SEU Private Round Term Sheet

19 November 2026 · Solieum Labs

Draft for discussion. Not an offer to sell and not binding. This term sheet sets out the proposed terms of Solieum's private SEU rounds. Only a signed token purchase agreement, approved by counsel, binds either party. Figures marked *proposed* are the issuer's working numbers and are not yet decided. This is not legal, tax or investment advice.

Parties and the asset

The buyer purchases SEU, already issued on Solana mainnet, from Solieum Labs.

Term	Detail
Issuer	Solieum Labs (legal entity name, registration number and jurisdiction to be confirmed)
Buyer	The named purchaser in each agreement, eligible under the Eligibility section
Asset	SEU, Solieum's native coin
Network	Solana mainnet
Mint address	`4s7fRw889RNEGbzBQoWpZmw8sHjyAEwiY9idHjXNw666`, the only SEU address
Issued	19 November 2026
Governing record	Supply decision record ADR-0028 and private-round record ADR-0022

Round economics

The private rounds sell up to 60,000,000 SEU, 12% of supply, in two tranches priced below the planned public launch.

Term	Seed tranche	Private tranche
SEU offered	20,000,000	40,000,000
Price per SEU (proposed)	$0.015	$0.025
Fully diluted value at that price	$7,500,000	$12,500,000
Discount to planned launch price of $0.04 (proposed)	62%	37%
Raise if fully sold	$300,000	$1,000,000
Minimum ticket (proposed)	$10,000	$25,000
Maximum ticket (proposed)	$100,000	$250,000

- **Payment:** USDC on Solana, sent to the issuer's published receiving address within 5 business days of signing. Each payment is matched to its agreement by amount and sender address.
- **Allocation:** first signed, first allocated, until a tranche is full. The issuer may decline any buyer.
- **Use of proceeds:** the USDC side of the launch liquidity pool first, then audits, engineering and operations.
- **Disclosure:** the round prices, ticket ranges and vesting schedule are public on solieum.com/sale, per the ADR-0022 amendment of 19 November 2026. Each buyer's name, amount and agreement stay confidential.

Delivery and vesting

No SEU unlocks for 9 months. Then the buyer's SEU releases in 366 equal daily parts, and it is fully unlocked 21 months after issuance.

Milestone	Date	Buyer's SEU unlocked
Issuance, the vesting start	19 November 2026	0%
Cliff ends	19 August 2027	0%
First daily release	20 August 2027	1/366, about 0.27%
Halfway through release	19 February 2028	about 50%
Fully vested	19 August 2028	100%

Vesting contract terms

Term	Detail
Service	Streamflow, an audited Solana vesting program, readable by anyone on-chain
Release	Once a day, 366 daily releases from 20 August 2027 to 19 August 2028
Daily amount	SEU bought ÷ 366, rounded up; the last day releases the remainder
Changes after funding	None. Neither side can cancel, pause, transfer, top up or change the rate
Claiming	The buyer withdraws unlocked SEU at app.streamflow.finance with their own wallet
Contract name	SEU followed by the buyer's approval code
Sending wallet	The issuer's distribution wallet `7f328SvrVGjvop2LgYJSB9cJ5Ys4rSs6GitvQ5xm4qMd`
Cost	The issuer pays the SOL rent; Streamflow charges no SEU fee and nothing is taken from the buyer's amount
Tested	Devnet contract `CquHB44pkNUBrE2fmXcVVinvgam2X3vWpwoZ8sk43jkY`, 19 November 2026

Daily release by ticket size

Ticket	Price	SEU bought	SEU released per day
Seed minimum, $10,000	$0.015	666,666	1,821.49
Seed maximum, $100,000	$0.015	6,666,666	18,214.93
Private minimum, $25,000	$0.025	1,000,000	2,732.24
Private maximum, $250,000	$0.025	10,000,000	27,322.40

- **Escrow:** within 10 business days of payment, the issuer locks the buyer's full SEU in a Streamflow vesting contract on the terms above. The buyer receives the contract address and a claim link.
- **Claiming:** the buyer claims unlocked SEU to their own Solana wallet at any time. The issuer cannot pull back or alter an escrow once funded.
- **Wallet:** the buyer names one Solana wallet address in the agreement and controls its keys.
- **Floor:** this schedule is the fastest allowed for agreements signed from 19 November 2026, per the ADR-0028 amendment of that date.

Eligibility and compliance

Only buyers who pass identity checks and are allowed to buy under their own country's law may join.

- **Identity (KYC):** government ID, proof of address and a liveness check for individuals. Company buyers add registration documents and their beneficial owners.
- **Source of funds:** a declaration for every ticket, with evidence above $50,000 (proposed threshold).
- **Sanctions:** buyer and paying wallet screened against sanctions lists before signing and again before delivery.
- **Investor status:** accredited or professional investor status where the buyer's country requires it, for example US buyers under Regulation D or Regulation S.
- **Restricted countries:** to be set by counsel. Sanctioned countries are always excluded.
- **No resale promise:** the issuer makes no promise of a listing, a price or a market.

Commitments

The buyer accepts the lock and the risks; the issuer funds the escrow and keeps the supply terms.

The buyer agrees to:

1. Not sell, lend, pledge or hedge locked SEU, including through derivatives or by selling the agreement itself.
2. Accept that SEU may lose all its value, that no pool or listing is promised, and that the network is pre-mainnet with no completed audit.
3. Confirm the KYC, source-of-funds and investor-status statements are true, and update them if they change.
4. Keep their own agreement, amount and approval code confidential.

The issuer agrees to:

1. Deliver into the vesting escrow within 10 business days of cleared payment.

2. Keep the supply fixed at 500,000,000 SEU. The mint authority is already revoked, so no more can be created.
3. Not unlock team or private-round coins faster than ADR-0028 allows.
4. Give holders the same public updates as everyone else: the site, X and Telegram.

Refund: if the issuer fails to fund the escrow within 30 days of cleared payment, the buyer may cancel and receive the USDC paid back in full.

Coin facts

SEU has a fixed supply of 500,000,000 with no inflation, and about 11% is liquid at issuance.

Bucket	Share	SEU	Vesting from issuance
Settlement rewards	30%	150,000,000	Pool releases 15% of what remains each year
Ecosystem and grants	15%	75,000,000	10% at issuance, rest over 48 months
Team and contributors	15%	75,000,000	12-month cliff, then 36 months
Private rounds	12%	60,000,000	9-month cliff, then 12 months
Treasury	12%	60,000,000	Locked 12 months, then spent by governance
Community and early points	7%	35,000,000	50% at issuance, 50% over 6 months
Launch liquidity	5%	25,000,000	At issuance, pool positions locked 12 months or more
Presale	4%	20,000,000	25% at issuance, rest over 6 months

- **Authorities:** no mint authority and no freeze authority. Nobody can create more SEU or freeze a holder's coins.
- **Current holder:** the full supply sits in the issuer's wallet until each bucket moves into its escrow.
- **Market:** no liquidity pool, listing or public sale exists today.
- **Role:** SEU governs Solieum's economic surface and pays for settlement work. Gas on the rollup stays SOL.