

# Ventureon Whitepaper

## Preamble

The Hypercube platform specializes in investing in venture capital projects and helps start-ups from around the world to attract financing at early stages, to find the first investors, mentors and partners. We run projects competitions, undertake Due Diligence and help the teams in further development, what ensures the confident development of projects and a multiple growth of investments.

The priority task of the platform, to bring prospective projects and investors together, provide access to advanced technologies of project management, open access to the crypto-active market. We have combined promising venture projects with the security and transparency of blockchain and smart contracts technology, which allowed us to bring reliability and accountability within the portfolio of projects to a qualitatively new level.

This document describes mechanism of investor interaction with venture projects within the platform the economics of token handling, the mechanism for allocating financing between the platform projects, their functions and interaction models within the platform, the project selection process, the VENTUREON (VNN) token transfer model, their role in the distribution rights between projects and platform investors. Detailed analysis of the ways to protect against bad projects and tools on the platform, that ensure the maximum growth and profitability of projects within the venture platform.

## Plan

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## **1. Introduction**

Within the Ventureon project, we provide an opportunity for the participants of cryptomarket to increase their capital through investments in high-yield and scalable venture projects. The emergence of a model for financing venture projects in the format of a closed investment club creates additional opportunities for both companies and investors, allowing to combine the advantages of the venture financing model with the high profitability of the crypto-currency market, the possibility of diversifying investments with legality and maximum protection of the investor's interests.

The main task of the model for financing projects within the Hypercube platform is the elimination of non-viable projects, selection of companies with the maximum growth potential. Before gaining admission to the platform, the project must undergo inspection procedures, evaluation of product management experts and legal expertise, which enables private investors to be confident in the quality of the projects proposed for investment, without the need for additional in-depth analysis, because all these procedures have already been carried out by fund experts.

## **2. The problems of traditional investment models**

The venture investments market, like crowdfunding and crypto assets markets, is experiencing serious difficulties, because many projects either fail or don't achieve the announced results after raising funds. This not only creates problems for investors, but, more importantly, undermines the belief in the prospects of blockchain technology and the very idea of decentralized self-government. There is a complete insecurity of investors and the absence of any guarantees that they will not lose their money.

Private investors have to do a lot of preliminary work on analysis, deal with technical terms, study the market, the team, the idea and try to assess the prospects of the project. But even in this case they are not protected from losses, because there is a possibility of encountering non-obvious legal nuances or issues related to the regulation of intellectual property, for example. In addition, there is a risk of team burn-out, loss of motivation by its members, lack of expertise in any industry ... And a lot of other nuances hidden from an investor who is not an insider.

These factors naturally cut off a significant audience of investors who are potentially interested in project investing. In contrast to the traditional model of venture capital investments, where it is necessary to have a large capital of hundreds of thousands of dollars for investing in projects even at the seed stage, the Hypercube platform gives access to investing in promising venture projects and introduces investors, that don't have a significant initial investment capital, to the venture capital community.

We focus on promising companies in the early stages of development, leaders in their market segments, with a high potential for development and scaling in the European, North American and Asian markets. For financing we select projects, that have a ready product and being at the beginning of a rapid growth stage, which guarantees investors the maximum income with minimal risks. Additional value to companies is created by attracting the necessary competencies and expertise within the platform, which is traditionally not available to start-ups at an early stage of development. This gives project teams additional advantages over competitors.

## **Additional advantages are:**

- Quick scaling of projects
- Projects that are secured by constant financing are rapidly developing, achieving declared goals faster than competitors and gaining greater profits.
- Investment Liquidity
- An investor can withdraw from the project at any time by placing his share in the projects for an internal auction and redistributing investments between other promising instruments, from his point of view, or sell VNN tokens on crypto-exchanges.
- Insurance of investments
- First Ventures Insurance insures investments in volume up to \$ 25,000 and compensates 100% of the invested funds, in case of bankruptcy of the financed company.
- Transparency of investments
- Integrating the security and transparency of blockchain technology will provide investors with a clear and understandable system for monitoring and control of project development indicators.

Within the Hypercube platform, we are creating a transparent, regulated ecosystem aimed at maximizing the development potential and scaling up of startups.

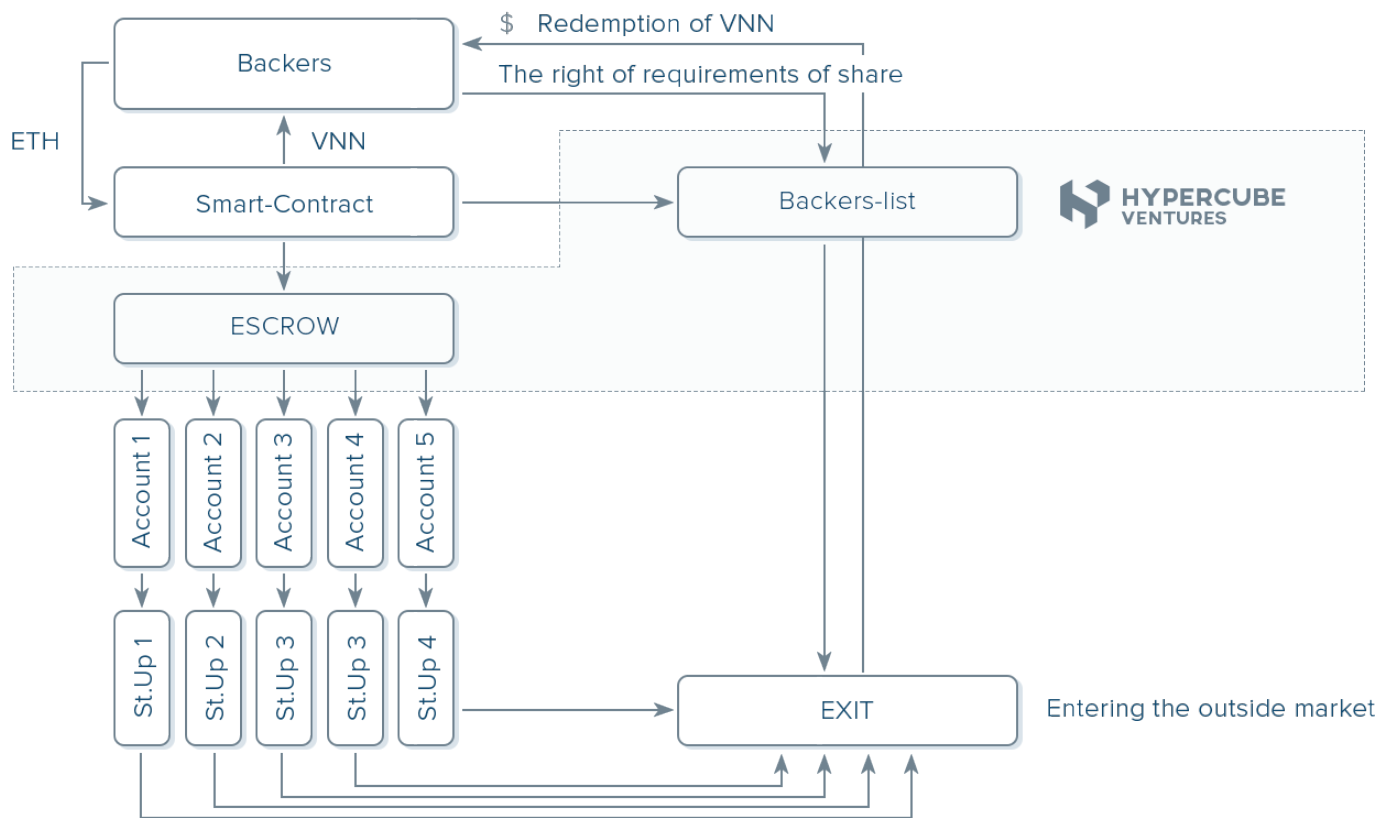
## **3. Financial and legal model of Ventureon (VNN) tokens turnover**

### **How do finances work and why is VNN growing?**

The funds received due ICO are distributed to the nominal wallets of each project. Hypercube Ventures, in the role of escrow, as the wallets are filled, gives permission to the projects initiators to use the funds and monitor their intended use. At the same time, the amount of resources used and the results obtained at each stage of financing are mandatory items of project reporting that will be published in the general access for all stakeholders.

The tokens cost is tied to the starting price of portfolio projects. These projects publish information about themselves nowhere else and do not attract financing in any other funds except for Hypercube Ventures. When they are launched and developed, the market value of projects grows, and the VNN cost increases on the whole.

VNN tokens holders at the time of their acquisition do not act as investors of a specific legal entity, as it happens when investment contract is concluded. Moreover, investor at the time of tokens acquisition may not exist. Buying VNN tokens, the holder does not acquire shares in the project/s. The Token IS THE CONVERTIBLE NOT OR THE RIGHT OF REQUIREMENTS OF THE VENTURE PROJECT/S SHARE, in the case of a successful ICO.



### Will VNN be additionally issued after the completion of the ICO?

The Fund plans to form a second portfolio of projects. After the tender and evaluation of the approved projects cost, an additional issue of VNN tokens will be made. The number of tokens will be calculated at the time of issue and will depend on the market VNN value and the required amount of financing.

**3.1** The VNN token is a convertible note about transferring to the holder a certain number of shares in one (several) startups and projects, included in the financed by Hypercube Ventures pool, which is specified on the website [www.hypercube.fund](http://www.hypercube.fund) and in the personal account of the investor.

**3.2** The number and value of project shares in relation to the VNN token, is specified in the personal account of the investor, on the Hypercube Ventures website, when the registration of the relevant legal entities is completed.

**3.3** Each holder of VNN tokens has the right to exchange the tokens owned by him for the shares of startups and projects that are part of the Hypercube Ventures pool.

**3.4** The transfer of shares in exchange for tokens will be made no earlier than 6 months after the announcement of the official end date of ICO Hypercube Ventures.

**3.5** The transfer of shares in exchange for tokens will be made by Hypercube Ventures fund or a partner authorized by the fund. Most likely it will be Hypercube Billing.

**3.6** It is planned that the tokens will participate in the insurance program of the First Venture Insurance project in case of a successful ICO.

**3.7** If the management of the Hypercube Ventures Fund decides to finance a new pool of projects

and startups, additional tokens will be issued.

**3.8** Thus, VNNs are NOT money, a payment instrument, a security of any kind, a financial asset or a commodity, but are means of accounting for convertible liabilities for the financing of crowdinvesting projects.

**3.9** In addition to the rules described above, the purchase of VNN tokens is possible by the following procedure:

**3.9.1.** The Buyer creates (or enters to) a Personal Account on the <http://www.hypercube.fund>;

**3.9.2.** The Buyer deposits to his Personal Account on the <http://www.hypercube.fund> the sum of money, the amount of which corresponds to the number of VNN tokens that the Buyer wants to purchase;

**3.9.3.** The Buyer at his Personal Account on the <http://www.hypercube.fund> files an application for the number of VNN tokens, which he wants to purchase and pays the cost of transferring the VNN tokens.

**3.9.4.** VNN tokens are transferred to the Buyer to his/her Personal Account on the VNN platform and the Buyer disposes of them at his discretion.

**3.9.5.** The exchange of VNN tokens is carried out in the order provided for in paragraphs 3.3 to 3.5. Venturion Whitepaper.

**3.9.6.** The cost of VNN tokens is filling with projects placed on the Hypercube platform and is regulated by the Exchange.

**3.9.7.** The purchase of tokens under the described procedure does not contradict the US legislation, including the provisions of the SEC governing the securities issue and trading.

According to the above rules, Hypercube Ventures LP proposes to purchase a VNN token, which in the future may entitle its holder to participate in one (several) of the projects located on the Hypercube Ventures platform. As stated above, the VNN token is not a security, including the provisions of the US Securities Act 1933. In particular, the VNN token is not an investment contract in accordance with the Howey test, for the following reasons. According to Howey test, an investment contract is investment of money from an expectation of profits arising from a common enterprise depending solely on the efforts of a promoter or third party. The contract has to meet all four prongs of this test and only a combination of all these factors allows the SEC of the USA to decide whether a particular transaction or scheme is an investment contract. The right to exchange VNN token for shares of the projects placed on the Hypercube platform is not a right to receive profit (income) solely “depending on efforts of the promoter or third party”. Moreover, having shares in the enterprise, the holder of the VNN token has the right to participate independently in the management of the enterprise by voting at the general meeting of shareholders. There is also no “common enterprise” factor, because the VNN token issuers owners and the owners of the projects placed on the Hypercube platform are totally different persons and there is no control relationships between Hypercube Ventures LP and the projects located on its platform. Thus, a VNN token can not be perceived as an investment contract in accordance with US law.

#### **4. Advantages for Ventureon (VNN) tokens holders**

In the traditional model of venture capital investments, the investor entirely depends on the successful development of the project he invested in. As a part of the Ventureon model, he can distribute the amount of investment between several projects, and also sell a share in the internal auction of the Platform or on crypto-exchanges.

The venture model offered by Ventureon gives small investors access to a venture ecosystem, and also offers a model of protected investments. This is more attractive, because the tokens holders invest in several projects, and the possible risks are not only diversified, but also compensated by the successful development of other fund's portfolio projects.

Hypercube Ventures owns at least 26% in each start-up (which is a blocking package that allows to influence the strategic decisions of each start-up), 25% of which is owned by investors who bought a VNN token.

The Hypercube Ventures Fund analyzes and selects startups whose capitalization in the course of 1-3 years may be at least X10.

How the owner of the VNN token can make a profit:

- to trade VNN on exchanges of crypto-currencies (the list will be published after the ICO)
- in accordance with p. 3.3, exchange the belonging to him VNN tokens to the shares of startups and projects that are a part of the Hypercube Ventures project pool according to the estimated market value of each project portfolio. By exchanging public VNN tokens, the shareholder will participate in the distribution of 25% of the profits and / or dividends. The shares participate in capitalization, at the entrance of a strategic investor in the next stage or at the stage of EXIT \*, which can increase the value of assets from 10 times or more.

\* EXIT - selling its share in the company. Exit can occur when a share is sold to another person, in another company or on the exchange (in case of a start-up on an IPO).

This gives investors the following additional advantages:

- The opportunity to access to investment in profitable, scalable projects in different countries
- Investment insurance and risk diversification
- Security and transparency of investments
- Analytical and legal support for investments in projects
- The possibility of withdrawing funds from the project and distribution to other investment tools
- Investments only in reliable projects that have passed the platform expertise.

Believing in the prospects of a particular project, the investor buys a public platform token, which ensures a reduction in risks, because the platform monitors the target use of funds by the project. Even if a particular project is not successful, the platform token will lose only a minimal % of the value, which is proportional to the project share in the total capitalization of the platform. The decentralized platform, in turn, becomes the holder of the private project tokens and fully monitors the target spending of funds and compliance with the announced project development schedule.

## **Prospects for entering on the ICO stage and long-term prospects for the growth of the value of VNN tokens**

The main advantage of investing in the ICO stage is the opportunity to buy tokens at a price below the market, which will give investors a high profitability after the completion of the ICO.

Greater profitability will be achieved if the value of tokens increases, which is influenced by the following factors:

- The launch of projects from the portfolio of HyperCube Ventures
- Exit from startups at the stage of profitability
- Growth of demand for VNN tokens on exchange of crypto-currency
- Capitalization of investments in a startup during selling to a strategic investor in the next stage or at the stage of EXIT \*
- Creating of the next projects pool
- Other news about startup, Ventureon and HyperCube Ventures development.

The HyperCube Ventures Fund analyzes and selects startups whose capitalization in the next 1-3 years can be x10, which is a strong argument for long-term investments.

## **5. Benefits for funded projects and start-ups**

In case of admission to the Platform, the project gets access to the investor base and a number of additional advantages:

- The opportunity to concentrate on the development of the project, without being distracted by the process of raising funds
- The team of professionals surrounding the project from launch to release
- Assistance in the implementation of legal and accounting procedures
- Access to the best specialists and consultants, which are not available to the startup by default

## **6. The structure of the placement of tokens**

With the help of the emission of Ventureon (VNN) tokens, under the conditions described above, it is planned to attract crypto assets equivalent to \$ 5,000,000 or more to finance projects on the Hypercube platform. Token holders can realize their rights to the issuer by exchanging their tokens (part of them) for the corresponding shares in the projects of the Hypercube platform based on the estimated market value of the portfolio of each project. If the amount attracted is less than \$ 5,000,000, the proportion of acquired shares will be proportionally reduced.

We developed a simple model for the future distribution of profit for holders of the Ventureon tokens (VNN) using the token redemption mechanism. Tokens will be issued as a type of debt. As a limited partner Ventureon will receive a portion of the profit from the projects portfolio of the HyperCube Platform participating in the placement and undertakes to use it to redeem the tokens at a market price.

## 7. Crowdsale details

The raising of funds for the issue of Ventureon tokens will be used for the marketing and advertising of ICO Ventureon, and investments in the pool of projects financed by Hypercube Ventures, listed on [www.hypercube.fund](http://www.hypercube.fund) and in the investor's personal account.

Ventureon's tokens can be exchanged for shares of startups and projects of incoming, into the Hypercube Ventures projects pool, which are involved in the distribution of profits and capitalization of start-ups.

**Token name:** VENTUREON

**Ventureon Token:** Convertible note

Howey test score = 30

[Howey Test Ventureon](#)

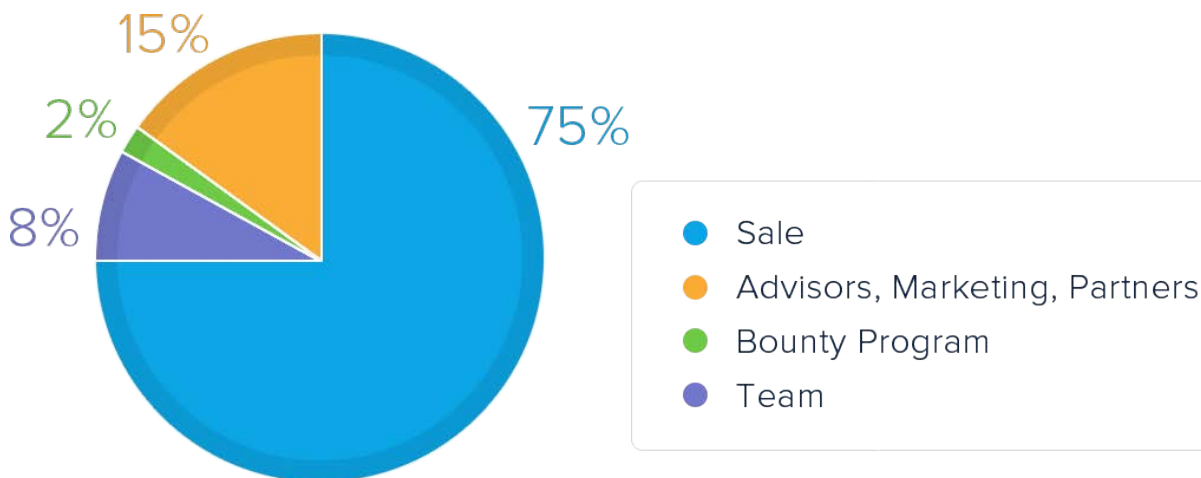
**Ticker:** VNN

**The hard cap:** \$65.000.000

**Minting/mining:** No

**Total Issued:** 4.500.000 VNN

**VNN is available for crowdsale:** 3.375.000 VNN



### Stages of ICO:

Pre-sale by request - 35.715 VNN. Target \$250.000

Tokens price:

- 1VNN - \$7
- Min invest \$1.000

26 september. Open Pre-sale - 100.000 VNN. Target \$1.000.000

Tokens price:

- 1VNN - \$10
- Min invest 1 VNN

October - November. ICO. Target \$63.785.700



Tokens price:

- 1st 100.000VNN - \$13 (from November 1, 2017 to December 14, 2017).  
**Min invest = 1 VNN**
- 2nd 100.000VNN - \$15 (from December 15, 2017 to January 31, 2018).  
**Min invest = 10 VNN**
- 3.039.285 VNN - \$20 (from February 1, 2018).  
**Min invest = 10 VNN**

VNN tokens represent a convertible note about transferring to the holder a certain number of shares in one (several) of the startups and projects included in the projects pool financed by Hypercube Ventures. There are its list on the website [www.hypercube.fund](http://www.hypercube.fund) and in the personal account of investor.

**Redemption** - Token holders can realize their rights to the issuer by exchanging their tokens (part of it) to the corresponding shares in the Hypercube platform projects based on the estimated market value of each project portfolio.

## 8. What funds are needed for



1 - 2 million - launch of Hypercube Billing.

2 - 3 million - launch of the TetraTerra first part.

3 - 5 million - launch of First Venture Insurance.

5 - 7 million - launch of the ParkRoaming first stage.

7 - 10 million - launch of 4Author, reserve formation for blockchain projects.

10 - 20 million - partial launch of the second pool of projects.

20 - 25 million - full launch of the second pool of projects.

25 - 40 million - launch of two subsequent parts of TetraTerra, Formation of the third project pool and launch, including blockchain projects.

40 million and more - launch of the full version of ParkRoaming across Europe, the formation of the fourth pool of projects, including blockchain projects.

## 9. The First Pool of Projects

### First Venture Insurance

Insurance Company. Venture investment insurance with a maximum coverage of \$ 25,000. Protection against risks for investors, who work in the market of venture investments.

Venture investment is a highly profitable instrument, especially the one, that is interested by capitalists-beginners. It gives an opportunity to get high profitability for a relatively short period of time. The reverse side of the coin is the high risks of financed projects, and effective risk management is possible when the investor's portfolio contain a lot of different projects. This does not create problems for large funds, but it can stop many private investors. You need a profitable portfolio to create a capital, and you need a capital to create a profitable portfolio. How to relieve the investor from high risks and keep high profitability of the capital in financing of perspective projects in the early stages?

First Venture Insurance - the first company-startup in the world, insuring risks of venture investors. Each investment of up to \$25,000, placed by you, will be insured if you wish, and, in case of failure

of the financed project, will be compensated by 100%. This makes venture financing safer and reduces risks to a minimum, equating them in level of security to a bank deposit.

## **Hypercube Billing**

Aggregator of basic payment systems for internal needs of HyperCube Ventures and accompanying projects. Receiving payments, making payments.

A payment aggregator is a service that collects all online funds, incoming to the Internet business and its further transfer to the accounts of the company-customer. It allows you to work with such popular systems as Visa or MasterCard and also virtual currencies: PayPal, Skrill, Webmoney, YandexMoney and others. The list of cases in which it will be in demand is growing every day. At the present time, the payment aggregator is the only system, which allows to organize electronic calculations easily and quickly and legalize the turnover of electronic money. Why it is necessary for everyone who is engaged in business in the virtual space.

Reliable payments for Hypercube Ventures and supported projects. Payments to investors on bank accounts, cards and other payment methods.

## **ParkRoaming**

A single European multilingual service for auto tourists, that allows you to pay for parking, fare on toll roads and road fines throughout Europe.

More than 10 million European users and 30 million tourists from other countries are waiting for us to help them! Our mission: don't let a person get distracted by trifles, which our program will successfully solve. Less stress and more attention to the beautiful things around us. Travel should bring only positive emotions!

Solution: a set of apps Web, iOS, Android, allows traveller to create a route, read the conditions and rules of parkings, toll roads, fines and other surprises that can be in the countries on the route. Directly from the app the traveler can pay for parking, electronic permission, or pay for road fines, and in the near future find a place to eat and/or relax. And all this in your native language!

Our service will be understood and appreciated by millions of people traveling in Europe on cars. It will be appreciated by people who once upon a time stood in front of a parking machine in another country and tried to guess how it worked, where exchange a bill to small money or buy a parking card; who after several unsuccessful attempts understood that you need a contract SIM card of a local operator for SMS parking. Our app will be appreciated by people who were stopped by the police and got fines of 200 or more euros, because of lack of permission for driving on highways; who looked at the penalty slip printed in an unfamiliar language with perplexity.

Our main competitive advantage is solving all the main problems and needs of a auto tourist who travels in a foreign country. We remove the language barrier, and all the services our client receives in his native language. When he returns home, we will try to make him stay with us. Parking services through our application will be cheaper than the current municipal tariffs.

## **4Author**

4Author - Harmony of balance of interests. We protect the rights of Authors, guarantee Webmasters the legality of content and provide advertisers with privileged platforms.

This in its essence will become an Internet agency for contextual and teaser advertising. As you know, the main assets of the advertising business on the Internet - the number of advertising platforms. The company "БеруН", owning 173,000 platforms, was bought by Google for \$140 million. Read about it here.

Our know-how (which is experimentally confirmed!) makes it possible to create one of the leaders of the market in the Internet space of the CIS countries, and later the US and the EU.

According to non-optimistic forecasts, we will be able to provide filling platforms at the level of 50,000 for 9-12 months.

WIN - WIN - WIN! We managed to find and implement in the program code a solution that provides a balance of interests and gives an undeniable win to the three whales which the Internet stands on. Content creators - Authors, its distributors - Webmasters, and Advertisers.

We will moderate serious passions boiling around copyright on the Web, because with 4author such a problem does not exist at all. Confirming authorship electronic digital signature, imposed on the author's material when it is placed in the repository of our service, is irrevocable, undeniable and recognized by all countries. And given the unconditional availability of such a service, the author gains the benefits when his work is distributed free of charge, and on as many resources as possible.

The owner of the network resource is no longer bound by copyright and backlinks. Codes of copyright materials with all the necessary attributes, including promotional inserts, are available in our repository. And the advertiser is always confident in the quality of positioning and the content environment, where the rotation of his advertisement is. All he needs is to choose the right theme for the advertising campaign. And the rest, right down to the fight against the cheating, will make our service. 4author is an automatic distribution of income (50% / 50%) received from the advertiser between the author and the webmaster, automatic control over the publication of copyright copies and the appearance of plagiarism. This is a regular payment of royalties to authors and income to webmasters, the ease of creating advertising campaigns, statistics and reporting for advertisers, the complete absence of bureaucracy, the rapid response of the team to the requirements and needs of users.

## **TetraTerra**

The TetraTerra pyramid is a symbol of all human goods and the role of each individual in this process. Everything trembles at time, but time trembles just at this pyramids.

We are witnessing a new round of history. The world is at the turn of the next round of technological breakthrough. Cheap energy from renewable sources, supplemented and virtual reality, organs grown in vitro, hoverboards and exoskeletons for the elderly, reusable spacecraft, free education on the Internet and many other inventions, five years ago seemed fantastic are already available for us.

The development of science, technology and culture is nonlinear. Crises are followed by surges

of growth. Scientific discoveries, scientists inventions, achievements of the Great Humanists and public figures create prerequisites for the development of civilization. The importance of each new know-how can be really appreciated only after many years. Scientists make their contribution by making their discoveries known to mankind. Inventors, using technology, create new products that improve our way of life. Further, engineers, electricians, masters, builders, teachers take this into service and we see how life is rapidly changing. So there was a railway and power stations, cars, then electric cars, space ships, cinemas, computers and smartphones...

The TetraTerra pyramid is a symbol of all human goods and the role of each individual in this process. The glass pyramid, consisted of cubes, where the names of great scientists, artists, writers, inventors are engraved near the names of ordinary housewives, truck drivers, managers and policemen - it is about the importance of each element in such a huge living organism as the World on Planet Earth. Each cube in the construction is important and meaningful! The course of the mankind history is not possible without significant ideas that change the world and people who have a passion for the embodiment of change. This is the whole harmony of the growth and development of the human race.

The TetraTerra art-object is a metaphorical symbol of the development of the mankind history and people awareness of their place in this development. The cubes which it is built of are the destinies of people who, in their actions and decisions, rely on the experience of past generations and contribute to history. Modern history develops through the efforts of a huge number of Great and most ordinary people. The pyramid is the most stable geometric figure. Buildings in the form of a pyramid are able to withstand natural disasters and lead their history for centuries. Everyone can buy a cube with his name, leave a memory of himself for his descendants.

And it will be something tangible and large-scale, something more than photos in the cloud. Your grandchildren even after 300 years will be able to remember you and show their children the family value that the whole world also can see.

## **10. ICO Hypercube Ventures is represented by team members:**

### **Vitaliy Serbulenco**

Managing Partner, Marketing Expert  
Research of competitive environment  
Research of Customer Experience  
Business-modeling  
Development of a strategy and brand positioning  
Marketing planning

### **Anton Sobor**

Managing Partner  
International fund development  
Investors relations

Creating of a sales department

**Dmitriy Zakharov**

Web developer

Development of server applications, PHP

Database design

Writing of scripts, js

Interactive applications

**Irina Veretennikova**

Key Account Manager

E-mail-marketing

Smm

Call-center

**Vladimir Malakchi**

Public Relations

Audience analysis

Preparation of PR campaigns

Work with partners from the USA and Western Europe

Web-promotion design

**Dietmar Gutgarts**

Lawyer

Attorney at law

Corporate law

Tax law

litigations

**Alex Karelov**

Graphic & UI/UX design

## **11. Advisors**

### **Esteban van Goor**

Investor / Indirect tax lawyer specialized in bitcoin and blockchain related matters (incl. ICO's)

### **Simon Cocking**

Senior Editor Irish Tech News | Fintech specialist

### **Toni Lane**

Artrepreneur in the Digital Currency and Blockchain Industry

### **Mate Tokay**

COO at Bitcoin.com, Marketing advisor

### **Desmond Marshall**

Investor+Advisor: ICO full process, IPO biz model/plans packaging, blockchain

### **Paul Francis**

Blockchain, ICO, Digital and Crypto Currency Enthusiast

### **Kristian T. Sørensen**

Fintech Advisor / Investor

### **Li XiangJun**

Blockchain/Fintech Evangelist

### **Vivek aka Vivekomon**

Influencer\Startup Ninja\Bitcoin-er

### **Alex Manoylo**

Blockchain enthusiast, Business Development

### **Dmitrii Plakhov**

Coordinator of St.Petersburg Blockchain Developers Community

# 12. Roadmap

