

APPROVED

by the order of Dzengi
Closed Joint Stock Company
as of June 1, 2023 No. 16-ОД

**White Paper Declaration
of Dzengi Closed Joint Stock Company
on Creation and Placement of Tokenised Futures**

2023

CHAPTER 1. GENERAL PROVISIONS

1. This White Paper Declaration contains basic information on the digital tokens (tokens) (hereinafter referred to as “tokens”) described in it as well as on the rights (demands) of the owners of these tokens which are determined upon creation and placement of them and the conditions of exercise (satisfaction) of the said rights (demands).

2. In case of any discrepancies among the versions of this White Paper Declaration in Russian, English and other languages for the purposes of interpretation and application of this White Paper Declaration its text in Russian shall prevail.

3. The tokens described in this White Paper Declaration are created and placed by Dzengi Closed Joint Stock Company (hereinafter referred to as “the Company”) without any assignment to it from other persons.

4. The tokens described in this White Paper Declaration and placed in accordance with it are the tokens of the following type: tokenised futures.

5. Tokenised futures are tokens, the price (value) of which on the cryptoplatfrom (trading platform) “Dzengi.com” (hereinafter referred to as “the Cryptoplatfrom”)¹ is determined² on the basis of the price (value) of futures traded on certain exchanges or within other organisers of trading in financial instruments for some underlying assets (oil, other commodity, etc.) and which certify the rights of the owners of these tokens provided for in this White Paper Declaration.

6. The names of types of tokenised futures shall be formulated as follows: designation of the futures, on the basis of the price (value) of which the price (value) of the tokenised futures is determined on the Cryptoplatfrom, then a space, then designation of the month and the year of the futures, then a space, then designation of the exchange (the other organiser of trading in financial instruments), on (within) which this futures is traded, then a dot, and then the Latin alphabet letters “cx”.

For example, the tokenised futures “Brent Crude Futures Jan 2021 ICE.cx”, which may be created and placed by the Company, will be a type of tokenised futures, the price (value) of which on the Cryptoplatfrom will be determined on the basis of the price (value) of the January 2021 futures,

¹ In case of appearance of a risk of a negative price for a tokenised futures, annex No. 4 to the Terms and Conditions of Use of the Cryptoplatfrom (Trading Platform) and the Website shall be applied (<https://Dzengi.com/agreement>).

² But is not identical. The price (value) of tokenised futures at a particular point in time, indicated on the Cryptoplatfrom, shall be determined by the Company independently at its sole and absolute discretion, inter alia taking into account the actual supply and demand on the Cryptoplatfrom and on the basis of the information provided to the Company by its price feed (exchange quotations) providers, chosen by the Company at its sole and absolute discretion.

the underlying asset of which is Brent Crude oil, on the Intercontinental Exchange (ICE).

The list of the names of types of tokenised futures shall be posted on the Company's website.

7. The names and other characteristics of types of tokenised futures may be changed by the Company at its sole and absolute discretion (inter alia because of a change in the name and other characteristics of the relevant futures traded on certain exchanges or within other organisers of trading in financial instruments), provided that this does not contradict the legislation of the Republic of Belarus and the acts of the Supervisory Council of the High Technologies Park (the Republic of Belarus).

CHAPTER 2. DISCLOSED INFORMATION

8. In accordance with the acts of the Supervisory Council of the High Technologies Park (the Republic of Belarus) the Company hereby discloses the following information.

9. The Company is located at the address: the Republic of Belarus, the City of Minsk, Internatsionalnaya street, 36-1, office 625, room 2. The Company's Tax Payer's Identification Number is 193665666. The Company has the e-mail support@dzengi.com.

10. The Company in its activity is exposed to the following primary types of risks when performing its activities: the credit risk, the country risk, the market risk (including the currency exchange risk), the liquidity risk, the operational risk (including the cyber risk), the reputational risk and the concentration risk.

11. The main competitors of the Company are the operators of trading platforms on which the tokens analogous with or similar to tokenised futures are placed and (or) traded as well as the market participants which in a professional manner carry out transactions with futures or financial instruments similar to them.

12. The sole shareholder of the Company is Dzengi Com Closed Joint Stock Company with registered number 193130368. The head of the Company is Herman Khomchanka, a citizen of the Republic of Belarus, and Tatsiana Lamaka, a citizen of the Republic of Belarus, is its chief accountant.

13. Over the 3 years preceding the date of approval of this White Paper Declaration, the Company has participated in one lawsuit which concerns recovering temporary disability benefit (as a defendant). By the court decision that has entered into legal force, the plaintiff has been denied

in satisfaction of the claims submitted by him and the legal costs have been recovered from him (the lawsuit has been won by the Company).

14. The Company has not been liable for any administrative offences during the three years preceding the date of approval of this White Paper Declaration. There have been no proceedings involving administrative offences brought against the Company during the three years preceding the date of approval of this White Paper Declaration nor on the date of its approval.

15. The Company attracts investments, which are attracted by means of placement of tokenised futures, in the process of implementation of the cryptoplatform operator's activity in order to provide the clients with the opportunity to carry out transactions with tokenised futures. The objects of civil rights obtained as a result of placement of tokenised futures will be used in order that the Company may perform its obligations, including those incurred before its clients and other counter-parties; to carry out hedging of risks that arise in the activities of the Company; to carry out acquisition of liquidity; to fulfil improvement of the material and technical base necessary for the Company to carry out its activities; to invest the said objects of civil rights in acquisition of tokens; to act in other purposes not contradicting the legislation of the Republic of Belarus and the acts of the Supervisory Council of the High Technologies Park (the Republic of Belarus).

16. The Ethereum Classic blockchain underlies the existence of tokenised futures (the ERC 20 standard is used). The Company considers this blockchain to be reliable (resistant to technical errors and illegal actions). Deiteriy Limited Liability Company (the Russian Federation) has performed a security audit of the smart contract used for creation and placement on the said blockchain of tokenised futures. The date of the security audit is November 30, 2018. The results are as follows. The security audit was conducted on 15 points. In respect of 14 points no vulnerabilities were identified. In respect of one point a vulnerability of low-criticality was discovered in a function that is not used by the Company. This vulnerability does not pose a threat to the security of the creation, placement and storage of tokenised futures.

CHAPTER 3. THE RIGHTS (DEMANDS) OF THE OWNERS OF TOKENISED FUTURES AND THE CONDITIONS OF THEIR EXERCISE (SATISFACTION)

17. The rights of the owners of tokenised futures, which are determined upon creation and placement of them, are:

17.1. within the circulation period of tokenised futures – to demand from the Company to acquire (ensure the acquisition of) these tokens at their price (value) indicated (formed) on the Cryptoplatform (at the moment when this demand is satisfied) until and including the expiration dates of these tokens. The said demand shall be filed by means of sending (placing on the Cryptoplatform) an order for alienation of tokenised futures under a tokens exchange transaction which shall be accepted (executed) by the Company within the trading hours (during the trading session within which trading is carried out) stipulated in part one of clause 19 of this White Paper Declaration, unless another time period is specified in the agreement between the tokenised futures owner and the Company or on the Cryptoplatform³;

17.2. after the expiration dates (beyond the circulation period) of tokenised futures – obtain from the Company tokens of the type other than tokenised futures (the title of property to these tokens)⁴ in the quantity which corresponds to the last price (value) of the tokenised futures available on the Cryptoplatform upon termination at the said expiration dates of the trading hours (the trading session within which trading is carried out) stipulated in part one of clause 19 of this White Paper Declaration, unless another price (value) is specified in the agreement between the tokenised futures owner and the Company. Transferring the said tokens (the title of property to them) to the tokenised futures owners shall be deemed to be performance of the obligation ensuing from the tokenised futures and shall be carried out not later than three business days from the expiration dates of the relevant tokenised futures, unless another time period is specified in the agreement between the tokenised futures owner and the Company. In this case, if the tokenised futures owner is party to an unclosed (unterminated) Leverage-operation, the object of which are the tokenised futures, then upon termination at the said expiration dates of the trading hours (the trading session within which trading is carried out) stipulated in part one of clause

³ The Company shall acquire (ensure the acquisition of) tokenised futures in exchange for tokens of the same type as the tokens in exchange for which the Company has previously alienated these tokenised futures, unless otherwise is expressly provided for in the agreement between the tokenised futures owner and the Company. In case of necessity to express the quantity of tokens of one type in tokens of another type the relevant exchange rate shall be determined by the Company at its sole and absolute discretion.

⁴ The tokenised futures owner shall be given tokens (the title of property to tokens) of the same type as the tokens in exchange for which the Company has previously alienated these tokenised futures, unless otherwise is expressly provided for in the agreement between the tokenised futures owner and the Company. In case of necessity to express the quantity of tokens of one type in tokens of another type the relevant exchange rate shall be determined by the Company at its sole and absolute discretion.

19 of this White Paper Declaration in respect of the said Leverage-operation there shall be carried out Closeout⁵.

17.3. to demand from the Company to perform the obligation for the tokenised futures, which is a transfer of the title of property to other tokens, created by the Company or another person (including foreign ones), and certifying the same or similar rights in comparison with the tokenised futures (with the exception of a right similar to this right that the corresponding other tokens may not certify). This right can only be exercised if the Company actually has the corresponding other tokens. The Company has the right at any time to perform the obligation for the tokenised futures early, inter alia by transferring to their owners the title of property to other tokens, created by the Company or another person (including a foreign one), and certifying the same or similar rights in comparison with the tokenised futures (with the exception of a right similar to the right to demand this action, which the corresponding other tokens may not certify).

18. An expiration date of a tokenised futures is the last date at which trading in the futures traded on a certain exchange or within another organiser of trading in financial instruments and on the basis of the price (value) of which the price (value) of the said tokenised futures is determined is carried out on this exchange (within another organiser of trading in financial instruments), i.e. the last day of circulation of the said futures on the relevant exchange (within the relevant another organiser of trading in financial instruments).

An expiration date of a tokenised futures is the last day of circulation of this token on the Cryptoplatfrom.

Expiration dates as well as other attributes (characteristics) of tokenised futures may be changed according to the changes of expiration dates and other attributes (characteristics) of the relevant futures made by the relevant exchanges (other organisers of trading in financial instruments).

19. Transactions with tokenised futures shall be carried out by their owners on the Cryptoplatfrom within the trading hours (during the trading session within which trading is carried out) in respect of the futures traded on a certain exchange or within another organiser of trading in financial instruments and on the basis of the price (value) of which the price (value) of the said tokenised futures is determined. Such trading hours (duration of

⁵ The expressions “Leverage-operation” and “Closeout” shall be interpreted according to their meanings specified in the Terms and Conditions of Use of the Cryptoplatfrom (Trading Platform), Other Software and the Website (<https://Dzengi.com/agreement>).

the trading session) are (is) determined by the said exchange or another organiser of trading in financial instruments.

Three days prior to the expiration date of a tokenised futures of a certain type the “Close-only mode”⁶ shall be introduced on the Cryptoplatform, unless another term of its introduction is stipulated by the Company.

By an agreement between the tokenised futures owner and the Company, the obligation of the Company arising out of clause 17 of this White Paper Declaration can be terminated by means of novation (a substituted agreement) or by means of settlement and release (provision of payoff).

20. The owners of tokenised futures shall bear the risk of delisting of the futures traded on a certain exchange or within another organiser of trading in financial instruments, on the basis of the price (value) of which the price (value) of tokenised futures is determined, on the said exchange (within the other organiser of trading in financial instruments), that is the risk of exclusion of such futures from the quotation lists of the said exchange (the other organiser of trading in financial instruments). In this case the Company shall carry out delisting of the relevant tokenised futures.

21. The rights (demands) of the owners of tokenised futures provided for in clause 17 of this White Paper Declaration may not be fully or partially satisfied because of freezing of funds and (or) taking other measures necessary to prevent money laundering, financing of terrorist activities and proliferation of weapons of mass destruction (including any situation in which the owner of the tokenised futures has alienated them to other persons outside the Cryptoplatform).

22. In the event that the owner of a tokenised futures violates the provisions of this White Paper Declaration, the Company shall not be obliged to satisfy the rights (demands) of the owners of tokenised futures provided for in clause 17 of this White Paper Declaration.

23. The circulation period of tokenised futures shall start from the beginning of placement of these tokens and expire at their expiration date (the tokenised futures expiration date shall be the last day of their circulation)⁷. Early performance of the obligation ensuing from tokenised

⁶ The expression “Close-only mode” shall be interpreted according to its meaning specified in the Terms and Conditions of Use of the Cryptoplatform (Trading Platform), Other Software and the Website (<https://Dzengi.com/agreement>).

⁷ Expiration of this period shall take place at the moment of termination at the tokenised futures expiration date of the trading hours (the trading session within which trading is carried out) stipulated in part one of clause 19 of this White Paper Declaration.

futures⁸ shall be possible. After expiration of the circulation period of tokenised futures they shall be taken out of (withdrawn from) circulation.

24. The Company may acquire tokenised futures up to the date of (time period for) performance of the obligation ensuing from them (during the circulation period of tokenised futures) with the purpose of their subsequent alienation (for example, by means of their sale or exchange) by the Company or in order to take them out of (withdraw them from) circulation. Acquisition of tokenised futures (if it takes place) may be carried out for money, electronic money and (or) in exchange for tokens of other types (at the Company's sole and absolute discretion).

25. Tokenised futures, which are not fully paid for by their owners as well as the title of property to them (if partial payment for tokenised futures is permitted by the Company), shall not be transferred by them to other persons; such a transfer will not be possible from a technical point of view (unless otherwise permitted by the Company). The consequences of non-compliance with this restriction shall be determined in accordance with the legislation of the Republic of Belarus.

26. Tokenised futures (the title of property to them) shall not be transferred by their owners to persons which do not have an account on the Cryptoplatfrom (unless otherwise permitted by the Company).

27. The Company shall be entitled to establish restrictions in respect of transfer of tokenised futures (the title of property to them) in parts.

⁸ For the purposes of this White Paper Declaration, performance of the obligation ensuing from tokenised futures shall mean satisfaction by the Company of the right of the owners of tokenised futures provided for in sub-clause 17.2 of clause 17 of this White Paper Declaration.

**Amendments (Additions) to
the White Paper Declaration
of Dzengi Closed Joint Stock Company
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1. On July 8, 2023 the chief accountant of Dzengi Closed Joint Stock Company was changed. From the said date this position is held by Veranika Sergeyevna Bezmen, a citizen of the Republic of Belarus.