



SPiCE
VENTURE CAPITAL

**SPiCE Venture Capital Fund Quarterly NAV
Per Token – Q2, 2022 Management Notes**

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Executive Summary

SPiCE VC is a tokenized Venture Capital Fund focused on investments in Blockchain companies and in the tokenization ecosystem.

This document is an add-on to the quarterly Net Asset Value (**NAV**) per token calculation. The report reflects the NAV per token as assessed by Spice Venture Capital Fund (**SPiCE VC, the Fund or we**) management and fund managers as of June 30, 2022.

This document includes management and fund managers' discussion and analysis about portfolio companies and related trends.

Disclaimer

The information contained herein is confidential information regarding Spice VC (the "Fund"). By accepting this information, the recipient agrees that it, and its officers, directors and employees will use the information only to evaluate its holdings and potential interest in the Fund and for no other purpose and will not divulge such information to any other party. Any reproduction of this information, in whole or in part, is prohibited. The information contained herein has been prepared solely for informational purposes and is not an offer to buy or sell or a solicitation of an offer to buy or sell any securities or any interest in the Fund or any other Fund or to participate in any trading strategy. If any offer to purchase any interest in the Fund is made in due course it shall be made only pursuant to a definitive Offering Document prepared by or on behalf of the Fund which would contain material information not contained herein and which shall supersede this information in its entirety. Any decision to invest in the Fund should be made only in compliance with and subject to the limitations imposed by applicable laws applying to the ability to offer these securities to prospective investors in their relevant jurisdictions and after reviewing the definitive Offering Document, conducting investigations as deemed necessary by the investor and consulting the investor's own investment, legal, accounting and tax advisors in order to make an independent determination of the suitability and consequences of an investment in the securities.

With the exception of approved Accredited Investors who have been directly approached under Rule 506 (c) of Regulation D of the United States Securities Act of 1933 the Fund will not accept investments from any US person and this presentation is not for use by any US person other than those who have been specifically approved by the Fund. No registration statement has been filed with the United States Securities and Exchange Commission or any U.S. State Securities Authority with respect to the shares of the Fund. None of the Shares in the Fund have been or will be registered under the United States Securities Act of 1933, as amended (the "1933 Act"). Except as noted above none of the Shares in the Fund may be offered, sold, transferred, assigned or delivered, directly or indirectly, in the United States of America, its territories and possessions, any State of the United States of America or the District of Columbia (the "United States"), or to any U.S. Person as defined herein. In addition, the Fund has not been and will not be registered under the United States Investment Fund Act of 1940, as amended (the "1940 Act"). None of the Shares in the Fund may be offered, sold, transferred, assigned or delivered, directly or indirectly, to any person in circumstances which might result in the Fund incurring any liability to taxation or suffering any other pecuniary disadvantages which they might not otherwise incur or suffer, or would result in them being required to register under the 1940 Act.

All performance, investment strategies, and risk targets contained herein are subject to change without notice. There can be no assurance that the Fund will achieve any targets or that there will be any return on capital. Historical returns are not predictive of future results. The Fund is intended to be a specialist vehicle for investment in the early stage technology sector and digital assets. Investments in early stage technology and digital assets carry greater risks and may be considered high risk and volatile. There is a risk of total loss of the principal and interest invested – please refer to the definitive Offering Document for a full list of risks.

Note that the Net Asset Value and related information discussed in this document is based on estimate and should not be treated as accurate facts.

The NAV report has not been audited or reviewed by the Company's auditor.

Calculated NAV Results (Unaudited)

As of June 30, 2022, not all of the funds invested in SPiCE VC were invested in portfolio companies. The calculated NAV Per Token reflects the net appreciation in the portfolio assets, as well as the changes in the value of currencies in which funds are held, less any fees, expenses and dilutions.

The NAV Per Token has changed to **\$3.21**.

SPICE VC Q2 2022 NAV PER TOKEN

Note that the above NAV Per Token is based on the NAV calculation principals in accordance with the organizational documents and offering documents of the Fund and were applied for calculating the NAV of each portfolio holding, as appropriate for each relevant asset class, and are not necessarily equivalent to generally accepted accounting principles and is considered a non-GAAP measure.

Changes in the valuation of investment portfolio, which is mainly investments in companies, tends to happen typically based on external events to the company (like an additional investment round creating a new valuation) or major change in the company's financials, etc. Or in the case of tokens, a distinct change in token value range.

Note that the change in NAV per Token vs. the offering price of the SPiCE token is not an indication for similar performance in the future.

About the NAV Calculation Method

The **NAV Per Token** is calculated by dividing the total value of SPiCE VC's portfolio investments, plus cash and other assets (including crypto currencies and tokens) less any liabilities (including accrued expenses) (**Portfolio Value**), by total number of tokens outstanding (**Live Tokens**).

$$NAV \text{ per Token} = \frac{\text{Portfolio Value}}{\text{Live Tokens}}$$

The NAV Per Token is denominated in USD.

The NAV Per Token is calculated in accordance with the value of the Fund as provided and is consistent with the organizational documents and offering documents of the Fund and were applied for calculating the NAV of each portfolio holding, as appropriate for each relevant asset class. Generally, we value the Fund's assets using market values when market quotations for those assets are "readily available" and, when a market quotation for an asset is not readily available, by using the fair value of that asset, as determined in good faith by the Manager of the Fund.

The Portfolio Value was calculated in USD. The defining rate for converting crypto currencies as of June 30, 2022, was based on the exchange rate to USD, on June 30, 2022, as published on coinmarketcap.com as "Close".

For early-stage Venture Capital investments and non-traded (or traded with low frequency/volume) assets and tokens the valuation is based on various relevant methodologies that attempt to estimate the asset's fair value under current market conditions. However, the results of such valuations may not necessarily reflect the actual values of these assets that might be obtained had there been orderly transactions in these assets between market participants.

What is the Meaning of NAV Per Token

The NAV Per Token is a quarterly assessment of the underlying assets of the SPiCE VC Fund. As the Token grants each Token holder economic rights (based on their relative holding to the total live Tokens, as detailed in the SPiCE VC Information Memorandum dated 29 October 2019) related to the

SPICE VC Q2 2022 NAV PER TOKEN

performance of the underlying portfolio, the NAV Per Token can be viewed as a guideline to the value of the Token at the date calculated.

However, it is important to remember that Token price (since the SPiCE VC Tokens started trading on security Token exchanges(s)) are set by market supply and demand and not by the calculated NAV Per Token.

The market may value the token at a premium or discount to the published NAV Per Token at any given time based on many variables.

Period Assessed

This report addresses NAV Per Token as of June 30, 2022.

SPiCE Investment Strategy

Domains We Invest In

Since SPiCE VC launched in late 2017, it has seen a major shift in the market towards tokenizing assets and ownership. SPiCE VC expects this industry to continue growing, something that will require major growth in the supporting ecosystem. Due to this, and due to SPiCE VC's competitive advantage given its "pioneer status" in the industry, it has chosen to focus on investing in the DLT/tokenization ecosystem.

SPiCE invests globally in platforms and ecosystem providers enabling access to capital markets, banking, real estate, and other industries enhanced through DLT/Blockchain technologies. We seek companies who stand to benefit the most from the massive growth of the industry.

Investment Stage

SPiCE tends to make the first investment in Post-seed or A series round, with capital left aside for follow-on investments.

Selection Factors

As a VC fund SPiCE invests for the longer run. We have a well-defined investment strategy and structured investment process that includes multiple parameters we consider when making an investment decision. Some of them include:

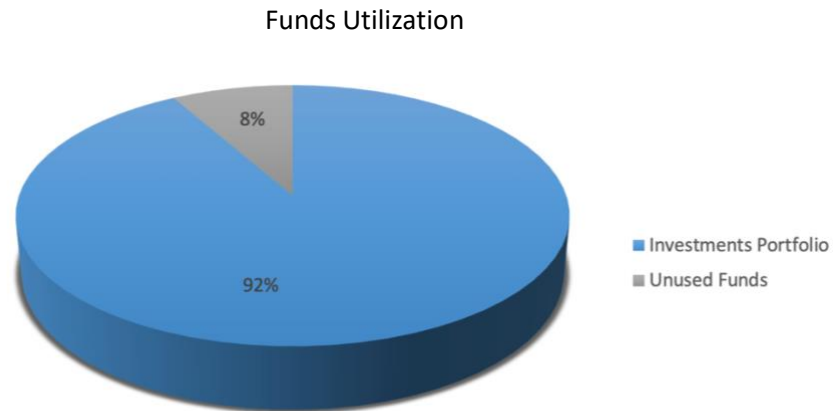
- The stage of the company
- Its leadership team
- The ability of the company to become a major player in the market
- Company's business model and it's assessed probability to generate major returns (exit or otherwise) within the fund's investment horizon (under 7 years)

SPICE VC Q2 2022 NAV PER TOKEN

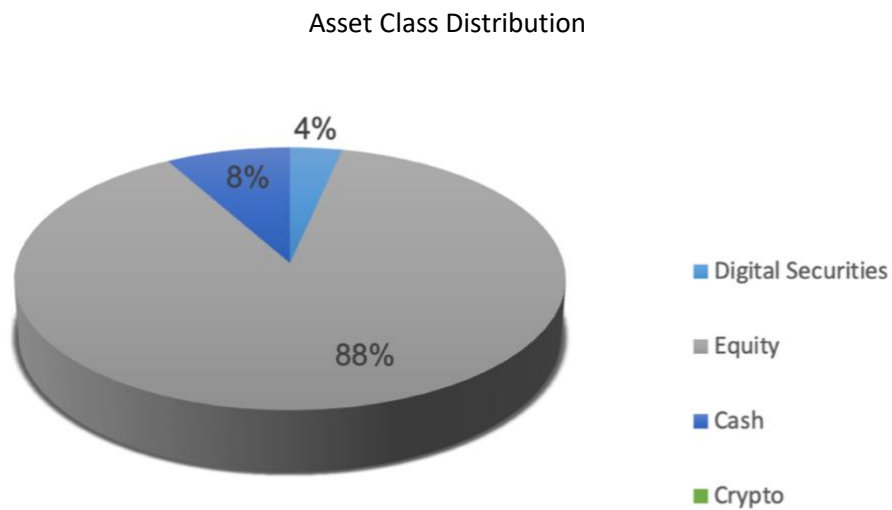
Current Assets, Investment Portfolio and Management Discussion

Net Assets Under Management (AUM) and Distribution

As of June 30, 2022, Net Assets Under Management equaled \$48,183,541. The distribution between unused funds and the investment portfolio was as follows:



Overall distribution across asset classes was as follows:



SPICE VC Q2 2022 NAV PER TOKEN

Investment Portfolio

SPICE's investment portfolio can be viewed [here](#).

Investment Portfolio Updates



With the fundraising (primary issuance) of [Security Token Market](#) (STM), Securitize added Web3 enabled reg CF Security Token Offering capabilities to its arsenal.

Securitize Markets has onboarded another tech giant, Nemesis Technologies, to facilitate the issuance and management of the tokens of their new \$500 million fund.

Securitize is also expanding into Europe. As of June 27, 2022, Securitize has officially entered its controlled test space – or “sandbox” – in which it will serve a limited number of businesses and their investors under close supervision, with the goal of emerging from the sandbox and operating throughout Europe within the next 6-12 months.



During Q2, Archax successfully closed the loop testing their platform and are preparing for their launch, having already onboarded issuers and members/users.

Archax's Series A round is progressing well and their Board has agreed to increase their target raise from \$30M to \$50M to accommodate the expressed and committed interest. Recently, they have also sponsored and presented at a number of conferences around the world, including TradeTech Paris, Security Token Summit New York City, Permissionless Palm Beach, and AIM Summit London.



Blockdaemon had a busy quarter having launched an NFT API (beta), an ETH Staking Dashboard, and a YouTube Channel of staking guides and videos. They attended the Fintech Breakthrough Awards and were named “Best Overall DeFi Company.”

Citi Ventures, Salesforce Ventures, Telstra Ventures, and Invicta Growth also joined the group of Blockdaemon investors.



On June 13, 2022, INX announced the launch of their app, which is available on the Apple App Store and Google Play app store. It is designed to provide a smooth and secure alternative for crypto trading, using INX's proprietary trading technology, where traders can buy and sell securities without being limited to specific blockchains.

In addition, INX shares, which are publicly traded, experienced a significant drop in price (very much like the rest of the public equities market) during Q2. This resulted in the main downward impact on the SPiCE NAV.



InvestaX is pushing forward on [its agenda](#) of helping Web 2.0 companies become Web 3.0 compatible. They partnered with a strategic automatic market maker for security tokens, grown their team, and have launched their white label/SaaS product, having already onboarded their first clients.



The following is really a Q3 update but it is significant enough that we decided not to wait until Q3 to share it.

Lottery.com is experiencing some major structural changes with the recent departures of their President & Chief Financial Officer, Chief Revenue Officer, and Chief Executive Officer.

The company also reported that as of the end of July 2022, "the Board of Directors determined that the Company does not currently have sufficient financial resources to fund its operations or pay certain existing obligations, including its payroll and related obligations. Accordingly, the Company intends to furlough certain employees effective July 29, 2022."

In our opinion this is not something Lottery.com will be able to recover from.



During Q2, Ripio launched two products, a cryptocurrency educational textbook to help crypto newcomers navigate market and a Web3 wallet that aims to be an easy gateway to the metaverse, allowing users to handle funds from different chains, manage NFTs, and connect to different decentralized applications from a web navigator like Google Chrome.

Ripio also declared that they will be officially launching in Colombia and plan to open an office in Bogota.

Fund Updates

During Q2 and early Q3 we sold, in secondary markets, a portion of the fund's portfolio holding in two companies. The proceeds of these sale transactions will be distributed to SPiCE investors over the next couple of months. This will be the fund's second payout distribution. Details about this distribution will be communicated in a separate email to all fund investors the same way the first payout distribution details were communicated to investors.