

# Web3 View

Utility token architecture, RWA spin-out, and Web3 strategy overview

Prepared June 2026. Document outlines Glemo's Web3 architecture for investor review.

## Executive overview

Glemo's Web3 strategy is built on a deliberate two-layer architecture that separates two economically distinct products:

- A **utility token** integrated into the Glemo marketplace of AI agents for the real estate industry. Token captures value from marketplace activity — access to SaaS, governance over the developer ecosystem, contributor incentives.
- An **RWA layer** structured as a separate, encapsulated entity operating multimarket-first. Glemo acts as curator/representative, not as issuer or tokenizer of underlying assets. Access restricted to permitted jurisdictions with mandatory KYC and jurisdictional geofencing.

**The two layers are economically decoupled by design.** The utility token does not capture value from the RWA layer, and the RWA structure does not depend on the token. This separation is foundational to preserving regulatory integrity across jurisdictions.

## Layer 1 — Utility token (marketplace integration)

### Function and scope

- Native token of the Glemo marketplace, where AI agents for the real estate industry are distributed to developers and partner companies.
- Primary utilities: SaaS access payment, governance over developer ecosystem decisions, contributor and developer incentives, transaction fees within the marketplace.
- Does not represent ownership of underlying real estate, financial instruments, or RWA. Does not promise yield from external assets. Captures value strictly from marketplace economic activity.

### Tokenomics framework (preliminary)

Final tokenomics will be released in the publishable whitepaper (5–7 weeks). Preliminary framework:

<b>Issuing entity</b>	BVI-incorporated entity, independent of operating Glemo (Brazil/US Delaware).
<b>Standard</b>	ERC-20 or equivalent, with vesting/lock-up smart contracts deployed on EVM-compatible network. Final chain selection contingent on partnership and liquidity considerations.
<b>Distribution buckets</b>	Founders, team, treasury, community/ecosystem, investors. Specific percentages and vesting schedules to be finalized in tokenomics document with industry-standard cliff/vesting design.
<b>Value capture</b>	Marketplace fees flow back to ecosystem through buyback, burn, or rewards mechanisms (to be defined). Captures growth of marketplace transaction volume.
<b>Target FDV at TGE</b>	USD 40M–60M, calibrated against final tokenomics and platform traction. Initial circulating supply 10–15% (USD 5M–9M market cap), with remainder under vesting/lock-up.
<b>TGE window</b>	9 months post-round close, contingent on favorable market conditions and platform maturity. Token launch will not be forced into adverse market windows.

### CEX listing roadmap

- Phase 1 — Tier 2 entry via HTX (relationship established). Target: 2–3 months post-TGE.

- Phase 2 — Tier 1 listing on Binance and/or OKX. Conditioned on post-TGE traction metrics (24h volume, holder count, market depth) and successful smart contract audit. Target: 6–12 months post-Phase 1.
- Market making engagement planned 4–6 months pre-TGE. Selection contingent on listing venue and tokenomics finalization.

## Layer 2 — RWA spin-out (separate entity)

### Strategic rationale

RWA is structurally different from Glemo's core operation (Property Sales + AI Marketplace): own regulatory risk profile, multi-year product cycle, institutional capital structure, specialized governance requirements. Keeping it inside the main Glemo entity would contaminate cap table, governance, and operational velocity of the other pillars.

**Solution: encapsulate the RWA in an independent BVI entity, with own cap table, own capital raise, and multimarket-first operation**— launching first in jurisdictions where RWA real estate is operationally viable (Switzerland's DLT Act, Singapore's Project Guardian, ADGM/DIFC, US Reg D/Reg S where applicable). Brazil enablement in a later phase, conditioned on regulatory maturation.

### Operating model

- Glemo acts as **curator and representative**, not as issuer or tokenizer of underlying real estate. Real tokenization is performed by licensed third-party tokenizers in their respective jurisdictions.
- Glemo's role is to onboard institutional buyers, provide marketplace infrastructure, and connect supply (tokenized real estate from licensed issuers) with demand (qualified investors).
- Access restricted to **permitted jurisdictions only**, enforced via mandatory KYC and IP geofencing at the application layer.
- Revenue model based on referral fees from issuers and/or subscription fees for institutional buyers — **never via token economics**. The RWA layer and the utility token are economically separate.

### Governance and capital

<b>Entity</b>	BVI, independent of Glemo Holdings (which operates Property Sales + AI Marketplace).
<b>Founding partnership</b>	Co-founded by Gleisson Herit (founder of Glemo) with senior technical partner specialized in Web3 infrastructure and tokenization. Final cap table structure under formalization with legal counsel.
<b>Capital</b>	Own capital raise, independent from Glemo pre-seed round. Open to strategic investors with deep tokenization or institutional finance expertise.
<b>Relationship to Glemo principal</b>	Operationally and financially independent. Licensing or service agreements between the two entities may exist, but no automatic cross-equity or shared governance.

### Regulatory posture

Glemo's Web3 architecture is designed for regulated operation across the jurisdictions where it operates. Key principles:

- Utility token is structured to remain outside securities classification (no economic claim on underlying assets, value tied to marketplace activity, governance utility — consistent with Howey factors).
- RWA layer operates as **representation and curation only**, never as issuance, removing Glemo from the issuer perimeter in each jurisdiction.
- Access is jurisdiction-restricted: KYC + geofencing prevents access from jurisdictions where the offering would not be legal.
- Whitepaper currently in late-stage drafting with legal review by in-house counsel (15+ years in capital markets and digital assets) supplemented by external US securities review. Publishable version targeted within 5–7 weeks.

Brazil enablement is sequenced for later phase, conditioned on the maturation of the regulatory environment (CVM 88 / FIDC framework consolidation, PL 4.438/2025 evolution, etc.). Glemo does not depend on Brazilian regulatory clarity for the launch of the Web3 layer.

**How investors can participate**

Two distinct investment opportunities, currently in different phases:

	Glemo (principal)	RWA spin-out
<b>Stage</b>	Pre-seed (in progress)	Structuring
<b>Instrument</b>	SAFE	Equity in BVI entity + possible token allocation
<b>Size</b>	USD 2M total round	Capital plan under formalization
<b>Cap / valuation</b>	Cap USD 10–12M	TBD
<b>Investor profile</b>	Proptech, marketplace, fintech	Crypto-native, RWA-focused, institutional Web3
<b>Exposure</b>	Property Sales + AI Marketplace + token (Glemo's share)	RWA infrastructure for institutional buyers

Investors interested in only one of the two opportunities are welcome — the two structures are independent and require no cross-participation. Investors interested in both can structure entry in each separately.

**Next steps**

Investors interested in either layer are welcome to reach out for a deep dive call. Reference materials available upon request: full pre-seed deck, traction briefing, financial model, cap table, partnership contracts (under NDA).

**Contact:** Gleisson Herit · gleisson@glemo.co · WhatsApp +55 32 99593-4949 · Telegram @gleissao007

*This document is provided for the recipient's evaluation of a potential investment in Glemo and/or the RWA spin-out entity. Distribution without written consent is prohibited. Forward-looking statements (tokenomics, FDV, TGE, listings, partnerships) are working assumptions subject to whitepaper finalization, legal review, and market conditions. This document does not constitute an offer to sell or a solicitation of an offer to buy any securities or tokens in any jurisdiction.*