

# biSEC blockchain innovation marketplace & XbiSEC as a first project one

2-way-peg model: traditional capital || virtualies

**This project is European answer for Polymath project -**

<https://coinmarketcap.com/currencies/polymath-network/>

**This project is a better version than Bankera <https://bankera.com/>**, because biSEC marketplace is based on the company which is fully legal Plc. registered in the EU.

“This is my personal view for one stop solution of the integrated new blockchain economy, where investor can migrate very easy and in liquid way between traditional capital assets and virtualies”

Mario Spercz, Inventor and Founder

## Outline summary

### **Abstract**

biSEC is the mother marketplace of the whole ecosystem of decentralized blockchain innovation. The marketplace will be organised as described on [www.bitsecurities.io](http://www.bitsecurities.io) and it regards:

- (1) various blockchain capital assets = virtualies (the term of virtualies is presented on <https://medium.com/@MarioSpercz/virtualies-proposition-of-a-new-economical-term-be2a9dae5e6a> as a part of [www.virtualies.org](http://www.virtualies.org))

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- (2) centralized (traditional capital market) capital projects, which can perform blockchain solutions in the fintech area like electronic monies, digitized commodities and blockchained securities (bitSecurities).

This is a solution to merge the irrational diverse of the existing traditional capital&financial system against blockchain tokens projects (“BTProjects”) including KYC/AML:

- Blockchain tokens are ideal tool for securitization of all real economy equity (like companies shares, land, buildings/houses/flats, fiat securities like debts, dividends, options and others).
- Most of banks are not willing to provide financial services to crypto companies.

The platform and its implementations is a bridge between the traditional capital market and the blockchain assets world. Practically will cover the framework for creating blockchain fintech projects which can offer such services like above securization by co-operation with BTProjects.

### **INVESTMENT & CO-OPERATION opportunities**

This summary outlines the value proposition and investment & co-operation joints at the biSEC Marketplace.

#### FIRST:

*The traditional shares of the PLC for the biSEC Holding Company will be offered regarding the new legal frames in the EU at Regulation 2017/1129. The Plc which will be listed in the future on the regulated stock exchange in the European Union.*

*You can be an investor of the Plc in the traditional way of the capital market.*

*The biSEC Holding Company will organize the blockchain biSEC marketplace, so the Holding Company will grow up in value during business rollout of the blockchain biSEC marketplace.*

*Funds are gained during the public offer of shares will be used for preparation (especially marketing and promotion) of the issuing the blockchain biSEC marketplace as ICO (BSEC tokens) which is organized by the Holding Company.*

*The biSEC Holding Company shares will be distributed among public contributors during the Distribution Period starting in June, 2018, as comply with the EU Regulation 2017/1129.*

### SECOND:

*The biSEC marketplace token (BSEC) will be distributed among public contributors during the Distribution Period starting in July, 2018, as the token sale (ICO).*

*It will build the biSEC blockchain marketplace as described below.*

XbiSEC is a first proof-of-concept implementation of biSEC projects family. Using biSEC framework - more implementations apart from XbiSEC will be possible around the world, via the tokenized digital fintech. XbiSEC is the blockchain exchange (similar like Giralta Blockchain Exchange) which will be used as the initial and central trading node for all biSECn tokens (and crypto-currencies).

“More about” in the below document, as the cohesion between possibilities to invest in:

- the traditional way into this project (public offer of shares in the Plc (European Union) which will be listed in the future on the regulated stock exchange in the European Union

or/and

- BSEC tokens represent biSEC marketplace, or/and:
- tokens represent various blockchain capital biSECn projects (if you have BSEC tokens) – for example XbiSEC tokens

## **Model & Value biSEC marketplace**

2-way-peg between traditional capital investment (business angels, seed funding and VC) and the tokenization (ICO, ITO, token sale, DAICO).

Each investor of this ecosystem can choose and switch between two parallel forms of the investment in each of biSEC projects (including the first XbiSEC), in any moment:

- He can invest in the legal shares of the Public company which will be listed on the stock exchange in the future, which is also a project manager and co-owner of the family of tokenized projects;

or

- He can invest in and use tokens of the blockchain projects are managed by that Plc company.

### Best of both universes

Tokenization of projects maintained in the real companies in a legal way on the biSEC marketplace delivers to the traditional capital market all the benefits of the BMCompanies, including decentralization, transparency, and exchangeability.

### Standardization

This marketplace will introduce industry standards for setting up legal tokenization of business that can attract

investments from private individuals and institutional investors of any kind. This will reduce or remove regulatory risk from investors.

### Equal management

biSEC projects' legal structures will be reviewed and approved by our legal advisors to ensure they are compliant with existing laws and regulations, to decrease legal risks for the investors. Each new biSEC project will have to receive an indicative approval that it will pass internal procedures, enabling it to be transferred from and into the crypto world. biSEC will provide necessary sustainability of the investment process.

### Scalable business creation

Using the biSEC marketplace, any approved tokenization g maker will be able to set up and run a new legal tokenized biSEC company/project without having to go through the pain and effort of creating the necessary IT and legal infrastructure.

This will effectively eliminate the barriers for tokenized business creation, which will be an important milestone toward bringing the traditional capital market fiat and virtualies economies into the same realm.

### Transparency

Tokenization of interests in biSEC projects (revenue share from their activity) provides auditability and transparency to the investment process as well as to the results. This transparency means the investment won't be "black boxes" for the investors, with reporting full of fine print.

This much-needed transparency will substantially improve accountability of the investment managers.

### Bringing in new liquidity and users

We believe that the biSEC is a turnkey solution that will lead to further proliferation of the tokenized economy. Tokenization makers from the traditional capital market will be able to easily create compliant tokenized digital companies and offer their existing customers all the benefits of the blockchain for many years.

## **biSEC TOKENS in the biSEC marketplace**

biSEC tokens are implemented as token-as-a-currency instruments and receive proceeds from the biSEC Platform by Continuous Contributors. biSEC tokens are connected to the platform via the platform Asset and Asset Proxy interfaces. biSEC holding company will mint biSEC tokens as a one-off activity during the Distribution process. No additional issuance is possible.

## **biSEC TOKENS CONTRACT**

The biSEC Tokens contract is made up of specific contracts that govern the ecosystem structure, fees, and assets. It is implemented as an utility token.

## **CONTINUOUS CONTRIBUTORS**

At the moment of Distribution, the holding company will issue biSEC marketplace tokens, called BSEC. Holders of BSEC tokens will be able to register as Continuous Contributors to the Platform via the Platform's website. Continuous Contributors will be able to deposit BSECs in a depository wallet linked to their account. Each Continuous Contributor will receive a share of biSECn tokens that operate on the Platform according to the policies specified by particular biSECn project.

To register as a Continuous Contributor the holder of biSEC tokens shall choose the role that she/he is willing to execute as a contributor to the Platform. The list of available roles will be publicly available on the website and updated as needed to reflect the current needs of the Platform's continuous development. One of the main roles will be that of an Tokenization Maker. Other roles will be Platform promoters, investment analysts, legal advisors, public auditors, GR advisors, etc.

Each role will have specific minimum and maximum amounts of BSECs that can be deposited by a Continuous Contributor while executing such a role. The minimum limit will be mostly applicable to Tokenization Makers.

The majority of roles won't have a minimum deposit limit.

Continuous Contributors will have the right to participate in "members-only" discussions regarding the biSEC Marketplace strategy and development plan. At least once a year or as needed, the Platform will initiate a vote among the Continuous Contributors to gather opinions of the contributing community on strategic development matters. The results of such voting won't be binding but will be strongly considered by the operational management.

Continuous Contributors shall from time to time confirm the execution of their roles on the Marketplace to keep their status and depository wallets active. The process of the status confirmation will be specified for each role.

## REGULATION

BSEC is not a security. Based on legal advice and opinions we gathered during the preparation process, BSEC tokens would not be deemed as securities by SEC based on the famous Howey test. We pay a lot of attention to that matter and are in continuous communications with US attorneys while formalizing our position.

biSECn' tokens are going to be securities. And we are going to comply with all necessary regulation regarding that fact. biSECn' tokens will be special revenue share tokens licensed in Switzerland or in IOMFSA. During 2019, biSECn on the platform should be able to distribute their tokens to US citizens via brokerage firms and exclusively to authorized investors. We intend to apply for our own broker-dealer license in the US and to receive it in 2019.

## IMPORTANT

Because of current regulatory uncertainty and before additional information is publicly released by the Marketplace on the matter, green card holders of the United States or citizens or residents (tax or otherwise) of the United States of America or Singapore, or other U.S. or Singapore Person, are not eligible to register as Continuous Contributors therefore preventing transfer of their BSEC tokens to a depository wallet to receive proceeds from them. At such time, biSEC Holding Company will evaluate the currently applicable legal framework and take all required steps to ensure compliance.

Continuous Contributors who do not execute their roles or appear to violate the rules applicable for Continuous Contributors (i.e. appear to be a U.S. or Singapore Person) may have their status recalled,

depository wallet closed, and their deposited BBTs will be transferred to the holder’s personal wallet without accruing any proceeds.

## biSEC Holding Company as a way of investors to use classical model of capital investment

As said before - biSEC Holding Company is a Plc. It will be developed in Poland or in the twin infrastructure – in Cyprus. The traditional shares of the PLC for the biSEC Holding Company will be offered regarding the new legal frames in the EU at Regulation 2017/1129. The Plc which will be listed in the future on the regulated stock exchange in the European Union.

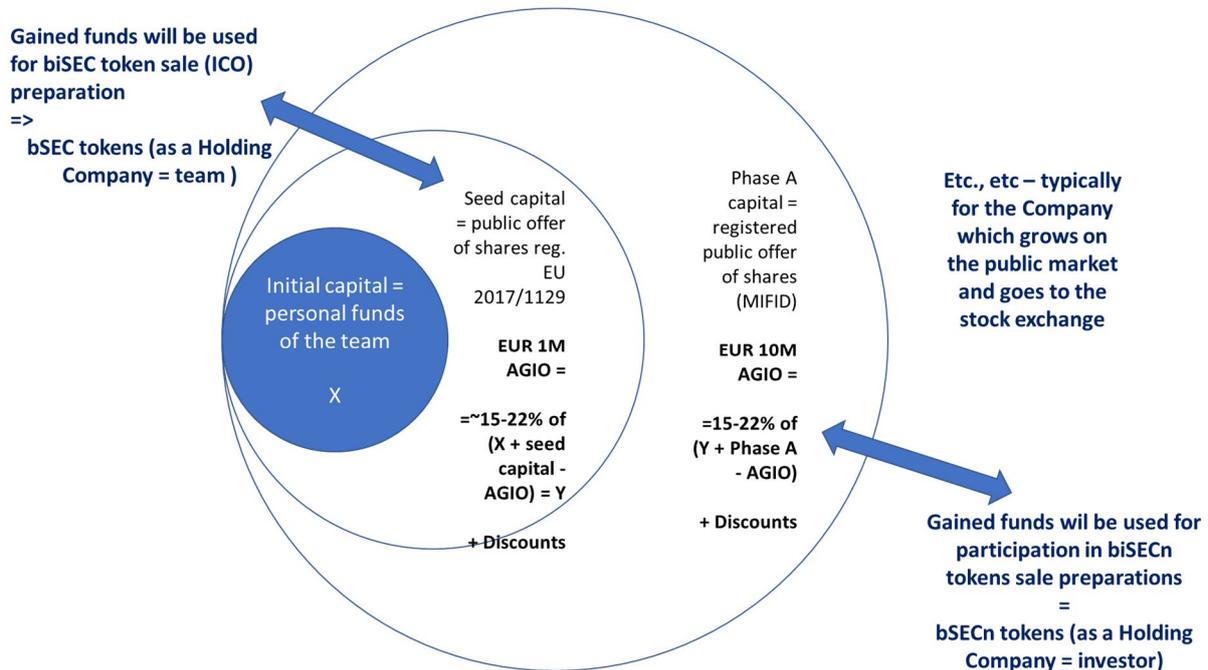
*So, you can be an investor of the Plc in the traditional way of the capital market.*

The biSEC Holding Company will organize the blockchain biSEC marketplace, so the Holding Company will grow up in value during business rollout of the blockchain biSEC marketplace.

Funds are gained during the public offer of shares will be used for preparation (especially marketing and promotion) of the issuing the blockchain biSEC marketplace as ICO (BSEC tokens) which is organized by the Holding Company.

The biSEC Holding Company shares will be distributed among public contributors during the Distribution Period starting in June, 2018, as comply with the EU Regulation 2017/1129.

The below diagram presents typical phases of planned capital rollout of the biSEC Holding Company:



As you can see being an investor during Seed phase you have possibility to get about 1% of the Holding Company for about EUR 50k. The Company can be worth more than EUR 100M after successful ICO, so this 1% could be EUR 1M soon.

### Attention!

Each investor in this way invest monies into the classic model of shares of Plc. (which will be listed on the stock exchange in the future), but he also will benefit thorough the new blockchain economy.

Because value of the biSEC Holding Company will be determined by the value of owned tokens (BSEC, XBSEC, tokens of biSECn projects, and different not-biSEC tokens are the subject of investment of the Company).

Please read below point of description about the tokenized marketplace, which generates relations between BSEC, XBSEC and tokens of biSECn projects.

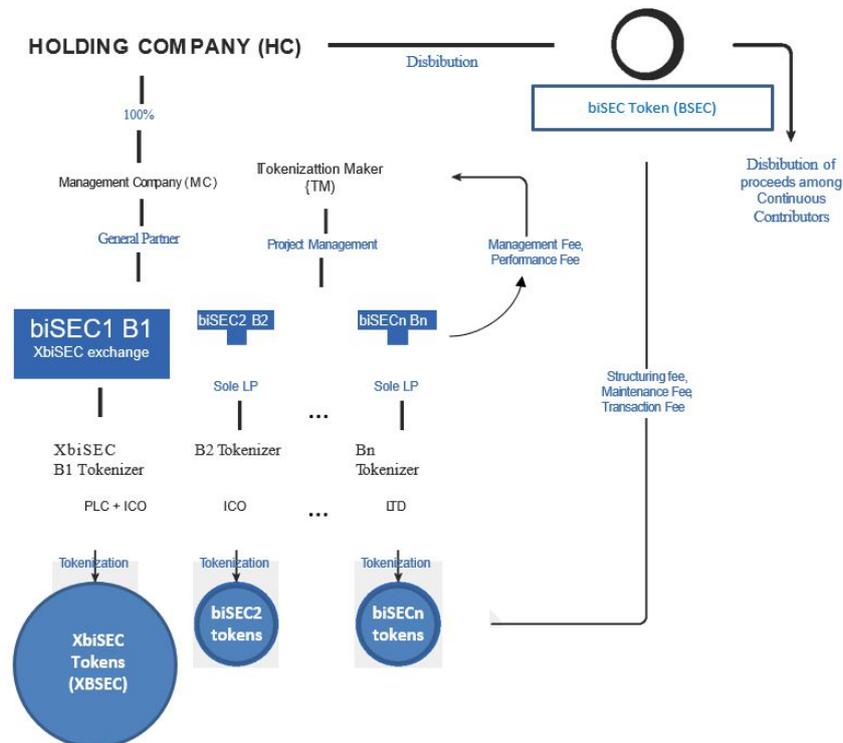
### biSEC Holding Company as a way of investors to use tokenization model of capital investment - biSEC tokenized marketplace structure

As said before - The biSEC marketplace token (BSEC) will be distributed among public contributors during the Distribution Period starting in July, 2018, as the token sale (ICO).

It will build the biSEC blockchain marketplace.

So, each investor has possibilities to use the new blockchain economy to invest into:

- BSEC tokens represent biSEC marketplace, or/and:
- tokens represent various blockchain capital biSECn projects (if you have BSEC tokens) – for example XbiSEC tokens



### PROOF-OF-CONCEPTS OF biSECn projects

The first biSEC projects are initiated by biSEC Holding Company and planned by using the biSEC marketplace are:

(1) will be a shareholder of a daughter company - for the stock market decentralized cryptocurrency and tokens (this will be a very nice spec that is practically technically made and is waiting for a business

implementation), and therefore also a part owner biSEn tokens issued for the functioning of this exchange,

(2) will be a shareholder in subsidiaries biSECn projects in various countries outside Poland and Cyprus (such as potentially in Asia),

(4) will invest medium- and long-term in interesting "foreign" tokens for profit

(5) will take part in subsequent ventures of companies organizing blockchain businesses

Especially XbiSEC exchange is an initial project from all of biSECn tokenized business projects are used in the biSEC marketplace.

## **XbiSEC AS THE INITIAL IMPLEMENTATION OF BLOCKBANK**

XbiSEC is the first tokenized project generated by the biSEC marketplace and it is an exchange for biSECn tokens and crypto-currencies.

### What does it mean in practise for token owners of biSEC?

biSEC owners can take participation in management and supervising of XbiSEC what means they can get additional income for the job of being advisers of XbiSEC, after registration as Continuous Contributors are focused on XbiSEC. each Continuous Contributor is registered as the advisor to XbiSEC – can provide their support for XbiSEC and get proportional (regarding % owned biSEC token to the total number of biSEC tokens are maintained to use them as advisory for XbiSEC).

### What does it mean in practise for token owners of XbiSEC?

They will achieve regularly a legal revenue share from XbiSEC exchange activity as converted in valuable token (at this moment ETH) from profits independently are generated in fiat or in crypto.

XbiSEC project is a biSEC project of future bank for blockchain-era businesses. It integrates traditional banking (like exchanging monies) with digital solutions and the tokenisation of traditional assets, providing a digital blockchain economy which exceeds traditional concepts of capital assets. The idea is based on multi-year experience in the financial sector and crypto-currencies world. We merge competences to offer a new and complex solution of digital banking. **This is a blockchain & banking solution for unbanked<sup>1</sup> economies** linking together the need of financial privacy and requirements of restricted KYC/AML terms. Our yin-and-yan<sup>2</sup> biSEC marketplace is based on combined experiences of cryptocurrency market, professionals from regulated financial institutions and companies listed at a stock exchange working for leading Fintech & innovative companies.

It brings to the financial market a new platform that traditional banking and ICO sector required. It means a hybrid of traditional assets and blockchain token in one piece in order to make the world of smart assets are backed from real value.

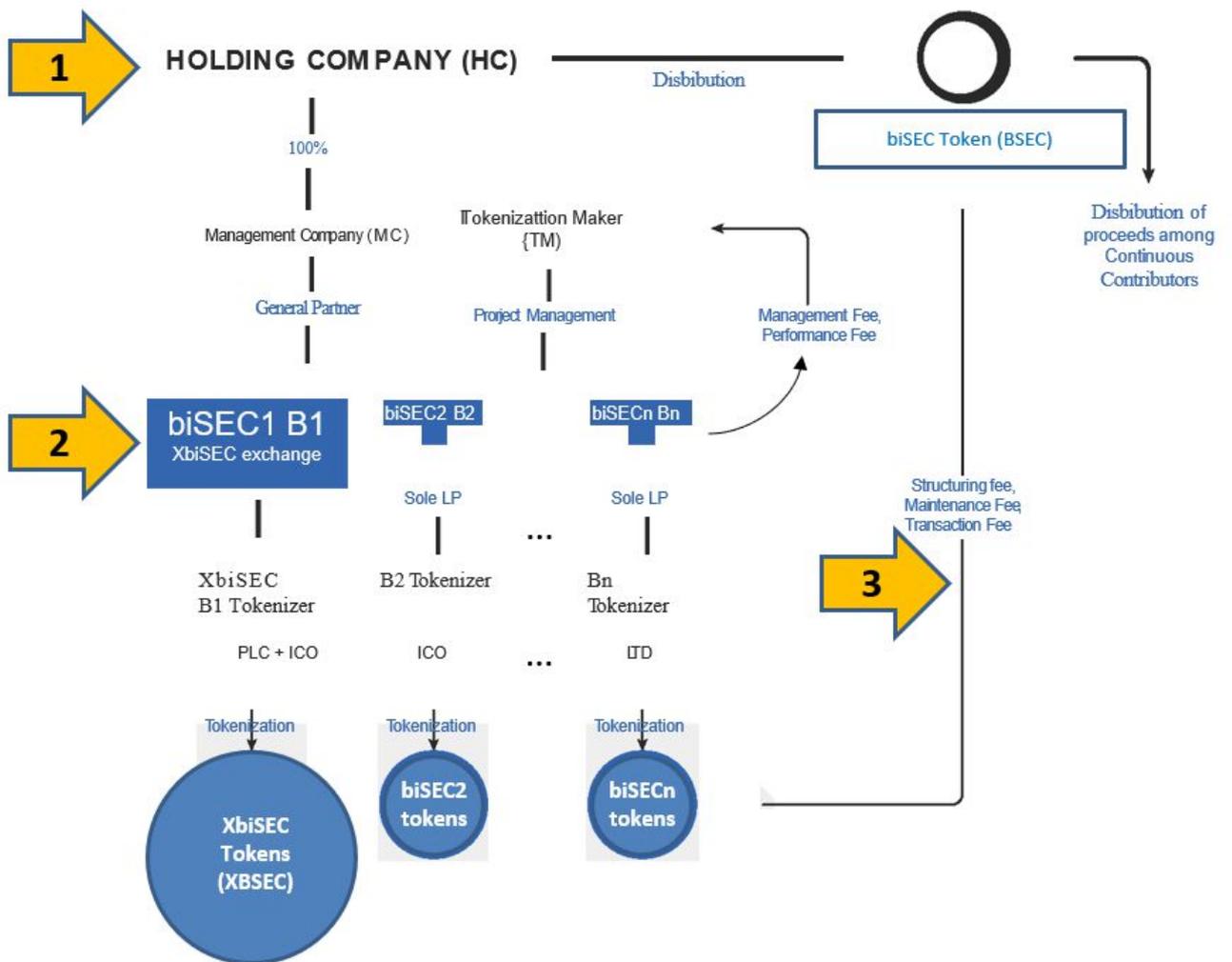
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<sup>1</sup> <http://www.investopedia.com/terms/u/unbanked.asp>

<sup>2</sup> [https://en.wikipedia.org/wiki/Yin\\_and\\_yang](https://en.wikipedia.org/wiki/Yin_and_yang)



**INVESTMENT & CO-OPERATION JOINTS**



## Joins types and scope of the power:

### 1. [STRATEGIC]

Shares in the main holding company **means ALSO the whole below scope (points 2 and 3)**

**AND:**

- Shares of BSEC tokens emission (team OR ALSO operational tokens)
- Definition for technology (like e-Identity solution for example)
- Definition of custom elements of the structure
- it will be listed on the stock exchange, it will have (as today) EMI license for EU countries and it will enable to build the network of new biSECn projects over the world

**Relevant market estimation presents it is a level of 100M+.... USD valuation of the Holding Company just after successful ICO**

### 2. [DOMESTIC]

Shares in the XbiSEC first implementation of the family of biSECn projects - means below scope:

- Shares of XBSEC tokens emission (team OR ALSO token sale with bonuses)
- Shares of a company which will take over existing crypto-businesses from the exchange/banking industry

**Relevant market estimation presents it is a level of 30M+.... USD valuation of the Holding Company just after successful ICO**

### 3. [BUSINESS-TO-BUSINESS CO-OPERATION]

- Technology implementations (for example BlockBank)
- JVs at the new tokenized businesses around the world
- etc

Tailored per case

## Team

The professionals from financial, banking and digital currency industry. Best advisers. The whole team will be presented just before official starting the pre-Sale.

The main representative of bitSecurities is Mario Spercz (Mariusz Sperczynski), who has been involved in the promotion of a modern economy based on information technology for around 25 years, including experience in managing a company listed on the Warsaw Stock Exchange, mentor of around 40 internet startups.



more on #bitSecurities and #virtualies

### Legal Disclaimer

#### *NOT AN OFFER TO SOLICIT SECURITIES*

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- (i) reliance on any information contained in this document,*
- (ii) any error, omission or inaccuracy in any such information or*
- (iii) any action resulting therefrom.*

*This whitepaper constitutes a technical description of the functionality of the biSEC marketplace and the usage of BSEC and XBSEC tokens to access the system of investments are comply with bitSecurities.*