



Valiant Telos

Valiant Telos Capsule Fund USA



A VENTURE CAPITAL FUND
MANAGED BY VALIANT TELOS INC

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About Valiant Telos Inc

Valiant Telos provides the Full-Cycle Fund Management and Adviser Service for Specific Private Funds as an ERA. We Plan, Advise and Handhold your fund to see through best investments, Asset acquisition and Roll-Over Opportunities.





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About the FUND

- The Fund, Valiant Telos Capsule Fund USA, LP is a Delaware, USA based Limited Partnership(LP) where Valiant Telos Inc, the Fund Manager will act as a General Partner(GP) and an Adviser for the Fund.
- * The Fund is limited to Investors who are defined as “Qualified Client” by SEC.
- The Fund shall invest 60-70% in Real World Assets like Commodities, Real Estates, equipment ,natural resources etc., and Private Market Securities. and 30-40% in Private digital Assets.
- The Fund shall invest Up to 20% in Future Stock contract Vehicles, like Convertible notes, SAFE(Simple Agreement for Future Equity), etc, Credit Vehicles like Promissory Notes pertaining to Real Estate, Energy, agriculture and Other Markets.



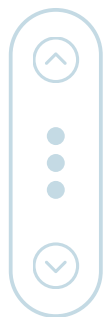
***A qualified client** is a person that meets certain financial thresholds set by the Securities and Exchange Commission (SEC) that allow investment advisors to charge these clients performance-based compensation (i.e., generally, a percentage of gains realized on investments made for the account of these clients). These thresholds are adjusted periodically by the SEC – the current threshold in effect for individuals since 2021, is a minimum of \$1.1 million in assets under management with the investment advisor or at least a net worth of \$2.2 million, excluding the client’s primary residence.

<https://www.sec.gov/files/rules/final/2021/ia-5904-fact-sheet.pdf>

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Highlights



- The Maximum In Fund's aggregate capital contributions and uncalled committed capital of Capsule Fund-1 is 12M USD.
- Maximum number of subscribers - 250 with a Minimum investment per Subscriber is \$50,000.
- Capsule fund will be used to Invest Fund's Committed Capital minimum of upto 80% in to Qualifying investments(Traditional Equity Assets, Real Estate, etc) and up to 20% on Non- Qualifying Private Vehicles, Secondaries(such as Angels, investing in other VCs and Funds, debts, buyout seed funders, invest in Fund of Fund etc)
- Using this fund, Valiant Telos acquires direct Real-World Assets, Real Estates, Private Equity shares and Risk Weighted Assets like digital assets of one or more of Companies/Projects.
- It is an Inter-Operable Fund between traditional equity Assets and digital equity Asset Markets.
- Own up to 40% Private tokenized, Securized RWA(Risk Weighted Asset). This 40% is subscribed as a WHOLE by the FUND and then the fund gets Tokenized to Trade in Parts as Security Tokens inside a Private Market ATS(Alternate Trading System).
- Will not Borrow or Leverage More than 15% of the Fund Value and repay them within 120 days.
- Redemption rights is limited to "Extraordinary Circumstances"
- The Subscriber should be at least a "Qualified Client" as per SEC's guidelines to enter the FUND. Qualified Purchasers automatically qualifies to Subscribe the fund.
- Fund's **Lock Up Period** is **Nine Months** and the **life duration** is 10 Years.
- **The FUND is Advised by Valiant Telos Inc.** The individual subscribers are not advised by Valiant Telos Inc. It only advises the Fund (valiant Telos Capsule Fund USA LP) as a client entity.
- All the annual expenses - Organizational, Operational and Other are Capped at 2% of AUM or \$200,000 per annum whichever is higher.



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How will the Fund Grow

- The Fund will Invest in high growth and innovative markets across the world North America - 50%, Asia - 30%, Latin America/Caribbean - 5% and Europe - 15%.

The FUND will grow by regular buying and selling of the Contracts, Contract Vehicles, and Stocks through Private Placements and in Private Market Systems (ATS)/Broker-Dealers.

- The fund manager, Valiant Telos will make decisions on buying and Selling of the CONTRACTS or the SHARES on behalf of the FUND.
- There shall be regular updates, reports, and opinion meetings, and discovery calls between Valiant Telos and Investors on behalf of the FUND.



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Portfolio Balancing

- The portfolio is a bucket having a variety of Private Investment Products like Direct equities, PIPE, Private Futures like SAFE, Real World Assets, Risk Wighted Assets like Private Digital Assets(DA), and Private digital Security Assets(DSA) from one or more companies from key industries like Real-Estate, Energy, agriculture etc., The Fund shall create and manage multiple Portfolios.



Legal Binding & Governance Structures



- The legal bidding is established only between the Investor and the FUND. No legally binding obligations with the Portfolio vehicles will be created, implied, or inferred directly to the Investor.
- There shall be an n-n legal binding created between the FUND and the Portfolio Vehicles/entities on behalf of the FUND.
- As a General Partner, Valiant Telos Inc is provided with the complete General Power of Attorney to make funding decisions on behalf of the Fund without the permission of the investors as long as the Size of a single Transaction is less than 25% of the Size of the FUND. For a transaction size over 25% of the size of the FUND, at least 50% of Investors' vote should favor it.
- The Fund is Advised as a Whole (not an individual Investors of the fund) by Valiant Telos Inc.
- Fund Manager shall form an Organizational, Operational, Marketing and Functional structures and hiring people on behalf of the Fund as a GP. The cost of those expense shall not exceed 2% of the AUM.

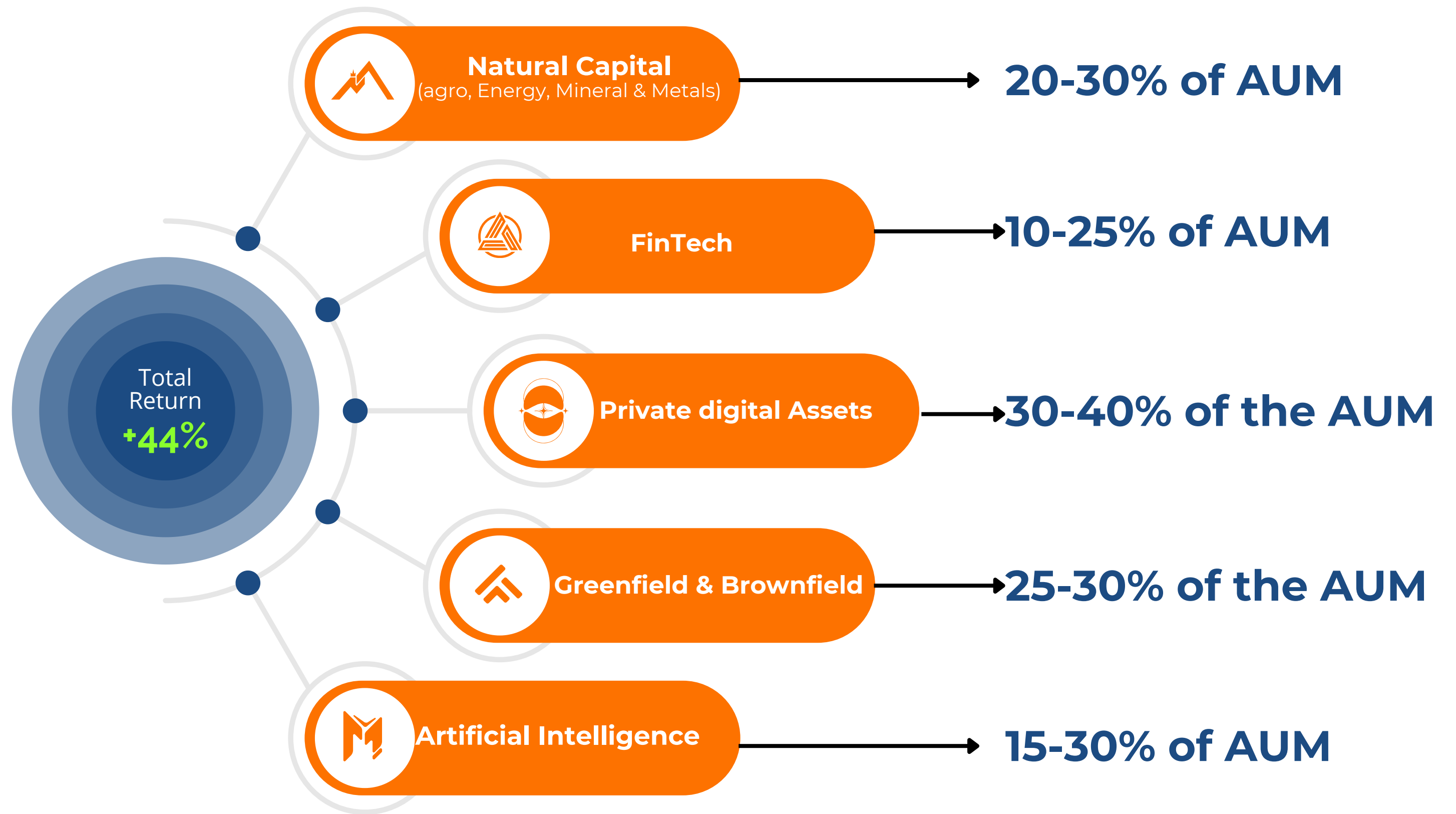
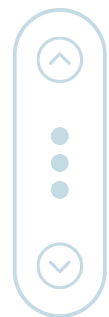
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Fund Size

- Fund is Limited the Maximum In Fund's aggregate capital contributions and uncalled committed capital to \$12,000,000 due to regulatory definition of Venture Capital Fund" by SEC.
- Total Number of Subscribers: 250 with minimum of \$50,000 per Subscriber.
- Assets under Management(AUM): \$150M
- Investor(s) can be Part of multiple funds in the future.



Marketwise Investment Projections



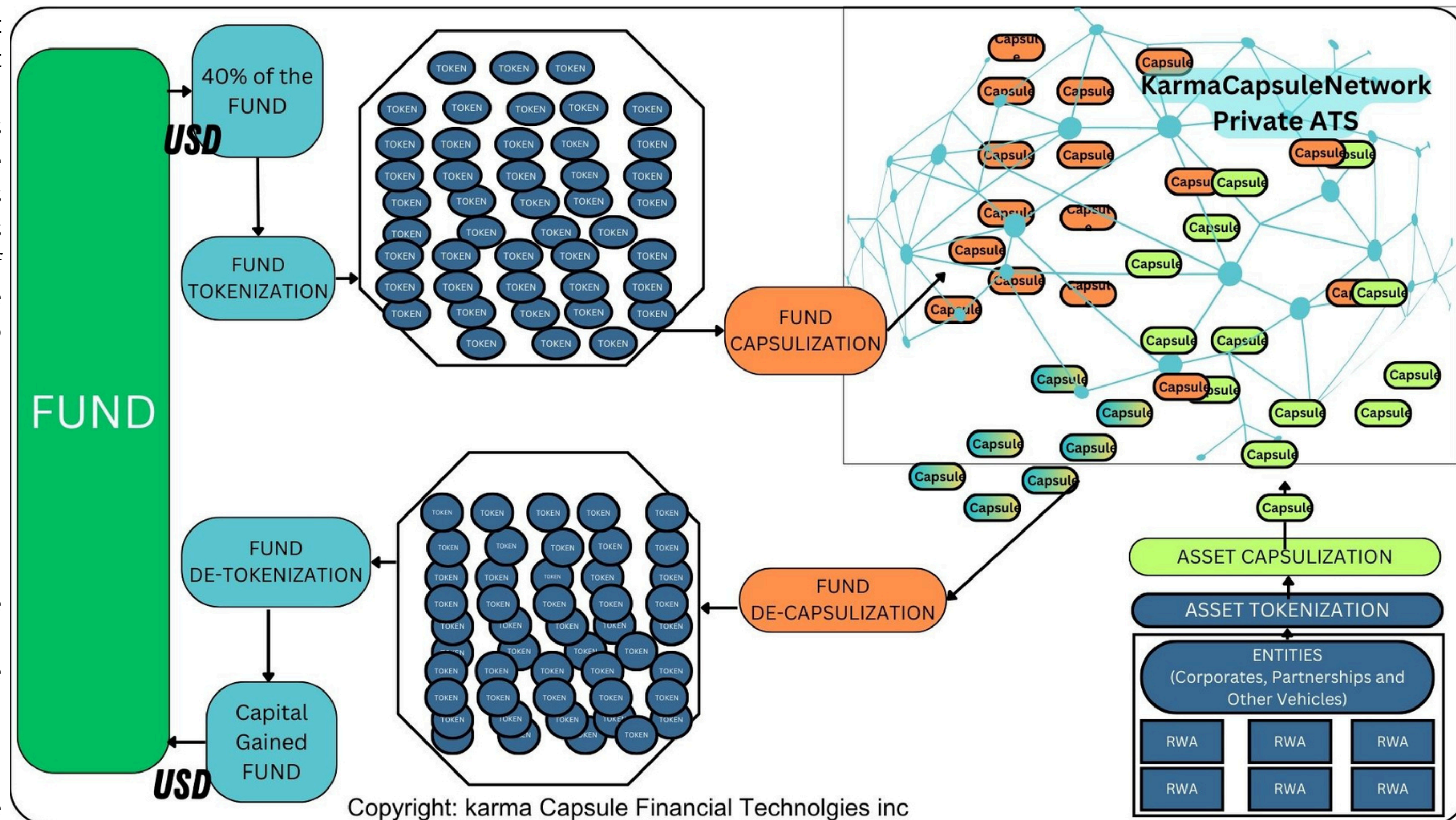
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How the Private Digital Asset Works through Fund Tokenization

One of the key issues with private funds is their illiquid nature, meaning you cannot easily withdraw your investment or cash out your principal or gains. However, fund tokenization is a modern solution to this problem. Up to 40% of a fund can be converted into token form and traded as private digital assets from real-world assets (RWAs), significantly increasing the liquidity of the fund. You can sell and cash in these fractional funds and quickly resubscribe to them.

Here are the key points:

- Up to 40% of the fund will be tokenized.
- These tokens will be transformed into fund capsules.
- Capsulization is a method used to package digital assets to enhance their trade value.
- Capsules representing various RWAs are traded alongside fund capsules, and capital gains (or losses) are associated with the fund capsules.
- When the capsules return, they are decapsulated and detokenized to return the capital gains to the fund.





Primary Markets

Proforma Investment Spread



North America



Latin America



Asia



Europe

50%

5%

30%

15%



USA

50%



Canada

30%



Mexico

20%



Brazil

30%



Guyana

40%



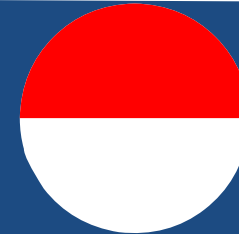
Argentina

30%



India

40%



Indonesia

20%



Hong Kong

20%



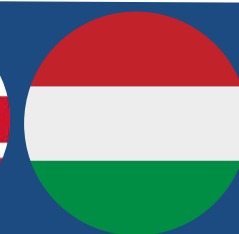
Singapore

20%



UK

30%



Hungary

30%



Switzerland

20%



Netherlands

20%

- Natural Capital: 10-15%
- Artificial Intelligence: 30-40%
- digital Assets : 20-30%
- Fintech : 15-30%
- Greenfield/Brownfield: 20-30%

- Natural Capital: 20-35%
- Artificial Intelligence: 0-15%
- digital Assets : 10-0%
- Fintech : 10-20%
- Greenfield/Brownfield: 20-30%

- Natural Capital: 20-35%
- Artificial Intelligence: 15%
- digital Assets : 10-15%
- Fintech : 10-15%
- Greenfield/Brownfield: 20-30%

- Natural Capital: 20-35%
- Artificial Intelligence: 0-10%
- digital Assets : 10%
- Fintech : 0-10%
- Greenfield/Brownfield: 20-30%

The Fund will focus on four major markets to invest - Asia, North America, Eastern Europe and Latin America/Caribbean. It may enter these markets through Capital Markets jurisdictions like New York, Hong Kong, London, Switzerland, Tokyo and Singapore. The strategy also to enter certain neighboring markets though these primary markets due to economic, market and political stability.



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Expenses of the Fund

A) Organizational: towards setting up the fund and it's infrastructure.

- Application and licensing fees paid to the regulator
- Legal Structure Establishment cost
- Service Providers Cost (Software and systems licensing fees & vendor costs)
- Legal Cost (typically around \$20,000 to \$30,000)

B) Operational expenses: towards ongoing operations of the fund.

- Accounting, Auditing and Custodian fees
- General Administration
- Printing and Distribution
- Marketing - Road Shows, Workshops and Meetings
- Consultants Fee (Financial, IT and Investment)
- Professional Indemnity Insurance Coverage.
- Portfolio cost (Cost involved in Purchasing, Holding and Disposing of Portfolio Companies equities, digital Assets, real estate etc)
- Ongoing Legal Compliance / External Compliance Service
- **12b-1 Fees** - Named after a Securities and Exchange Commission (SEC) rule, these fees include costs of distributing the fund shares to investors.

C) Management expenses: – payable to the fund manager.

- Compensation related to staff compliance efforts.
- External compliance services.
- **No Fixed Fund Management Fee** but there is a Performance Based Fee based on US Waterfall model.
- No load Fee.



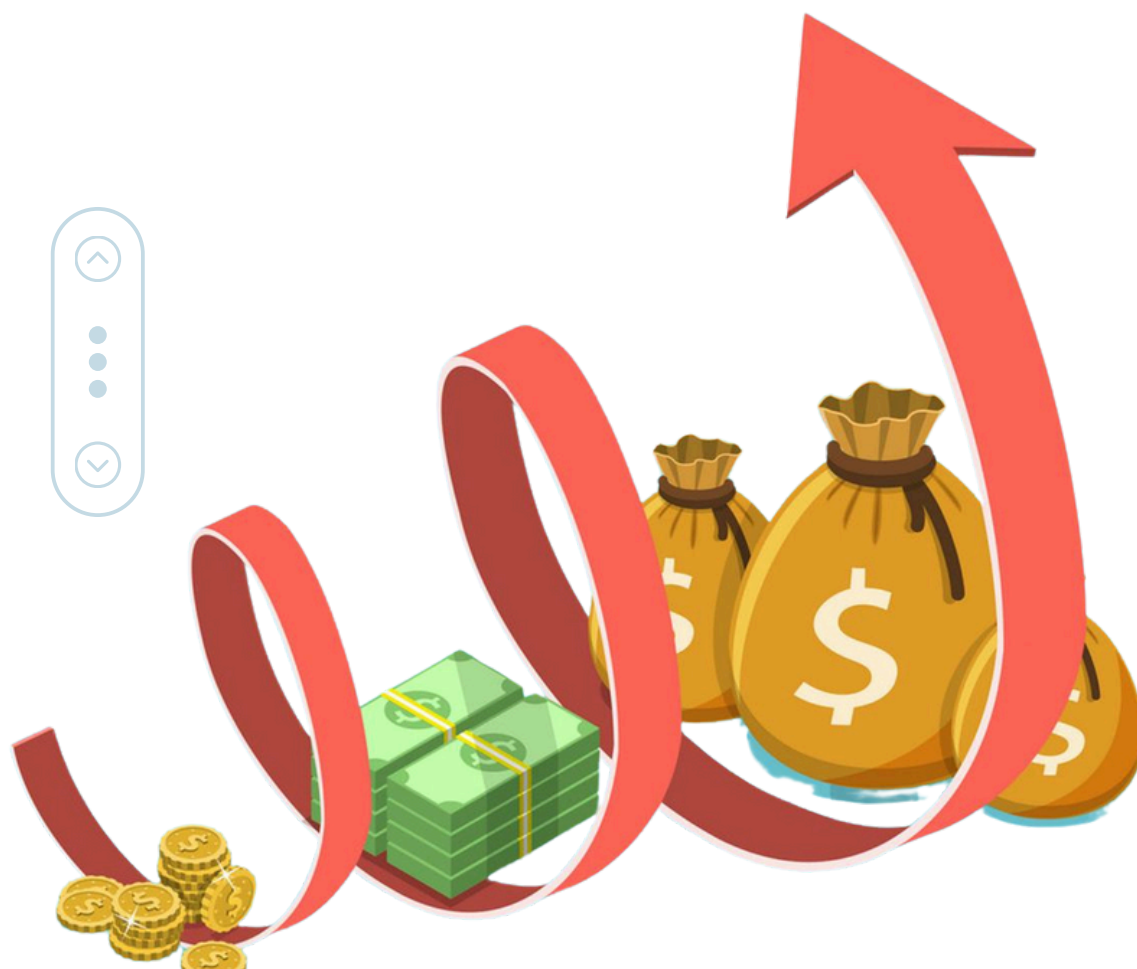
**Expenses are Capped at
2% of the AUM per Year**





Performance Based Fund Management Fee!

The General Partner(GP), Valiant Telos Inc charges the Fund, Valiant Telos Capsule Fund USA, LP, a Variable and performance based Fee for its role as Fund Manager. GP - Fund Manager, LP - Investors.



- The first Part: First 8% is considered as Hurdle Rate of the return will go to the LP.
- Second Part: From 9-12%, i.e. 4% goes to GP
- Third Part: From 13 to 24%, the return is split into 80:20 between LP: GP
- Fourth Part: From 25 to 40%, the return is split into 70:30 between LP and GP
- Fifth Part : Beyond 41%, the return is split 60%:40% between the LP and GP

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Thank You!

Maya Suresh Kannan

Chairman & Fund Manager

Maya Kannan is a Serial Entrepreneur, Inventor,
GeoEconomics Advisor and a Deep Tech Strategist.

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