Institutional Tokenization Architecture

Cross-asset RWA framework: from ownership and enforceable rights to issuance, distribution and digital lifecycle management.

OPENmaat | ORIGINATION · STRUCTURING · ORCHESTRATION · LIFECYCLE GOVERNANCE

01 LEGAL & TAX

Ownership, capacity and jurisdiction
- Due diligence and chain of title
- Allocation / assignment / security by Series
- Tax on issuance, cash flows and transfers
- Regulatory classification and AML/KYC
- Security agent and authoritative register

02 FINANCIAL

GoldfieldCoin Series / designated issuer
- Term sheet, issue size and tranches
- Valuation, coverage and risks
- Payment waterfall and covenants
- Subscription and controlled accounts
- Distribution and conditional liquidity

03 TECHNOLOGY

OPENmaat: asset file and traceability
- Document identity / TitleEscrow
- ERC-721: optional document reference
- ERC-3643: eligible financial rights
- ROX MPC / signing controls (if contracted)
- Register, reconciliation and reporting

OUTCOME PER SERIES

Verifiable rights → enforceable instrument → controlled digital representation → payments, security and monitoring

CORE PRINCIPLE: tokenization represents duly established rights; it does not replace contracts, legal registers or authorizations.

Institutional Process · Six Control Gates

Repeatable sequence for each Series; the NI 43-101 mining case illustrates the allocation of rights without limiting the framework to mining.

1 · ORIGINATION

Asset, owner and jurisdiction

Rights, encumbrances, permits; NI 43-101 where applicable

2 · LEGAL ALLOCATION

Assignment / pledge / security

Consents, registration, priority and tax

3 · STRUCTURING

Series and financial terms

Issuer, tranches, payments, covenants and waterfall

4 · DIGITALIZATION

Asset file and tokens

TitleEscrow / optional ERC-721 / ERC-3643

5 · PLACEMENT

Eligibility and settlement

KYC, investors, paying agent, primary proceeds

6 · SERVICING

Reconciliation and enforcement

Legal register, tokens, banks, reporting, default

GATE | A Series proceeds only with technical evidence, legally perfected rights, approvals and applicable controls.

Mining Rights: Allocation and Series Issuance

The asset remains with the operator unless expressly transferred; investors acquire rights under the instrument, not automatic co-ownership of the mine.

MINING OPERATOR / RIGHTS HOLDER

Concession, permits, NI 43-101, production and offtake contracts

→

LEGAL STRUCTURE

Assignment of receivables / security / accounts / agent; enforceability and priority

→

ISSUANCE SERIES

GoldfieldCoin or designated issuer: economic rights, payments and risks

TWO FINANCIAL STRUCTURING ROUTES · SUBJECT TO TRANSACTION AND APPLICABLE LAW

ROUTE A · DIRECT ISSUANCE

GoldfieldCoin / designated issuer → financial instrument → eligible digital representation

ROUTE B · ALTERNATIVE VEHICLE

FERMION (optional) → securities / potential admission to an authorized market → digital integration

DIGITAL & OPERATING LAYER

OPENmaat · TitleEscrow · ERC-3643 · ROX MPC* · registry/custody · payments · reporting · liquidity*

* Participation by ROX, FERMION, markets, DEXs and liquidity providers requires applicable agreements and authorizations.

Responsibility & Control Matrix

Reference template for evaluating, approving and operating new real-asset Series.

LAYER	LEAD RESPONSIBILITY	EVIDENCE / DELIVERABLE	APPROVAL CHECK
Legal / tax	Issuer, legal and tax counsel	Title / assignment / security / tax opinion	Perfection, priority, jurisdiction
Financial	OPENmaat + issuer + agents	Term sheet, valuation, waterfall	Risks, cash flows, covenants
Technology	OPENmaat + appointed operators	Registry, ERC-3643, traceability	Audit, permissions, reconciliation
Distribution	Authorized intermediaries	KYC/AML, subscription, settlement	Eligibility and settlement finality
Lifecycle	Paying / security agent	Reporting, payments, events, enforcement	Position and rights controls

Distinguish: asset ownership ≠ perfected security ≠ investor rights ≠ token ≠ liquidity.