

Business Concept

Using Crypto as Investment Collateral

DRAFT FOR DISCUSSION

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TABLE OF CONTENTS

1	INTRODUCTION.....	2
2	INVESTORS.....	2
2.1	INVESTORS USING STABLECOIN COLLATERAL.....	2
2.2	FUTURE SHARE OWNERSHIP TOKENIZATION	3
2.3	INTELLECTUAL PROPERTY SECURITIZATION	3
2.4	INTEGRATES ARTIFICIAL INTELLIGENCE (AI) TOOLS	3
3	REVENUE MODEL	4
4	THINKVEST PARTNERSHIPS.....	4
4.1	SPV MECHANISM TO SECURITIZE IP	4
4.2	REVENUE DISTRIBUTION:.....	5
5	BENEFITS AND SIGNIFICANCE	5
	APPENDIX.....	6

1 INTRODUCTION

Technological innovation and new content creation have increased the value of **intellectual property (IP)** in the global economy. IP includes intangible assets like patents, copyrights, trademarks, domain names, and trade secrets. IP securitization allows companies to turn these assets into financial securities, providing immediate capital while offering investors a share of future earnings.

ThinkVest Solutions Inc.—referred to as “**ThinkVest**”—specializes in creating a secure, transparent ecosystem for IP owners through its platform. Our AI driven marketplace transforming intellectual property into investable assets. Our strategic objective is to develop a comprehensive Big Data repository, leveraging AI to standardize and evaluate private investments.

Tech companies and accredited investors engage directly through this platform. IP licensors, or “fundraisers” create an Opportunity Listing and convert future earnings into digital contracts, which can be purchased by investors.

This model benefits companies with valuable IP but limited tangible assets by streamlining the securitization of future revenue. It also provides transparency for both licensors and investors.

2 INVESTORS

The investor base includes **accredited investors, hedge funds, and institutional capital providers**, creating a deep and diversified pool of early and follow-on funding for clients seeking to unlock the value of their IP portfolios.

2.1 INVESTORS USING STABLECOIN COLLATERAL

ThinkVest’s model allows investors to participate in funding opportunities by contributing stablecoin as collateral to support a structured financing transaction. The approach combines traditional investment safeguards with blockchain-enabled transparency, offering investors a secure and verifiable method to engage in revenue-sharing opportunities.

Under this model, stablecoin contributions from multiple investors are aggregated into a designated **collateral pool** associated with a specific Opportunity Listing. The collateral is governed by a **blockchain smart contract**—a self-executing digital agreement deployed on a blockchain network that automatically enforces predefined terms. The smart contract manages allocation, release conditions, and event-driven transfers between verified wallet accounts.

Once the funding threshold is reached, the collateralized position can be used to secure a bank loan or other financing facility supporting the Opportunity Lister’s operations. If the financing proceeds, the revenue-sharing terms become active, and investors receive distributions according to the agreed contract. Should the financing not be completed within the defined holding period, the smart contract automatically releases and returns the stablecoin collateral to investors.

All share ownership and secondary trading activity remain managed within the ThinkVest platform, ensuring regulatory oversight and operational control. The blockchain component is limited to collateral management.

ThinkVest's platform can maintain all share ownership and secondary trading functions within its native infrastructure, eliminating the immediate need for tokenized share representation on the blockchain. Under this model, shares remain platform-managed assets, enabling streamlined administration, order management, and regulatory control.

2.2 FUTURE SHARE OWNERSHIP TOKENIZATION

This framework is designed to support and enable share ownership tokenization in future, as market adoption, regulatory clarity, and blockchain secondary market usability continue to evolve.

This configuration preserves operational efficiency and regulatory clarity while maintaining future flexibility. It is designed to enable a seamless transition to tokenized share structures once market conditions mature, specifically as customer demand for tokenization increases and regulatory frameworks become more defined. Enabling to further leverage the blockchain investment market trading on decentralized exchanges (DEXs).

2.3 INTELLECTUAL PROPERTY SECURITIZATION

IP securitization enables IP owners to package their IP into a structured financial instrument, such as an "IP-backed security" like Revenue Sharing Securitization (RSS) or "IP bond". These securities indicate ownership and generate cash flows from the underlying IP, which the IP owners can sell to investors. This process allows the IP owner to secure upfront funding and transfer potential rewards to investors. IP assets can serve as collateral for these securities, making them tradable on financial markets.

2.4 INTEGRATES ARTIFICIAL INTELLIGENCE (AI) TOOLS

To enhance the quality, transparency, and efficiency of this process, ThinkVest integrates artificial intelligence (AI) tools into the evaluation and screening of IP assets eligible for securitization. AI models analyze technical documentation, patent data, licensing histories, and market benchmarks to assess the commercial strength, legal defensibility, and monetization potential of each asset. This enables objective, data-driven qualification of IP portfolios and provides investors with consistent, evidence-based insights into the underlying value and risk profile of each securitized opportunity.

AI-driven outputs are validated and refined through collaboration with human experts, including valuation analysts, IP attorneys, and industry specialists. These experts review AI findings, apply professional judgment, and provide interpretive context that ensures compliance with financial and legal standards. This **human-in-the-loop process** combines computational precision with expert oversight, reinforcing the integrity and reliability of each IP securitization that advances through the ThinkVest platform.

3 REVENUE MODEL

ThinkVest is a transactional platform that earns revenue by facilitating deals between fundraisers and investors. Fundraisers, who own contracts outlining their future earnings (also called “Underlying Assets” or “Earnings Contracts”), use ThinkVest to let investors buy rights to a portion of these expected profits.

The platform acts as a marketplace where IP holders (fundraisers) connect with potential investors. Here, investors can purchase digital contracts listed by fundraisers. Each contract outlines how ownership and cash flows tied to the Underlying Asset will be shared.

These digital contracts are automated agreements—executed by computer code—that ensure both parties, whether individuals or organizations, adhere to the terms automatically.

ThinkVest’s income comes from service fees paid by fundraisers for executing and managing these contracts. This provides a reliable stream of revenue as users grow more accustomed to the platform. The fee structure includes:

1. A one-time Success Fee of 3% on funds raised,
2. An annual Contract Management Fee of 1.5% on the outstanding balance for ongoing support,
3. A revenue sharing fee of three basis points (bps) of total securitized revenue.

As the user base grows, ThinkVest anticipates earning more from additional services such as:

1. Financial Advisory Fees,
2. Promotion Advisory Fees,
3. Other Consulting Services.

4 THINKVEST PARTNERSHIPS

ThinkVest is building strategic partnerships with legal, accounting, and insurance firms to strengthen its IP-backed funding model. Additionally, ThinkVest will collaborate with Wall Street underwriting firms, as well as specialists in revenue-based financing, including loans based on Monthly Recurring Revenue (MRR) or Annual Recurring Revenue (ARR). These partnerships enable underwriters to release capital while generating fees. The investor pool comprises accredited investors, hedge funds, and institutional investors, offering early and ongoing capital to clients leveraging their IP assets.

4.1 SPV MECHANISM TO SECURITIZE IP

ThinkVest uses Special Purpose Vehicles (SPVs) to separate assets, manage risks and facilitate financial transactions of IP securitization by issuing Smart Contract-based securities on its platform. This model is especially suited for SaaS companies with established revenue streams but can be adapted for other IP-intensive industries. The SPV collects and distributes this revenue to investors via an escrow account according to the established terms defined in the smart contract.

In collaboration with underwriting and revenue-based financing partners, ThinkVest conducts thorough assessments to tailor the SPV structure to each licensor's needs, including IP valuation and securitization planning. SPVs issue securities backed by future revenue, enabling capital raises through the ThinkVest platform. Investors acquire these securities, providing upfront capital in exchange for a share of future licensing revenue.

4.2 REVENUE DISTRIBUTION:

SPVs collect recurring license fees, which may be structured as annual subscriptions, per-user fees, or usage-based fees. In its offering memorandum the payment waterfall prioritizes servicing fees, trustee fees, and payments to senior investors, with potential adjustments for software-related costs, such as development and maintenance. Key considerations in the payment waterfall include:

Product Development: A revenue portion is returned to the IP owner to support product development fueling further growth.

Investor ROI: Investors receive a share of the revenue as a return on their investment in the IP.

Maintenance and Support Fees: SPVs also collect fees for software maintenance, updates, and customer support, charging these to IP owners before allocating payments to investors.

5 BENEFITS AND SIGNIFICANCE

FOR IP OWNERS:

IP securitization offers immediate access to capital, enabling companies to reinvest in research and development, scale operations, or address liquidity needs—without taking on additional debt or diluting ownership.

Non-Dilutive Financing: Unlike equity-based funding, IP-backed financing allows founders to raise capital while retaining full control and decision-making authority.

FOR INVESTORS:

Investors diversify in a range of IP assets, potentially earning stable returns or higher risk-adjusted returns.

Flexible Funding: IP-backed funding options include loans, securitization, and sale/leaseback structures.

Legal and Regulatory Compliance: Both ThinkVest and licensors must meet legal and regulatory standards for IP rights and financial securities.

APPENDIX

Supporting documents are available upon request, including:

1. **Stablecoin Collateral for Bank Loans Workflow**
2. **SPV Securitization Workflow**
3. **Platform Components**
4. **ThinkVest Market Overview**
5. **SPV Legal Structure**
6. **SEC Registration Comparison Matrix**
7. **Navigating IP Securitization**