



# GEMINI

YOUR BRIDGE TO THE FUTURE OF MONEY

A Next Generation Digital Asset Exchange And Custodian

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As used herein, “Digital Asset” means a digital asset (also called a “cryptocurrency,” “virtual currency,” “digital currency,” or “digital commodity”), such as bitcoin or ether, which is based on the cryptographic protocol of a computer network that may be (i) centralized or decentralized, (ii) closed or open-source, and (iii) used as a medium of exchange and/or store of value.

Gemini does not sell or issue to its users any Digital Assets, but rather provides an exchange and custodian whereby Qualified Users (as defined below) may buy, sell, exchange, trade, or store Digital Assets. All Digital Assets exchanged or traded by and between our Qualified Users originate from the Qualified Users themselves.

A “Qualified User” has successfully provided the required identification information pursuant to our Bank Secrecy Act (“BSA”) and Anti-Money Laundering (“AML”) Compliance Program Program (“BSA/AML Program”).

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No information pertaining to the performance of digital assets should be considered “forward looking”. PAST PERFORMANCE IS NO GUARANTEE OF FUTURE RESULTS.

Additional information may be available upon request.

# RISK FACTORS

1. The risk of loss in trading Digital Assets may be substantial and losses may occur over a short period of time;
2. The price and liquidity of Digital Assets has been subject to large fluctuations in the past and may be subject to large fluctuations in the future;
3. Legislative and regulatory changes or actions at the state, federal or international level may adversely affect the use, transfer, exchange and value of Digital Assets;
4. In certain jurisdictions, Gemini may not be regulated as a financial institution, deposits in Digital Asset Accounts and Fiat Accounts may not be considered deposits under the laws, rules or regulations applicable to certain jurisdictions and may not be subject to applicable deposit insurance protection;
5. Digital Assets are not legal tender, are not backed by the government, and Digital Asset accounts and value balances are not subject to Federal Deposit Insurance Corporation or Securities Investor Protection Corporation protections; transactions in Digital Assets may be irreversible, and, accordingly, losses due to fraudulent or accidental transactions may not be recoverable. Certain Digital Asset transactions shall be deemed to be made when recorded on a public ledger, which is not necessarily the date or time one initiates a transaction;
6. The value of Digital Assets may be derived from the continued willingness of market participants to exchange fiat currency for Digital Assets, which may result in the potential for permanent and total loss of value of a particular Digital Asset should the market for that Digital Asset disappear;
7. The nature of Digital Assets may lead to an increased risk of fraud or cyber attacks, and may mean that technological difficulties experienced by Gemini may prevent the access to or use of Digital Assets; and
8. Any bond or trust account maintained by Gemini for the benefit of our users may not be sufficient to cover all losses due to theft or fraud incurred by Users.

The recipient of this presentation acknowledges that he or she is solely responsible for determining the nature, potential value, suitability, and appropriateness of these risks, and that Gemini does not give advice or recommendations regarding Digital Assets including the suitability and appropriateness of, and investment strategies for, Digital Assets. However, this brief statement does not disclose all of the risks associated with trading in Digital Assets. Investment losses may occur partially or fully.



# INTRODUCTION TO GEMINI

Security. Liquidity. Trust.

# GEMINI OVERVIEW

**Gemini is a licensed digital asset exchange and custodian.<sup>(1)</sup> Buy, sell, and store both bitcoin and ether in a regulated, secure, and compliant manner.**

Founded in 2014 by Cameron and Tyler Winklevoss, Gemini is headquartered in New York, NY and comprised of 80 professionals.<sup>(2)</sup>

Gemini currently services clients from the United States, Canada, the United Kingdom, South Korea, Hong Kong, Singapore, the Cayman Islands, the British Virgin Islands, Bermuda, and the Channel Islands.

*(1) A "digital asset" such as bitcoin or ether (also called a "cryptocurrency," "virtual currency," "digital currency," or "digital commodity"), is based on the cryptographic protocol of a computer network that may be (i) centralized or decentralized, (ii) closed or open-source, and (iii) used as a medium of exchange and/or store of value. (2) As of January 31, 2018.*

# GEMINI OVERVIEW

CONTD.

- Gemini is a New York trust company regulated by the New York State Department of Financial Services (NYSDFS).
- Gemini is a fiduciary and subject to the capital reserve requirements, cybersecurity requirements, and banking compliance standards set forth by the NYSDFS and the New York Banking Law (NYBL).
- Gemini is authorized under the NYBL, and consistent with Rule 206(4)-2 under the Investment Advisers Act of 1940, to act as a custodian of digital assets.

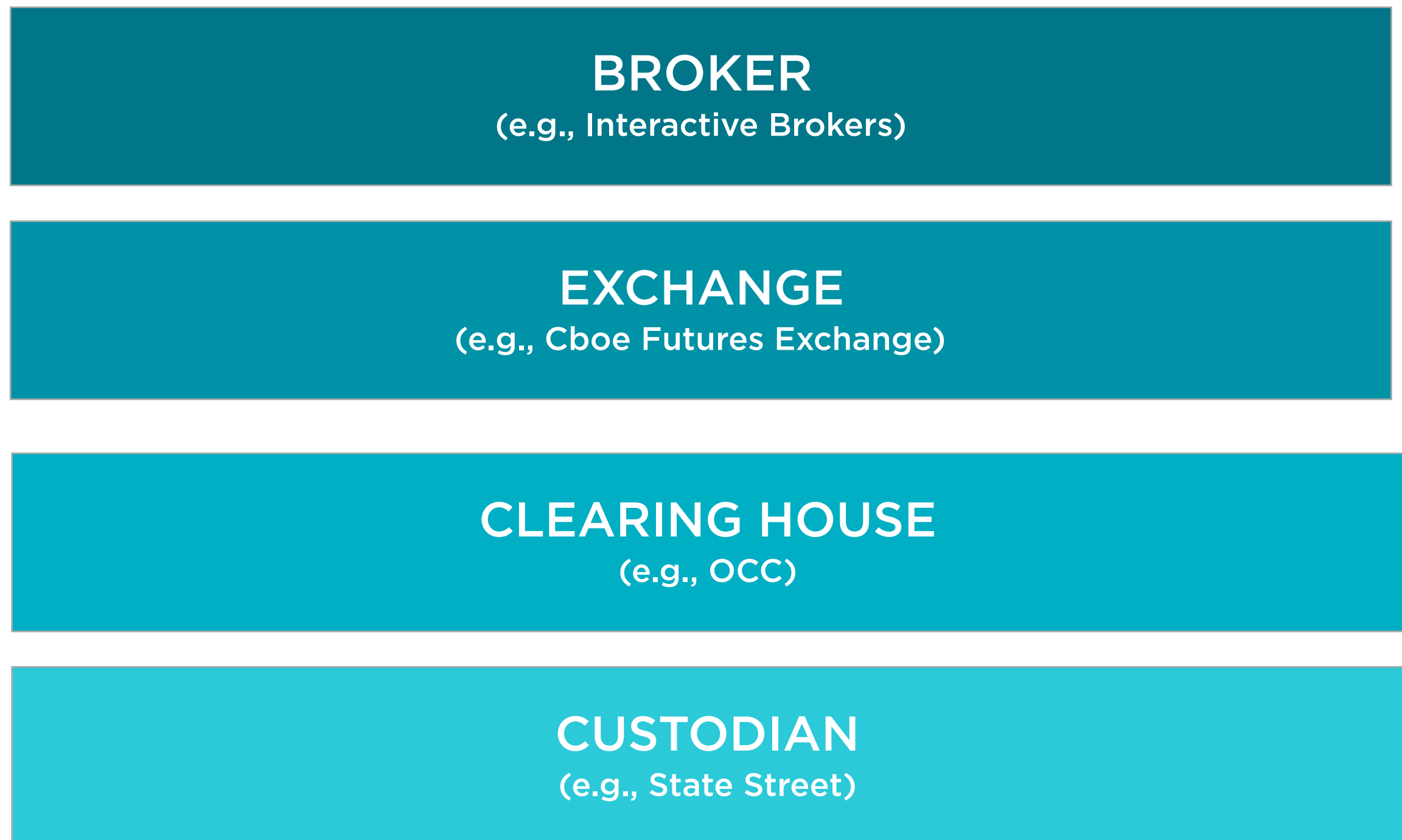
# GEMINI OVERVIEW

CONTD.

## GEMINI



## TRADITIONAL MARKETS



# BITCOIN/DIGITAL ASSET BLOCKCHAIN





# BITCOIN/DIGITAL ASSET BLOCKCHAIN OVERVIEW

**Bitcoin was created to enable two parties to transact securely with one another without the need for a financial intermediary.<sup>(1)</sup>**

- The Bitcoin Network is designed to prevent the double-spending of any bitcoin, enabling two parties to exchange value with an almost immediate transaction settlement.
- The Bitcoin white paper was first introduced in 2008 by a programmer (or group of programmers) under the pseudonym of Satoshi Nakamoto.<sup>(2)</sup>
- The Bitcoin Network was launched in 2009.

*(1) By common convention, Bitcoin with a capital “B” typically refers to the Bitcoin Network as a whole, whereas bitcoin with a lowercase “b” refers to the digital asset of the Bitcoin Network. This naming convention is used throughout this document. (2) Nakamoto, Satoshi (October 2008). See [Bitcoin: A Peer-to-Peer Electronic Cash System](#).*

*Bitcoin and ether are subject to various risks, including risk of loss and risk of illiquidity, particularly when trading in larger amounts. There can be no assurance that Gemini will offer the best possible price.*

**Bitcoin is a digital asset that is issued by, and transmitted through, the decentralized, open source protocol of the peer-to-peer Bitcoin Network.**

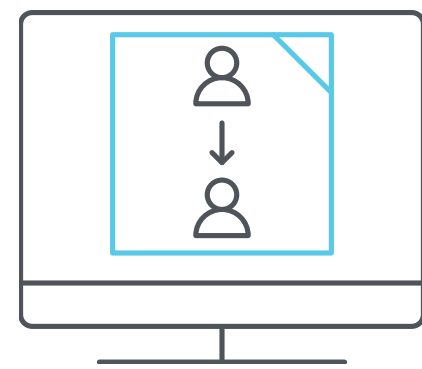
- A bitcoin is a unit, which functions as a store of value, that can be directly transmitted between users on the Bitcoin Network.
- A bitcoin represents a fixed, pro rata share of the Bitcoin Network, with the total amount limited to 21 million bitcoins (approximately 16.8 million currently in existence) and is almost infinitely divisible.<sup>(1)</sup>
- The Bitcoin Network is decentralized and does not rely on either governmental authorities or financial institutions to create, transmit, or determine the value of bitcoin (i.e., it is “permissionless”).
- A bitcoin can be used as a store of value or medium of exchange to pay for goods and services, and can be converted to fiat currencies at prices determined by supply and demand on digital asset exchanges.

*(1) Source: [www.blockchain.info](http://www.blockchain.info). Data as of January 31, 2018.*

**The Bitcoin Network hosts the decentralized public transaction ledger, known as the “Blockchain,” on which all bitcoin transactions are recorded.**

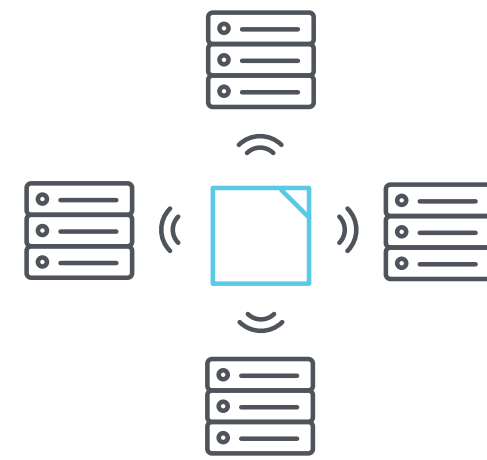
- The Blockchain is a decentralized, digital ledger maintained on the computers of each Bitcoin Network participant known as “nodes” (i.e., there is no central point of control and this digital record is stored partially or fully on each participant’s software).
- The Blockchain is a fully auditable, canonical record of every bitcoin, every Bitcoin transaction (including the creation or “mining” of new bitcoin) and every Bitcoin address associated with a quantity of bitcoin.
- “Blocks” represent groups of immutable, validated transactions, each linking to its predecessor, all the way back to the first block of Bitcoin transactions (“the Genesis block”).
- By memorializing every transaction in the Blockchain, which is publicly accessible and transparent to each participant, the Bitcoin Network provides confirmation against double-spending of any bitcoin.

# BITCOIN/DIGITAL ASSET BLOCKCHAIN OVERVIEW



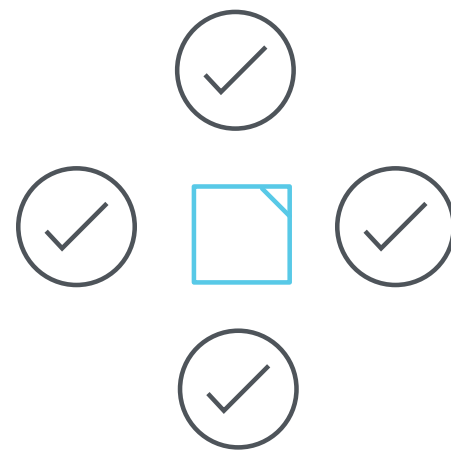
**1**

Alice requests and signs a transaction.



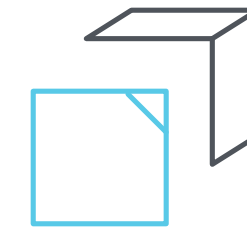
**2**

The requested transaction is broadcast to the Blockchain network.



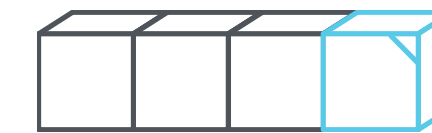
**3**

The Blockchain network validates the transaction and Alice's authority over the withdrawal address.



**4**

Once verified, the transaction is grouped with others to comprise a new block within the Blockchain.



**5**

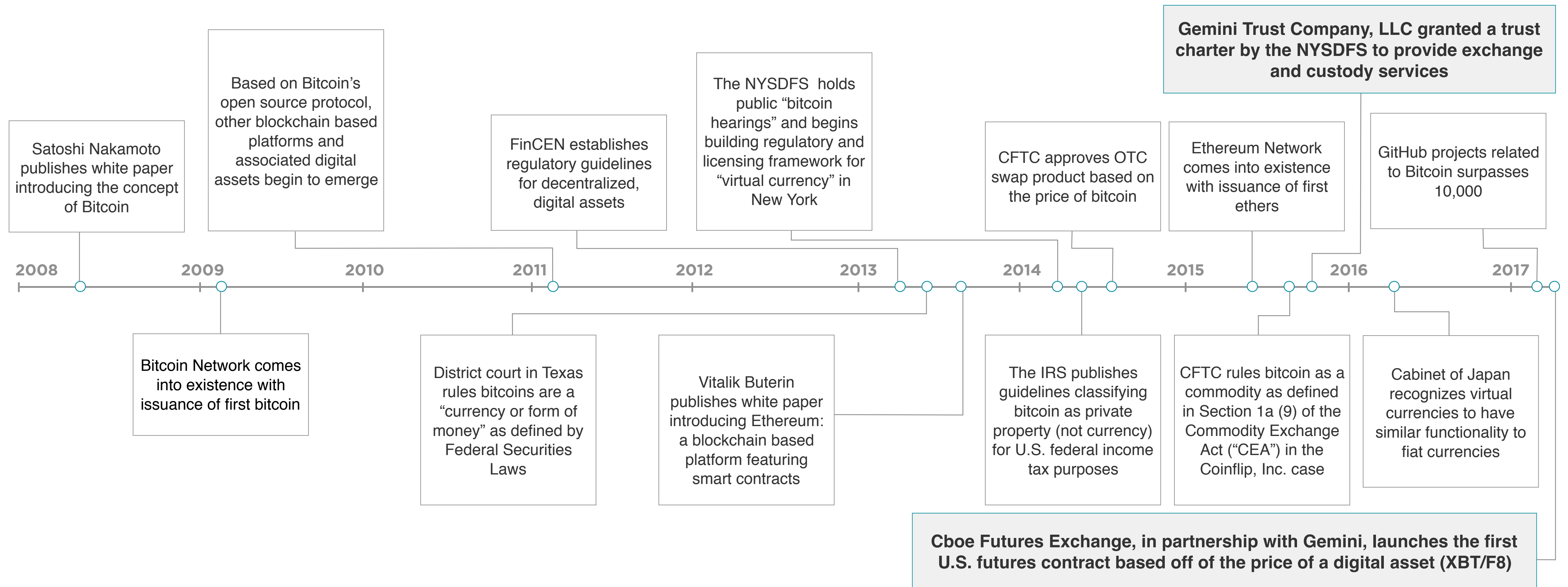
The new block is added to the existing Blockchain.



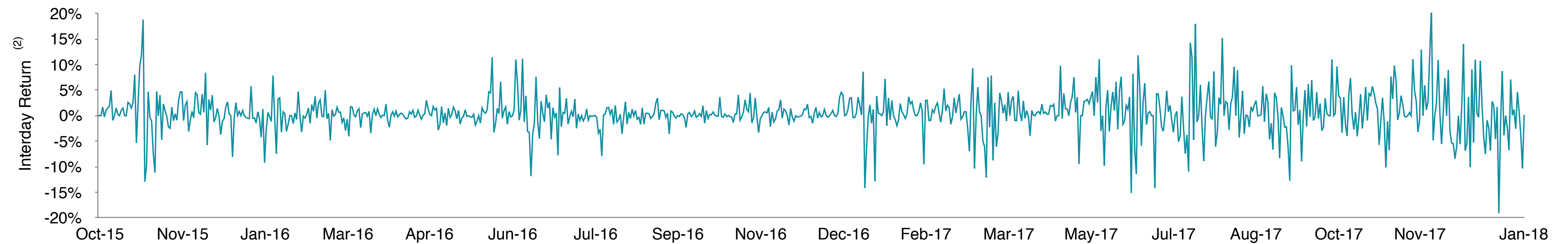
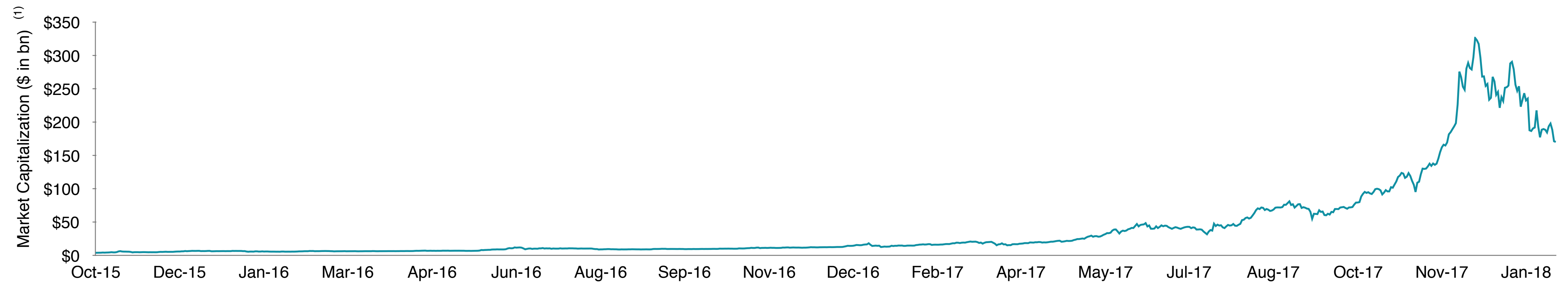
**6**

The transaction is complete.

# BITCOIN/DIGITAL ASSET BLOCKCHAIN HISTORY



# BITCOIN/DIGITAL ASSET BLOCKCHAIN HISTORY



<sup>(1)</sup> Source: [www.blockchain.info](http://www.blockchain.info). Data as of January 31, 2018. <sup>(2)</sup> Interday Return (%) uses Gemini's 4:00 pm ET auction for closing price — if no auction data is available for the day, volume weighted average price (VWAP) from 3:00 - 4:00 pm ET used.

# GEMINI SERVICES

# DIGITAL ASSET EXCHANGE

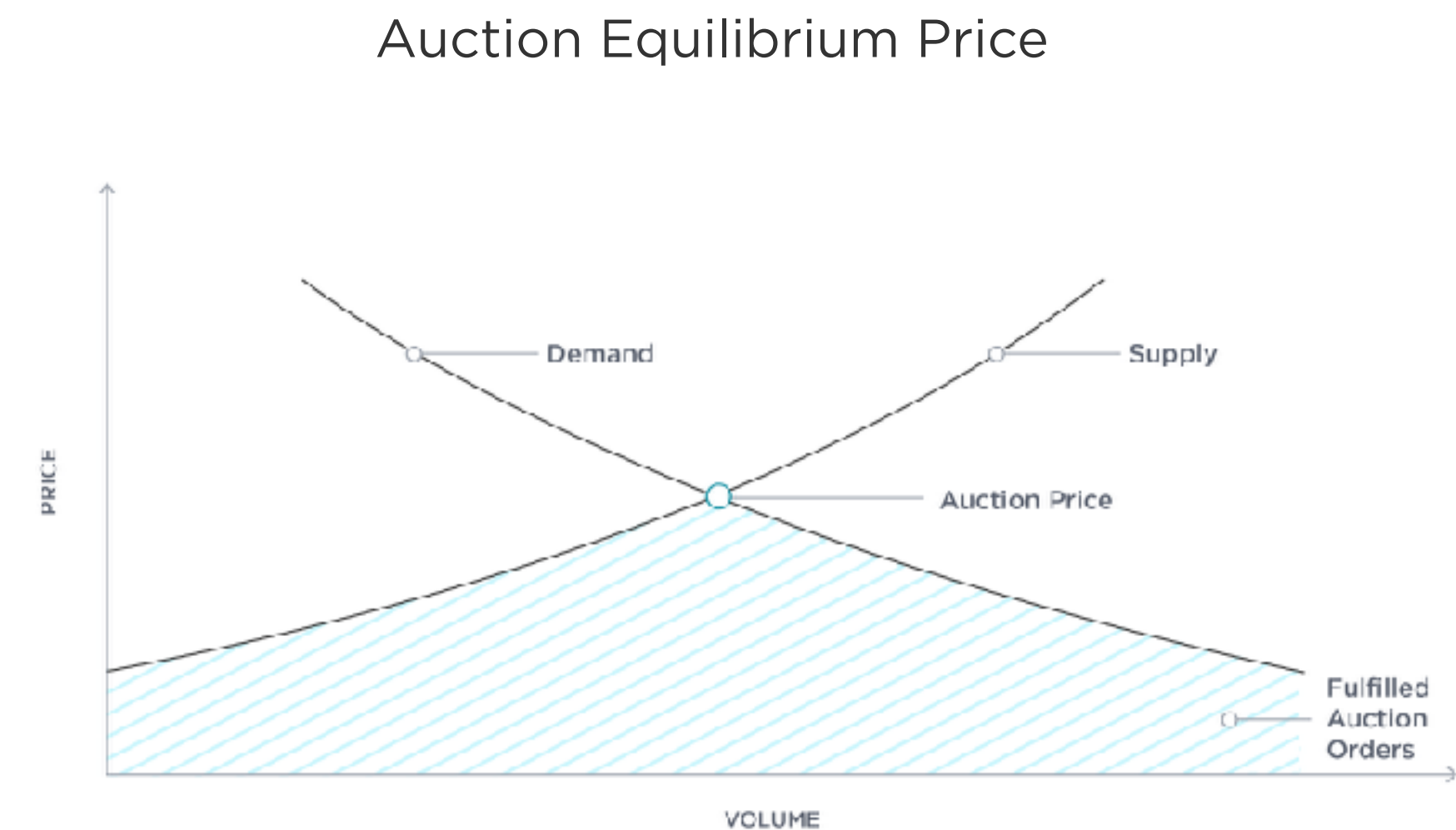
- Gemini is an institutional-grade exchange and custodian which allows market participants to buy, sell, and store digital assets in a regulated, secure, and compliant manner.
- All U.S. Dollar deposits are held for the benefit of our customers in FDIC-insured banks.
- All digital assets are custodied in trust on your behalf. The majority of digital assets are stored offline in our proprietary Cold Storage system.
- Gemini must adhere to all anti-money laundering (AML) laws, know your customer (KYC) requirements, and consumer protections set forth by the Bank Secrecy Act (BSA) and NYSDFS.



- The Gemini marketplace features central limit order books that follow a price-time priority model.
- Gemini supports multiple order types and execution options to facilitate trading strategies.
- The Gemini marketplace conducts auctions for certain trading pairs every day (including weekends and holidays), which foster moments of elevated liquidity and price discovery.
- Gemini.com offers an easy-to-use and intuitive web platform for trading.
- API connectivity options meet the needs of sophisticated traders; they include REST, WebSockets, and FIX via cross-connect from the Equinix NY4 or NY5 data centers. Customers can use these protocols to access public market data as well as private trading sessions. To set up a cross connect, please contact us at connectivity@gemini.com.

### AUCTIONS

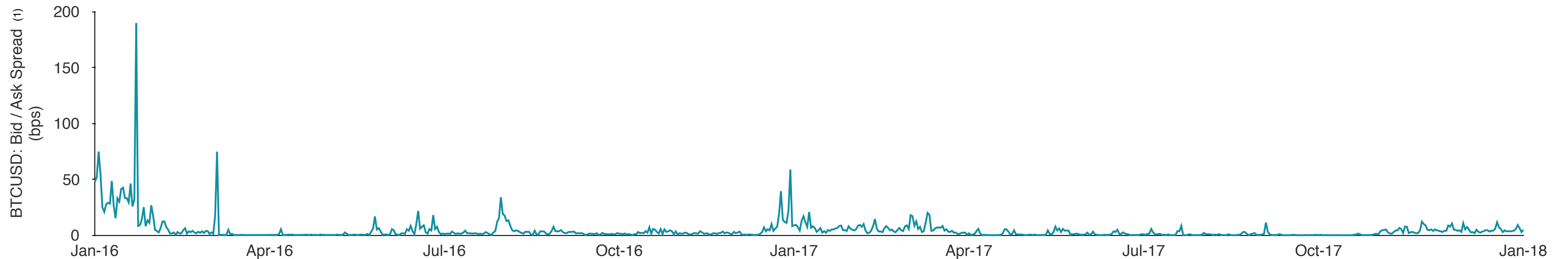
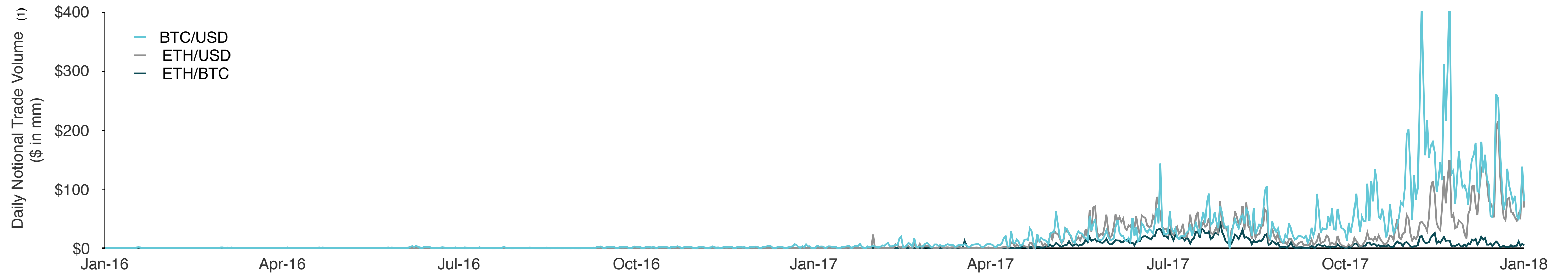
- The final auction price for every auction is established as the price that executes the greatest aggregate quantity and minimizes the imbalance between buy and sell orders across both the auction and continuous order books.
- Gemini's auction design approximates the results of the Walrasian tâtonnement process used in standard economics textbooks to describe how the forces of supply and demand determine prices and market clearing quantities.
- Gemini's auction mechanism is similar to the auction mechanisms used by NYSE Arca, Nasdaq, Cboe Options, and other large stock exchanges throughout Europe and Asia.



AUCTIONS CONTD.

- Auction orders may be placed up to eight hours before an auction runs. Auction orders may be cancelled at any time up until the final minute before an auction runs. Auction orders may not be canceled in the final minute, but they may still be placed.
- Beginning at ten minutes before an auction runs, indications of the upcoming auction price are broadcast at 60 second intervals and at 15 second intervals during the final minute before the auction runs.
- An auction will be cancelled if (i) there is insufficient interest or (ii) the final auction price deviates from the collar price by more than five percent at the time that the auction runs. For all BTC/USD auctions, the collar price is the Winklevoss Blended Bitcoin Index (WBBI). For all ETH/USD auctions, the collar price is the midpoint of the continuous order book.
- If an auction is canceled, all Auction-Only (AO) Limit orders will be canceled and all orders on the continuous order book will be unaffected.

# DIGITAL ASSET EXCHANGE CONTD.



(1) Source: [www.data.bitcoinity.org](http://www.data.bitcoinity.org) and [www.gemini.com](http://www.gemini.com). Data as of January 31, 2018.

# CUSTODY SERVICES

- As a New York trust company, Gemini is authorized under the NYBL to provide custodial services of digital assets.
- Gemini is a fiduciary under the NYBL and subject to the capital reserve requirements, cybersecurity requirements, and banking compliance standards set forth by the NYDFS and the NYBL.

# CUSTODY SERVICES

CONTD.

Gemini offers two custody solutions for your digital assets:

<b>Depository Account</b>		<b>Segregated Custody Account</b>	
Client digital assets are <b>commingled</b> . The majority of funds are custodied and secured offline in Gemini's proprietary Cold Storage System. <sup>(1)</sup>		Client digital assets are <b>segregated</b> , using unique digital asset addresses in Gemini's Cold Storage System, which are independently verifiable and auditable on their respective blockchains. All segregated digital assets are custodied and secured offline in Gemini's proprietary Cold Storage system.	
Minimum Balance:	<b>None</b>	Minimum Balance:	<b>None</b>
Annual Fees:	<b>None</b>	Annual Fees:	<b>0.946%<sup>(2)</sup></b>
Min Annual Fees:	<b>None</b>	Min Annual Fees:	<b>\$100,000 USD</b>
Liquidity:	<b>Funds are always available for immediate trading</b>	Liquidity:	<b>2 business days<sup>(3)(4)</sup></b>

*(1) A technical description of Gemini's Cold Storage System can be found on our [Security Page](#).*

*(2) Fees are charged in the asset type in which the segregated account is denominated.*

*(3) "Business day" means any weekday, excluding U.S. banking holidays and U.S. asset trading holidays.*

*(4) Withdrawal of funds outside of the first business day of each month are subject to ad hoc withdrawal fees.*

# CONTACT



# CONTACT US

- FOR MORE INFORMATION OR TO OPEN AN INSTITUTIONAL ACCOUNT, PLEASE CONTACT [BIZDEV@GEMINI.COM](mailto:BIZDEV@GEMINI.COM) OR VISIT [WWW.GEMINI.COM](http://WWW.GEMINI.COM).

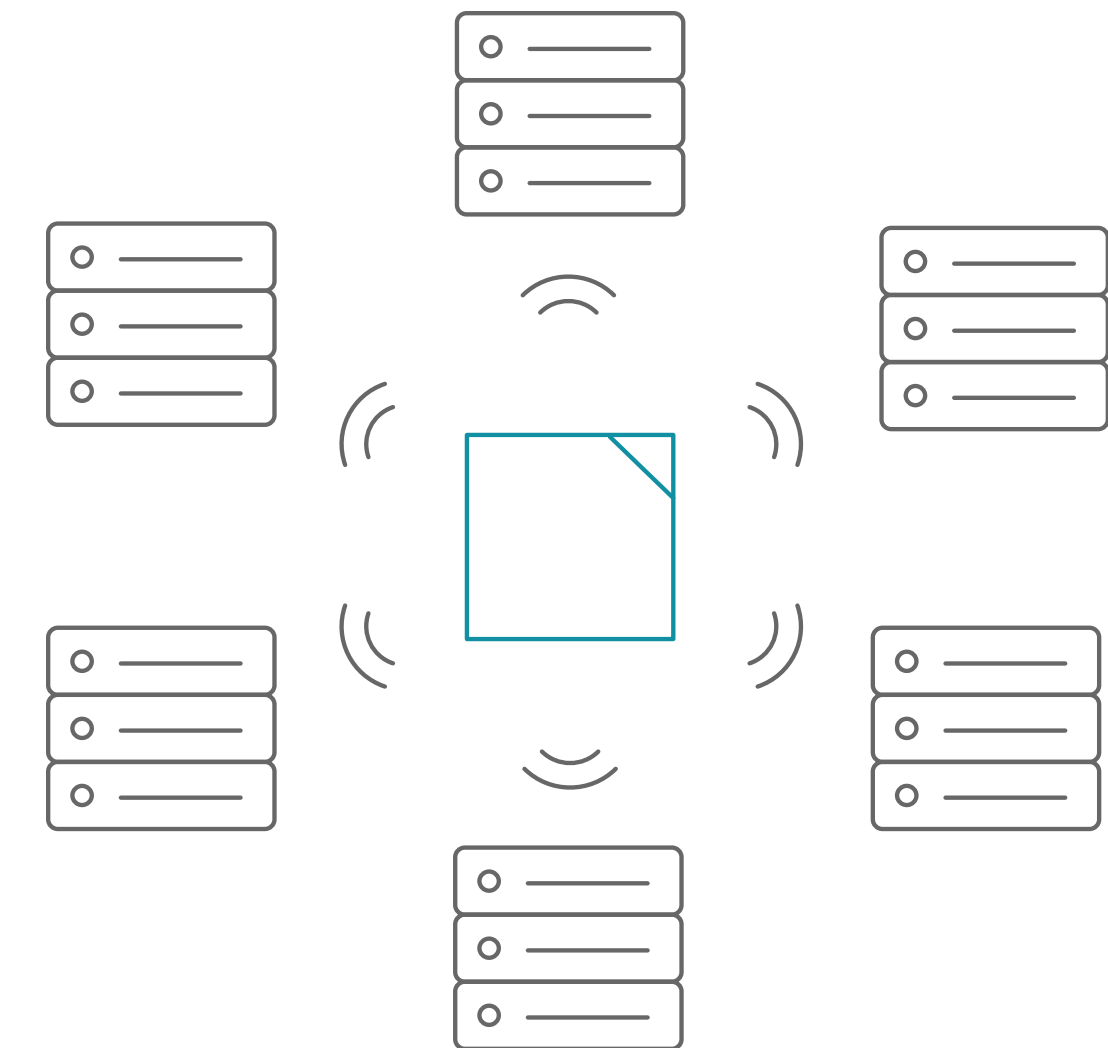


# APPENDIX

A photograph of an astronaut in a white spacesuit floating in space. The astronaut is positioned in the center-left of the frame, with their body angled towards the right. The background is a deep black space, with a bright blue and white curved horizon of the Earth visible on the left side. The lighting is dramatic, highlighting the astronaut's suit and the curvature of the planet.

# THE BITCOIN NETWORK

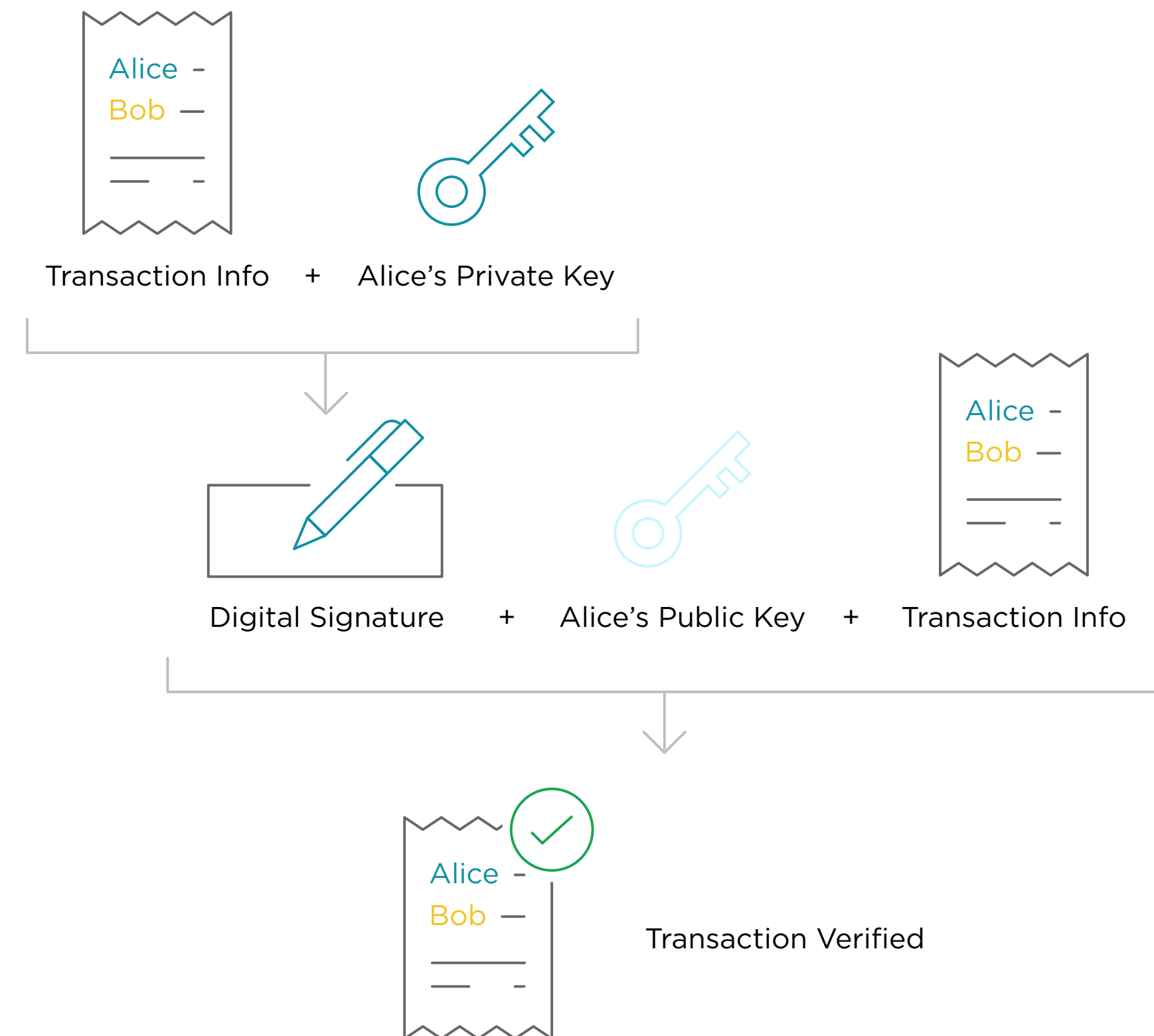
- The Blockchain acts as a network of replicated databases (peer-to-peer), with each containing the same list of past Bitcoin transactions and no one central database acting as the gatekeeper.
- Members of the Bitcoin Network are referred to as “nodes” and pass transaction data and block data (additions to the ledger) between network users.
- Each validator independently checks the payment and block data, creating a decentralized, consensus-driven network.



# THE BITCOIN NETWORK

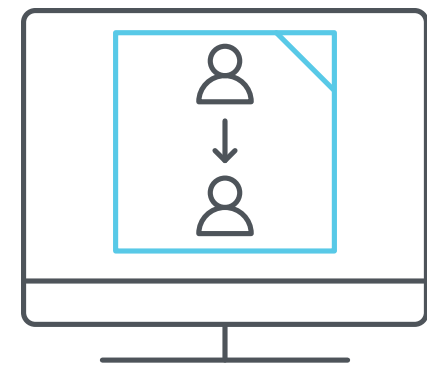
## CONTD.

- A Bitcoin private key controls the transfer or “spending” of bitcoin from its associated Bitcoin public address, while a public key and its Bitcoin public address allow a user to receive bitcoin.
- A private key and its public key have an asymmetric, mathematical relationship enabling a user to send bitcoin without revealing his or her private key, while at the same time allowing other users on the network to verify the sender does in fact control the private key by only knowing the sender’s public key.



# THE BITCOIN NETWORK

- Bitcoin transactions are verified, ordered, and added to the public ledger through a process known as “mining.”
- Miners are rewarded for their efforts in verifying transactions and adding new blocks to the Blockchain with the issuance of new bitcoin and transaction fees.



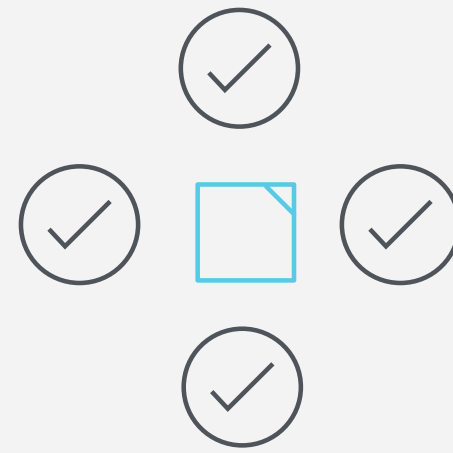
**1**

Alice requests and signs a transaction.



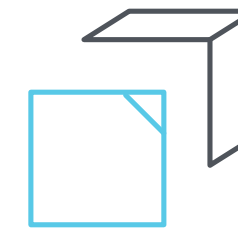
**2**

The requested transaction is broadcast to the Blockchain network.



**3**

The Blockchain network validates the transaction and Alice’s authority over the withdrawal address.



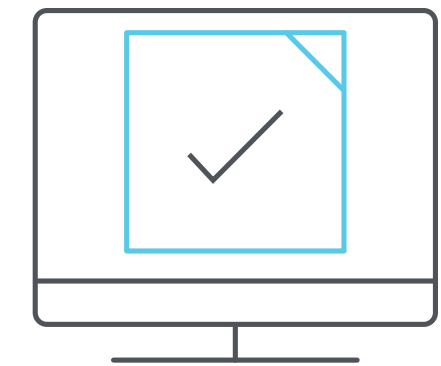
**4**

Once verified, the transaction is grouped with others to comprise a new block within the Blockchain.



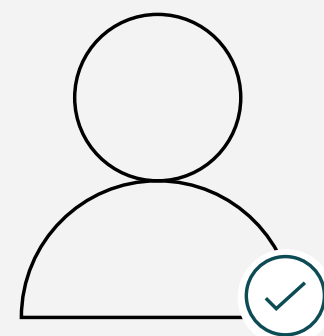
**5**

The new block is added to the existing Blockchain.



**6**

The transaction is complete.



**A**

Miners verify Alice as legitimate sender

101...	
102. Alice — Ben	==
103...	

**B**

Miners order transactions to prevent double-spending of bitcoin

# THE BITCOIN NETWORK CONTD.

- Groups of transactions are added to a block utilizing **hash values** (a unique numerical value which identifies the contents of the transactions).
- The hash value acts as a fingerprint for a block. If the contents are modified in any way, the hash value will also change. This creates an immutable chain of transactions with each block built upon its predecessor.

16:00:00 UTC

<b>TRANSACTION INFO:</b> Transaction #97, Transaction #98, Tr...
<b>COINBASE TRANSACTION:</b> 12.5 BTC to abtA810ldknLul6321...
<b>NONCE:</b> 503,309,019
<b>PREVIOUS HASH VALUE:</b> jGitfZ9tY77ask0293rjakfsa219s8jklLr...
<b>HASH:</b> WZ6wy51nEgS2g85qi7j3oGmQdsH5W3mp629Gmg77Id...

16:10:00 UTC

<b>TRANSACTION INFO:</b>	
<b>Transaction #100</b>	<b>Transa</b>
<b>From:</b> 17UrhSphGVotsoepEutYEYSDVqD51w561G	<b>From:</b> 1
<b>To:</b> 1Jq7dVpShK9AUQa8pidGobBqy3uirUViZR	<b>To:</b> dVp
<b>Amount:</b> 3.29582015900 BTC	<b>Amount</b>
<b>Signature:</b> LXH0IVSraQOPxbDUVd7UpFQler5uuK...	<b>Signatu</b>
<b>COINBASE TRANSACTION:</b>	
<b>To:</b> 9AUQa8pidGobBqy3uirUViZRasdfkal2j91daBDk	
<b>Amount:</b> 12.5 BTC	
<b>Signature:</b> 02iewFBsd02935bLsdkiew0FBe2sJil...	
<b>NONCE:</b> 129,579	
<b>PREVIOUS HASH VALUE:</b> WZ6wy51nEgS2g85qi7j3oGsp6Gmg...	
<b>HASH:</b> uLBU8H5W3mQdLWjGitfZ9tY77IdLrTSNiONx1AwnfIHKbZ...	

16:20:00 UTC

<b>TRANSACTION INFO:</b> Transaction #102, Transaction #103...
<b>COINBASE TRANSACTION:</b> 12.5 BTC to HAthg23fabtul6321...
<b>NONCE:</b> 2,105,120
<b>PREVIOUS HASH VALUE:</b> uLBU8H5W3mQdLWjGitfZ9tY77IdLr...
<b>HASH:</b> GZ9tY77IdLrTSNiONx1AwnfIHKbuLBU8H5W3mQdLWjZ...

# SELECT BIOGRAPHIES

## **Tyler Winklevoss, Chief Executive Officer**

Mr. Winklevoss is a Co-Founder and the Chief Executive Officer of Gemini Trust Company, LLC. He is also the Chief Executive Officer of Winklevoss Capital, a private investment firm he co-founded in 2012, which invests in a variety of asset classes with an emphasis on funding early-stage startups. He graduated from Harvard University with a Bachelor of Arts in Economics in 2004 and received a Masters of Business Administration from the Saïd Business School at the University of Oxford in 2010. Together with his brother Cameron, he represented the United States and finished sixth in the men's pair rowing event at the 2008 Summer Olympic Games in Beijing, China. Mr. Winklevoss began participating in the digital asset space through direct investment in bitcoin in 2012.

## **Cameron Winklevoss, President**

Mr. Winklevoss is a Co-Founder and the President of Gemini Trust Company, LLC. He is also the Chief Operating Officer of Winklevoss Capital, a private investment firm he co-founded in 2012, which invests in a variety of asset classes with an emphasis on funding early-stage startups. He graduated from Harvard University with a Bachelor of Arts in Economics in 2004 and received a Masters of Business Administration from the Saïd Business School at the University of Oxford in 2010. Together with his brother Tyler, he represented the United States and finished sixth in the men's pair rowing event at the 2008 Summer Olympic Games in Beijing, China. Mr. Winklevoss began participating in the digital asset space through direct investment in bitcoin in 2012.

# SELECT BIOGRAPHIES CONTD.

## **Sarah Olsen, Head of Business Development**

Ms. Olsen is the Head of Business Development for Gemini Trust Company, LLC. Prior to joining Gemini, Ms. Olsen worked at Apollo Global Management where she focused on capital raising for commingled funds and separately managed accounts investing in structured and performing credit. Prior to that time, Ms. Olsen worked at Brightwood Capital where she focused on capital raising for commingled funds investing in the equity and debt of U.S. middle-market businesses. Ms. Olsen started her career at Rockefeller Financial in the Capital Partners Group where she focused on third-party selection of alternative asset managers for funds of hedge funds and bespoke mandates. Ms. Olsen graduated from Georgetown University with a Bachelor of Arts in philosophy.

## **Michael Breu, Chief Compliance Officer**

Mr. Breu is the Chief Compliance Officer for Gemini Trust Company, LLC. Prior to joining Gemini, Mr. Breu served as the Information Security Head of the Research Department at Bridgewater Associates from 2009-2014 and as the Managing Director of Solutions Consulting at Ounce Labs, an application security firm, from 2005 until the company's acquisition by IBM in 2009. Mr. Breu also held a variety of engineering and security management roles at Wells Fargo between 2001-2005. Mr. Breu earned a Bachelor of Arts from Rice University in 1998.

## **Cem Paya, Chief Security Officer**

Mr. Paya is the Chief Security Officer for Gemini Trust Company, LLC. Prior to joining Gemini, Mr. Paya was the Head of Security for Airbnb. Prior to that time, Mr. Paya served as an information security engineer for Google where he focused on cloud security, identity management, and payments. Mr. Paya started his career at Microsoft where he held a variety of roles including developer, security manager, and program manager. Mr. Paya earned a Bachelor of Science from Dartmouth College in engineering and mathematics as well as a Master of Science in computer science from the University of Washington.