



# NEPT

COMMUNITY VIRTUAL WORLD  
AS A REALITY.

WHITEPAPER  
1.0



# INTRODUCTION

Our vision is to build an entirely new world for the next generation of communication, e-commerce, and entertainment. We want to create an open, social and virtual space powered by blockchain technology where everyone can explore expansive environments, experience VR events, create games and play them, and seamlessly monetize their experiences while immersing themselves in an alternate digital reality.

With Nept, we are creating an immersive, futuristic, multi-environment metaverse with distinctly varied experiences that members can access after they purchase specific NFTs. Beyond accessing these environments, members will have the ability to build on top of them, while also taking an active role in governance by participating in the Nept DAO. From a creator's point of view, members can design new NFT assets and maintain complete ownership over them. In order to establish a holistic self-sustaining economy, all transactions within the metaverse are powered by the native Nept token (NEPT) that users can buy or earn through various activities on the platform.

We are only at the first stages of this exciting new journey and there's a lot more to come. We are constantly looking to expand our community as we build towards the future of Web3.



# EPILOGUE

The year is **2222**, and the Neptunians X are doomed. For eons, the entire civilization was obsessed with immortality. They conducted dangerous experiments to genetically modify themselves to cheat death. But it was all in vain. As a result of all those experiments, they lost their ability to reproduce. Despite all their scientific knowledge, they could not find a solution. As their race started to die out, they realized that their only hope for survival was to find partners elsewhere.

They traversed the universe in search of partners, before finally reaching Earth. But the planet was dying. Centuries of exploitation had led to rising sea levels, and deadly pollution, destroying this once vibrant and thriving planet. The Neptunians X realized that even if they couldn't save themselves, they could try and save the humans and seek redemption from their vanity. So they reached out to the humans and placed forth a proposition that would save the human race.

The Neptunians X would rehabilitate humans to their planet, and create an Earth-like environment – Neptown – for them to live. Facing a slow but imminent annihilation, the humans, though suspicious at first, took up the Neptunians Xs' offer and left Earth behind. In order to make the humans feel at home, the Neptunians X created Elysian, a Las Vegas-themed Hotel and Resort. Elysian would feature experiences such as music concerts, sporting events, shopping arcades, movie theaters, etc.

It was at Elysian that the humans not only came in contact with the Neptunians X but began to exchange cultural and scientific knowledge, some even forging strong bonds of friendship between themselves. As a sign of their gratitude, the humans proclaimed that henceforth they would call themselves Nept Evolution X in honor of their benefactors – the Neptunians X. Things took a turn for the unexpected when they realized that they could pair with humans – both male and female, and create a new species – Ultinept Generation X. The Neptunians X had finally found the key to propagating their race and ensuring their survival.

22

22



# THE NEPT METAVERSE

**Nept** is an expansive 3D metaverse filled with exploration, discovery, and creation having two different environments with distinctly different themes: Neptwild, a savage arid world, and Neptown a futuristic Earth-like environment inhabited by Native Neptunians X and Nept Evolution X. Users can access these environments by purchasing specific NFTs and will be represented in these environments by their NFT avatar, native to these environments. Within Nept, NFT holders become citizens of Neptown or Neptwild and part of the Nept economy. Users can also meet on the Marketplace if they wish to share and monetize their creativity.

**The Nept Token** is the medium of exchange within the metaverse. It is used to buy, sell, trade, and modify in-game assets. In addition, the Nept token is also used as a point of entry for various areas of the metaverse e.g. for accessing games, virtual concerts and clubs, entertainment, investing in virtual real estate, mining for materials in-game, paying other players for services, and social experiences. It is a digital currency for the virtual world.

**Nept is an interactive 3D universe, with the freedom for users to explore different virtual worlds and communities, while being able to monetize their experiences.**

In essence, the Nept Metaverse can be described as a virtual hub for social interaction, gaming, and trading virtual assets within the Nept economy. In the Nept metaverse, however, there is no limit to what can be included. The metaverse provides a portal to connect to various missions and adventures which can be embarked on alone or with others. For example, racing and exploration games among Neptwild's badlands, shooting games inside abandoned temples, spaceships to fly across Neptown, bases to be captured, defended, or used for supplies, etc. Games and interactive activities ranging from adventure, action, and education are planned to be included.

Nept will constantly expand as new regions are made available to players. There can be multiple hubs in varying sizes across the Nept Metaverse. The freedom to play as you choose creates a diverse and dynamic experience that is always interactive, allowing players to cooperate or compete for resources. You may set out on your quest on your own or team up with other users to achieve goals for rewards, or perhaps even engage in player versus player battles and activities to acquire what other users have. **The possibilities are endless.**





# 1 NEPTWILD

## A Savage Planet

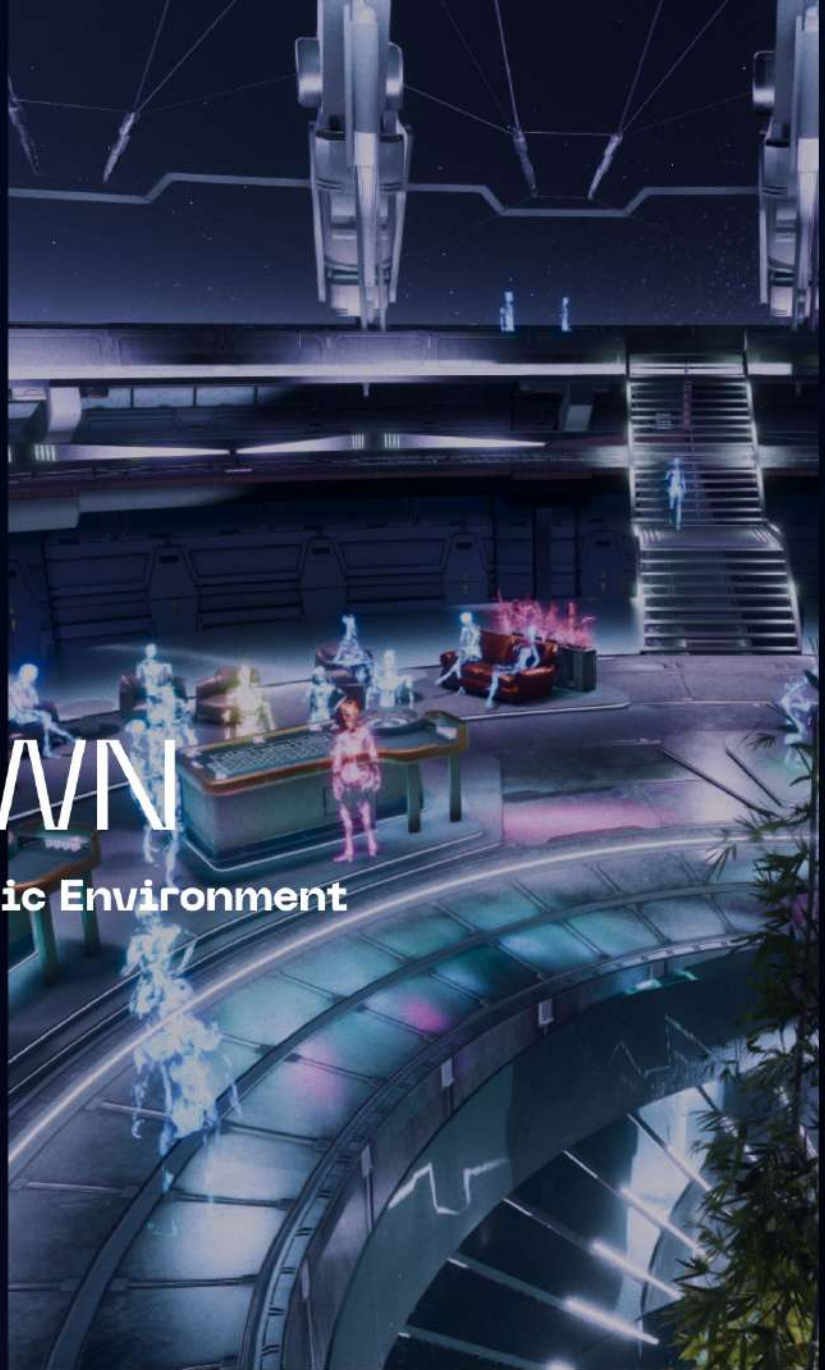
**Neptwild**, home of the Neptunians X, is a savage planet that resembles an arid desolate desert, featuring badlands, and dotted with – hoodoos – rocky spires reaching out to the skies. The bioluminescent algae that thrive on Neptwild paint the landscape with hues of pink, purple, blue, and green giving it an eerie glow. Neptwild also features hills, caves, and other geographical features that Neptunian X NFT holders can explore.

Neptwild is rich in natural resources such as gold, metals, and stone that users can mine and store to build new features, or trade with them on the Marketplace. Besides participating in live streaming events such as concerts and e-sports users can also create their own games that they can monetize by allowing other users to participate.



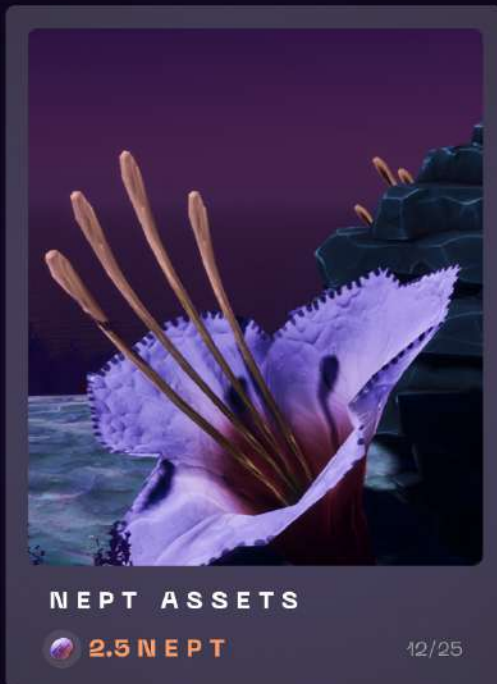
## 2 NEPTOWN

A Modern/ Futuristic Environment



**Neptown**, a modern, futuristic Earth-like environment was created by the Neptunians for Nept Evolution X to reside. To make them feel at home they also created Elysian where the Nept Evolution X could have fun and experience what they had left behind on Earth. Neptown also features a marketplace and gallery where users will be able to trade virtual items and showcase their virtual creations. In addition, users can create their own games that they can monetize by allowing other users to participate. These environments are accessible to Neptunian X and Nept Evolution X avatars. Additionally, even users holding a certain amount of Nept Tokens can access the games or attend virtual events like concerts, sports, and podcasts and visit the marketplace.

# 2<sup>2</sup> GALLERY & MARKETPLACE



**Neptown** features the Marketplace and Gallery which is the centerpiece of the Nept economy as it empowers users, creators, and developers to monetize their creations. Besides allowing users to trade their NFTs on the Marketplace, users can display their creations in the gallery. Users can share and monetize their creativity. For example, an artist can design things that others would want to use on their land, or a musician can stream their songs for listeners throughout virtual worlds for fees. Each of these creations is a unique NFT on the blockchain that you can personally own and sell to other Neptunian citizens. Nept ensures that users' creations are securely stored at our servers while crucial digital information alongside ownership proof is stored on a blockchain network.

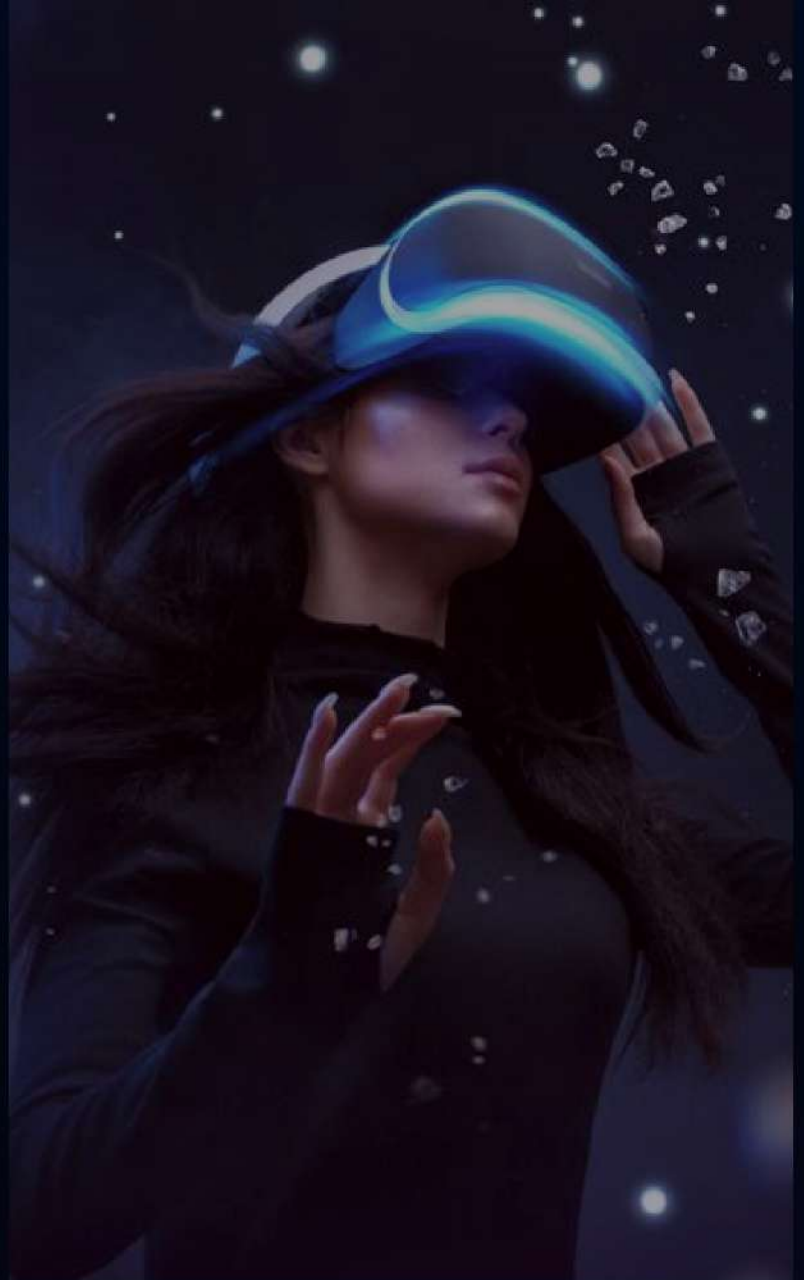
**The Gallery and Marketplace** can be accessed by users of the Nept platform, though the levels of functionalities available to them depend on the type of NFTs they have purchased. For example, users that haven't purchased any NFTs or Nept tokens can only view the gallery and marketplace. If they want to perform any action such as purchase an item or display an item, they will be directed to either buy an NFT or purchase Nept Tokens from the crowdsale dashboard, or in the future, from several centralized and decentralized exchanges. In addition, the marketplace enables the fractionalization of NFT ownership. Users can pool their resources to purchase and share ownership of NFTs as a group.



**Initially, the Marketplace & Gallery will be a web-based exchange center, however later on they will be launched within the Nept metaverse, where users will be able to see objects in 3D VR, giving potential buyers a more immersive, customer-centric experience.**



# THE AVATARS



**The avatar NFTs are full-body 3D virtual characters that serve as the user's transportable open metaverse identity within the Nept metaverse. Users through their avatar, can communicate and have contextualized exchanges with other avatars enhancing the user experience. Each avatar is programmatically generated from over 100 traits with over a million possible outcomes.**

The avatars have a high level of customizable properties based on multiple traits (color, horns, arms, torso, legs, etc.) This enables users to have their own unique Avatar to distinguish themselves from other users within the Nept metaverse. These avatars can be used across multiple digital platforms i.e. any VR or 3D based Metaverse environment or game. Designed by a leading 3D design company, they will be fully animated in the future.

In order to maintain an air of mystery, all NFTs will be shrouded in a blue hologram and users will not be able to identify the traits and properties of the NFTs purchased by them. Only after a predetermined period will users' have an option to reveal their NFTs. All avatar NFTs will be purchased using Ether (ETH) and each wallet will be restricted to purchasing only 2 NFTs of any kind. The first NFT collection to be released will be the Neptunians X followed by the Nept Evolution X. Users will be rewarded with a certain number of Nept Tokens for every avatar NFT minted by them.



## 1ST RELEASE

# NEPTUNIANS X

The Neptunians X, are a race of savage therianthropes, half-human half-animal beings that are technologically superior to humans. Facing impending doom due to their inability to procreate, they have to find their soulmates among the Nept Evolution X to propagate and ensure the survival of their kind. They do not have an assigned gender and are highly customizable. Users can personalize their avatars using additional NFT assets, allowing avatar owners to create their own one-of-kind avatars.

The first Neptunian X collection will consist of 8600 NFTs and will only be on sale from 26th June 2022. The Neptunian X can reside in either environment and can communicate, reply, and have contextualized exchanges with other avatars. They can also display emotions depending on the activity (like expressing excitement, while winning a game) which adds to the immersive experience.

## 2ND RELEASE

# NEPT EVOLUTION X

The Nept Evolution X are humans that have been rescued from Earth and now reside in Neptown. The avatars are hyper-realistic men and women and are a digital representation of users in the Nept metaverse. They can communicate, reply, and have contextualized exchanges with each other avatar in the metaverse display emotions depending on the activity (like expressing happiness while enjoying a VR Concert).

The Nept Evolution X primarily live in Neptown as they cannot survive in the inhospitable condition of Neptwild. To travel to Neptwild users will have to purchase additional NFT assets such as breathing apparatuses and exoskeletons from the Nept Marketplace. The Nept Evolution X will be the second NFT collection that will be released.



3rd Release

# ULTINEPT GENERATION X

The Ultinept Generation X is the new species that is created after a Neptunian X and Nept Evolution X breed together. The new avatar does not carry any of the traits of the pairing avatars and is stronger and smarter than either species. Unlike Nept Evolution X, they can survive outside Neptown without any breathing apparatuses and exoskeletons and unlike the Neptunians X, are capable of great feats of creativity, construction, and enterprise.

Users having both Neptunians X and Nept Evolution X avatars can create the new Ultinept Generation X avatars by purchasing an additional NFT assets (NeptoGene Capsules). Users with only one avatar will have to find a soulmate and they will both have to purchase additional NFT assets ( NeptoGene Capsules) to create a Ultinept Generation X. After breeding both users will get a new Ultinept Generation X avatar NFT.

The Ultinept Generation X has the highest level of access and capability within the Nept metaverse. Not only can they buy/sell or rent land but also create new games, features, host events, etc, that they can monetize by allowing other users to participate in them.

## ADDITIONAL AVATARS

Users who have not purchased the NFTs, will also be allotted avatars to represent them within the metaverse. Users wanting to access Elysian and/ or take part in the VR events such as concerts and e-sporting events can do so by purchasing a certain number of Nept tokens. Accordingly, they will be assigned an avatar – a green hologram – to distinguish them from the NFT holders.





# AVATAR ASSETS

## Real Estate

- Land that can be bought sold or rented;
- Land allocated for developing games
- Land to hold and display existing assets created or bought from outside such as vehicles, boats, etc.
- Lands containing resources, such as metals, water, building materials (wood & Stone) and other minerals that can be mined, and traded in the marketplace.

## Assets required for the avatars to survive and breed

- Breathing Apparatuses
- NeptoGene Capsules
- Tools
- Mining equipment
- Weapons

## Accessories for the Avatars

- Additional skins
- Exoskeletons
- Additional accessories – with partnership brands

# SOCIAL SCORING FOR AVATARS



The premise behind a social rating system itself is relatively simple: every user receives a certain score to start with, and certain actions or activities can increase your score. Users get rewarded by granting them access to additional activities/services as they increase their social score and climb up the social score tiers.

1

The amount of Nept tokens spent by the user

2

The user's presence and activities within the metaverse

3

The number of new users brought into the platform, (marketplace, events, etc)

4

Minting an Ultinept Generation X and creating games, features, etc.





# ACTIVITIES — WITHIN — THE NEPT METAVERSE

Users who have purchased the Nept NFTs can carry out specific activities based on the type of NFTs purchased by them. Generally, all users can mint additional NFT assets that are specific to their NFT avatar & environments. These assets are accessories for their avatars, or assets enabling them to explore other environments. All the NFT holders can participate in the Nept DAO, giving them an active role in the governance of the metaverse.

## **Buy & Sell Assets via Marketplace**

Buy and sell digital assets that are compatible with the metaverse.

## **Rent Land**

Users can choose to rent and monetize their land to other users.

## **Buy & Own Land (Empty or Occupied Land)**

Users can buy and own empty and/or occupied land.

## **Sell & Trade Empty & Occupied Land**

Users can sell and trade existing land (Empty and occupied).

## **Upload External Assets**

Externally create assets compatible with the metaverse and upload them.

## **Host Contests & Giveaways**

Users who own land can host contests and giveaways on their land. Smart contracts can be used to execute transactions based on conditions

## **Land Development**

Users can build houses, buildings, parks, etc, upon empty land, or rebuild on developed land.

## **Host Events**

Users can host events on owned land such as concerts, shows, etc. that can be attended by community members. Hosts can charge a fee for hosting.



# MORE ACTIVITIES...

## Dual Land Ownership

Two or more users can have ownership of one single parcel of land.

## Connect Wallet

Users can connect their wallets to maintain ownership and manage their metaverse compatible assets (via NFTs).

## Advertisements

Users can utilize land owned by other members to advertise any kind of offering.

## DAO Governance

Users who own land can host contests and giveaways on their land. Smart contracts can be used to execute transactions based on conditions

## Create & Publish Wearables

Users with 3D modeling experience can create and publicly publish custom wearables, all represented by NFTs.

## Stake

By staking, users can earn passive rewards.

## SDK

Users with programming experience can code to create with more freedom.

## Community Grants

Users can request and receive community grants directly funded by community members.

## Metaverse world

The virtual world where the metaverse is hosted in. Users can interact with and explore this world, buy/sell parcels and build upon them.

## Content Builder

A drag and drop editor that can build visual items with no code required. With a Content Builder, users can build on parcels, create avatars and NFT accessories, and more.





# CLASSES OF USERS

## Level 1

Users not holding any tokens or avatars or connected their

## Level 2

Users holding Nept tokens

## Level 3

Users holding Neptunians X

## Level 4

Users holding Neptunians X + Nept Evolution X

## Level 5

Users Holding Neptunians X, Nept Evolution X, and Ultinept Generation X

## Level 6

Partnerships – (Celebrities/ Brand/ Influencers)

## User Access Matrix

Activity	Lev 1	Lev 2	Lev 3	Lev 4	Lev 5	Lev 6
Visit Landing Page						
Connect Wallet	✓	✓	✓	✓	✓	✓
Explore Metaverse with limited functionalities						
Explore Metaverse						
Buy & Sell Assets via Marketplace						
Rent Land						
Advertisements		✓	✓	✓	✓	✓
Stake Token						
Host Events						
Play Games						
Buy & Own Land (Empty or Occupied Land)						
Dual Land Ownership						
Sell & Trade Empty & Occupied Land			✓	✓	✓	✓
Land Development						
Host Contests & Giveaways						
Community Grants						
Upload External Assets				✓	✓	✓
DAO Governance						
Create & Publish Wearables						
SDK: Users can code to create with more freedom.					✓	✓
Create Avatars						





# MARKET ANALYSIS

Global trends such as the increase of internet penetration, and the proliferation of blockchain & VR technologies in the gaming sector will provide ideal conditions for Nept's growth and scalability.

## METAVERSE MARKET

The Metaverse market revenue, valued at \$47 billion in 2020 is projected to reach a \$280 billion valuation by 2025 according to Strategy Analytics, a Global Market Research Company<sup>1</sup>. This Rapid expansion has been accelerated by COVID-19's impact on digital-based economies and disruptions to offline business models. The rise of blockchain, digital assets, and non-fungible tokens (NFTs) have further fueled the demand for the metaverse.

Defined as a virtual-reality space where users can interact with each other the metaverse has been evolving into an increasingly vast and rich ecosystem. It comprises metaverse gateways, platforms, and infrastructures, as well as a variety of service providers to enhance the customer experience. Revenue from businesses that can become part of the Metaverse – films, live music, and sports – may exceed \$200 billion by 2024 according to Bloomberg in a recent report.<sup>2</sup>

<sup>1</sup> <https://www.kedglobal.com/newsView/ked202107080010>. Accessed 7 Mar. 2022.

<sup>2</sup> <https://www.bloomberg.com/professional/blog/metaverse-may-be-800-billion-market-next-tech-platform/>. Accessed 7 Mar. 2022.



# NFT MARKET

As technology continues to advance at an exponential rate and becomes increasingly intertwined with our daily lives, it should be no surprise that non-fungible tokens (NFTs) are exploding in popularity and sales. The total net sales volume from NFTs in 2021 was nearly \$25 billion with about 28.6 million different wallets traded trading in them. The overall market grew by more than 26,000% versus 2020 when the net sales volume was \$94.9 million.<sup>③</sup>



This trend is bound to continue as the NFT market size is expected to grow by at least 33% year over year and is forecasted to reach approximately \$80 billion in net sales volume by 2025 according to a recent market-cap forecast by the investment bank Jefferies.<sup>④</sup>

## NFT Market Size

Forecast for 2025



③ <https://blockchain.news/news/total-nft-sales-hit-25b-in-2021>

④ <https://www.coindesk.com/business/2022/01/20/jefferies-sees-the-nft-market-reaching-more-than-80-billion-in-value-by-2025/>. Accessed 7 Mar. 2022.

# MARKET OPPORTUNITY

**We are now at an inflection point, where it seems that not a day goes by without a company or celebrity announcing that they are building a presence in a virtual universe. While the buzz can be partially attributed to attention-grabbing headlines, there is a convergence of emerging trends.**

- A number of new technologies have come together to enable this vision of the metaverse. Augmented reality (AR) and virtual reality (VR) headsets have become cheaper and more powerful, improving the user experience.
- Blockchain has enabled digital currencies and NFTs. The new methods to transact and own digital goods are allowing creators to monetize their activities through tokens.
- Token-holders can also participate in the platform's governance (e.g. vote on decisions). This democratic ownership economy coupled with the possibility of interoperability could unlock immense economic opportunities, whereby digital goods and services are no longer captive to a singular gaming platform or brand.
- From a social perspective, the development of immersive virtual experiences is helping people build communities based on shared values, and to express themselves in more authentic ways.
- Meanwhile, COVID-19 accelerated the digitization of our lives and normalized more persistent and multi-purpose online engagement and communication.
- Contributing factors such as the exponential increase in the market size of NFTs herald the astronomical potential for the Nept Metaverse to grow in the coming years.

**It is this combination of technological, social, and economic drivers that are resulting in explosive interest in the metaverse and creating the ideal opportunity for the Nept Metaverse.**







# THE NEPT ECONOMY

## THE NEPT TOKEN

The Nept Token, based on the ERC-20 standard, powers the Nept economy. It is used to purchase the NFT assets, real estate, and services as well as used to play games and participate in musical concerts and sporting events within the metaverse.

Building tools / SDK kits will be gradually implemented to enhance the gameplay experience and increase the value of the Nept. A whitelist will be available for NFT purchases, anticipated in Q-2, 2022.

The platform will be governed by The Nept DAO, allowing NFT holders to vote on the certain decisions pertaining to the platform. Staking pools for users providing liquidity are also available, returning rewards from the platform back to token holders, a hallmark of decentralization!

## NEPT TOKEN STRUCTURE

Token Name

**NEPT**

Platform

**Ethereum**

Ticker ID

**NEPT**

Total Token Supply

**60 Billion**

Token Type

**ERC-20**

Max Supply

**100% Pre minted**



# THE NEPT TOKEN OFFERING

The Nept team will offer a total of 20,000,000,000 Nept tokens across four phases during the Presale and 1,600,000,000 Nept Token during the Public sale. The 1st phase of the presale will open on 19th May 2022 and close on 29th May 2022.

Users will be able to purchase Nept tokens using ETH, BTC, USDT(ERC -20), and BNB through the Nept Crowdsale Dashboard [nept.metanept.io](https://nept.metanept.io). During the presale sale, Nept is looking to provide an interactive engagement for the investors by having a Wheel of Fortune game on the dashboard.

Users also get access to a unique referral link that they can share with their friends and family. Anyone who registers on the dashboard using this link will be rewarded with Nept tokens on top of their purchase. Additionally, the owner of the referral link will also be rewarded when the user that registers through the link makes a purchase.

Token Name	<b>NEPT</b>
Token Type	<b>ERC-20</b>
Phases	<b>5</b>
Pre-Sale begins	<b>19th May 2022</b>
Public Sale	<b>To be announced shortly</b>
Currencies Accepted	<b>BTC, ETH, USDT (ERC-20), BNB</b>
Flexible Hard Cap	<b>\$39,600,000.00</b>
Soft Cap	<b>\$10,000,000.00</b>





# TOKEN UTILITY

## To Purchase NFT Merchandise

- Exoskeleton
- Breathing Apparatus

## To join the mutation capsule

- Participating Avatars need to deposit (Credit) certain number of Nept tokens to platform

## Resources Purchase

- Metals
- Energy

## Activities

- Gaming

## To Purchase NFT Merchandise

- Music Concerts
- e-Sports Events
- Other events

## Rewards

- NFT Minting
- Bounties
- Bonus and Airdrops.

# THE NEPT TOKEN ALLOCATION

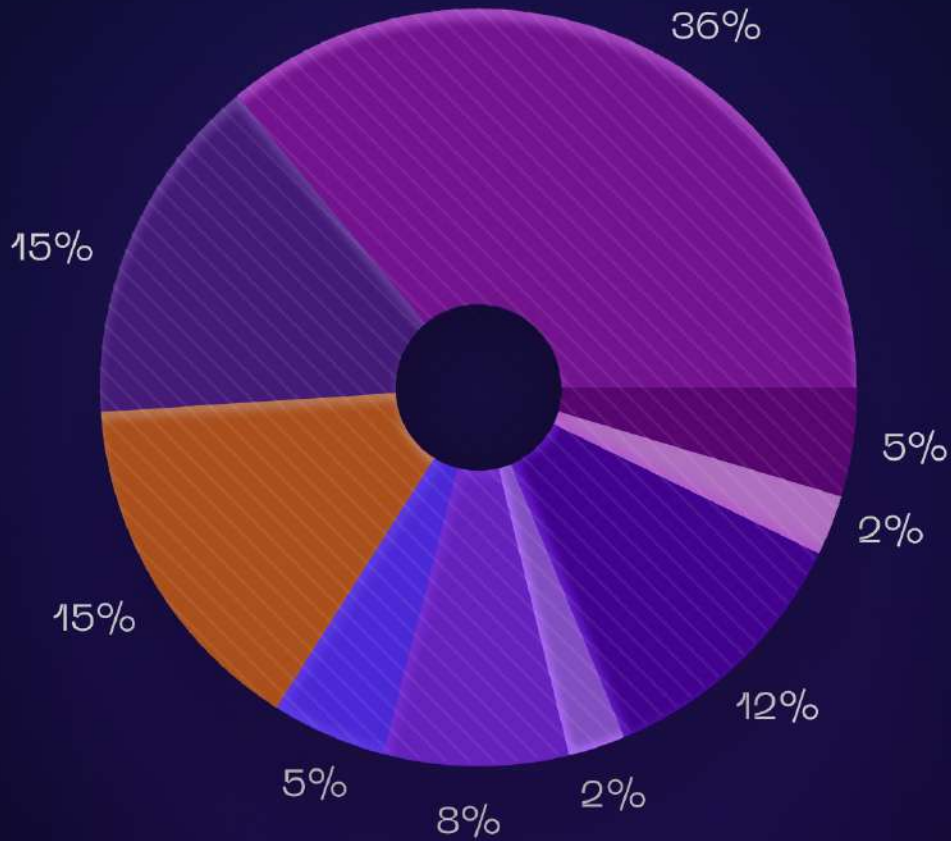
By raising funds through a presale and public sale, Nept will continue to invest in the expansion and growth Nept Metaverse. Out of the total allocation of tokens, 36% are allocated towards the Strategic Market Sale without any vesting period.

The Nept Foundation will be allocated 15% of tokens, half of which will be vested for 3 months after which 5% is released every month. The Nept Foundation will pledge a certain amount of tokens to various charitable organizations. Next, the Founders and the Nept Team will be allocated 15% of tokens, which will be vested for 12 months after which 5% is released every month. Advisors to the Nept will be rewarded with 5% of tokens, which will be vested for 3 months after which 10% of tokens will be released every month. 5% of tokens will be allotted towards the development without any vesting period.

In order to cover costs for promotion & marketing, 8% is allocated to marketing with a vesting period of 1 month and 2% is allocated for Giveaways without any vesting period. Nept will maintain a Strategic Reserve of about 12% of tokens, half of which will be vested for 6 months after which 5% will be unlocked every month. Finally, 2% of the tokens will be allotted towards the Reward Pool, to be distributed for referral and bounty rewards.



# TOKEN ALLOCATION



▶ 36% Strategic Market Sale  
21,600,000,000 Tokens

▶ 15% Founders and Team  
9,000,000,000 Tokens

▶ 8% Marketing  
4,800,000,000 Tokens

▶ 12% Strategic Reserve  
7,200,000,000 Tokens

▶ 5% Development  
3,000,000,000 Tokens

▶ 15% Foundation  
9,000,000,000 Tokens

▶ 5% Advisers  
3,000,000,000 Tokens

▶ 2% Giveaways  
1,200,000,000 Tokens

▶ 2% Reward Pool  
1,200,000,000 Tokens





# MAX SUPPLY 100% PREDEFINED

## Strategic Market Sale

21,600,000,000 Tokens

36%

### Vesting Period

No vesting period

### Token Release

No vesting period

## Foundation

9,000,000,000 Tokens

15%

### Vesting Period

50% of tokens to be vested for 3 months from the date of public sale

### Token Release

5% every month after vesting period.

## Founders and Team

9,000,000,000 Tokens

15%

### Vesting Period

100% of tokens to be vested for 12 months from the date of public sale

### Token Release

5% every month after vesting period.

## Advisers

3,000,000,000 Tokens

5%

### Vesting Period

100% of tokens to be vested for 3 months from the date of public sale

### Token Release

10% every month after vesting period.

Continued on following page...



## Marketing

4,800,000,000 Tokens

8%

### Vesting Period

100% of tokens to be vested for 1 month from the date of public sale

### Token Release

100% unlocked after vesting period.

## Giveaways

1,200,000,000 Tokens

2%

### Vesting Period

No vesting period

### Token Release

No vesting period

## Strategic Reserve

7,200,000,000 Tokens

12%

### Vesting Period

50% of tokens to be vested for 6 months from the date of public sale

### Token Release

5% every month after vesting period.

## Reward Pool

1,200,000,000 Tokens

2%

### Vesting Period

No vesting period

### Token Release

No vesting period

## Development

3,000,000,000 Tokens

5%

### Vesting Period

No vesting period

### Token Release

No vesting period

## Total Token Supply

60,000,000,000 Tokens

100%





# THE NEPT TECHNOLOGY

## The NFTs

The Avatar NFTs are based on ERC-721, a token standard on Ethereum. NFTs based on the ERC-721 standard provides a digital representation of one-of-a-kind artwork, with ownership that is easily proved through blockchain records. With the ERC-721 standard, a minimum interface must be used by the smart contract so that the unique tokens can be officially traded or used. The ERC-721 standard is also ideal for tracking NFTs because it is transparent in terms of security and ownership while being immutable.

# THE NEPT GOVERNANCE DAO

The Nept DAO will be collectively owned and managed by its members. The Nept DAO will eventually launch a process allowing all NFT holders to vote on the project's future direction or changes that will be implemented as the metaverse evolves. This will ensure that the metaverse remains relevant and enjoyable for the people it serves and maintains the core tenant of decentralization.





# GO TO MARKET STRATEGY



## Initiation

- Market Awareness
- Core Community
- NFT Launch

## Development

- Marketplace/Gallery.
- Launching the Nept Metaverse
- User Acquisition
- Community Growth

## Expansion

- New P2E features
- Branding partnerships in the metaverse for advertisement opportunities
- 3rd party applications
- Live events- esports, concerts, etc.

### OBJECTIVES

### ACTIVITIES

- Official Social & Crypto media channels
- Partnerships/ Advisors
- Community Rewards
- Airdrops, AMAs
- Influencers Awareness, Referrals
- Token Presale rewards and games (Wheel Of Fortune)
- Concert within the Simulation environment

- Marketing for the Marketplace/Gallery.
- Ambassadors for the Nept Metaverse
- KOL Marketing
- Crypto/ Social media publicity

- New P2E feature release.
- Improve & sustain the P2E engine
- Establish partnerships with brands
- Crypto/Social media publicity





# ROADMAP

2022

**Q - 2** Token sale & 1st NFT collection release:  
Concert with international artist and the Launch of the Nept Metaverse simulation.

**Q - 3** Listing on a centralized exchange, Simulation in a larger environment and a new event with international stars.

2nd NFT collection release & associations with partner brands, Launch of the Marketplace & Gallery.

2023

**Q - 1** 3rd NFT collection release,

**Q - 2** Full simulation of the metaverse, Development of the gaming areas & Dapps, Events with stars.

**Q - 3** Launch Of the Nept metaverse

**Q - 4** Enable 3rd party applications to run in Nept

2024

**Q - 1** Launch of the Nept DAO



# CORE TEAM



**Alexandre**

Co-founder and CFO

Alexandre has worked in financial services for the past 20 years and has been investing in the crypto space since 2015. He has managed blockchain projects in Monaco and Singapore.



**Zack**

Co-founder

Zack has a background in Law and Business and has served as a Computer Engineer. He's passionate about Gaming, NFTs, and Crypto Trading having built an impressive portfolio. He has joined Nept as it aligns with his vision.



**John**

Chief Executive Officer

John has worked in marketing and project development for the last 10 years. He has been investing & trading in the Crypto space since 2017 – a big fan of Crypto, NFTs and Defi.



**Maria**

Chief Marketing Officer

Maria is passionate about the digital and numeric world. She believes in her ability to make the world a better place by connecting people on social brand campaigns. She is involved in digital marketing and the community.



**Dave**

Artists/influencers

Dave has a strong background in the music industry and organizing big worldwide music events. He is our key to the best partnerships with international singers DJs, actors, and other celebrities.



**Sergey,**

Computer Engineer

One of the early Professional Bitcoin miners, Sergey deals with all technical aspects of the Nept project.



**Satish**

Research Analyst

Satish offers unique insights to Nept and has graduated with a Masters in "Blockchain and Digital Currencies".



**Alexey**

Cybersecurity Developer

A dedicated professional with over 10 years of experience





**Julian**

PRO-Gamer

Expert in Gaming , Video games and VR, Julian is our guide to adapt and develop the best technologies including A.I, VR, 4d, etc.

## 3D TEAM



**Cha**

Artistic director

Head of production and a Unity expert, Cha is the Swiss knife of the team and its talented guide. Graduated with a master's degree in Game art project management, Cha has over 10 years of experience in the 3D industry.



**Jo**

Unity expert

Jo is the artist of the team. Give him a direction and he will imagine its path and environment. Graduated with a master's in 3D design and animation, Jo started his career 8 years ago and made it up to the top of the ladder.



**Kris**

3D artist

Kris is the 3D eye of the team. She observes, sketches and designs the best 3D environments and characters. Graduated with a master's in 3D design and animation, Kris started her career 8 years ago with talent and success.



**Jil**

Team manager

Jil is the one looking over your shoulder to give his enlightened opinion and ask if the deadline will be met. Always client-driven, Jil has perfected his skills in the banking industry before creating the team.

# TECH TEAM



**Chen**

Chief blockchain architect



**Kumar**

Blockchain engineers



**Sandip**

Devops engineer, It, Source code manager



**Raj**

Specialized Blockchain engineers



**Dylan**

Graphic designer



# DISCLAIMER

PLEASE READ THIS SECTION CAREFULLY. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISOR(S).

This whitepaper ("Whitepaper") does not constitute a prospectus or offer document of any sort and is not intended to constitute an offer of securities or a solicitation for investment in securities in any jurisdiction.

The Whitepaper is created for information purposes only and should not be seen as a document of financial, economic, investment, taxation or any other kind of advice. The Nept Tokens and NFTs detailed herein this whitepaper are not intended to constitute securities in any jurisdiction. Nept Tokens and NFTs should not be seen as an investment or a stock or share, having Nept Tokens or NFTs does not entitle the holder to any right to any income from Nept Limited or Metanept Limited or any of their authorised affiliates. This Whitepaper does not constitute or form part of any opinion on any advice to sell, or any solicitation of any offer to purchase any Nept Tokens or NFTs, nor shall it or any part of it nor the fact of its presentation form the basis of, or be relied upon in connection with, any contract or investment decision. This document constitutes a description of the current and intended Nept Metaverse Platform and the functionality of the Nept Tokens and NFTs for informational purposes only. Nept Limited or Metanept Limited (the "Nept Metaverse") may add information to, remove or amend any information and/or material contained in this document at any time and in its sole discretion without notice. No person has been or is authorised to give any information or representation not contained in this Whitepaper in connection with the Nept Metaverse, its business and operations or the Nept Tokens and NFTs.

Purchases of Nept Tokens and NFTs should be undertaken only by individuals, entities, or companies that have significant experience with, and understanding of, the usage and intricacies of cryptographic tokens, including ERC20 and ERC721 tokens, and blockchain based software systems. No person is bound to enter into any contract or binding legal commitment in relation to the sale and purchase of the Nept Tokens and NFTs and no digital currency or other form of payment is to be accepted on the basis of this Whitepaper. Any agreement in relation to any sale and purchase of Nept Tokens or NFTs is to be governed by only a separate agreement setting out the terms and conditions (the "T&Cs") of such transactions. Purchasing of Nept Tokens or NFTs does not present an exchange of cryptocurrencies or conventional currencies for any form of ordinary shares of the Nept Metaverse and the purchaser of Nept Tokens and/or NFTs is not entitled to any form of dividend.

Nept Tokens is a utilitarian token or native token of the Nept Metaverse blockchain platform and it may not be used outside the platform and is only entitled to certain rights as set out within the T&Cs. In the event of any inconsistencies between the T&Cs and this Whitepaper, the former shall prevail.

The token issuing entity Nept Limited, incorporated in the British Virgin Islands with the company number 2094868, and its parent company Metanept Limited, incorporated in Cayman Islands





with the company number 387214 are not responsible for or in charge of ensuring the value or worth of Nept Tokens and NFTs as that will be determined by supply and demand (and may mean that Nept Tokens and NFTs have no value at all).

Nept Tokens and NFTs are also non-refundable. This means that, once purchased, Nept Limited or Metanept Limited or any of their affiliates have no obligations whatsoever to return your funds or offer you alternative funds in any cryptocurrency or fiat currency.

No regulatory authority has examined or approved any of the information set out in this Whitepaper. No such action has been or will be taken under the laws, regulatory requirements or rules of any jurisdiction.

The publication, distribution or dissemination of this Whitepaper does not imply that the applicable laws, regulatory requirements or rules have been complied with. There are risks and uncertainties associated with the Nept Tokens and NFTs and a non-exhaustive list of these risks is set out below.

No information in this Whitepaper should be considered to be business, legal, financial or tax advice regarding the Nept Metaverse Platform, the Nept Tokens and NFTs, or the related Token Generation Events (TGEs). You should consult your own legal, financial, tax or other professional adviser regarding the Nept Metaverse Platform, the Nept Tokens and NFTs, or the connected TGEs.

No part of this Whitepaper is to be reproduced, distributed or disseminated without including this section and the following sections entitled "Disclaimer of Liability", "No Representations and Warranties", "Representations and Warranties By You", "Cautionary Note On Forward-Looking Statements", "Market and Industry Information", "Third Party Information", "Restrictions On Distribution and Dissemination", "Securities Regulations", "No Offer of Securities Or Registration" and "Risks and Uncertainties".

#### **Disclaimer of Liability**

To the maximum extent permitted by the applicable laws, regulations and rules, the Nept Metaverse shall not be liable for any loss (direct, indirect, special, incidental, consequential or other losses of any kind, in tort, contract or otherwise (including but not limited to loss of revenue, income or profits, and loss of use or data)), arising out of or in connection with this Whitepaper or any part thereof by you.

#### **No Representations and Warranties**

The Nept Metaverse does not make or purport to make, and hereby disclaims, any representation, warranty or undertaking in any form whatsoever to any entity or person, including any representation, warranty or undertaking in relation to the truth, accuracy and completeness of any of the information set out in this Whitepaper.

#### **Representations and Warranties by You**

By accessing and/or accepting possession of any or part of the information in this Whitepaper, you represent and warrant to the Nept Metaverse the following: (a) you agree and acknowledge that the Nept Tokens or NFTs do not constitute securities in any form in any jurisdiction; (b) you



agree and acknowledge that this Whitepaper does not constitute a prospectus or offer document of any sort and is not intended to constitute an offer of securities in any jurisdiction or a solicitation for investment in securities and you are not bound to enter into any contract or binding legal commitment and no digital currency or other form of payment is to be accepted on the basis of this Whitepaper; (c) you agree and acknowledge that no regulatory authority has examined or approved the information set out in this Whitepaper, no action has been or will be taken under the laws, regulatory requirements or rules of any jurisdiction and the publication, distribution or dissemination of this Whitepaper to you does not imply that the applicable laws, regulatory requirements or rules have been complied with; (d) you agree and acknowledge that you are not accessing this Whitepaper from a jurisdiction where such activity is prohibited (e) you agree and acknowledge that this Whitepaper, the undertaking and/or the completion of the Nept TGEs or future trading of the Nept Tokens on any digital currency exchange, shall not be construed, interpreted or deemed by you as an indication of the merits of the Nept Metaverse, the Nept Tokens or NFTs and the related TGEs; (f) the distribution or dissemination of this Whitepaper, any part thereof or any copy thereof, or acceptance of the same by you, is not prohibited or restricted by the applicable laws, regulations or rules in your jurisdiction, and where any restrictions in relation to possession are applicable, you have observed and complied with all such restrictions at your own expense and without liability to the Nept Metaverse; (g) you agree and acknowledge that in the case where you wish to purchase any Nept Tokens or NFTs the Nept Tokens and NFTs are not to be construed, interpreted, classified or treated as: (i) any kind of currency other than digital currency; (ii) debentures, stocks or shares issued by any person or entity (aa) rights, options or derivatives in respect of such debentures, stocks or shares; (bb) rights under a contract for differences or under any other contract the purpose or pretended purpose of which is to secure a profit or avoid a loss; (cc) units in a collective investment scheme; (dd) units in a business trust; (ee) derivatives of units in a business trust; or (ff) any other security or class of securities; (h) you agree and acknowledge that the Nept Metaverse is not liable for any indirect, special, incidental, consequential or other losses of any kind, in tort, contract or otherwise (including but not limited to loss of revenue, income or profits, and loss of use or data), arising out of or in connection with any acceptance of or reliance on this Whitepaper or any part thereof by you; (i) you have sufficient understanding of the functionality, usage, storage, transmission mechanisms and intricacies associated with cryptographic tokens, such as Bitcoin and Ether, as well as blockchain-based software systems generally; and (j) neither the Nept Metaverse nor any director, officer or authorised representative has provided you with any advice regarding whether Nept Token/NFT is a suitable investment for you; (k) all of the above representations and warranties are true, complete, accurate and not misleading from the time of your access to and/or acceptance of possession this Whitepaper or such part thereof (as the case may be).

#### **Cautionary Note on Forward-Looking Statements**

All statements contained in this Whitepaper, oral statements that may be made by the Nept Metaverse or their respective directors, executive officers or employees acting on behalf of the Nept Metaverse, statements made in press releases or in any place accessible by the public, that are not statements of historical fact, constitute "forward-looking statements". Some of these

statements can be identified by forward-looking terms such as "target", "anticipate", "aim", "believe", "could", "expect", "estimate", "if", "intend", "plan", "probable", "possible", "project", "may", "should", "would", "will" or other similar terms. However, these terms are not exhaustive and not the exclusive means of identifying forward-looking statements.



All statements regarding the Nept Metaverse's financial position, business strategies, plans and prospects and the prospects of the industry which the Nept Metaverse is in are forward-looking statements. These forward-looking statements, including but not limited to statements as to the Nept Metaverse's revenue and profitability, prospects, future plans, other expected industry trends and other matters discussed in this Whitepaper regarding the Nept Metaverse are matters that are not historic facts, but only predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual future results, performance or achievements of the Nept Metaverse to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements.

All forward-looking statements made by or attributable to the Nept Metaverse or persons acting on behalf of the Nept Metaverse are expressly qualified in their entirety by such factors. Given that risks and uncertainties that may cause the actual future results, performance or achievements of the Nept Metaverse to be materially different from that expected, expressed or implied by the forward-looking statements in this Whitepaper, undue reliance must not be placed on these statements. These forward-looking statements are applicable only as of the date of this Whitepaper and only reflect the current thinking of the Nept Metaverse.

Neither the Nept Metaverse nor any person acting on behalf of the Nept Metaverse represents, warrants and/or undertakes that the actual future results, performance or achievements of the Nept Metaverse will be as discussed in those forward-looking statements. The actual results, performance or achievements of the Nept Metaverse may differ materially from those anticipated in these forward-looking statements. Nothing contained in this Whitepaper is or may be relied upon as a promise, representation or undertaking as to the future performance or policies of the Nept Metaverse. Further, the Nept Metaverse disclaims any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances, even if new information becomes available or other events occur in the future.

### **Market and Industry Information**

This Whitepaper includes market and industry information and forecasts that have been obtained from internal surveys, reports and studies, where appropriate, as well as market research, publicly available information and industry publications. Such surveys, reports, studies, market research, publicly available information and publications generally state that the information that they contain has been obtained from sources believed to be reliable, but there can be no assurance as to the accuracy or completeness of such included information.

### **Third party Information**

No person has provided his or her consent to the inclusion of his or her name and/or other information attributed or perceived to be attributed to such person in connection therewith in this Whitepaper and no representation, warranty or undertaking is or purported to be provided as to the accuracy or completeness of such information by such person and such persons shall not be obliged to provide any updates on the same. The Nept Metaverse has not conducted any independent review of the information extracted from third party sources, verified the accuracy or completeness of such information or ascertained the underlying economic



assumptions relied upon therein. Consequently, neither the Nept Metaverse nor its directors, officers and employees acting on their behalf makes any representation or warranty as to the accuracy or completeness of such information and shall not be obliged to provide any updates on the same.

### **Restrictions on Distribution And Dissemination**

The distribution or dissemination of this Whitepaper or any part thereof may be prohibited or restricted by the laws, regulatory requirements and rules of any jurisdiction. In the case where any such restriction applies, you are to inform yourself about, and to observe, any restrictions which are applicable to your possession of this Whitepaper or such part thereof (as the case may be) at your own expense and without liability to the Nept Metaverse. Persons to whom a copy of this Whitepaper has been distributed or disseminated, provided access to or who otherwise have the Whitepaper in their possession shall not circulate it to any other persons, reproduce or otherwise distribute this Whitepaper or any information contained herein for any purpose whatsoever nor permit or cause the same to occur.

### **Securities Regulations**

The Nept Metaverse has obtained legal opinion in the British Virgin Islands (the "BVI") that the Nept Tokens and NFTs can be classified as 'utility tokens' and have a low risk of being classified as securities. Part of the reasoning is that the features of the Nept Tokens or NFTs would not be considered "securities" or "asset tokens" under the definition of the Securities and Investment Business Act 2010 (SIBA) i.e., the existing legislation governing traditional securities in the BVI.

The Nept Tokens and NFTs are just tokens which are intended to provide access digitally to Nept Metaverse and related services by means of a blockchain based infrastructure and do not represent assets such as a debt or equity claim in Nept Limited or Metanept Limited or any other company, enterprise or undertaking and do not promise, for example, a share in future Nept Metaverse earnings or future capital flows and are not analogous to equities, bonds or derivatives; and do not enable any physical assets or commodities to be traded on the blockchain.

The Nept Tokens are a means of payment for acquiring goods or services of the Nept Metaverse and its affiliates only. They are not intended to be regulated financial products of any kind.

### **No Offer of Securities or Registration**

This Whitepaper does not constitute a prospectus or offer document of any sort and is not intended to constitute an offer of securities or a solicitation for investment in securities in any jurisdiction. No person is bound to enter into any contract or binding legal commitment and no

digital currency or other form of payment is to be accepted on the basis of this Whitepaper. Any agreement in relation to any sale and purchase of Nept Tokens and/ or NFTs is to be governed by only the T&Cs of such agreement and no other document. In the event of any inconsistencies between the T&Cs and this Whitepaper, the former shall prevail.

No regulatory authority has examined or approved of any of the information set out in this Whitepaper. The publication, distribution or dissemination of this Whitepaper does not imply that the applicable laws, regulatory requirements or rules have been complied with.



Nept Limited, the Nept Token/NFT issuing entity, is not regulated under any regulatory body in BVI nor has any action been or will be taken under the laws, regulatory requirements or rules of any jurisdiction. Specifically, Nept Limited is not registered as a financial institution, financial advisor, or licensed provider of any other regulated activities under any related BVI regulations. Likewise, Nept Limited's parent company, Metanept Limited, which owns and operates the Nept Metaverse Platform, is also neither regulated under any regulatory bodies with regard to the issuance of any tokens nor registered as a financial institution, financial advisor, or licensed provider of any regulated activities.

### **Risks and Uncertainties**

Prospective purchasers or subscribers of Nept Tokens and NFTs should carefully consider and evaluate all risks and uncertainties associated with the Nept Metaverse and its business and operations, the Nept Tokens and NFTs, all information set out in this Whitepaper and the T&Cs prior to any purchase or subscription of Nept Tokens and/or NFTs.

A "token", as crypto-asset is currently an unregulated instrument in BVI, as such a high degree of uncertainty exists on how this instrument might be treated in the future. The Nept Metaverse does not give any warranty that the current regulatory regime will not change and that Nept Tokens or NFTs will remain unaffected by any regulatory changes in the future.

The Nept Metaverse does not have any fiduciary duties towards Nept Token and/or NFT holders as a non-regulated entity. There might be cases where other key stakeholders' interest might not be aligned with that of the token holders, in which case the Nept Metaverse is permitted to make a decision against the interest of the token holders. This means that Nept token and/or NFT holders have limited rights of recourse against the Nept Metaverse in the event of disputes.

"Tokens" or "Coins" are recorded on a blockchain, which is in itself a still emerging technology, as a direct result, substantial risks exist just by owning Nept Tokens or NFTs. The Nept Metaverse does not make any reliability claim regarding the underlying blockchain technology that Nept Tokens and NFTs will be created on, as such things are beyond the Nept Metaverse's control.

The manner in which the Nept Tokens will be created, transferred, and kept, will also involve third parties, such as wallets (software or hardware), and exchanges. The Nept Metaverse does not represent or assure that it can prevent external factors from having a direct or indirect impact to Nept token and/or NFT holders. The Nept Metaverse is not responsible for any risk involving third parties, before, during and after the token/coin sale, such as incompatibility of wallets, third-party fraud or security breach, which may incur some or all losses of the tokens purchased or possessed.

In addition to the above, other Risk factors include the key risks set out below. The key risks summarised in this section are not intended to be an exhaustive list of the risks that may apply to you as a purchaser or holder of Nept Tokens and NFTs. You should read these key risks and consider whether you are willing to assume such risks before you agree to subscribe for Nept Tokens and/or NFTs.

**No assurance of returns or benefits:** There can be no assurance that Nept Tokens and NFTs holders will be able to receive a return of their capital or any returns or benefits. The Nept Metaverse advises that the purchase of Nept Tokens should be undertaken by financially sophisticated persons who are capable of evaluating the merits and risks of such a purchase,



or other persons who have undertaken advice from professional persons with regard to the Nept Tokens purchase, and who have sufficient financial resources to be able to bear any losses that may arise therefrom (which can be equal to the whole amount spent with regard to the Nept Tokens purchase). Such a purchase should not be regarded as a financial asset or an investment.

**Market risk:** The value of cryptocurrencies can go down as well as up. The emergence of a new business model can create opportunities for users and investors, but any young market carries significant risks for all of its participants. Past performance is not a reliable indicator of future performance, and investors may not recover the full amount invested.

**Regulatory risk:** Regulation of digital tokens (including the Nept Tokens and NFTs) and token offerings such as this, cryptocurrencies (including Ether (ETH)), blockchain technologies, and cryptocurrency exchanges are relatively undeveloped and likely to rapidly evolve, and vary significantly among various jurisdictions and are subject to significant uncertainty. New or changing laws and regulations or interpretations of existing laws and regulations may adversely impact the liquidity and market price of Nept Tokens, your ability to access marketplaces on which to trade Nept Tokens, Nept Metaverse's ability to operate as a going concern and the structure, rights and transferability of Nept Tokens and NFTs. The ability of a holder to access, use, transfer and exchange its (or his or her Nept Tokens and NFTs may be affected by changes to legislation, regulatory guidance or actions, and judicial decisions in BVI and in other countries. Therefore, there can be no assurance that any new or continuing regulatory scrutiny or initiatives will not have an adverse impact on the value of Nept Tokens and otherwise impede Nept Metaverse's activities.

**No regulatory protection:** The Nept Metaverse is not licensed or approved by any regulatory bodies, and currently there is no intention for the Nept Metaverse to apply for any financial services licence or regulatory approval under the laws and regulations of any particular jurisdiction.

**Legal risk:** There is little or no precedent on how existing law might treat the issue, fungibility, settlement finality, transfer, collateralization, sequestration, loan, hypothecation, redemption or other disposition of Nept Tokens and NFTs. There is also little or no precedent on how existing

law might treat the rights and obligations between and among various Nept Metaverse entities and the Nept Token and/or NFT subscribers or holders. The occurrence of any related issue or dispute could have a material adverse effect on the Nept Metaverse Platform, Nept Limited, Metanept Limited, Nept Metaverse's business or the Nept Tokens and NFTs. New developments in the law and regulations may also adversely affect the legal or regulatory treatment of the Nept Tokens and NFTs or the Nept Metaverse Platform and/or Nept Metaverse's businesses.

**Tax risk:** The tax characterization of Nept Tokens is uncertain and a subscriber should consult its own tax advisor regarding the tax consequences of their acquisition, holding or disposal of Nept Tokens and NFTs. An investment in Nept Tokens or NFTs may result in adverse tax consequences to subscribers. Each potential subscriber should consult with and must rely upon the advice of its own tax advisor with respect to the tax consequences whether of BVI, Cayman Islands or elsewhere of an investment in Nept Tokens or NFTs.



**Nept Token/NFTs Issuer risk:** Nept Limited having its company number 2094868 was incorporated in BVI on 25th day of March 2022 and has not commenced operations. As a new entity as well as the issuer of the Nept Tokens/NFTs, the Nept Limited does not have operating history prior to this project and is subject to all of the business risks and uncertainties associated with any new business including, but not limited to the following: (a) the risk that the Company may be unable or execute or implement its business strategies and future plans; (b) changes in the anticipated growth strategies and expected internal growth of the Company; (c) changes in the availability and fees payable to the Company in connection with its business and operations; (d) changes in competitive conditions under which the Company operates, and the ability of the Company to compete under such conditions; (e) changes in the future capital needs of the Company and the availability of financing and capital to fund such needs; (f) other factors beyond the control of the Company; and (g) any risk and uncertainties associated with the Company and its business and operations, the Nept Tokens and the Nept TGE.

**Lack of voting and liquidation rights:** The Nept Tokens and NFTs do not carry any voting, management or control rights or other management or control rights in Nept Limited or its parent company Metanept Limited. Accordingly, the board members of the Nept Limited and Metanept Limited will control decisions of Nept tokens and NFTs, including any significant corporate transactions, or the election to liquidate or dissolve Nept Limited and/or Metanept Limited. In addition, upon a liquidation, bankruptcy or other dissolution of Nept Limited and/or Metanept Limited, Nept Tokens and NFTs holders will highly likely not be entitled to liquidation rights or other claims.

**Key person risk:** Whilst the Nept Metaverse takes an active role to managing key man risk through training, systemization, and succession planning there is still a risk that loss of a key team member could cause delays to Nept Metaverse platform development and thus having a detrimental effect on price of Nept Tokens/NFTs.

**Technology and coding risk:** Blockchain and smart contract technology is still in an early development stage and its application of experimental nature carries significant operational and technological risks. It is possible that the smart contract system or the early contribution smart contract system, or elements of the Nept Metaverse Platform, could contain weaknesses, vulnerabilities or bugs which could cause, inter alia, the complete loss of the holder's utility and/or the value of the Nept Tokens or NFTs by impacting the operation and functionality of the Nept Metaverse. Outside actors may exploit such errors or vulnerabilities for personal gain or the Nept Metaverse may be affected in any event without such action.

**Platform risk:** While the Nept Metaverse Platform is still in an early stage of development, it should be noted that it may undergo significant changes over time from its original state. Although Nept Metaverse intends for the Nept Tokens and NFTs and the Nept Metaverse Platform to function as described in this whitepaper and intends to take commercially reasonable steps toward those ends, Nept Metaverse may have to make changes to the specifications of the Nept Tokens or the Nept Metaverse Platform for any number of legitimate reasons. Furthermore, the Nept Metaverse has no control over how other participants will use the platform, what third party products or services will be offered through the platform, or how third party products and services will utilise the Nept Tokens and NFTs.



These factors create the possibility that the Nept Tokens and NFTs or the Nept Metaverse Platform, as further developed and maintained, may not meet your expectations at the time of purchase or subscription of Nept Tokens and NFTs. Moreover, despite Nept Metaverse's good faith efforts to develop and participate in the Nept Metaverse Platform, it is still possible that the platform will experience malfunctions or otherwise fail to be adequately developed or maintained, which could negatively affect the Nept Metaverse Platform and the Nept Tokens and NFTs, and the potential utility of the Nept Tokens and NFTs. The Nept Metaverse Platform is subject to change and no representation is given that any function or aspect of the Nept Metaverse Platform will continue to be provided or made available at any time.

**Insurance risk:** Nept Tokens and NFTs are uninsured unless one specifically obtains private insurance as a measure of protection. Thus, in the event of loss or loss of utility value, there is no acting public insurer or private insurance arranged by Nept Metaverse, to offer recourse to you.

**Trading/Valuation risk:** As utility tokens, the inherent value of Nept Tokens or NFTs is derived from the successful operation of the Nept Metaverse Platform. Nept Tokens and NFTs are not pegged to any fiat currency (legal tender backed by a sovereign government) nor any cryptocurrency, and the exchange value from time-to-time given to Nept Tokens on third-party exchanges may not always reflect your intrinsic valuation of the Nept Tokens. The risk of loss when purchasing or disposing of Nept Tokens and NFTs could be substantial and losses may compound quickly (including up to total loss). As a token built on top of the Ethereum network, the value of Nept Tokens or NFTs may be affected by the valuation from time-to-time of Ether against fiat currencies and other cryptocurrencies.

**Illiquidity risk:** No Nept Tokens may be issued after the initial TGE, although the reserves held by Nept Metaverse will be released over time to the market. Should you wish to temporarily, permanently or partially exit the Nept Metaverse ecosystem, you may be unable to liquidate your position by exchanging Nept Tokens or NFTs for fiat currency or cryptocurrency as there may not be a willing buyer for your Nept Tokens or NFTs both in terms of price and volume. Holders have no right to redeem or sell their Nept Tokens or NFTs. Although Nept Metaverse intends to explore the listing of the Nept Tokens on several cryptocurrency exchanges, there can be no assurance that such exchanges will accept the listing of Nept Tokens or maintain the listing if it is accepted. There can be no assurance that a secondary market will develop or, if a secondary market does develop, that it will provide the holders with liquidity of investment or that it will continue for the life of the Nept Tokens. There is also no guarantee from any central bank or centralised authority for Nept Tokens or NFTs that ensures you will be able to redeem your Nept Tokens or NFTs for fiat currency or cryptocurrency. Furthermore, the digital token market is a new and rapidly developing market which may be subject to substantial and unpredictable disruptions that cause significant volatility in the prices of digital tokens. There is no assurance that the market, if any, for the Nept Tokens or NFTs will be free from such disruptions or that any such disruptions may not adversely affect a Nept token NFT holder's ability to sell their Nept Tokens or NFTs.



**Network risk:** Nept Tokens and NFTs are respectively ERC20 and ERC721 compliant tokens built on top of the Ethereum network, a decentralised network containing, among other things, both cryptocurrency and smart contract protocols. Neither Nept Metaverse nor any of its associated entities have control over the Ethereum network, including confirmations of transactions and execution of smart contracts on the network. Should the Ethereum network experience temporary or permanent issues, including network slowdowns or transaction confirmation delays, this is likely to affect the ability of Nept Tokens and NFTs holders to freely use Nept Tokens and NFTs within the Nept Metaverse ecosystem and could impair the usability of the Nept Metaverse Platform generally.

**Cyber security risk:** The nature of Nept Tokens and NFTs and the Ethereum network may lead to an increased risk of fraud or cyber attack and may mean that technological difficulties experienced by the developers and users of the Nept Metaverse ecosystem could prevent access to or use of your Nept Tokens or NFTs. For example, it is possible that an unauthorised third party could exploit a coding vulnerability in the Nept Metaverse Platform code and damage, interrupt or otherwise attack it.

**Risk of competing platforms:** It is within the realm of possibility that alternative platforms could be established, which utilise the same open source code and protocol underlying the Nept Metaverse Platform and attempt to facilitate services that are materially similar to those that Nept Metaverse Platform aims to provide. The Nept Metaverse may compete with these alternatives and such competition could negatively impact the Nept Metaverse Platform and the Nept Tokens and NFTs, including the utility of the Nept Tokens and NFTs for obtaining the benefits that Nept Metaverse aspires to provide via the Nept Metaverse Platform.

**Risk of insufficient interest in the platform or distributed applications:** It is possible that the Nept Metaverse Platform will not be adopted and used by a large number of individuals, companies and other entities or that there will be limited public interest in general regarding the creation and development of the Nept Metaverse Platform, or distributed platforms generally. This lack of interest or use could negatively impact the development of the Nept Metaverse Platform and thus the potential utility of the Nept Tokens and NFTs, including the utility of the Nept Tokens and NFTs for obtaining the benefits that Nept Metaverse aspires to provide via the Nept Metaverse Platform.

**Private key risk:** Extreme caution must be taken whenever selecting, storing or transmitting private keys for Nept Tokens and NFTs. You are responsible for the storage of your Nept Tokens and NFTs. If another person obtains access to your private keys, they can steal your Nept Tokens or NFTs or other cryptocurrency you use to purchase the said tokens. Furthermore, if you lose access to your private keys, neither Nept Metaverse, nor any other entity, will be able to recover your lost Nept Tokens or NFTs or cryptocurrency. If you hold Nept Tokens on a cryptocurrency exchange, the private keys to those Nept Tokens are held by that exchange. Should that exchange be hacked or otherwise compromised, your Nept Tokens may be stolen or otherwise become inaccessible.



We strongly recommend that you store your Nept Tokens privately (and not via exchanges) and use cold storage techniques to better secure your Nept Tokens. Additionally, your failure to accurately follow the procedures set forth for buying and receiving Nept Tokens/NFTs, including, for instance, providing the wrong address for purchaser address, or an address that is not ERC20/721 compatible, may ultimately result in the loss of your Nept Tokens/NFTs.

**Wallet risk:** In addition to the private key risk described above, you should store your Nept Tokens and NFTs respectively in an ERC 20 and 721 compliant hardware or software wallet. Should you attempt to send Nept Tokens/NFTs to a wallet type that does not support Nept Tokens/NFTs, your Nept Tokens/NFTs may be lost forever.

**Financial risk:** If the solvency of Nept Metaverse is impaired, the ongoing viability of the Nept Metaverse Platform and the utility and value of the Nept Tokens and NFTs may be impaired.

**General risks:**

The growth of the blockchain industry in general, as well as the blockchain networks on which Nept Metaverse Platform rely, is subject to a high degree of uncertainty. The performance of the Nept Metaverse Platform is subject to the following uncertainties, among others:

- (i) worldwide growth in the adoption and use of ETH and other blockchain technologies;
- (ii) government and quasi-government regulation of ETH and other blockchain assets and their use, or restrictions on or regulation of access to and operation of blockchain networks or similar systems;
- (iii) the maintenance and development of the open-source software protocol of the ETH networks;
- (iv) changes in consumer demographics and public tastes and preferences;
- (v) the availability and popularity of other forms or methods of buying and selling goods and services, or trading assets including new means of using fiat currencies or existing networks;
- (vi) general economic conditions and the regulatory environment relating to cryptocurrencies and digital tokens;
- (vii) hacking and theft of cryptocurrencies and digital tokens; and
- (viii) popularity or acceptance of the ETH networks and the emergence of new cryptocurrencies, digital tokens and blockchain networks.

The price of Ether, digital tokens and other blockchain assets are subject to dramatic fluctuations. Several factors may affect price, including, but not limited to:

- (i) global blockchain asset supply;
- (ii) global blockchain asset demand, which can be influenced by the growth of retail merchants' and commercial businesses' acceptance of blockchain assets like cryptocurrencies as payment for goods and services, the security of online blockchain asset exchanges and digital wallets that hold blockchain assets, the perception that the use and holding of blockchain assets is safe and secure, and the regulatory restrictions or prohibitions on their use;
- (iii) investors' expectations with respect to the rate of inflation;
- (iv) changes in the software, software requirements or hardware requirements underlying a blockchain network;
- (v) changes in the rights, obligations, incentives, or rewards for the various participants in a blockchain network;
- (vi) currency exchange rates, including the rates at which Ether and other cryptocurrencies or digital tokens may be exchanged for fiat currencies;





- (vii) fiat currency withdrawal and deposit policies of blockchain asset exchanges and liquidity on such exchanges;
- (viii) interruptions in service from or failures of major blockchain asset exchanges;
- (ix) investment and trading activities of large investors, including private and registered funds, that may directly or indirectly invest in blockchain assets;
- (x) monetary policies of governments, trade restrictions, currency devaluations and revaluations;
- (xi) regulatory measures, if any, that affect the use of blockchain assets;
- (xii) the maintenance and development of the open-source software protocol of the Ethereum networks;
- (xiii) global or regional political, economic or financial events and situations; and
- (xiv) expectations among blockchain participants that the value of blockchain assets will soon change.

Blockchain networks are based on software protocols that govern the peer-to-peer interactions between computers connected to these networks. The suitability of the networks for Nept Metaverse's business or the functionality of the Nept Tokens and NFTs depends upon a variety of factors, including:

- (i) the effectiveness of the informal groups of (often uncompensated) developers contributing to the protocols that underlie the networks;
- (ii) effectiveness of the network validators and the network's consensus mechanisms to effectively secure the networks against confirmation of invalid transactions;
- (iii) disputes among the developers or validators of the networks;
- (iv) changes in the consensus or validation schemes that underlie the networks, including shifts between so-called "proof of work" and "proof of stake schemes;
- (v) the failure of cyber security controls or security breaches of the networks whether on the Nept Metaverse or technological assets, or your / third party network or devices, and the associated risks of legal action or actions of regulators relating to loss of data, damage to data / devices, threat or compromise to privacy and data protection, and the occurrence of fraud or harm;
- (vi) the existence of other competing and operational versions of the networks, including without limitation so-called "forked" networks;
- (vii) the existence of undiscovered technical flaws in the networks;
- (viii) the development of new or existing hardware or software tools or mechanisms that could negatively impact the functionality of the systems;
- (ix) the price of blockchain assets associated with the networks;
- (x) intellectual property rights-based or other claims against the networks' participants and risks associated with such legal claims (including but not limited to the risk that the operation of the Nept Metaverse is disrupted by such claims including claims for remedies such as injunctions); and
- (xi) the maturity of the computer software programming languages used in connection with the networks.

Unfavourable developments or characteristics of any of the above circumstances could adversely affect Nept Metaverse's business, the Nept Metaverse Platform or the proper functioning of the Nept Tokens and NFTs.

The foregoing risks do not purport to be a complete list and explanation of all the risks involved in acquiring a Nept Token/NFT. Potential subscribers are urged to consult their advisors before making a determination whether to invest in Nept Tokens and/or NFTs.

If any of such risks and uncertainties develops into actual events, the business, financial condition, results of operations and prospects of the Nept Metaverse and their affiliates could be materially and adversely affected. In such cases, you may lose all or part of the value of the Nept Tokens.





# NEPT

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