

TOKEN OFFERING DISCLOSURE DOCUMENT

REPUBLIC OF KIRIBATI



Issued by the:
Kiribati International Financial Authority (KIFA)
Department: Digital Assets & Market Supervision



Registrar of Companies – Republic of Kiribati

Pursuant to the Kiribati Financial Institutions Act 2021, as in force from 3 April 2023

Application Type: **Token offering disclosure document**
(International / Only Non-Resident)

IMPORTANT NOTICE

This document is **not a marketing brochure**.

It is a **regulatory disclosure document** intended to provide potential participants with clear, fair and non-misleading information.

Participation may be restricted in certain jurisdictions.

1. ISSUER OVERVIEW

Legal Name of Issuer:

Country of Incorporation:

Licence Status:

- ☐ Applied
- ☐ Granted
- ☐ Exempt (describe)

Registered Address:

2. DESCRIPTION OF THE OFFERING

Offering Type:

- ☐ ICO
- ☐ IEO
- ☐ Private Sale
- ☐ Public Sale
- ☐ Hybrid

Token Offered: **Maximum Amount to be Raised:**

Offering Period:

Minimum Subscription (if any):

3. TOKEN RIGHTS & LIMITATIONS

The token confers the following rights:

- ☐ Utility / access rights
- ☐ Payment / settlement usage
- ☐ Governance participation
- ☐ Exempt (describe and legal basis)

The token **does not** confer:

- ☐ Equity ownership
- ☐ Voting rights in the issuer (unless stated)
- ☐ Dividend or profit entitlement (unless stated)

4. USE OF FUNDS

Funds raised will be allocated as follows:

Category	% Allocation
Development %
Operations %
Compliance & Legal %
Liquidity %
Reserve %

5. RISK FACTORS

Participants should carefully consider, among others:

5.1 Regulatory Risk

Regulatory treatment of digital assets may change.

5.2 Technology Risk

Smart contract vulnerabilities, protocol failures.

5.3 Market & Liquidity Risk

Price volatility and limited liquidity.

5.4 Operational Risk

Key person dependency, governance failures.

6. ELIGIBILITY & RESTRICTIONS

Participation may be restricted for:

- residents of certain jurisdictions
- sanctioned persons
- unverified participants

KYC / KYB required: ☐ Yes ☐ No

7. AML / CFT & INVESTOR PROTECTION

The issuer applies:

- identity verification
- wallet screening
- transaction monitoring
- record keeping

Suspicious activity will be reported where required.

8. GOVERNANCE & CONTROL

Decision-making authority:

- ☐ Issuer board
- ☐ Multisig committee
- ☐ DAO governance

Treasury control model:

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9. LISTING & SECONDARY MARKET

The token may be:

- ☐ listed on regulated exchanges
- ☐ traded on decentralised markets
- ☐ subject to lock-up periods

No guarantee of liquidity or listing is given.

10. TAX CONSIDERATIONS

Participants are responsible for determining tax implications in their jurisdiction.

11. DISCLAIMER

Participation involves risk.

The token offering is not a guarantee of returns.

This document does not constitute investment advice.

12. DECLARATION

I/We, the undersigned applicant(s), hereby solemnly declare under full legal responsibility to the Kiribati International Financial Authority (KIFA) that:

1. All information and documents submitted in support of this token offering disclosure document are true, complete and accurate to the best of our knowledge and belief.
2. The issuer, its directors, shareholders and ultimate beneficial owners are fit and proper persons of good moral character and legal standing.
3. The proposed token issuer and the token offering shall be conducted in full compliance with the laws and regulations of the Republic of Kiribati, including the Kiribati Financial Institutions Act 2021, as applicable, and all regulations, directives, licensing conditions and instructions issued by the Kiribati International Financial Authority (KIFA).
4. The applicant acknowledges that the final regulatory classification of the token and the applicable requirements shall be determined by KIFA following review of this disclosure.

Applicant full name:

Signature:.....

Date of application: **Place:**