

GSCX GROUP

Series A Capital Allocation Memorandum

Institutional Trade Infrastructure Platform

Target Raise: £15M–£20M Series A

Jurisdictional Anchor: Bermuda

Objective: Establish the foundational infrastructure, regulatory framework, custody architecture, trade-cycle de-risking instrumentality, and operational capabilities required to launch the first institutional-grade global trade exchange ecosystem.

Executive Summary

GSCX is building the institutional infrastructure layer for global trade.

The current international trade ecosystem remains fragmented across banks, insurers, logistics providers, payment processors, correspondent banking networks, and trade finance intermediaries. This fragmentation creates significant inefficiencies, increased costs, settlement delays, fraud exposure, and limited access to trade finance for developing economies.

GSCX consolidates these functions into a single regulated framework designed to provide:

- Trade Execution
- Settlement
- Custody
- Tokenization
- Risk Management
- Insurance Integration
- Liquidity Coordination
- Regulatory Compliance

The Series A financing will fund the development, licensing, testing, and commercialization of the initial Bermuda-based platform while creating the foundation for future expansion into additional strategic jurisdictions.

Capital Deployment Strategy

The Series A capital raise is structured to support two operating scenarios.

Minimum Viable Raise

£15 Million

Provides sufficient capital to:

- Complete Bermuda licensing process
- Deploy IBM infrastructure
- Launch custody and trust operations
- Execute beta transactions
- Validate settlement processes
- Onboard initial institutional participants
- Achieve commercial launch readiness

Target Raise

£20 Million

Provides additional capital to:

- Accelerate jurisdictional expansion planning
- Increase regulatory capital reserves
- Expand compliance capabilities
- Accelerate institutional onboarding
- Reduce future dilution requirements
- Enhance liquidity provider integration

Use of Proceeds

Category	£15M Raise	£20M Raise
IBM Infrastructure & Core Systems	£3.5M	£3.5M
Regulatory Licensing & Governance	£2.5M	£3.0M
Technology Development	£2.0M	£3.0M
Compliance, Legal & Risk	£1.5M	£2.0M
Custody & Trust Operations	£1.0M	£1.5M
Team & Operating Expenses	£2.0M	£2.5M

Category	£15M Raise	£20M Raise
Business Development & Partnerships	£1.0M	£1.5M
Sandbox Regulatory Applications and Capital Reserves	£1.0M	£2.5M
Strategic Contingency	£0.5	£1.0M
Total	£15.0M	£20.0M

Key Milestones Enabled

Phase I

Infrastructure & Licensing

Months 0–3

Objectives:

- IBM LinuxONE deployment
- Bermuda regulatory approvals [We need two months to prepare our Sandbox Regulatory Applications, and three months thereafter, for most of them, to obtain approval]
- Trust company formation
- Custodial framework implementation
- Stablecoin settlement infrastructure

Expected Outcome:

Operational institutional infrastructure capable of entering regulatory sandbox testing.

Phase II

Validation & Market Testing

Months 4–6

Objectives:

- Beta trade execution
- Logistics integration validation
- Custody operations testing
- Settlement process validation

- Institutional participant onboarding

Expected Outcome:

Demonstrated operational readiness and regulatory compliance.

Phase III

Commercial Launch

Months 7–12

Objectives:

- Full licensing progression
- Revenue-generating transactions
- Institutional member growth
- Liquidity provider participation [They need to participate in the Phase II as well]
- Expansion readiness assessment

Expected Outcome:

Commercially operational institutional trade infrastructure platform.

Strategic Value Creation

The Series A capital is intended to establish the foundation for a significantly larger long-term opportunity.

Following successful commercialization, GSCX intends to expand its operating framework into additional strategic jurisdictions including:

- Abu Dhabi Global Market (ADGM) [This is the first stage, along with Bermuda, as a minimal configuration]
- Singapore
- Switzerland
- India
- UK
- Greece

These jurisdictions are expected to provide access to regional liquidity, institutional participants, trade corridors, and future regulatory partnerships.

Long-Term Capital Strategy

The Board anticipates a phased capitalization strategy over five years.

Stage	Capital Range
Series A Tranche 1	£15M–£20M
Series A Tranche 2	£15M–£20M
Series B	£60M

Strategic / Institutional Capital £100M

Potential Total Capitalization: Up to £100 Million

This phased approach is designed to minimize dilution while aligning capital deployment, on a Just-in-time (JIT) basis, with regulatory approvals, market adoption, and operational milestones.

Investment Thesis

GSCX is not a retail marketplace for goods.

GSCX is institutional infrastructure, wholesale marketplace and utility for global trade.

The Series A financing establishes the foundational platform upon which settlement, custody, tokenization, liquidity coordination, risk management, and future data-driven products can be built.

The objective is to create a trusted, regulated, scalable framework capable of supporting international trade across multiple jurisdictions while reducing friction, improving transparency and financial crimes and fraud prevention enforcement, and expanding access to global commerce.