



ILLUSTRATIVE STRUCTURE

# Sample Offering Memorandum: Real Estate

Illustrative Structure for Tokenized Real Estate Private Placement

**UnyKorn Capital Markets**

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**Classification:**

Restricted — BD Only

**Date:**

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**OVERVIEW**

This document illustrates an offering structure for a hypothetical tokenized real estate private placement conducted under Regulation D, Rule 506(c). All figures and terms are illustrative only. This is not an offer to sell securities. Any actual offering would require a complete offering memorandum drafted and approved by qualified securities counsel and the sponsoring registered broker-dealer.

Illustrative Terms: Issuer: Norcross Industrial Holdings LLC (hypothetical). Offering Size: \$12,500,000. Security Type: LLC membership interests, represented as tokens on XRPL and EVM. Minimum Subscription: \$25,000. Target Distribution Yield: 7.5% per annum, paid quarterly in USDC. Offering Exemption: Reg D 506(c). Custody: Anchorage Digital (qualified custodian). Administrative Agent: UnyKorn Capital Markets on behalf of sponsoring broker-dealer.

Post-close, quarterly distribution calculations are computed by the platform's reporting engine and disbursed via stablecoin to verified investor wallet addresses. All audit records are maintained on-chain with off-chain backup in the platform's append-only ledger. Investor statements and tax documents are generated automatically by the reporting module.



## PARTNER IMPLEMENTATION CHECKLIST

- 1 Confirm offering exemption with securities counsel (506b vs. 506c)
- 2 Establish LLC or trust structure for the underlying asset
- 3 Define token economic terms with the underwriting team
- 4 Configure investor onboarding for accredited investor verification
- 5 Select custody provider and confirm qualified custodian status
- 6 Draft offering memorandum using platform template as base
- 7 Execute subscription automation testing in sandbox

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### NEXT STEPS — Unykorn Capital Markets Partnership Desk

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