ZeroChain

Investment Opportunity

The settlement infrastructure for the next financial system.

REGULATION CF OFFERING · $1,200,000 · NETCAPITAL.COM

ZeroChain | Ark2 Labs | ZeroHunger Foundation

Glossary of Terms & Abbreviations

AML, Anti-Money Laundering

BGC, Biosynthetic Gene Cluster

BLS, Boneh–Lynn–Shacham (signature aggregation)

CAGR, Compound Annual Growth Rate

DPoS, Delegated Proof of Stake

EBITDA, Earnings Before Interest, Taxes, Depreciation & Amortization

ESG, Environmental, Social & Governance

GENIUS Act, US federal stablecoin regulation

IaaS, Infrastructure as a Service

IBFT 2.0, Istanbul Byzantine Fault Tolerant

IRR, Internal Rate of Return

ISO 20022, International financial messaging standard

KYC, Know Your Customer

KEY TERMS

Absolute Finality, Mathematically irreversible settlement

Bonsai Tries, Efficient blockchain state storage

Stablecoin, Cryptocurrency pegged to stable asset

Supernode, High-performance validator node

Tessera, Privacy manager for selective disclosure

MiCA, Markets in Crypto-Assets (EU)

MOIC, Multiple on Invested Capital

P2P, Peer-to-Peer

PII, Personally Identifiable Information

QoS, Quality of Service

Reg CF, Regulation Crowdfunding (SEC)

RWA, Real-World Assets

SEC, Securities and Exchange Commission

SWIFT, Society for Worldwide Interbank Financial Telecommunication

T-bill, Treasury bill - AAA US government interest-bearing securities

TPS, Transactions Per Second

UN WFP, United Nations World Food Programme

WFB, World Food Bank

ZHC, ZeroHunger Coin

ZKP, Zero-Knowledge Proof

Bridging Capital Markets & Blockchain

Institutional-grade infrastructure for the $10T+ digital asset market

ZeroChain

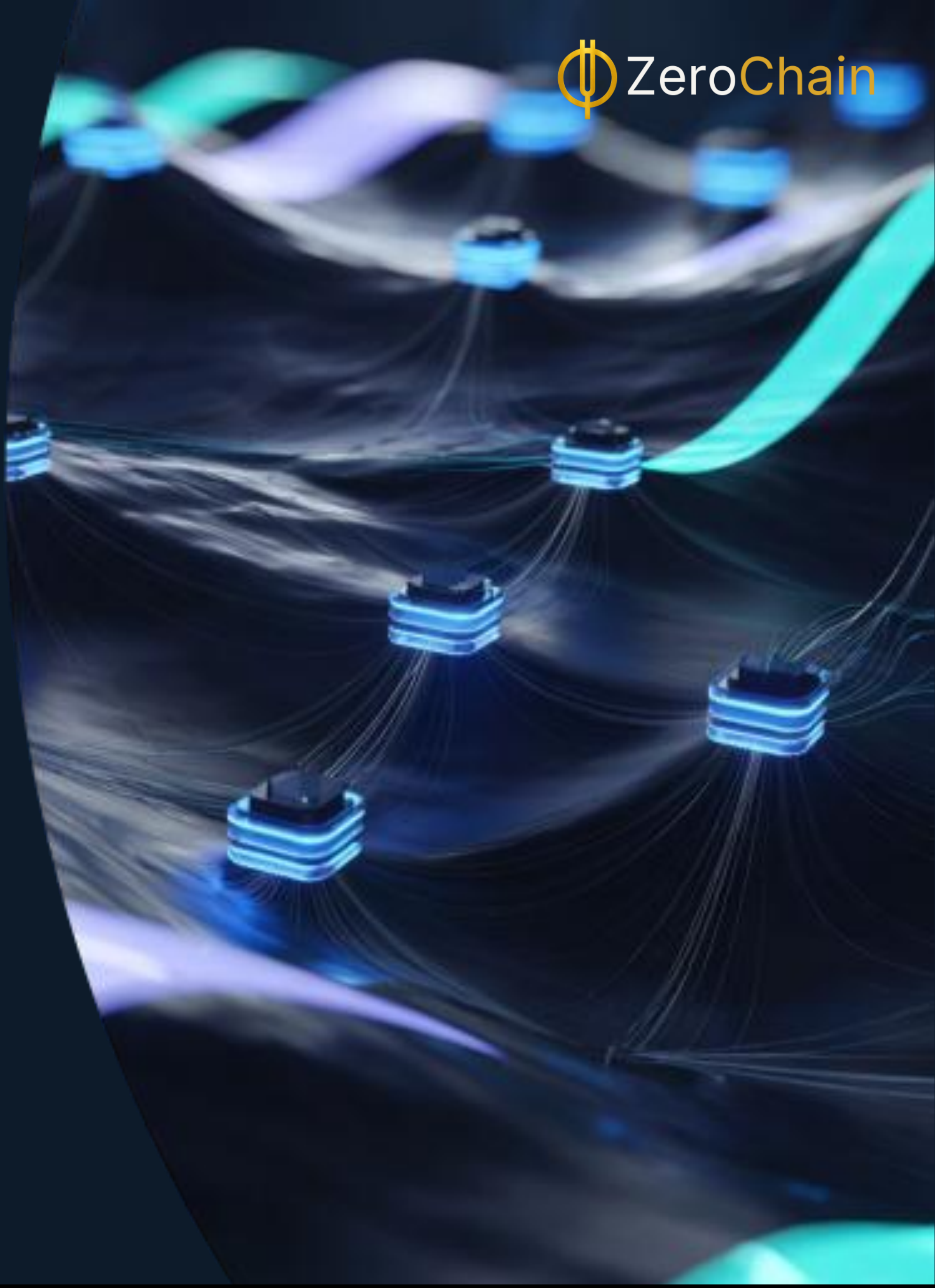
Proprietary, compliance native settlement network powering the ecosystem.

Ark2 Labs

Independent marine biosynthetic IP joint venture. ZeroChain holds a contractual 10% equity entitlement.

ZeroHunger Foundation

Independent non-profit. Proof-of-production with relationships across 21 countries.



ZeroChain, the blockchain that drives Ark2 and ZeroHunger innovation

THE PROBLEM

ZeroChain

Three Problems.
One Infrastructure Solution.

The Institutional Gap

Public blockchains were built for speculation, not regulated settlement. No chain delivers compliance, auditability, and deterministic finality together.

The Scientific Bottleneck

AI drug discovery lacks marine genomic data. Less than 1% of ocean species have been sequenced.

The Humanitarian Leakage

Traditional aid loses 5–15% to fees and intermediaries. Transparency is limited and slow.

ZeroChain Inc. built ZeroChain, a blockchain with proprietary Layers, to solve all three simultaneously.

ZeroChain. Built for Institutions

150K+

TPS Validated

2× Visa peak

<1 sec

Absolute Finality

IBFT 2.0, mathematically irreversible

0.00001

Per Transaction

25× lower than Solana's validation fees

<0.0001

kWh / Tx

Less than the energy used for a Google search

GENIUS Act-Native Compliance

Designed to U.S. federal stablecoin standards before the Act became law. Native KYC/AML across three protocol layers.

ZeroChain

ZeroChain Six-Layer Architecture

Layer 1	Application
Layer 2	Smart Contract
Layer 3	Privacy
Layer 4	Consensus
Layer 5	Data
Layer 6	Network

150K+
TPS tested

<1s
Settlement Finality

1M
TPS ceiling

- Quantum-Safe Upgrade path
- Native settlement layer
- Cross-chain state anchoring
- Asset Protection Mode
- Signature aggregation

Absolute Finality: What It Means

IBFT 2.0 consensus, the difference between probable and mathematically certain.

Probabilistic Finality, Competitors

Bitcoin **~60 min**

6 confirmations before a bank will act

Ethereum **6–60 min**

Can be forked; settlement not guaranteed

Solana **~2.5 sec**

Probabilistic, soft finality, not hard

SWIFT **1–5 days**

Relies on correspondent banking chain

ZeroChain, Absolute Finality

Instant

Blocks are final the moment they are written. No waiting, no confirmations.

Mathematical Certainty

Deterministic settlement, a block cannot be reversed under any circumstance. IBFT 2.0.

Act Immediately

Institutions can act on a transaction the instant it occurs. No settlement risk.

Regulators & Auditors

Immutable, automatic audit trail. Built-in KYC/AML. No retrofitting required.

End game: eliminate settlement risk for trade clearing and cross-border payments. ZeroChain eliminates that risk entirely.

The Market Opportunity

$393B

Blockchain Infrastructure

By 2030 · 64.2% CAGR. GENIUS Act, MiCA, and SWIFT integration creating the regulated layer the market needs.

$1.9T

Stablecoin Issuance

Projected by 2030; $30T settled in 2024. ZeroChain's P2P architecture eliminates Coinbase distribution cost entirely.

$10T+

RWA Tokenization

Market by 2030 (BCG); from $25B in 2025. Institutional-grade rails required at scale.

$944M

Marine Biosynthetic IP

Ark2 Labs gross BGC licensing revenue over 25 years. Less than 1% of marine species currently sequenced.

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ZeroChain’s Multi-Pillar Revenue Architecture

01

Stablecoin Reserve Yield (ZUSD)

Net interest income on 1:1 U.S. Treasury reserves.

ZUSD is a zero-fee, Treasury-backed stablecoin. The yield spread funds operations at scale.

02

P2P Institutional Settlement

Transaction fees on non-custodial settlement.

Sub-second finality, ISO 20022-native messaging, and absolute settlement certainty.

03

Enterprise Licensing & IaaS

Multi-year ZeroChain deployments for institutions.

Private networks for banks, sovereigns, corporates, and scientific partners with high renewal rates.

04

Ark2 Labs 10% Equity Entitlement

Non-dilutive share of biosynthetic IP licensing.

ZeroChain receives 10% of Ark2 Labs’ licensing revenue across all commercial lanes.

A finely tuned opportunity

REGULATORY

GENIUS Act & Regulatory Advantage

Compliance Native

Unlike competitors retrofitting for new laws, ZeroChain was designed to GENIUS Act standards from inception.

· 1:1 Treasury-backed reserves

· Real-time on-chain reserve transparency

· Independent Big Four audit (EY preferred)

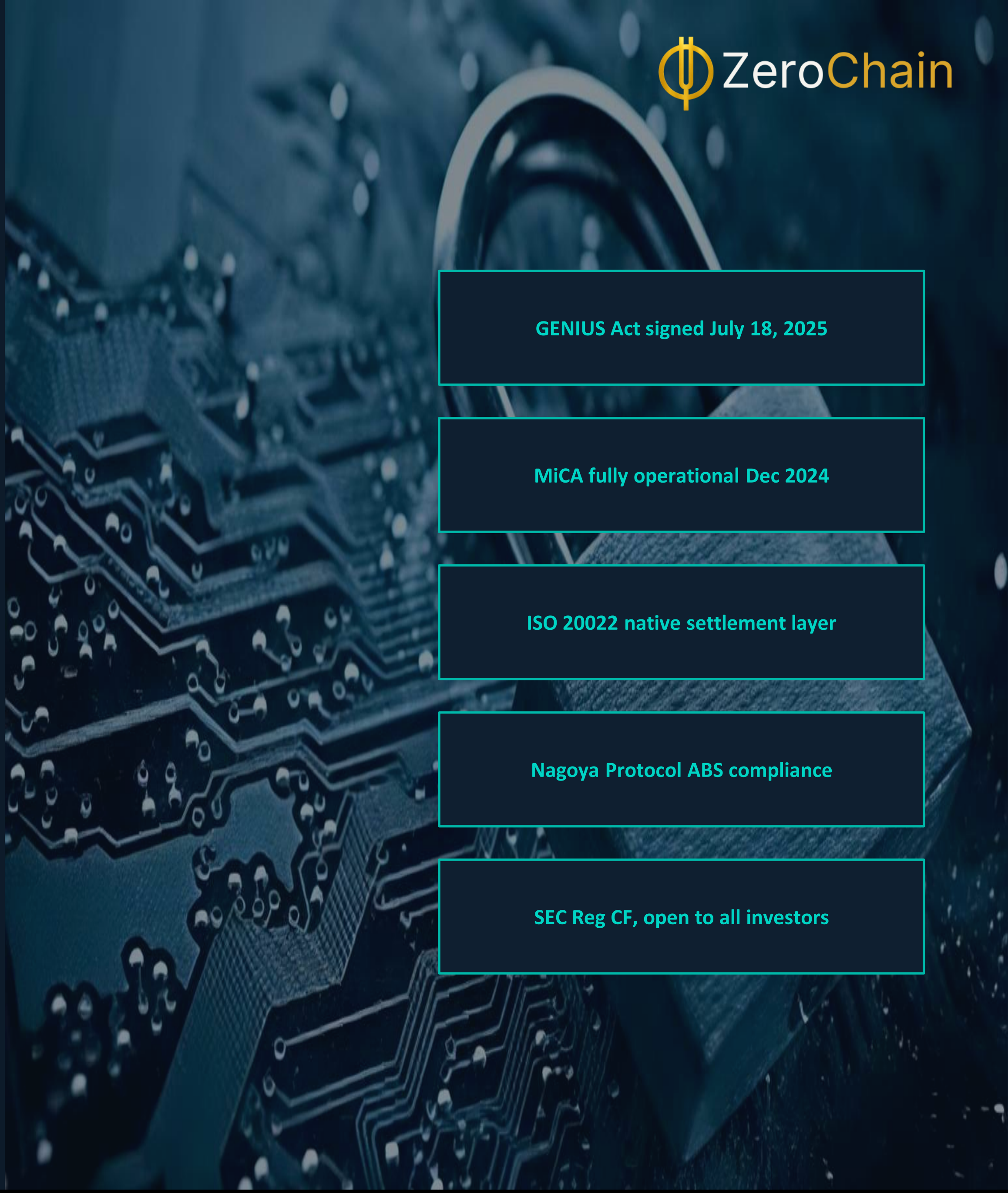
· Custodian (State Street Bank and Trust preferred)

· Native KYC/AML architecture on 3 protocol layers

Distribution Advantage

USDC paid $900M to Coinbase in 2024. ZeroChain is its own distribution channel.

ZeroChain is the distribution channel



- GENIUS Act signed July 18, 2025
- MiCA fully operational Dec 2024
- ISO 20022 native settlement layer
- Nagoya Protocol ABS compliance
- SEC Reg CF, open to all investors

ZeroChain

Four Revenue Pillars

One infrastructure investment. Four high-margin, independent revenue streams.

01

Stablecoin Yield

Net interest income on 1:1 U.S. Treasury reserves at ~3.5–4.5%. GENIUS Act-native. Tether precedent: $13B profit in 2024.

02

P2P Settlement

Transaction & institutional settlement fees on non-custodial platform. B2B stablecoin payments +733% YoY in 2025.

03

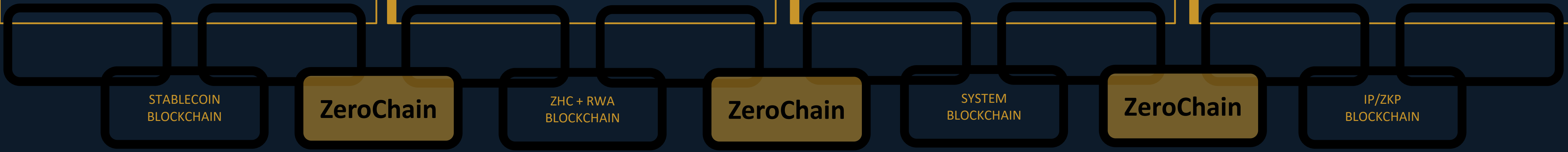
Enterprise IaaS

Multi-year ZeroChain licensing & per-transaction fees for private institutional networks. >90% renewal rates typical.

04

Ark2 Labs 10%

Contractual 10% equity entitlement from marine biosynthetic IP licensing. $944M gross base-case revenue over 25 years.



The four pillars are built on a foundation of philanthropy, driven by near-zero fees and energy efficiency, and cemented by AAA-grade stablecoin yield.

REVENUE, PILLAR 4

Ark2 Labs: Unlocking Marine IP

ZeroChain holds a contractual 10% in Ark2 Labs equity. No exposure to expedition costs.

- 92% of revenue NPV comes from upfront license fees, received regardless of drug approval outcomes.
- Ark2 Labs is an IP licensor, not a drug developer.
- Less than 1% of marine species have been sequenced, a vast untapped opportunity.
- Base-case conservative projections across 3 expedition stages over a 25-year horizon.

Revenue Lane	Ark2 Labs	ZeroChain 10% Share
Library Access Fees	$10.6M	$1.06M
BGC License Fees	$216M	$21.6M
Milestone Payments	$40.5M	$4.05M
Royalties	$58.2M	$5.82M

The ocean holds the next generation of cancer drugs.

ZeroChain

The Flywheel:
Give it away free. Build the network. Monetize the carry.

Phase 1 — **ZeroHunger**

Charge only 0.00001 validation fee. Zero brokerage, zero exchange fees. Millions of daily micro-transactions validated architecture.

▼

Phase 2 — **ZUSD Stablecoin**

AAA government-securities-backed digital asset. Not even validation fees. T-bill interest funds everything. We earn interest while users pay zero fees.

▼

Phase 3 — **Institutional Onboarding**

Network has credibility, liquidity, and compliance. Cost-conscious institutions arrive. Infrastructure at a fraction of legacy costs. Inbuilt KYC/AML. Automatic audit trails.

▼

Phase 4 — **Enterprise Licensing**

Recurring revenue. High switching costs.

▼

Each phase de-risks and accelerates the next.

ZeroChain

Zero Fees. Zero Friction. Maximum Reach.

What Every Other Platform Charges

SWIFT cross-border wire	$25–$50 flat + FX spread
Ethereum gas (peak)	Up to $50 per transaction
Solana validation fee	0.00025 per transaction
Coinbase USDC distribution cost	$900M/year
Typical charitable platform	5–15% in admin & fees

What ZeroChain Charges

ZeroHunger transactions	0.00001
Stablecoin ZUSD trades	$0.00
Institutional settlement	0.00001 per transaction
Cross-border transfer	Near-zero
Program expense absorbed	98.5% reaches beneficiaries

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ZeroHunger: ESG as Commercial Strategy

Not a charitable side project. A live proof-of-production engine.

Proof of Production

Millions of ZHC micro transactions validate performance.

Community Growth

$1 entry. 650M global crypto users. 66% YoY growth in crypto philanthropy.

ESG Credentials

98.5% Program Expense Ratio. World Food Bank. State Street Bank custodianship.

Government Access

21 country footprint through the World Food Bank . IUCN Great Blue Wall partnership.

ZeroChain

The Platform Investors Own

ZeroChain Infrastructure

150K+ TPS · Absolute Finality · Compliant by architecture

ZUSD Stablecoin

AAA Treasury-backed · P2P · Zero fees · Global liquidity · Interest Carry

ZeroHunger Network

21 countries · Live proof · Sovereign relationships

RWA Token Marketplace

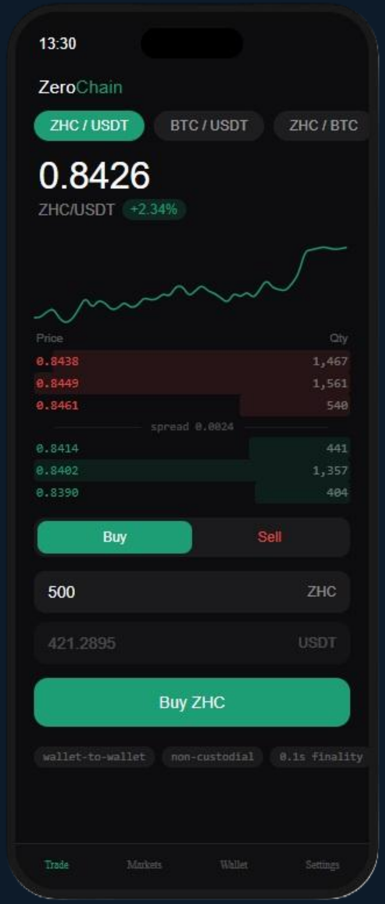
Tokenized assets across multiple classes.

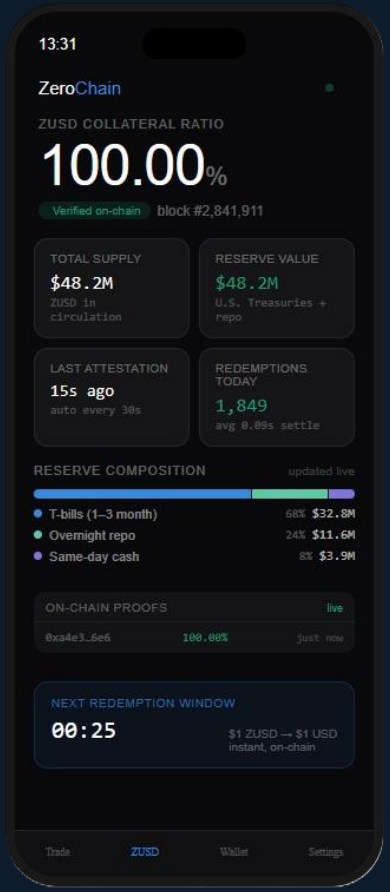
Institutional Settlement

Non-custodial · Sub-second absolute finality · ISO 20022 native · No clearing house.

Enterprise Licensing

Recurring revenue · High switching costs.





One set of rails. Unlimited asset classes.

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Competitive Advantage

Dimension	Public Chains (ETH/SOL)	Stablecoins (USDT/USDC)	ZeroChain
Settlement Finality	Probabilistic (6–60 min)	Exchange-dependent	**Absolute, IBFT 2.0**
Transaction Cost	Up to $50+ (ETH gas)	$900M/yr to Coinbase	**0.00001, zero distribution cost**
Throughput	15–65K TPS peak	Exchange bottleneck	**150,000+ TPS validated architecture**
Compliance	Retrofitted middleware	Partial (MiCA gaps)	**Native Layer, GENIUS Act**
Multi-sector Utility	DeFi / single purpose	Payments only	**Finance + Scientific IP + Humanitarian**

No competitor builds across all four categories from a single proprietary infrastructure. The cost to replicate is a widening barrier to entry.

We benchmark against public chains rather than siloed enterprise networks like Corda or SWIFT gpi, as private ledgers lack global entrenchment and are rapidly being eclipsed by the superior cost and speed of modern decentralized infrastructure.

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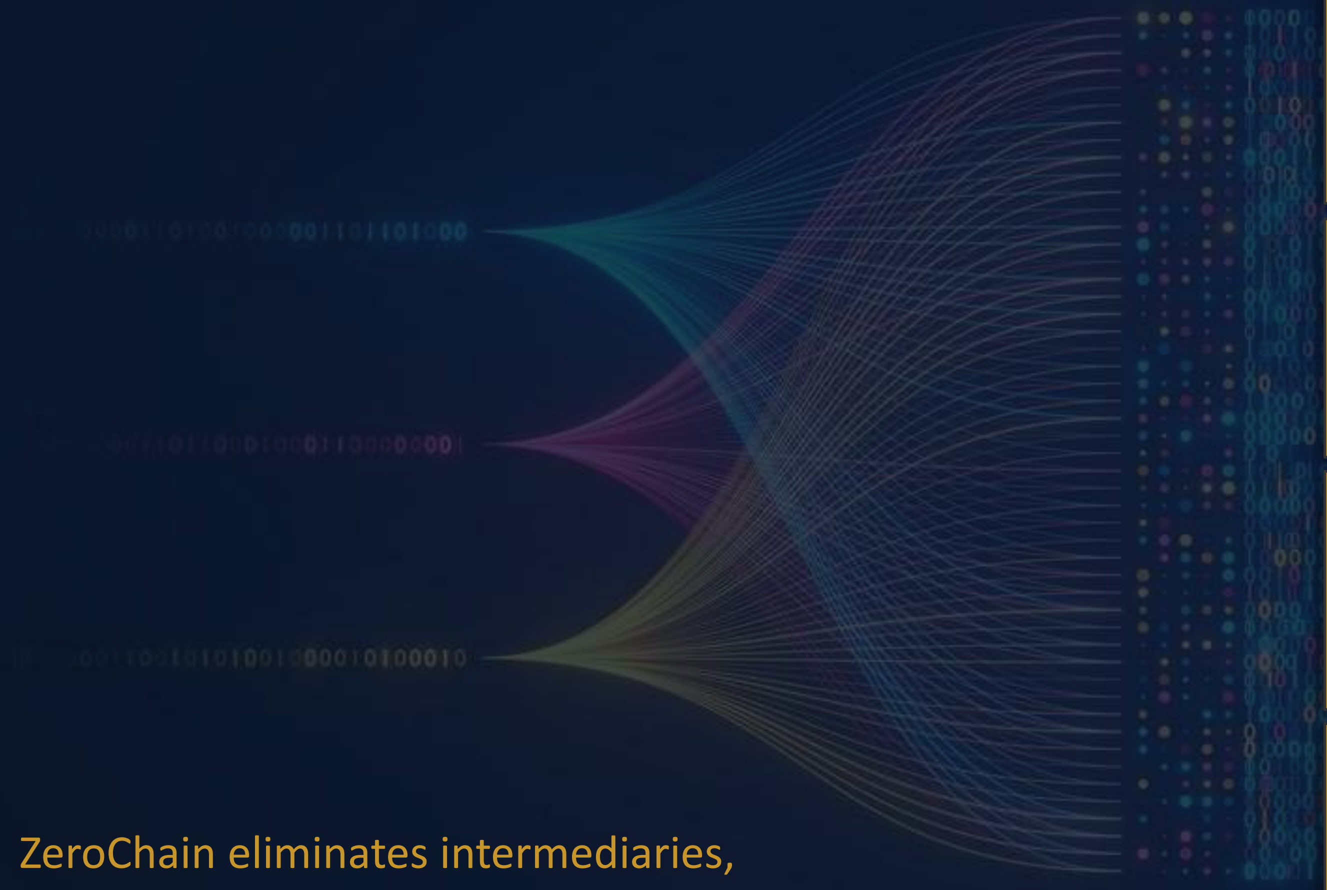
Disrupting Settlement Economics



ZeroChain eliminates intermediaries, delays, and settlement risk.

733% B2B stablecoin payment growth YoY

Corporate and cross-border settlement is migrating on-chain. ZeroChain's zero-fee, absolute-finality model is built for this wave.

$30 Trillion Stablecoin volume settled in 2025

Exceeded VISA + MasterCard combined. Institutional adoption is no longer a future event. It is already here.

$900M USD Coin paid to Coinbase in 2024

54% of Circle's total revenue, paid purely for distribution. ZeroChain is its own distribution channel. That cost does not exist here.

1–5days SWIFT settlement window

Correspondent banking chains introduce delay, cost, and risk. ZeroChain settles in under one second. Mathematically final.

ZeroChain

Financial Projections

182% Revenue CAGR (2027–2030 basis). EBITDA positive by 2027.

Metric (USD)	2026E	2027E	2028E	2029E	2030P
Total Revenue	$0.02M	$5.62M	$30.52M	$75.87M	$126.36M
EBITDA	($1.07M)	$2.15M	$20.84M	$61.62M	$97.06M
EBITDA Margin	—	38.2%	68.3%	81.2%	76.8%

Ark2 Labs 10% equity entitlement forecasted to begin delivering from 2028 | Source: ZeroChain Financial Model V3 | Forward-looking, not a guarantee of future performance.

2026

ZHC DCO live · Infrastructure validated · Reg CF closes

2027

ZUSD stablecoin launch · EBITDA positive · Enterprise pipeline

2028

Ark2 revenue flows · RWA marketplace · Institutional onboarding

2030

$126M revenue · $97M EBITDA · 76%+ margin

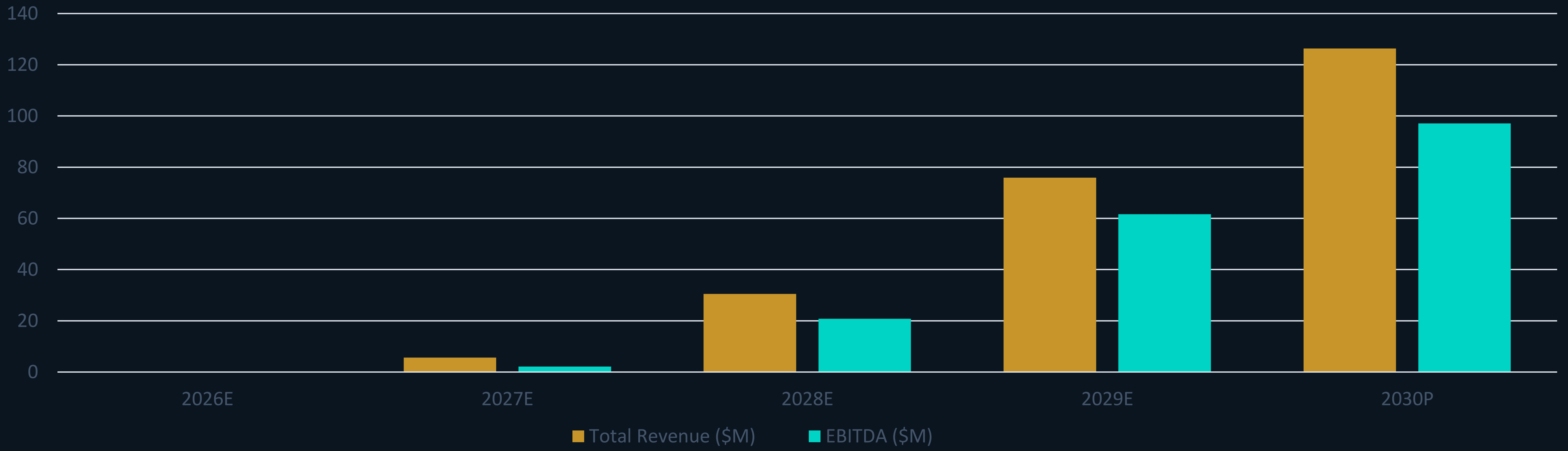
ZeroChain

Financial Projections

182%
Revenue CAGR
2027–2030 basis

76%+
EBITDA Margin
By 2029–2030

$126M
Revenue
2030 projection



Source: ZeroChain Financial Model V3. Forward-looking, not a guarantee of future performance.

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Investment Summary

Offering Details

Maximum Raise	$1,200,000 · 12.0% Equity · $10M post-money
Structure	Common Equity (Reg CF) · Min. $100 · Netcapital.com
Pre-money Valuation	$8,800,000
Who Can Invest	Accredited and non-accredited investors
Portal	Netcapital.com, SEC-registered, FINRA-member

Forecast Returns, 5-Year Hold

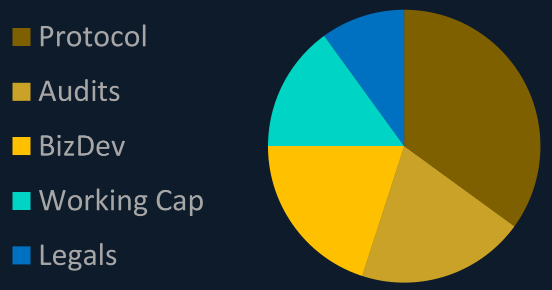
Projections only, not guaranteed. Early-stage investment. Risk of total loss.

Base Case	$763.7M EV	**76.4× MOIC**	**138% IRR**
Upside Case	$1,079M EV	107.9× MOIC	155% IRR
Downside Case	$159.1M EV	15.9× MOIC	73.9% IRR

Use of Proceeds

| Core engineering | ZHC token launch infrastructure | Legal & Compliance |
| Security audits | Institutional business development |

Working capital runway through projected cash break-even mid-2027.



ZeroChain

Founding Team

Capital · Code · Chemistry – 90+ combined years of institutional experience.

Andrew Howard
Founding Director · Chief Executive Officer

30+ years across global investment banking, capital markets, and alternative asset management. Senior roles at Transcity (BNY), Schroders, NatWest, and IBJ/Mizuho. Founder of a nine-year institutional hedge fund operation.

At ZeroChain:

Financial architecture of the ecosystem, capital markets strategy, and the Ark2 Labs revenue structure.

Stephen Lyon
Founding Director · Chief Marketing Officer

30+ years in investment banking, capital markets, and corporate strategy across the US, Europe, and Southeast Asia, 25 years based in ASEAN. Founder of two non-profits spanning environmental conservation and humanitarian support.

At ZeroChain:

Leads the 21-country ZeroHunger relationship network and institutional partnership strategy.

Douglas Kaplan
Founding Director · Chief Innovation Officer

A technology innovator and entrepreneur specializing in the commercial implementation of blockchain and advanced data infrastructure. Beginning his career in institutional finance developing trading algorithms, translating complex technical architectures into high-value market narratives that drive enterprise platform adoption.

At ZeroChain:

Leads innovation strategy and serves as Director of Blockchain for Ark2 Labs, overseeing technical infrastructure for marine genomic data management and IP licensing.

The Executives are supported by a dedicated team of blockchain engineers, developers, and researchers.

Risks & Investor Protections

Early-Stage / Total Loss

Pre-revenue company. Not suitable as a primary investment. Risk of total loss of capital.

Illiquidity

Mandatory 1-year Reg CF resale restriction. No established secondary market for units.

Regulatory

GENIUS Act rules final July 2026. MiCA cross-border complexity. Regulatory frameworks continue to evolve.

Cybersecurity

$3.4B stolen across blockchain in 2025. Mitigated by zero-trust, non-custodial model and multi-layer architecture.

Ark2 Labs JV

Exposure is bound to 10% entitlement. Successful Capital raise, BGC yield and licensing timeline risks apply. ZeroChain has no expedition cost exposure.

Commercial Timing

Stablecoin launch, institutional adoption, and RWA marketplace development subject to market and regulatory timing risks.

See Risk Section of the Information Memorandum and SEC Form C on EDGAR for full risk disclosures.

ZeroChain

Why ZeroChain. Why Now.

Right Infrastructure, Right Moment

GENIUS Act made our design choices federal law. Competitors retrofit. We were already there.

Institutional DNA

90+ years of investment banking, capital markets, and structured finance, a combination found nowhere else in blockchain.

Multi-Pillar Revenue

Four independent income streams: stablecoin yield, P2P fees, enterprise licensing, Ark2 Labs 10% entitlement.

Philanthropy Is Strategy

ZeroHunger generates ESG credentials, sovereign relationships, and community scale. Every Foundation dollar creates multiple dollars of commercial benefit.

Compounding Advantage

Each transaction, client, and BGC licensed strengthens every dimension of our competitive position.

Production Proof

Not a whitepaper. Not a testnet. ZeroHunger coin is projected to have millions of transactions daily. The performance claims on this deck will be validated, live.

Proprietary, For Prospective Investors Only. Read the full Information Memorandum and SEC Form C before investing. Early-stage investment involves risk of total loss.

ZeroChain

We are to Banking, what Netflix was to Blockbuster.

Invest from $100 at Netcapital.com

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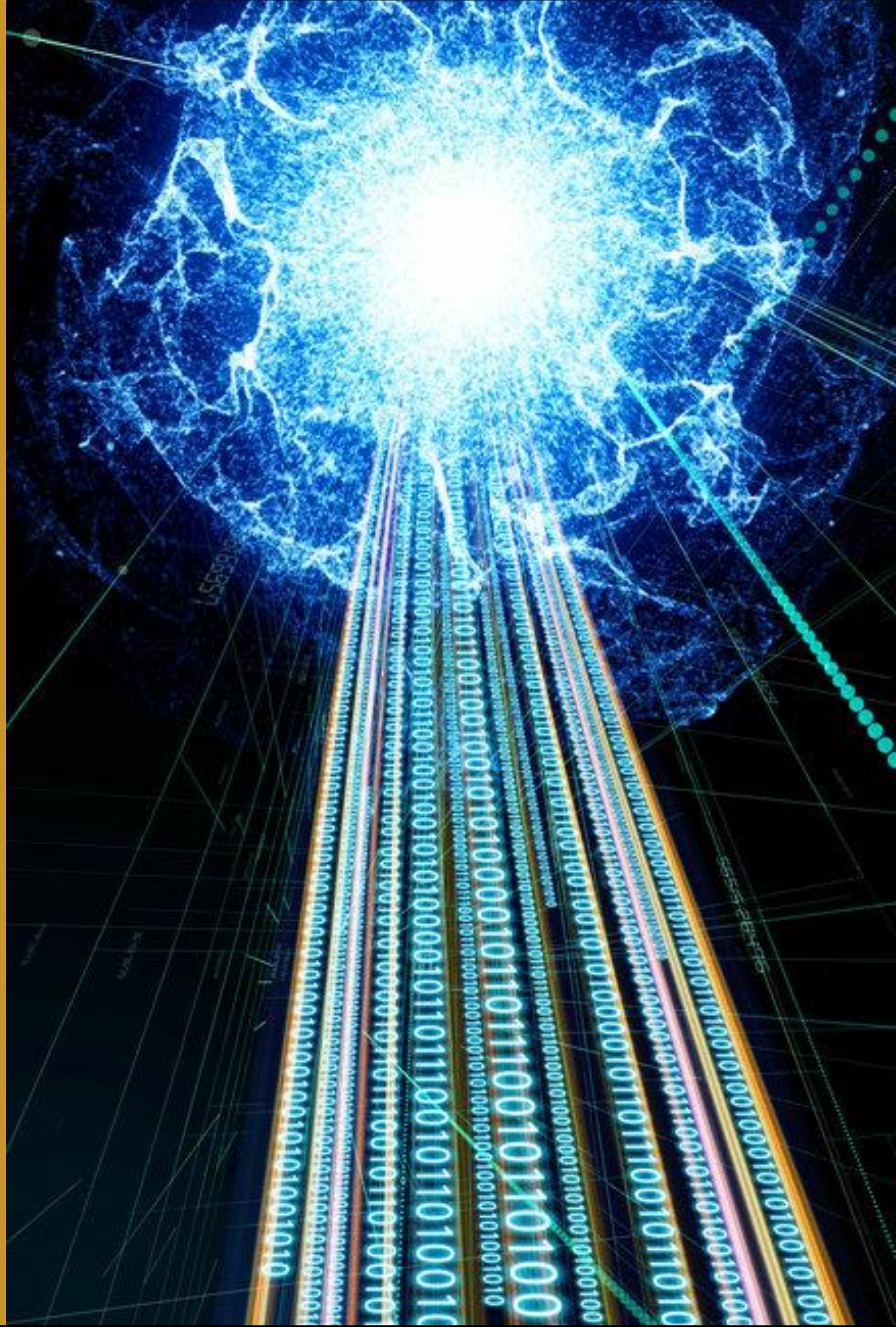

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