

# NI 43-101 Token Rights Summary

## What Rights Does a GOLDN Token Hold?

### 1. Primary Right — Secured Collateralization of NI 43-101 Gold Reserves

GOLDN Tokens are secured by a first-priority collateral interest in 49,000 ounces of NI 43-101 Indicated gold reserves from the San Gregorio vein at the Nieves Project in Mexico. This collateral interest is held by Digix Holding Inc. and assigned into a Trust Structure for the sole benefit of GOLDN Token holders.

This means the Tokens are backed by real, independently verified gold reserves. The reserve-based collateral remains in place throughout the mining and refining process and secures the Token holder's entitlement until refined bullion corresponding to that Token holder's allocation has been delivered.

### How the Collateral Works for Token Holders

- Token holders have a pro rata beneficial interest in the reserve collateral through the Trust Agreement.
- If a Token holder has not yet received delivery of its refined bullion allocation, that Token holder's entitlement remains fully secured by the NI 43-101 reserve interest.
- Once refined bullion totaling 49,000 troy ounces has been delivered for the benefit of the Token holders and thereby satisfying in full, all delivery obligations of Digix, the Token holders' rights with respect to the corresponding NI 43-101 reserve-collateral interest shall be deemed fully satisfied and discharged.
- If any event or circumstance adversely impacts production such that final delivery cannot be fully completed, all refined bullion then held in the secure vault will be distributed to Token holders on a pro-rata basis, and Digix shall continue to use commercially reasonable best efforts to fulfill the remaining delivery obligations.
- Refined bullion is produced by Digix Reyes Mining, a wholly controlled subsidiary that operates and controls 6 gold mines, ensuring the supply chain certainty.
- If anything affects the 43-101 reserve interest before delivery occurs, Digix Holding Inc. is obligated to replace the collateral within the timeframe and conditions set out in the Offering Memorandum so that Token holders remain fully collateralized.

## **2. Secondary Right — Economic Protection in an Exit Event**

“An Exit Event occurs when the mine owner sells or monetizes the project, the concession, or any part of its economic interest.”

If an Exit Event occurs prior to the delivery of refined bullion to Token holders, any cash proceeds received by Digix Holding Inc. that are attributable to the secured NI 43-101 reserve interest (the “Exit Proceeds”) shall be used exclusively to procure refined gold bullion for delivery to Token holders, up to the quantity of bullion that the Exit Proceeds can reasonably support at the fixed forward price of US \$1,550 per troy ounce. To the extent the Exit Proceeds are insufficient to procure the full quantity of refined bullion corresponding to the Token holders’ aggregate allocations, Digix Holding Inc. shall be obligated to replace the resulting shortfall with an equivalent amount of NI 43-101 Indicated mineral reserves of comparable geological confidence and economic value, which shall become the new collateral securing the Token holders’ remaining undelivered entitlements. The program shall continue toward bullion delivery based on such Replacement Collateral, and Token holders shall remain fully secured throughout the process.

### **Under the Token Trust Structure:**

- Token holders have a beneficial right to the value attributable to their portion of the reserve interest.
- If an event jeopardizes or removes the original reserve collateral, Digix Holding Inc. must replace the collateral in accordance with the Token Holder rights described in the Offering Memorandum, ensuring Token holders remain protected.
- Replacement collateral must consist of NI 43-101 Indicated reserves of comparable geological confidence and economic value.

### **What This Means for Token Holders**

- Your primary protection is the secured collateralization of real NI 43-101 Indicated gold reserves. Real Gold, Real Reserves, No Speculation
- This collateral remains active until your bullion has been fully delivered.
- If the project is sold or monetized early, Digix Holding Inc. is obligated to use any resources to procure refined bullion for the benefit of the holders and preplace any collateral shortfall.
- Digix Holding Inc. is obligated to maintain collateral coverage — either through the original NI 43-101 reserves or by replacing them as required.
- Token holders ultimately receive either:
  - (A) refined bullion corresponding to their Token allocation
  - (B) collateral replacement
  - (C) combination thereof corresponding to their Token allocation

### **3. Corporate, Legal and Tax Structure**

Blocker: Digix Master Series LLC (U.S.)  
Issuer: Digix Holding Inc. (Panama)  
Operations: Digix Reyes Mining (Bolivia)

Token Holders :

- Do Not Become Shareholders or Partners
- Do Not Take on Mining Operational Risk
- Do Not Receive Business Income or Incur Tax Liability from the Mining Operation.
- Have a secured, enforceable right to future bullion delivery

#### **In Short:**

GOLDN Tokens give holders an entitlement to 49,000 oz. of refined bullion and a secured, collateral-backed interest in real gold reserves, with an explicit obligation that Digix Holding Inc. must replace the collateral or any collateral shortfall, if the original reserve interest is affected or monetized — Ensuring continuous protection for Token holders under all commercially reasonable outcomes.

**Real Reserves. Real Delivery. Real Protection**