in the US or worldwide, and/or regulation of cryptocurrencies in the US or worldwide, may materially and adversely affect the market perception or market price of the Tokes, whether or not it is justified.

We may not be able to pay any anticipated rewards in the future

There is no assurance that there will be sufficient engagement in the Tokes platform such that you will receive any rewards anticipated to be distributed to active users of the Tokes platform. Further, even in the event there is substantial engagement and interactions among the users and the Tokes platform, there is no assurance you personally will receive any part of the rewards. This is because the ability of the Company to pay any reward to you will depend on the future results of operations and the future business and financial condition of the Company, and there is no assurance of the future results of operations and the future business and financial condition of the Company.

There is no assurance of any success of Tokes platform or any Future Business Line

The value of, and demand for, the Tokes hinges heavily on the performance of the Tokes platform and the continuous active engagement of its users and success of its contemplated business lines. There is no assurance that the Tokes platform will gain sufficient traction after its launch and achieve any commercial success. Furthermore, there is no assurance that any of the business lines contemplated by the Company will be launched and generate sufficient customer traction.

The funds raised in the Token Generation Event are exposed to risks of theft

The Company will make every effort to ensure that the funds received from the Tokes sale will be securely held in an escrow wallet, which is a multi-signature address with access thereto by private keys held by reputable and trusted parties. Further, upon receipt of the funds from the Company, will make every effort to ensure that the funds received by it from the Company will be securely held through the implementation of security measures. Notwithstanding such security measures, there is no assurance that there will be no theft of the cryptocurrencies as a result of hacks, sophisticated cyber-attacks, distributed denials of service or errors, vulnerabilities or defects on the Company website, in the smart contract(s) on which the escrow wallet and the Tokes sale relies, on the WAVES or any other blockchain, or otherwise.

Such events may include, for example, flaws in programming or source code leading to exploitation or abuse thereof. In such event, even if the Tokes sale is completed, the Company may not be able to receive the cryptocurrencies raised. In such case, the Tokes platform and the structuring and licensing of any future business lines might be temporarily or permanently curtailed. As such, distributed Tokes may hold little worth or value.

2. RISKS RELATING TO THE ESCROW WALLET

The private keys to the escrow wallet may be compromised and the cryptocurrencies may not be able to be disbursed

The escrow wallet is designed to be secure. Each of the holders of the three (3) private keys to the escrow wallet will use all reasonable efforts to safeguard their respective keys, but in the unlikely event that any two (2) of the three (3) keys to the escrow wallet are, for any reason whatsoever, lost, destroyed or otherwise compromised, the funds held by the escrow wallet may not be able to be retrieved and disbursed, and may be permanently unrecoverable. In such event, even if the Tokes sale is successful, the Company will not be able to receive the funds raised.

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