Syndicate Subscription Legal Plans

CRYPTO, DIGITAL ASSETS & BLOCKCHAIN CORPORATE CLIENT INTAKE QUESTIONNAIRE:

NEVER SHARE PRIVATE KEYS, SEED PHRASES, OR EXCHANGE CREDENTIALS with anyone, including us. Do not include material non-public information on this form. If you have received a subpoena, document request, or regulatory inquiry, contact us immediately — response deadlines are short and preservation obligations begin at once.

CONFIDENTIAL. This questionnaire is for token issuers, protocols, DAOs and foundations, exchanges and brokers, custodians, miners and validators, payment and stablecoin companies, NFT platforms, and digital asset fund managers. It scopes regulatory classification, registration and licensing, fund formation, custody and derivatives documentation, compliance programs, tax structuring, and responses to regulators. If a question does not apply, write "N/A." If unknown, write "Unknown."

NAME OF THE CLIENT:

[__] Legal Entity Name: ______________________________

Entity type & jurisdiction: ______________________________ Date formed: ______________

Affiliated entities (foundation, labs, offshore issuer): ______________________________

Project / protocol / product name: ______________________ Website: ______________

Contact person & title: ______________________________

Syndicate Plan Member ID: ______________________________

Address: ______________________________

City: ______________________ State: ______________ Country: ___ Zip: ______

Phone: ______________________________ Email: ______________________________

Existing counsel / tax advisors: ______________________________

PART 1 — YOUR BUSINESS MODEL

1.1 Check all that apply:

- [__] Token issuer
- [__] Protocol / software developer
- [__] DAO
- [__] Foundation
- [__] Centralized exchange
- [__] Decentralized exchange / DeFi protocol
- [__] Broker / OTC desk
- [__] Custodian / wallet provider
- [__] Miner / validator
- [__] Staking service
- [__] Stablecoin issuer
- [__] Payment processor
- [__] NFT platform / marketplace
- [__] Digital asset fund manager
- [__] ETF / registered fund sponsor
- [__] Treasury holder / corporate adopter

1.2 Describe what the business does and how it earns revenue: ______________________________

____

____

1.3 Stage: ______________________________ Employees / contributors: ______________

1.4 Jurisdictions where you operate or have users: ______________________________

PART 2 — SERVICES NEEDED

2.1 Check all that apply:

[__] Securities / commodity classification analysis
[__] Token launch or distribution structuring
[__] SAFT or token purchase agreements
[__] Private placement (Reg D / Reg S / Reg A)
[__] Broker-dealer or ATS registration analysis
[__] Money transmitter / MSB licensing
[__] Fund formation (hedge, venture, private)
[__] Registered fund or ETF structuring & 19b-4 listing
[__] Custody agreements
[__] Derivatives trading documentation
[__] DAO formation & governance
[__] Compliance manual, policies & procedures
[__] AML / KYC program
[__] Tax structuring & analysis
[__] Regulatory inquiry, investigation, or enforcement support
[__] Cross-border / multi-jurisdiction analysis
[__] Terms of service, disclosures & marketing review
[__] IP & open-source licensing

2.2 Deadline (launch date, filing, response due): ____

PART 3 — THE TOKEN OR DIGITAL ASSET

3.1 Token name / ticker: ___________________________ Blockchain / standard: __________________

3.2 Total supply: _____________________________ Circulating: __________ Launch date: ________

3.3 Status:

[__] Not yet issued
[__] Private sale completed
[__] Public distribution completed
[__] Listed on exchanges
[__] Airdropped

3.4 What does the token do (utility, governance, payment, revenue share, access)? _____________________

____

____

Classification Factor	Yes	No	Not Sure
Sold to raise funds for development	[__]	[__]	[__]
Marketed with expectation of price appreciation	[__]	[__]	[__]
Ongoing development by a core team	[__]	[__]	[__]
Staking, yield, or revenue-sharing rights	[__]	[__]	[__]
Buybacks, burns, or supply management	[__]	[__]	[__]
Lockups / vesting for insiders	[__]	[__]	[__]
Functional network at time of sale	[__]	[__]	[__]
Secondary trading available	[__]	[__]	[__]

These factors bear on whether a digital asset is offered as a security or a commodity, which determines which regulators and registration requirements apply.

3.5 Have you obtained a prior legal opinion or classification memo? [__] Yes [__] No

PART 4 — FUNDRAISING & FUND FORMATION

4.1 Capital raised or planned:

- [__] SAFT / token purchase agreement
- [__] Regulation D private placement
- [__] Regulation S (offshore)
- [__] Regulation A offering
- [__] Equity round (SAFE / priced)
- [__] Public token sale
- [__] None yet

Amount raised to date: $ ______________________________ Target raise: $ ___________________________

4.2 Funds Under Management (if applicable):

- [__] Hedge fund
- [__] Venture fund
- [__] Private fund
- [__] 1940 Act registered fund / ETF
- [__] Separately managed accounts
- [__] None

Fund domicile & structure: _____________________________________ AUM: $ _________________________

Administrator / auditor / custodian: ____

4.3 Fund documents needed or in place:

- [__] Private placement memorandum
- [__] Limited partnership / operating agreement
- [__] Subscription documents
- [__] Investment management agreement
- [__] Side letters
- [__] Escrow agreement
- [__] Service provider agreements

4.4 Is a 19b-4 exchange listing application contemplated for a listed product? [__] Yes [__] No

4.5 Is the manager registered (or exempt) as an investment adviser or CPO / CTA? [__] Yes [__] No

PART 5 — REGISTRATION, LICENSING & COMPLIANCE

Item	In Place	In Progress	Not Needed / Unsure
FinCEN MSB registration	[__]	[__]	[__]
State money transmitter licenses	[__]	[__]	[__]
NY BitLicense / limited purpose trust charter	[__]	[__]	[__]
Broker-dealer or ATS registration	[__]	[__]	[__]
Investment adviser registration	[__]	[__]	[__]
CFTC / NFA registration	[__]	[__]	[__]
Non-U.S. licensing (MiCA, VASP, etc.)	[__]	[__]	[__]
AML / KYC program & officer	[__]	[__]	[__]
Sanctions / OFAC screening	[__]	[__]	[__]
Travel Rule compliance	[__]	[__]	[__]
Cybersecurity & key management policy	[__]	[__]	[__]
Insider trading / MNPI policy	[__]	[__]	[__]

5.1 States and countries where you serve customers: ______________________________

5.2 Do you hold customer assets or fiat balances? [__] Yes [__] No

5.3 Custody arrangements:

- [__] Self-custody
- [__] Qualified custodian
- [__] Third-party wallet provider
- [__] Multi-sig / MPC
- [__] Cold storage
- [__] Insurance in place

5.4 Have smart contracts been audited by an independent firm? [__] Yes [__] No

PART 6 — REGULATORY INQUIRIES, DISPUTES & INCIDENTS

6.1 Current matters:

- [__] SEC inquiry or subpoena
- [__] CFTC inquiry
- [__] DOJ / law enforcement contact
- [__] State regulator inquiry
- [__] FINRA / NFA / exchange inquiry
- [__] Non-U.S. regulator
- [__] Private litigation or arbitration
- [__] Customer complaints
- [__] None

6.2 Agency & matter reference: ____________________ Response due: ________________

6.3 Summary of the issues (facts only — we will discuss strategy directly): ____________________

____

____

6.4 Has a litigation hold or document preservation notice been issued? [__] Yes [__] No

6.5 Has the company experienced a hack, exploit, or loss of customer assets? [__] Yes [__] No

If yes, explain: ____

____

Syndicate provides advisory and compliance support; appearances in court or arbitration are handled by counsel of record.

PART 7 — TAX STRUCTURING

7.1 Tax topics to address:

- [__] Entity classification & structuring
- [__] Token issuance tax treatment
- [__] Staking & airdrop income
- [__] Mining income & deductions
- [__] Lending, repo, and DeFi transactions
- [__] Wash sale / straddle / constructive sale analysis
- [__] Mark-to-market elections
- [__] Grantor trust / publicly traded partnership issues
- [__] U.S. trade or business & safe harbor analysis for funds
- [__] Non-U.S. investor withholding

7.2 Current tax advisor / accounting firm: ____

Tax positions should be confirmed with a qualified tax professional. We coordinate with your CPA or tax counsel.

PART 8 — DOCUMENTS & CERTIFICATION

8.1 Is a non-disclosure agreement required before documents are shared? [__] Yes [__] No

Please provide the following, if applicable. Check each item available. Never send private keys or credentials.

- [__] Formation & governance documents
- [__] White paper / technical documentation
- [__] Fund offering documents
- [__] AML / compliance policies
- [__] Custody & exchange agreements
- [__] Prior legal opinions / memos
- [__] Cap table & token allocation schedule
- [__] Token sale agreements & investor lists
- [__] Terms of service & privacy policy
- [__] Smart contract audit reports
- [__] Regulator correspondence
- [__] Marketing materials & social posts

Certification:

I declare that the information provided in this questionnaire is true, correct, and complete to the best of my knowledge, and that I am authorized to provide it on behalf of the entity named above. I understand this information is provided to Syndicate Subscription Legal Plans in confidence for the purpose of evaluating and scoping this engagement.

Signed and dated this ____ day of _______________________, 20___

Signature: ____

Print Name: _____________________________

Title: _____________________________

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