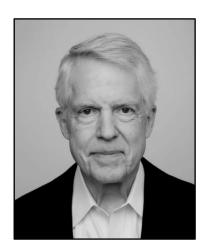
Exploring the Mega Trend of Financial Asset Fractionalization

By Michael Bakht & Alan Snyder



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Executive Summary

Fractional ownership is transforming alternative assets from the exclusive playground of the wealthy into a mainstream investment class. By lowering barriers to entry, fractionalization unlocks trillions in untapped capital, accelerates liquidity through secondary markets, and positions platforms like aShareX as catalysts for transparency, price discovery, and investor control.

Key Takeaways

- Market Scale & Growth: Alternatives represent \$18T AUM today and are projected to exceed \$29T by 2029, fueled by newfound investor access, technology, and cultural shifts.
- **Asset Classes on Fire:** Music rights, fine art, collectibles, classic cars, real estate, and even racehorses are being redefined as fractional investment categories.
- **Investor Demand:** Investors—especially Millennials and Gen Z—are driving growth, with State Street projecting **50% of private market inflows** will come from individuals by 2027.
- Regulatory Pathways: Expanded use of Reg A+, Reg D, and Reg CF legitimizes fractional securities and opens access to non-accredited investors.
- **Risks:** Liquidity, governance, and transparency remain challenges. Many platforms trap investors at manager discretion, but **aShareX** differentiates with true price discovery, SEC-qualified shares, and investor-driven exit control.
- Strategic Positioning: aShareX is positioned as the leading innovator, uniquely offering auction-based fractional ownership across asset classes—bridging passion, investment, and liquidity.

Bottom Line

Fractionalization is no longer a niche experiment—it's a **mega trend reshaping global capital markets**. With trillions at stake, the winners will be platforms that combine regulatory rigor, secondary liquidity, and investor empowerment. **aShareX** stands at the forefront of this shift, poised to redefine how wealth is built and assets are owned.

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I. Introduction: Disruptive Game Changing Innovation

Fractionalization is the current buzzword for this phenomenon. Instead of requiring 100% ownership of an asset whose cost may be out of reach for most, it allows fractions of the whole to be sold/purchased.

Historically, the ownership of many financial assets has been confined only to the wealthy and institutional investors who have the economic wherewithal to afford these purchases. Often guided by their financial advisors, they have invested in these assets in pursuit of superior returns and the safety offered from diversifying their traditional stock and bond portfolios.

However, in recent years, asset sellers have woken up to the fact that they are missing out by not tapping into everyone else, and among other things, tapping into their enormous IRA and pension assets. Attracting more buyers means greater certainty of achieving more consistent sales and, just maybe, higher prices from greater demand.

Investors who are not uber wealthy want the same potential benefits that such investments offer their better-heeled brethren.

Financial advisors don't want to be left out of this huge market either.

Broker dealers, market makers and exchanges get it as well. The initial sale process is one thing, but secondary selling of shares is orders of magnitude bigger and delightfully ongoing – the commissions from both the buy and sell side generate significant revenues. There is particular applicability here to assets initially selling for \$5 million and much higher.

Lastly, regulators are not immune to these pressures and have ever so carefully supported this participation for the greater good.

Our report offers a comprehensive overview of this newly emerging trend and analyzes its opportunities:

- 1. Size the overall market and its growth potential
- 2. Explore use cases in specific markets identify and analyze the current fractionalizers
- 3. Review the current regulatory state of play
- 4. Highlight why aShareX is a leading innovator in this space
- 5. Touch upon the sexy newcomer on the block, tokenization
- 6. Share some of the risks and challenges
- 7. Prescribe development choices for our favorite: aShareX

Whether you're completely new to investing, curious about fractional ownership, or a seasoned allocator, this report offers a comprehensive overview of the fractional ownership trend. It positions aShareX as a disruptive force committed to expanding investor access, enhancing market transparency, delivering secondary market liquidity and placing greater control in the hands of investors. Asset sellers enjoy access to an unlimited newfound cohort of buyers. Providers of secondary market liquidity directly tap into new high-growth product trading volumes.

Fractional Ownership: Empower Investors

Fractional ownership refers to a method of investing where an investor acquires a percentage, or share, of an asset rather than the entire unit. Each investor owns a portion of the asset, enabling them to access and benefit from the investment while avoiding the full cost of acquisition and upkeep. Fractional ownership has practical applications in luxury transportation and lodging, like private planes or vacation property co-ownership. Additionally, recent advancements in financial technology have enabled the fractionalization of both traditional securities and alternative assets. Fractionalization enables investors who have less access to capital to invest in assets with otherwise high costs for 100% ownership, like fine art or real estate. This democratization empowers investors to gain exposure to the many rapidly growing alternative asset categories, which, as many sophisticated investors already know, provide constructive portfolio diversification.

Fractional ownership is possible in both traditional equity markets, through fintech platforms like Robinhood and SoFi Invest, and alternative asset markets, via a myriad of innovative companies. Research shows that fractional trading has resulted in a substantial increase in unique owners of higher value stocks while having negligible market impacts or disruptions, at least in public equity markets.²

Alternative Assets

Alternative assets are a hot bed of investment activity. Investor acceptance is broad and enthusiastic.

An alternative asset is one that doesn't fall into one of the traditional asset categories, i.e., stocks and bonds. The alternative landscape can be divided into five tranches: Real Assets, Private Capital, Structured Products, Digital Assets, and Niche Assets.

Figure 1 maps out the different classes and their subcategories.

¹ Charlene Rhinehart, "Fractional Ownership," Investopedia, last modified January 18, 2024, https://www.investopedia.com/terms/f/fractionalownership.asp.

² David Gempesaw, Joseph J. Henry, and Raisa Velthuis, *Piecing Together the Extent of Retail Fractional Trading*, Global Finance Journal 54 (2022): Article 100757, https://ssrn.com/abstract=4154656.

Figure 1

				Alternativ	e Assets			
Real As	ssets	Priva	te Capital	Structured Pr	oducts	Digital Assets	N	che Assets
Real Estate:	Residential, commercial, REITs*		-	Derivatives:	Options, futures, swaps	Cryptocurrencies: Bitcoi altcoir		Music, s: pharmaceuticals
Infrastructure:	Toll roads, airports, energy grids	Private Debt:		Collateralized Products/ABS**:	CDOs***,	NFTs: Digite Art, Game Asset	Rights: Ing Team	Broadcasting and merchandising rights
Commodities:	Gold, silver, oil agriculture	Hedge Funds:					Income Shares:	e Influencers, athletes
Collectibles:	Art, wine, watches, vintage cars, jewels, trading cards		O				Carbon Credits	

^{*}REITs: A Real Estate Investment Trust is a company that owns, operates, or finances income-producing real estate and allows individuals to invest in portfolios of real estate assets

In the alternative asset domain, most players in the fractional ownership space function as asset managers. Meaning, they source and acquire an asset for investors and offer fractional shares to retail or accredited investors through exemptions like Regulation A or Regulation D, pricing them often with a markup to cover acquisition costs. Managers may charge annual fees, which incentivize holding the asset longer than perhaps necessary – an extension risk, while maintaining full discretion over the exit timing. An innovation to this model is aShareX, an auction platform allowing bidders to purchase fractions or bid for the entire asset with investor control of the asset sale.

This report explores the state of fractional alternative asset spaces, the current growth trajectories of each asset class, including music rights, fine art, collectibles, classic cars, real estate, and many other capital market applications. The different firms operating in each category are delineated. Additionally, this report will examine various mechanics and regulations surrounding fractional ownership and evaluate how an auction model could further benefit all stakeholders.

^{**}ABS: An Asset-Backed Security (ABS) is a financial instrument backed by a pool of underlying assets, such as loans, leases, or receivables.

^{***}CDO: A Collateralized Debt Obligation is a financial product that pools together various types of debt—such as corporate bonds, loans, or mortgage-backed securities—and repackages them into tranches that are sold to investors

According to Preqin, the global alternatives market is projected to exceed assets under management (AUM) of \$18 trillion by 2025.³ To put this into context, a Boston Consulting Group report found that global AUM, including traditional and alternative, reached a record \$128 trillion in 2024.⁴ By 2029, global alternative AUM is poised to rise to \$29.22 trillion.⁵ The same BCG report states that retail access to private markets represents a major driver in the expansion of asset management, which is driven by demand for higher returns and long-term performance. *Figure 2* shows current and projected AUM by alternative category.

Figure 2

Global alternatives AUM by category (in trillions of USD)							
Category	2023	2029	CAGR				
Private Equity	\$5.80	\$11.97	12.80%				
Venture Capital	\$1.85	\$3.59	11.82%				
Private Debt	\$1.50	\$2.64	10.24%				
Hedge Funds	\$4.53	\$5.73	4.02%				
Real Estate	\$1.61	\$2.66	8.50%				
Private Infrastructure	\$1.27	\$2.35	10.22%				
Collectibles*	\$0.45	\$0.62	5.50%				

Source: Preqin, Future of Alternatives 2029

The Retail Investor

The current total addressable market (TAM) for alternative assets is approximately \$18 trillion. The growth drivers include investor demand for diversification, technology-enabled access, regulatory changes, and cultural shifts. Additionally, the retail investor has been touted as a significant growth driver for alternatives, with allocation increasing as investments become more accessible via technology and lower minimums. Astoundingly, State Street projects that half of private market flows will come from individual investors by 2027. Fractionalization enables this growth. Consulting firm Cirulli Associates estimates that an additional \$1 trillion in retail assets could be

^{*}Distillation of multiple third-party reports – Market Decipher, UnivDatos, Econ Market Research, Verified Market Research, Zion Market Research, Strategic Market Research, Allied Market Research, Spherical Insights, Dataintelo, Global Growth Insights and Business Research Insights

³ Preqin, Future of Alternatives 2029 (London: Preqin Ltd., 2024), https://www.preqin.com/insights/research/reports/future-of-alternatives-2029

⁴ Boston Consulting Group, "Global Asset Management Industry Hit New Record High in 2024 — and a Critical Turning Point," press release, April 29, 2025, https://www.bcg.com/press/29april2025-global-asset-management-record-high-critical-turning-point.

⁵ Preqin, Future of Alternatives 2029

⁶ Henry H. McVey, "An Alternative Perspective: Past, Present, and Future," KKR Insights, September 2024, https://www.kkr.com/insights/alternative-perspective-past-present-future.

⁷ State Street, *The Retail Revolution Will Drive 50% of Private Market Flows by 2027 – State Street Private Markets Survey*, June 4, 2025, https://investors.statestreet.com/investor-news-events/press-releases/news-details/2025/The-Retail-Revolution-Will-Drive-50-of-Private-Market-Flows-by-2027--State-Street-Private-Markets-Survey/default.aspx.

invested in alternative assets, which would increase the total allocation by retail investors to \$2.4 trillion over the next five years.⁸

The Institutional Investor

Endowments, foundations, family offices and managers of pooled qualified accounts for IRAs and pension plans are joining the fray. As we know, these capital pools are measured in the trillions. Fractionalization offers potential diversification in manageable amounts by improved offering structures, e.g., auction price discovery, an SEC qualified stock offering for regulatory oversight, potential secondary market liquidity and in several cases, investor control of the asset disposition.

Turning to luxury assets, *Figure 3* displays the Knight Frank, a global real estate consultancy, Luxury Investment Index (KFLII) for Q4 2024, which tracks the performance of various collectible categories over time. It illustrates how categories like handbags, watches, furniture, and fine wine have changed in value over 12 months, 5 years, and 10 years.

Figure 3

The Knight Fra	The Knight Frank Luxury Investment Index (KFLII) Q4 2024					
	12-Month	5-Year	10-Year			
	% Change	% Change	% Change			
KFLII	-3.3%	21.4%	72.6%			
Handbags	2.8%	34.0%	85.5%			
Jewelry	2.3%	20.2%	33.5%			
Coins	2.1%	23.6%	47.5%			
Watches	1.7%	52.7%	125.1%			
Cars	1.2%	29.5%	58.9%			
Colored						
Diamonds	-2.2%	4.8%	3.8%			
Furniture	-2.8%	60.5%	140.9%			
Whiskey	-9.0%	-9.9%	191.7%			
Wine	-9.1%	8.3%	37.4%			
Art	-18.3%	1.9%	54.0%			

Source: The 2025 Knight Frank Wealth Report

Notes: All data to Q4 2024 except color diamonds (Q3). KFLII is a

weighted average of individual asset performance. Contact

<u>liam.bailey@knightfrank.com</u> for full methodology.

The rapid expansion of fractionalized alternative assets is fueled by several trends. First, investor demand for diversification beyond traditional equities and bonds continues to increase, with both retail and institutional investors looking for exposure to uncorrelated and niche asset classes such as art, real estate, and music royalties. Technology has played a central role in enabling this access: platforms like Masterworks and Rally are lowering the barriers to entry by offering user-friendly interfaces and fractional ownership structures. Regulatory innovations such as the SEC's expansion of Regulation A+ and Regulation CF have further expanded investor eligibility. Additionally, cultural

⁸ Daniil Shapiro, U.S. Alternative Investments 2024. Boston: Cerulli Associates, 2024. https://www.cerulli.com/reports/us-alternative-investments-2024.

shifts—particularly among millennial and Gen Z investors—are driving new forms of investment. This includes greater acceptance of digital ownership, crypto-native investing, and passion-based asset allocation.

The population growth of ultra-high-net-worth-individuals (UHNWI) should also increase demand for alternative assets, including luxury goods. In the U.S., the number of UHNWI increased by 8 percent in 2023 and is forecast to maintain a 5 percent CAGR over the 2023-2028 period. Looking back, the global billionaire population and their combined wealth have both surged since 2014, with collective billionaire wealth more than doubling from \$6.4 trillion to \$15.6 trillion and the number of billionaires climbing to nearly 3,000 by 2024, despite some periods of volatility.

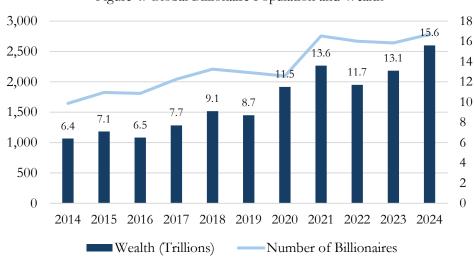


Figure 4: Global Billionaire Population and Wealth

Source: The Art Basel and UBS Art Market Report 2025 by Arts Economics with data from Forbes

III. Music Rights

Compositions vs. Masters

To understand music rights as an asset class, one must understand the mechanics of how musicians, or copyright holders, receive royalties for the works that they create. There are two components to a piece of music. The first is the song, or composition, which consists of the lyrics and melody. The second is known as the "master," which is the recording of the song. As an example, to help distinguish the two, consider Whitney Houston's 1992 "I Will Always Love You," which is a cover of Dolly Parton's original released in 1974. In this instance, there are two separate masters, or recordings, but one song, or composition.

⁹ "The State of Fashion 2025: Challenges at Every Turn," McKinsey & Company, 2025, https://www.mckinsey.com/industries/retail/our-insights/state-of-fashion.

Royalty Streams

It's important to separate compositions from recordings because they each have distinct royalty streams. Performance rights organizations (PROs), like US firms ASCAP and BMI, represent songwriters and publishers, protecting the copyrights of their compositions. PROs collect and distribute royalties for public performances (radio/TV broadcast, non-interactive streaming, live performances, or background music in public venues) of songs. Separately, there are different revenue streams associated with masters, which are typically owned by either the artist, their record label, or a third-party investor, like a producer or manager. On-demand streaming, digital downloads, physical sales, sync licensing fees (when a song is used in a film or TV show), and digital performance royalties all yield revenue streams for the owner of the master recording.

US Copyright Law

In the U.S., these revenue streams last until each copyright expires, then entering the public domain for free use. Currently, composition copyrights last for the author's life plus 70 years, or 95 years after publication for older works. Recording, or masters, copyrights are different because they weren't covered by federal law until 1972. Thanks to the Music Modernization Act, recordings made before 1923 entered the public domain in 2022. Recordings from 1923–1946 will enter after 100 years, 1947–1956 after 110 years, and anything from 1957–1972 stays protected until 2067. Most masters made after 1972 are protected for 95 years from release.10

Deals for Catalogs

Artist catalogs, consisting of either their song copyrights or master rights, or both, have become asset classes of their own, with companies purchasing them outright. In 2020, Bob Dylan sold the publishing rights to his entire 600 song catalog to Universal Music Group in a deal valued at more than \$300 million.11 In 2021, Sony Music acquired Bruce Springsteen's masters and publishing rights in a deal valued between \$500 and \$550 million.12 In 2022, Hipgnosis Songs Fund, a music rights investment company, acquired pop singer Justin Bieber's catalog for around \$200 million.13 In 2024, Blackstone acquired Hipgnosis Songs Fund, which boasts a 65,000-song portfolio, for \$1.6 billion.14 In 2025 Hipgnosis rebranded as Recognition Music Group, and its portfolio is currently valued at over \$3 billion.15

Figure 5 details the current institutional players in the music intellectual property (IP) space.

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¹⁰ LegalClarity, "When Does Music Become Public Domain?" *LegalClarity*, accessed July 18, 2025, https://legalclarity.org/when-does-music-become-public-domain-2/.

¹¹ Ben Sisario, "Bob Dylan Sells His Songwriting Catalog to Universal Music," *New York Times*, December 7, 2020, https://www.nytimes.com/2020/12/07/arts/music/bob-dylan-universal-music.html.

¹² Jem Aswad, "Bruce Springsteen Sells Catalog to Sony Music," *Variety*, December 15, 2021,

https://variety.com/2021/music/news/bruce-springsteen-sells-catalog-sony-500-million-1235134590/.

¹³ Emily Yahr, "Justin Bieber Sells Music Rights for More Than \$200 Million," *Washington Post*, January 25, 2023, https://www.washingtonpost.com/arts-entertainment/2023/01/25/justin-bieber-sells-music-catalog/.

¹⁴ Prerna Bedi and Yadarisa Shabong, "Blackstone Outbids Concord in \$1.6 Billion Takeover Battle for Hipgnosis," *Reuters*, April 29, 2024, https://www.reuters.com/markets/deals/blackstone-outbids-concord-16-bln-takeover-battle-hipgnosis-2024-04-29/.

¹⁵ Daniel Thomas, "Hipgnosis Songs Fund Accepts Blackstone's \$1.6bn Takeover Offer," *Financial Times*, April 29, 2024, https://www.ft.com/content/e56a1bf5-e4d7-4977-813f-94787c856836.

Figure 5

Institutional Owners of Music IP							
Firm	Type	Subsidiaries	IP/Catalog	Revenue 2024 (USD)			
Universal Music Group	Major Label	Republic, Motown, Def Jam, Capitol, etc.	U2, Frank Sinatra, Ariana Grande, Elton John, Stevie Wonder	\$12.3 bn/ M.P.*: \$2.2 bn			
Sony Music Entertainment	Major Label	Columbia, RCA, Epic, Artista, etc.	Britney Spears, Bruce Springsteen, Adele, AC/DC	~\$10.8 bn/ M.P.: \$1.4 bn			
Warner Music Group	Major Label	Warner, Atlantic, Elektra, Parlophone, etc.	Fleetwood Mac, Ed Sheeran, Green Day, Tom Petty	\$6.4 bn			
Beggars Group	Independent Label	4AD, 50% of Matador, Rough Trade, and XL	The National, Yo La Tengo, David Byrne, Radiohead	~\$135 mn			
Domino	Independent Label	-	Franz Ferdinand, Jon Hopkins	~\$43 mn			
EMPIRE	Independent Label & Publisher	-	Kendrick Lamar, Anderson .Paak, Cardi B	~7.6 mn			
BMG	Music Publisher	-	Diane Warren, Ringo Star, Blondie	~\$1.04 bn			
Kobalt	Music Publisher	-	Beck, Paul McCartney, Stevie Nicks	\$600 mn			
Concord	Music Publisher	Round Hill Royalty Fund	Alice In Chains, Leonard Bernstein, The 1975	No public revenue; IP catalog ~1.3 m copyrights			
Reservoir Media	Music Publisher	-	Evanescence, Kings of Leon, Lil John	\$159.7 mn			
Shamrock Capital	Entertainment IP Fund	-	Taylor Swift (exited in 2025)	N/A			
Primary Wave	Music IP Fund & Publisher	-	Aerosmith, Bob Marley, Whitney Houston	\$15 mn			
Rezonate	Music IP Fund	-	Producers	N/A			
Recognition Music Group	Music IP Fund	Formerly Hipgnosis Songs Fund, Acquired by Blackstone	Neil Young, Justin Timberlake,	0			
Sound Royalties	Royalty Financing	-	Producers, Musicians, Songwriters	~\$7.5 mn			

*M.P. = Music Publishing Source: Authors' research

Fractional Players Abound

As a fan, the prospect of owning a share of the catalog of your favorite artist is incredibly compelling. Royalty Exchange is a marketplace where investors buy and sell income-generating music IP. It allows artists to receive upfront funding for the value of their future royalties. Thus far, rightsholders have raised \$200M+ across 2,300+ deals via Royalty Exchange. 16

While Royalty Exchange enables 100% ownership, fractional ownership is an emerging trend within music catalogs, with retail investors and fans buying shares in a music catalog and thereby being entitled to a portion of the royalties. Figure 6 details the platforms allowing retail investors to invest in music royalties. For an explanation of each of the below features, please refer to Exhibit 1 at the end of the document.

Figure 6

	Music Royalties: Fractional Ownership Marketplaces								
Feature	aShareX	ANote	Bolero Music	Master- Exchange	Musicow	Royalty Exchange	SongVest	Sonomo	Tangy
Туре	Fractional, Full	Fractional	Fractional	Fractional	Fractional	Full	Fractional	Fractional	Fractional
Investor control over entry price	Yes	No	No	No	No	Yes	No	No	No
Complete price transparency	Yes	No	No	No	No	Yes	No	No	No
Investor control over exit timing	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Seller option for partial ownership	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Artist Income Share Offering	Yes	No	No	No	No	No	No	No	No
Product offerings	Copyrights, Royalties	Royalties	Royalties	Royalties	Royalties	Copyrights, Royalties	Royalties	Royalties	Royalties
Minimum Bid Amount	\$2,500	No Min	No Min	No Min	No Min	No Min	No Min	No Min	No Min
Exemption	Reg A	N/A	N/A	N/A	Reg A	N/A	Reg A	N/A	N/A
Evidence of Ownership	SEC- qualified shares	Contract	Tokenized	Contract	SEC- qualified shares	Purchase Agreement	SEC- qualified shares	Contract	Share
Location	US	EU	EU	EU	South Korea & US	US	US	EU	EU

Source: Authors' research

¹⁶ Royalty Exchange, Homepage, accessed August 14, 2025, https://www.royaltyexchange.com.

An emerging player that has yet to launch is Royal.io. Founded by DJ and entrepreneur Justin Blau (3LAU) and tech innovator JD Ross, the platform will leverage blockchain infrastructure to democratize music rights ownership—an asset class long dominated by record labels, private equity firms, and institutional investors. Royal will allow musicians to maintain ownership stakes, tokenize portions of their tracks, and sell them directly to fans, fostering deep alignment between creators and their audiences. Fans not only engage with music emotionally but will also participate financially in its success.

Supported by a lineup of venture firms—including Andreessen Horowitz, Paradigm, Coinbase Ventures, Founders Fund, and Creative Artists Agency—as well as artists like Nas, Diplo, and The Chainsmokers, Royal is well backed as it tries to build out its technology and regulatory framework (see *Tokenization*, section XII).¹⁷

Looking Forward

According to Goldman Sachs' latest 'Music in the Air' report released in June 2025, the global music industry – including recorded music, publishing, and live touring - is projected to almost double from \$104.9 billion in 2024 to \$196.8 billion by 2035. Growth drivers include major recent price increases by global streaming platforms, the modernization of royalty payment mechanisms, and a new monetization avenue for the use of music content by generative AI models. This suggests increased revenue potential for rights holders and royalty investors. Stronger streaming revenue is expected due to growth in emerging markets, with non-developed markets contributing 70% of new streaming subscribers by 2030. 19

Interestingly, there are many other potential royalty streams for fractionalization. Patents, drugs, and software all have similar attributes to our music example and are sizeable markets.

IV. Fine Art

On November 15, 2017, Salvator Mundi, a painting attributed to Italian renaissance artist Leonardo da Vinci sold for \$450.3 million, the highest price ever paid for a work of art, at Christie's New York.²⁰ Art has long been an asset class reserved for museums and high- and ultra-high-net-worth individuals, motivated by passion, collecting themes, and long-term wealth preservation. Imagine several endowment constrained museums owning multiple fractional interests in one of these ultra-high value artworks and rotating exhibition privileges.

Figure 7 showcases the top five most expensive artworks ever sold.

¹⁷ Royal.io, "Royal.io: Overview," LinkedIn, accessed August 1, 2025, https://www.linkedin.com/company/joinroyal. ¹⁸ Lisa Yang et al., *Music in the Air Report 2025*, Goldman Sachs, June 3, 2025.

https://www.goldmansachs.com/insights/goldman-sachs-research/music-in-the-air--focus-on-monetisation--emerging-markets-and-ai

¹⁹ Ibid

[·] IDIU

²⁰ Carol King. "Salvator Mundi." *Encyclopedia Britannica*, July 14, 2025. https://www.britannica.com/topic/Salvator-Mundi-by-da-Vinci.

Figure 7

	Top 5 Most Expensive Artworks Ever Sold							
Rank	Price (millions of USD)	Sale Year	Sale Type	Artist	Artwork			
1	\$450.3	2017	Auction	Leonardo Da Vinci	Salvator Mundi			
2	~ \$300	2015	Private	Willem de Kooning	Interchange			
3	~ \$250	2011	Private	Paul Cézanne	The Card Players			
4	\$229	2015	Private	Paul Gauguin	Nafea Faa Ipoipo			
5	~ \$200	2015	Private	Jackson Pollock	Number 17A			

Source: Authors' research

Fractional Players

Masterworks is the most prominent player in the fractionalization of artworks. Under the thesis that blue-chip art, meaning museum quality works from established and historically significant artists, has outperformed the S&P by 32%* from 1995 through 2024, the firm allows retail investors to purchase and trade shares in securitized artworks that would have otherwise been prohibitively expensive.²¹ Acting as an asset manager, Masterworks acquires artworks via private sale or auction, divides them into shares, and sells them at a markup to retail investors via a Reg A offering until they recoup their costs. Masterworks holds the work and sells it at their discretion. If investors need liquidity, they can, after 90 days, theoretically trade their shares on a specialized trading platform. However, Masterworks itself clarifies that the resale market is severely limited and therefore not an ideal way to access liquidity. Thus far, Masterworks has sold 23 paintings, all at a profit, and distributed over \$61 million USD back to investors, with IRRs ranging from 4.1% to 77.3% and averaging 26.7%. Investors purchased a painting by renowned English artist Cecily Brown for \$1,277,000, held for 259 days, and then exited at \$2,100,000, yielding a 77.3% IRR.22 Masterworks' fees include a 1.5% annual management fee, which is deducted as equity, and a 20% performance fee on profits. As of April 1, 2024, Masterworks had more than \$900 million AUM and had purchased 405 artworks.23 To date, the platform has distributed approximately \$61.4 million to investors, representing about 6.8% of the total portfolio value.

An issue with this model is that investors have no control over the purchase price of the artwork, nor do they have control over when Masterworks chooses to sell it. This leaves investors at the mercy of the annual management fee, which might incentivize Masterworks to hold even when it may not be in the best interest of shareholders. Although private sales occur year-round, exits via auction are limited by the calendar, with May and November in New York and February and June in London being the best time to sell at the major auction houses.

A 2023 Deloitte Art & Finance Report estimated that ultra-high net worth individuals' wealth associated with art and collectibles was US\$2.174 trillion in 2022 and predicted that figure could

²¹ Masterworks, Homepage, accessed July 14, 2025, https://www.masterworks.com/.

^{*}The Contemporary Art Index is based on internal Masterworks analysis of the repeat-sales index of historical art market prices computed based on a value weighted-basis and focused on the Post-War & Contemporary Art category (as defined by the applicable auction house using Standard & Poor's CoreLogic Case-Shiller Home Price Indices Methodology) from 1995 to December 31, 2024.

²³ Jean Folger, "Masterworks Review: Is It Legit?," *TIME*, accessed July 17, 2025, https://time.com/personal-finance/article/masterworks-review/.

increase to an estimated US\$2.861 trillion by 2026.24 Of this, approximately \$1 to \$1.2 billion worth of fine art is fractionally owned, with the bulk of that value coming from Masterworks' portfolio. Fractionalized art currently accounts for a small part of the total market, despite the trillion-dollar opportunity, and although institutional players are adding fractional investing capabilities to their platforms, none of the big five auction houses have done so to date. In March 2022, Public, a stock trading platform, acquired Otis, a startup specializing in fractional ownership of alternative assets like fine art, NFTs, and sports memorabilia, for an undisclosed sum.25 The acquisition was positioned to broaden Public's scope beyond traditional equities and crypto.

Figure 8 details the various players in the fine art fractionalization space.

Figure 8

	Fine Art: Fractional Ownership Marketplaces								
	aShareX	Master- works	Arttoo	Yieldstreet	Artex	Particle**	Public	Splint	Xchange Place
Туре	Fractional, Full	Fractional	Fractional	Fund	Fractional	Fractional	Fractional	Fraction al	Fractional, Fund
Investor control over entry price	Yes	No	No	No	No	No	No	No	No
Complete price transparency	Yes	No	No	No	No	No	Yes	No	No
Investor control over exit timing	Yes	No	No	No	No	No	No	No	No
Minimum Investment	\$5,000	\$15,000	TBD	\$10,000	\$100	Varies	\$0.01	€50	Varies
Exemption	Reg A	Reg A	N/A	N/A	N/A		Reg A		Reg A
Evidence of Ownership	SEC- qualified shares	SEC- qualified shares	Token	Private Placement	Shares	Token	SEC- qualified shares	Token	SEC- qualified shares
Location	US	US	UK	US	EU	US	US	EU	US

Source: Authors' research
**Not currently in operation

The Market

The years 2023 and 2024 saw a sharp contraction in terms of art market global sales value. In 2024, global art market sales declined by 12% to \$57.5 billion, though the number of transactions rose 3% to \$40.5 million, reflecting stronger activity in lower-priced segments. In terms of sales value, the

²⁴ Deloitte and ArtTactic, *Art & Finance Report 2023*, 8th ed. (London: Deloitte Ltd., November 2023), https://arttactic.com/reports/deloitte-arttactic-art-finance-report-2023.

²⁵ Marlize van Romburgh, "Public Acquires Otis to Expand Fractional Ownership and NFT Trading," *Crunchbase News*, March 9, 2022, https://news.crunchbase.com/fintech-ecommerce/public-acquires-otis-fractional-ownership-nft-trading/.

U.S. remained the dominant market with a 43% share (~\$24.8 billion), followed by the U.K. (18%) and China (15%), though China experienced a sharp 31% drop in sales from the year prior. Public auction sales fell significantly (25%), while private sales via auction houses increased by 14%, and dealer sales dipped modestly. Online art sales held steady at around 18% of the market (\$10.5 billion), double their 2019 share, but below pandemic highs. Despite a weaker high-end segment, the market showed resilience through increased private and online activity and continued growth in mid-tier sales. Figure 9 gives a breakdown of global art market sales volume and value from 2019 through 2024.

Figure 9

	Global Art Market Sales by Volume & Value (2019-2024)							
Year	Sales (Nominal)	Sales (Real, 2024 USD)	Transactions (M)	Key Market Trends				
2019	\$64.4B	\$75.5B	40.0M	Stable market before COVID; strength in Modern & Contemporary				
2020	\$50.1B	\$60.6B	36.0M	Pandemic disruption; pivot to online sales				
2021	\$65.1B	\$76.2B	36.7M	Strong post-COVID rebound; rise in online and young contemporary				
2022	\$67.8B	\$76.1B	37.8M	Peak sales; blockbuster lots dominate; strength in U.S. and Modern				
2023	\$65.8B	\$70.2B	39.3M	High-end softens; mid-tier grows; Asia declines				
2024	\$57.5B	\$57.5B	40.5M	12% contraction; low-end resilient; China falls 31%				

Source: The Art Basel and UBS Art Market Report (2020-2025)

While the above data paints a troubling current picture of a market in correction or decline, the outlook for the global art market over the next five years is cautiously optimistic, with several trends supporting potential growth. Although macroeconomic uncertainty and high-end market softness have weighed on sales recently, diversification of buyers and segments is creating new momentum. Younger collectors, particularly Gen Z and millennials, are increasingly active in acquiring mid-tier works and prints, while online platforms continue to expand global reach.²⁷ Additionally, the Middle East has emerged as a critical growth region, with major investments and new Art Basel fairs in Qatar and other Gulf states positioning the region as a hub for high-value transactions.²⁸ As generational wealth transfer accelerates, and digital innovation matures, the art market could return to steady growth.

Facing a contracting market, auction houses are rethinking their fee structures to boost engagement and reduce uncertainty. In fall 2025, Phillips will introduce a "priority bidding" model that rewards early commitment: written bids placed at least 48 hours before a live sale—at or above the lot's low estimate—will qualify for a reduced buyer's premium. Even if the bidder later raises their offer and wins during the auction, the lower rate still applies. The move aims to provide greater predictability

²⁶ Deloitte and ArtTactic, Art & Finance Report 2023, 8th ed.

²⁷ Jenny Gibbs, "Gen Z Collectors and Mid-Tier Growth in the 2025 Art Market," *Observer*, June 2025, https://observer.com/2025/06/art-market-growth-prints-gen-z-2025/

²⁸ Kelly Crow, "The Art Market Needs a Boost. It Thinks the Middle East Is the Answer," *The Wall Street Journal*, June 2025, https://www.wsj.com/arts-culture/fine-art/middle-east-art-market-basel-qatar-45d15a90.

for Phillips and its consignors while offering buyers a financial incentive to act early. We will have to see if the market rewards this change.

Fractional bidding structures could further support this effort by allowing multiple buyers to jointly acquire high value lots, expanding participation and boosting hammer prices.

V: Collectibles

Collectibles is a broad asset class filled with items coveted for their rarity and/or cultural significance. Sports and Hollywood memorabilia, rare books, comics & manuscripts, watches, wine & spirits, and luxury handbags all could be classified as collectibles.

Because each collectible is inherently unique, sales via English auctions are typically preferred to enable true price discovery. All of the major and regional auction houses offer sales in categories ranging from Pop Culture to Coins to Handbags & Accessories, and the market-clearing results are often jaw-dropping. Even geological objects are assigned staggering values. On July 16, 2025, a meteorite from Mars sold for \$5.3 million at Sotheby's, setting a record for the most expensive meteorite sold at auction. During the same sale, a rare young dinosaur skeleton achieved more than \$30 million after a bidding war.29

Fanatics Collectibles, Heritage, Prop Store Group, Julien's, Sotheby's and Goldin (acquired by eBay in 2024) auction houses are all experiencing exponential growth in this category. For example, in 2020, Goldin was valued at \$102 million with annual sales exceeding \$100 million. By 2024, revenues were estimated at over \$25 million with projected growth rates through 2030 of 20%. *Global Retail* magazine highlighted the opportunity with their article titled: "Trading Cards are Poised to Create Target's Next Billion-Dollar Category." (August 27, 2025)

As noted in the 2024 *Knight Frank Luxury Wealth Report*, the leading motivation for acquiring luxury collectibles globally was "the joy of ownership," surpassing "investment" across all surveyed regions except Asia. ³⁰ Expertise and passion are needed when viewing the niche collectible category as an investment rather than a hobby or luxury.

The Markets

Many argue that collectibles offer a unique hedge against market volatility and inflation risks: real, physical goods backed by the passion of collectors. Additionally, unlike purely financial instruments, they can't cease to exist in market crashes.

Figure 10 details the players enabling fractional ownership in the collectibles space.

²⁹ Dave Collins, "Largest Piece of Mars on Earth Fetches \$5.3 Million at Auction, but Young Dinosaur Steals the Show," *AP News*, July 16, 2025, https://apnews.com/article/mars-rock-meteorite-auction-dinosaur-sothebys-01d7ccfc8dc580ad86f8e97a305fc8fa.

³⁰ Knight Frank Research, *The Wealth Report 2024*, 18th ed., ed. Liam Bailey (London: Knight Frank LLP, March 6, 2024).

Figure 10

	Collectibles: Fractional Ownership Marketplaces								
Feature	aShareX	Collectable	Konvi	Rally	Rares	Vinovest			
Туре	Fractional, Full		Fractional	Fractional		Full			
Investor control over entry price	Yes		No	No		No			
Complete price transparency	Yes	elow	Yes	No		No			
Investor control over exit timing	Yes	Inactive, see below	Yes	No	Inactive	No			
Exemption	Reg A	ive	N/A	Reg A	Ina	N/A			
Evidence of Ownership	SEC- qualified shares	Inact	Purchase Agreement	SEC- qualified shares		Certificate			
Minimum Investment	\$2,500		€250	\$1-100		\$1,000			
Total Invested	Undisclosed		Undisclosed	Undisclosed		\$140 million			
Location	US		EU	US		US			

Source: Authors' research

Collectable

The story of Collectable underscores the critical importance of investor control in fractional ownership platforms. Founded in 2020 by Ezra Levine, Collectable enabled investors to acquire fractional interests in high-value collectible assets, such as sports memorabilia.

Collectable earned revenue in two ways. After acquiring an item, the company would pocket a success fee, taken from the difference between the acquisition price and what the offering value was assigned, i.e., a markup. Additionally, Collectable granted itself free equity in assets, typically a 3 to 5% stake, and would therefore profit from an exit.³¹

In August 2023, Collectable was sold to Phil Neuman, president of Luxembourg Life Funds, for \$1.35 million.³² Following the acquisition, the new management relocated assets to New York and began displaying them at Dretore, a SoHo gallery affiliated with Neuman's NoCor Investment Fund—a private placement vehicle focused on "non-correlated" luxury assets. Both Dretore and NoCor are affiliated with Mr. Neuman.

An investor in Collectable happened upon the gallery and recognized items on display which he partially owned. Later, in May 2024, he offered \$250,000 to purchase Luka Dončić's 2018–19 gameworn rookie jersey, in which he held a 10% stake. He secured agreement from another party holding 50%. However, Collectable—despite owning only 4.3%—did not respond to the offer.³³ Under the investment agreement, the company retained final decision-making authority. While the previous

³¹ Darren Rovell, "Investors in Collectable concerned: 'They are holding our items hostage,'" cllct, August 17, 2025, hostage.

³² Ibid

³³ Ibid

management had prioritized shareholder interests, the new ownership structure left investors beholden to the discretion of the current owner.

Frustrated by the lack of transparency, the investor issued a formal demand letter under Delaware law requesting access to business records. When Collectable failed to respond, he filed suit.³⁴ In May 2025, the Delaware Court of Chancery largely sided with the plaintiff, ordering Collectable to produce business, financial, and asset documentation—affirming the investor's right to investigate management conduct.³⁵ Collectable appears to be inactive at present.

Collectibles have caught fire in the auction world with especial appeal to the younger generations, Gen X and millennials. Seemingly, this age cohort can relate better to expensive items such as baseball cards and sports memorabilia than to a Monet or Picasso. While historically, boomers have been into fine art, today they are buying less, even liquidating their collections which may best explain the transition challenges in fine art investing. Tastes change.

VI:	Cars	

The Market

Although smaller than the fine art segment, the collectible car market remains a substantial portion of the passion-led investment landscape, demonstrating strong demand and enduring appeal among collectors. According to a report by McKinsey, growing interest in this sector has augmented the global value of the existing stock of collectible cars to around €800, or ~\$866 billion, in 2024.³⁶ According to Credence Research, the collectible car market was valued at \$39.7 billion in 2024 and is projected to reach \$77.8 billion by 2032, yielding a CAGR of 8.7%.³⁷ McKinsey places the 2024 annual trade volume at €45, or ~\$49, billion. Growth may be driven by an increasing awareness, across generations, of collectible cars as assets. Also, the proliferation of online auction platforms has and will continue to expand market reach and result in the growth of the classic car segment. In 2024, online auctions accounted for the highest number of classic cars sold at global auctions.³⁸

In May 2022, RM Sotheby's sold a Mercedes-Benz Uhlenhaut Coupé to a private collector for €135 million (US\$142 million), setting a new world record for the most expensive car ever sold—surpassing the previous approximately \$70 million private sale of a Ferrari 250 GTO in 2018. The

³⁴ Darren Rovell, "Collectable investor sues company, seeks clarity on memorabilia assets," cllct, November 4, 2024, https://www.cllct.com/sports-collectibles/memorabilia/collectable-investor-sues-company-seeks-clarity-on-memorabilia-assets.

³⁵ Cornett v. Collectable Sports Assets, LLC, C.A. No. 2024-1130-SEM (Del. Ch. May 29, 2025), https://law.justia.com/cases/delaware/court-of-chancery/2025/c-a-no-2024-1130-sem.html.

³⁶ Michele Bertoncello, Patrick Hertzke, and Thomas Morel, *Collectible Cars: From Niche Market to Growth and Innovation Engine*, McKinsey & Company, February 4, 2025, https://www.mckinsey.com/industries/automotive-and-assembly/our-insights/collectible-cars-from-niche-market-to-growth-and-innovation-engine.

³⁷ Credence Research, *Classic Cars Market: Market Size, Share, Trends, Growth, and Forecast 2025–2034.* Credence Research, May 2025. https://www.credenceresearch.com/report/classic-cars-market.

³⁸Bertoncello et al., Collectible Cars, McKinsey & Company, 2025.

only other Uhlenhaut Coupé made remains in the Mercedes-Benz Museum in Bad Cannstatt, Germany.

See *Figure 11* for the top 5 most expensive collectible cars ever sold.

Figure 11

	Most Expensive Cars Ever Sold								
Rank	Price (millions of USD)	Sale Year	Sale Type	Description					
1	\$143	2022	Discreet Auction	1955 Mercedes-Benz 300 SLR Uhlenhaut Coupé					
2	~\$70	2018	Private	1963 Ferrari 250 GTO					
3	\$53.9	2025	Auction	1954 Mercedes W196R Streamliner					
4	\$51.7	2023	Auction	1962 Ferrari 250 GTO by Scaglietti					
5	\$48.4	2018	Auction	1962 Ferrari 250 GTO by Scaglietti					

Source: Dax Street

Marketplaces

In terms of the marketplace, buyers and sellers have few options and the landscape is further consolidating. In 2024, Christie's acquired Gooding & Co for an undisclosed sum to form Gooding Christie's.

Figure 12 shows the top platforms for sales of classic cars.

Figure 12

Top Classic Car Vendors							
Firm	Type	2024 Sales (USD)					
RM Sotheby's	Auction, Private Sale	887 million					
Gooding Christie's	Auction, Private Sale	205 million					
Bonhams Cars	Auction, Private Sale	Undisclosed					
Bring A Trailer	Auction, Private Sale	1.5 billion					
ClassicCars.com	Auction, Private Sale	Undisclosed					
Hemmings	Auction, Private Sale	Undisclosed					
Barrett-Jackson	Auction, Private Sale	207.6 million					
Mecum Auctions	Auction, Private Sale	600 million					
Broad Arrow	Auction, Private Sale	Undisclosed					

Source: Authors' research

Concours d'elegance, French for a "competition of elegance," is the term for a competitive exhibition of collector cars where vehicles are judged on their restoration and presentation rather than speed or performance. Beyond the judging competition, these events have evolved into significant commercial marketplaces for the collector car industry, with multi-million-dollar car auctions taking place during the fairs.

Figure 13 shows the top concours d'elegance events, globally.

Figure 13
Global Concours d'Elegance Fairs*

Event	Location	Month	Attendance	Established
Cavallino Classic	Palm Beach, FL, USA	January	Undisclosed	1992
Oberoi	Udaipur, India	February	Undisclosed	2025
Amelia Island	Amelia Island, FL, USA	March	~25,000	1996
Villa d'Este	Lake Como, Italy	May	Undisclosed	1929
Greenwich	Greenwich, CT, USA	June	12,000	1996
Pebble Beach	Pebble Beach, CA, USA	August	15,000	1950
The Quail	Carmel, CA, USA	August	6,500	2003
Hampton Court	Hampton Court, UK	September	Undisclosed	2012
Audrain	Newport, RI, USA	October	Undisclosed	2019

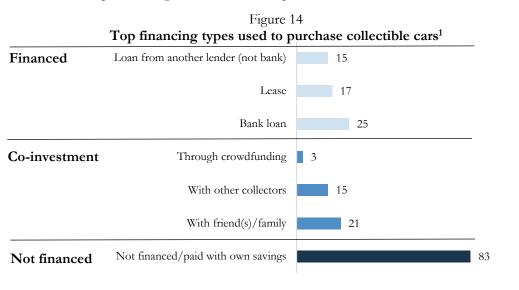
Source: Authors' research

*Please note that this list is not exhaustive

Financing

Polling done by McKinsey revealed that most buyers purchase collectible cars without financing. Out of 179 car collectors, 46% paid for their cars out of pocket, 32% used financing to make their purchases, and the remaining 22% utilized co-investors. ³⁹ Of those that used co-investors, only 3 collectors reported crowdfunding, which could be a result of the nascent, yet emerging, trend of fractional ownership. Although this number is low, it shows that collectors need a fractional offering that allows them to co-invest in classic cars.

Figure 14 details the top financing methods used to purchase collectible cars.



¹This survey, conducted in 2024, included 256 car collectors, enthusiasts and professionals worldwide, with most respondents located in Asia, North America, and Western Europe. Data are reported for the subset of respondents who answered this question.

Source: McKinsey 2024 Collectible Car Survey

³⁹ Bertoncello et al., Collectible Cars, McKinsey & Company, 2025.

Figure 15 details the various players fractionalizing ownership of classic cars.

Figure 15

Classic Cars: Fractional Ownership Marketplaces							
	aShareX	TheCarCrowd	Rally	MCQ Markets	Splint	Timeless	Arkefi
Investor control over entry price	Yes	No	No	No	No	No	No
Complete price transparency	Yes	No	No	No	No	No	No
Investor control over exit timing	Yes	Yes	No	No	No	Yes	No
Exemption	Reg A	N/A	Reg A	Reg A	N/A	N/A	N/A
Evidence of Ownership	SEC- qualified shares	Syndicated Trust Agreement	SEC- qualified shares	SEC- qualified shares	Tokenized	Tokenized	Tokenized
Minimum Investment	\$1,000	£2,000	\$50	\$500	€50	€50	\$100
Location	US	UK	US	US&UK	EU	EU	EU

Source: Authors' research

VII: Real Estate: The Largest Market of All

Investors may gain exposure to real estate either directly—through ownership of physical property—or indirectly, via private equity real estate funds, publicly traded or non-traded REITs, real estate ETFs, or other pooled investment vehicles. A REIT—short for Real Estate Investment Trust—is a company that owns, operates, or finances income-producing real estate. It's a way for individuals to invest in large-scale real estate without having to buy or manage properties directly. Most REITs are publicly traded, making them liquid and accessible.

Much of the private real estate deal market has been limited to institutions and high-net-worth individuals because of investor accreditation standards and lofty minimum investment requirements. Oftentimes, these deals have some of the highest returns, explaining their appeal. Private deals, while providing more control and tax advantages, carry high barriers to entry, significant management burden, and illiquidity.

Fractionalization is now reshaping the landscape—opening the doors to broader participation. aShareX, as one example, offers compelling advantages to private deal participants: an approachable minimum investment amount, true price discovery from an open auction versus a manager-set purchase price, regulatory oversight, a tradeable security for liquidity, and important investor control of when to sell the property

The Market

Prequin estimates that real estate AUM will increase from \$1.6 trillion in 2023 to \$2.6 trillion by the end of 2029, yielding an annualized growth rate of 8.71% for that period.⁴⁰

Knight Frank's 2025 *The Wealth Report* indicates strong demand from private investors for real estate. Their survey indicates that 25% of family offices with residential holdings are contemplating additional acquisitions, while 44% plan to increase their allocation to commercial real estate within the next 18 months.⁴¹

According to JLL, a global real estate services company, as of Q1 2025, 37% of real estate investment in the Americas went to living and multi-housing projects over the preceding 12 months. This contrasts with investment in Asia, which saw only 6% of capital going towards living and multi-housing, with 38% going towards office development.⁴²

Global Real Estate Investment over the past 12 months, by sector Asia Europe 26% 19% Americas 37% 40% 0% 10% 20% 30% 50% 60% 70% 80% 90% 100% ■ Living / Multi-housing ■ Industrial & Logistics ■ Office ■ Retail ■ Hotels & Hospitality ■ Other Source: JLL Research, 2025

Figure 16 details the various players fractionalizing ownership of real estate, both directly and indirectly.

Data as of Q1 2025

⁴⁰ Preqin, Future of Alternatives 2029 (London: Preqin Ltd., 2024), https://www.preqin.com/insights/research/reports/future-of-alternatives-2029

⁴¹ Knight Frank, *The Wealth Report 2025: The Global Perspective on Prime Property and Investment* (19th ed., London: Knight Frank LLP, 2025), https://www.knightfrank.com/wealthreport.

⁴² JLL, "Global Real Estate Outlook 2025," July 21, 2025, https://www.jll.de/en/trends-and-insights/research/global/global-real-estate-outlook

Figure 16

Re	eal Estate: Fi	ractional Ov	vnership (Dire	ect & Indirec	t) Marketplace	es
	aShareX	Acre- Trader	Ark7	Arrived	Fractional	Fundrise*
Туре	Fractional, Fund & Full	Fractional	Fractional	Fractional, Fund	Fractional	Fund, Fractional
Focus	All	Farmland	Residential	Residential	Residential	Residential, Commercial, Industrial
Investor control over entry price	Yes	No	No	No	No	No
Complete price transparency	Yes	No	No	No	No	No
Investor control over exit timing	Yes	No	No	No	No	No
Exemption	Reg A	Reg D	Reg A & D	Reg A	N/A	Reg A
Evidence of Ownership	SEC- qualified shares	Contract	SEC- qualified shares, Contract	SEC- qualified shares	LLC Ownership	SEC-qualified shares
Minimum Investment	\$2,500	\$15,000	\$20	\$100	\$5,000	\$10
Total Invested	N/A	\$406.5+ million	\$21+ million	\$293 million	Undisclosed	\$7+ billion (inc. other categories)
Location	US	US	US	US	US	US

Source: Authors' research *In addition to real estate, Fundrise also allows users to invest in private credit and venture capital.

Figure 16 continued

Real Estate: Fractional Ownership (Direct & Indirect) Marketplaces								
	Landa	Realbricks	REITs	Roofstock				
Type	Fractional	Fractional	Fund	Fund				
Focus	Residential	Residential	Residential, Commercial, Industrial	Residential				
Investor control over entry price	No	No	No	No				
Complete price transparency	No	No	No	No				
Investor control over exit timing	No	No	No	No				
Exemption	Reg A	Reg A	Publicly Traded	Reg D				
Evidence of Ownership	SEC-qualified shares	SEC-qualified shares	Listed Shares	Contract				
Minimum Investment	\$5	\$100	\$100	\$5,000				
Total Invested	Undisclosed	Undisclosed	N/A	\$6+ billion				
Location	US	US	US	US				

Source: Authors' research

Among alternative assets, fractionally and directly owned real estate stands out as particularly compelling for investors. Its appeal lies in the dual benefit of capital appreciation and recurring income from rent-producing properties. As platforms increasingly enable fractional access to institutional-grade assets, retail investors are drawn to the tangible nature of real estate, its inflation-resistant characteristics, and its potential to deliver both growth and cash flow.

VIII: Miscellaneous: Racehorses & Income Share Agreements

Racehorses

Investors can own stakes in individual racehorses, sharing in the costs, risks, and potential rewards of ownership. These costs include training, entry fees, veterinary care, travel, and boarding—expenses that accumulate quickly over the course of a racing season.

In 2023, U.S. racehorses competed for over \$1.3 billion in prize money (industry slang is "purses"), while bettors wagered \$11.6 billion across tracks nationwide. 43 Beyond race winnings, revenue streams also include stud fees—the cost to breed a mare with a prized stallion—and the potential appreciation of the horse's value, if sold.

⁴³ Alastair Bull, "Horses: \$177 Billion annually to the US Economy," TwinSpires, accessed July 15, 2025, https://www.twinspires.com/edge/racing/features/horses-177-billion-annually-to-the-us-economy/

For context, Figure 17 details 2025's leading horses by their earnings.

Figure 17

US 2025 Leading Horses as of August 2025					
Rank	Horse Name	2025 Earnings (in millions of USD)			
1	Sovereignty	\$5.00			
2	Journalism	\$3.64			
3	White Abarrio	\$1.85			
4	Sandman	\$1.33			
5	Good Cheer	\$1.30			
6	Thorpedo Anna	\$1.29			
7	Mindframe	\$1.20			
8	Nitrogen	\$1.11			
9	Deterministic	\$1.10			
10	Spirit of St Louis	\$1.05			

Source: Equibase.com

A powerhouse ownership syndicate—including American industrialist Peter M. Brant—owns the thoroughbred racehorse Sierra Leone. Born in 2021, the colt was sold to the group at auction in 2023 for US\$2.3 million. In 2024, at age three, Sierra Leone won the Breeders' Cup Classic, one of the most prestigious races in the United States, which carried a purse of US\$7 million. 44

High-profile syndicates, racing clubs, and equine-inclined high-net-worth individuals (HNWI) have long dominated the racehorse market, but fractional platforms are beginning to disrupt the exclusivity of ownership. Authentic, a thoroughbred racehorse that was collectively owned through fractional platform MyRacehorse was the winner of the 2020 Kentucky Derby. Prior to the Derby, MyRacehorse sold 12,500 shares priced at \$206 to fractional investors. ⁴⁵ Mage, a racehorse fractionally owned via Commonwealth Sports, won the 2023 Kentucky Derby. ⁴⁶ Following the win, shareholders, who initially paid \$50 per share, received a pre-tax distribution of \$94.52 per share.

Figure 18 details the players enabling fractional ownership of racehorses.

⁴⁴ Equibase, "Horse Profile for Sierra Leone," Equibase, accessed August 13, 2025, https://www.equibase.com/profiles/Results.cfm?type=Horse&refno=10963584®istry=T.⁴⁵ Bill Finley,

[&]quot;MyRacehorse.com Buys into Authentic," Thoroughbred Daily News, June 18, 2020, https://www.thoroughbreddailynews.com/myracehorse-com-buys-into-authentic/.

⁴⁵ Bill Finley, "MyRacehorse.com Buys into Authentic," Thoroughbred Daily News, June 18, 2020, https://www.thoroughbreddailynews.com/myracehorse-com-buys-into-authentic/.

⁴⁶ Kevin Skiver, "What Is Commonwealth? How Mage's Kentucky Derby Win Led to 391 Owners, Shareholders Celebrating," *Sporting News*, May 7, 2023, https://www.sportingnews.com/us/horse-racing/news/commonwealth-mage-kentucky-derby-win-391-shareholders/pncgnpsnixdwkcd3jhenrhtp.

Figure 18

Racehorses: Fractional Ownership Marketplaces						
	aShareX	Commonwealth	MyRacehorse	SmartSyndicate	Wasabi Ventures Stables	
Investor control over entry price	Yes	No	No	No	No	
Complete price transparency	Yes	No	No	No	No	
Investor control over exit timing	Yes	No	Yes	No	No	
Exemption	Reg A	Reg CF	Reg A	N/A	N/A	
Evidence of Ownership	SEC- qualified shares	SEC-qualified shares	SEC-qualified shares	Contract	Club Interest Agreement	
Minimum Investment	\$1,000	\$50	\$100	\$50	\$40	
Location	US	US	US	UK	US	

Source: Authors' research

While high potential returns exist, they are often modest and variable. For most investors—whether full or fractional—racehorse ownership is primarily an experiential investment, valued for its entertainment and emotional appeal.

Income Share Agreements

Income Share Agreements (ISAs) represent a novel intersection of finance, talent, and fandom offering investors the chance to bet directly on the future earnings of individuals across sports, entertainment, influencing and entrepreneurship.

ISAs are financial arrangements in which investors provide upfront capital to individuals—typically athletes, artists, or creators—in exchange for a percentage of their future earnings over a defined period. The talent uses the upfront cash to invest in their careers through training, travel, expenses, gear and/or to purchase a sizeable asset like a house. These agreements function like revenuesharing contracts tied to personal income and are particularly targeted to early-career talent.

One prominent example is Commonwealth, a firm that fractionalizes both racehorse ownership and athlete income. It recently launched offerings for up-and-coming professional golfers, including Baylor University's Cooper Dossey, whose ISA sold out, and Joey Vrzich, whose deal is listed as upcoming. Per the deals, each golfer receives \$262,000 to cover tournament-related expenses—such as entry fees, travel, coaching, and equipment—with \$225,000 going directly to the athlete and the rest covering fees. 47 In return, athletes agree to share a percentage of their income over six years, with the repayment structure starting at up to 30% in the early years and declining to 10% by year

⁴⁷ Brendan Coffey, "Commonwealth Sports Expands to Athlete Shares After Derby Jackpot," Sportico, April 18, 2024, https://www.sportico.com/business/sports/2024/commonwealth-sports-athlete-investing-1234775793/.

six. Investors receive approximately 80% of the repayments; the remainder goes to Commonwealth. 48

These deals are typically offered under Regulation D exemptions, which restrict participation to accredited investors, although other platforms, like Finlete and Vestible, are facilitating retail access through Regulation CF or Regulation A pathways. ISAs can provide attractive financing for the seller who can leverage their fan base as potential investors.

Figure 19 details the players offering income shares.

Figure 19

Income Shares: Marketplaces								
	aShareX	Big League Advance	Chisos	Commonwealth	Finlete	Inspirr	Nordensa	Vestible
Investor control over entry price	Yes	No	No	No	No	No	No	No
Retail Participation	Yes	No	No	No	Yes	No	Yes	Yes
Recipients	Entrepreneurs, Athletes, Creators	Athletes	Entrepreneurs, Athletes, Creators	Golfers	Athletes	Entrepreneurs, Athletes, Creators	Soccer Players	College Athletes
Exemption	Reg A	Reg D	Reg D	Reg D	Reg CF	Reg D	N/A	Reg A
Minimum Investment	\$2,500	N/A	N/A	N/A	\$300	N/A	€30	\$100
Location	US	US	US	US	US	US	EU	US

Source: Authors' research

While the opportunity to support and profit from the careers of promising talent is exciting, especially for fans, these agreements raise important questions around fairness, long-term obligations, and income caps. For recipients, negotiating terms that preserve financial upside and autonomy is critical.

IX. Regulatory Environment

Please note that this section provides a general overview of the complex regulatory landscape; securities laws are highly nuanced. One should consult with a qualified regulatory advisor for actual guidance.

Fundraising: Public vs. Private Markets

Companies need capital to fund operations and fuel growth. One way to raise funds is by selling securities — such as stocks and bonds — to investors. To offer securities to the U.S. public, companies must file a registration with the Securities and Exchange Commission (SEC), the federal

⁴⁸ Matthew Futterman. "Athlete Income-Sharing Deals Face Regulation as Finlete, Vestible, Commonwealth Emerge." *Sportico*, February 26, 2024. https://www.sportico.com/business/finance/2024/athlete-income-sharing-regulation-vestible-finlete-commonwealth-sports-1234783841/.

agency established in 1934 to protect investors and ensure fair, efficient capital markets, or utilize an available exemption.

Registration requires comprehensive financial disclosures, audits, and ongoing quarterly reporting, and usually requires one or more rounds of review by the SEC. The process, which opens access to public markets through Initial Public Offerings (IPOs), is time-consuming, costly, and subjects companies to external scrutiny and influence. To streamline capital raising, the SEC created exemptions under the Securities Act of 1933— such as Regulation A+, Regulation D, and Regulation Crowdfunding (CF) — which allow firms to issue securities to private investors. ⁴⁹ These exemptions allow companies to raise money without a full IPO, though not without guardrails.

See Figure 20 for a breakdown of the differences between the most commonly relied on securities exemptions.

Figure 20

Key Differences Among Securities Exemptions						
	Key Differ	Reg D	unues Exempu	Reg	Reg CF	
	Rule 504	Rule 506(b)	Rule 506(c)	Tier 1	Tier 2	
Raise Limit (12-month period)	\$10M	No limit	No Limit	\$20M	\$75M	\$5M
Investor Eligibility	Anyone	Accredited (mostly*)	Accredited	Anyone**	Anyone**	Anyone**
General Solicitation	Allowed in Limited Circumstances	Prohibited	Allowed (must verify accreditation)	Allowed	Allowed	Allowed via portals
SEC Filing Required	Form D	Form D	Form D	Form 1-A	Form 1-A	Form C
SEC Required Review of Filing	No	No	No	Yes	Yes	No
Ongoing Reporting Required	None	None	None	None	Yes	Limited
Pre-empts State Law****	No	Yes	Yes	No	Yes	Yes
Investor Count Limits	No cap on number of overall investors ***	Same as 504***	Same as 504***	No Limit***	No Limit***	No Limit***
Lockup / Resale Restrictions	Restricted securities — typically 6–12 months under Rule 144	Same as 504	Same as 504	None (except affiliates)	None (except affiliates)	12-month lockup with limited exceptions

^{*}Max 35 non-accredited investors; unlimited accredited investors permitted.

30

^{**}Non-accredited investors face investment limits based on their income and net worth.

^{***} At a certain point, the number of investors (generally, 2,000), along with meeting certain revenue thresholds, may trigger registration/reporting requirements under Securities Exchange Act of 1934, as amended, which further triggers on-going reporting requirements as if the issuer had undergone a full IPO. Issuers filing periodic reports with respect to Regulation A or Regulation C are exempt from this registration if certain conditions are met.

^{****} When the exemption "preempts" state law, the individual states cannot require registration on the state level, but may (and usually do) require a notice filing and payment of a fee. If the exemption does not preempt state law, the issuer must either register the offering on the state level, or find a state level exemption.

⁴⁹ Securities Act of 1933, 15 U.S.C. §§ 77a–77aa (2024).

Investor Classifications

Investors are not all treated equally under these exemptions. Institutional investors (e.g. pension funds, hedge funds, banks) and accredited investors are granted wider access to private securities. For individuals, an accredited investor includes individuals with annual income exceeding \$200,000 (\$300,000 jointly with spouse) in the past two years with expectation of similar income, or net worth over \$1 million (excluding primary residence), or holding certain professional licenses like Series 7, 65, or 82. Retail investors, meanwhile, are everyday individuals investing for personal accounts. This distinction creates a significant barrier to entry, as the accredited investor limitations—based on wealth, rather than investing knowledge—exclude 88% of Americans from private markets.⁵⁰

Investment Company Exemptions: 3(c)(1) vs. 3(c)(7)

The Securities Act of 1933 regulates how companies raise capital by issuing securities, while the Investment Company Act of 1940 governs the ongoing compliance obligations of entities engaged in pooled investment activities, like mutual funds. Passed by Congress to safeguard investors, the Investment Company Act was designed to suppress fraud, self-dealing, and other abuses associated with investment funds.

Under the Investment Company Act, an "investment company" is defined as any issuer which:

(A)is or holds itself out as being engaged primarily, or proposes to engage primarily, in the business of investing, reinvesting, or trading in securities;

(B) is engaged or proposes to engage in the business of issuing face-amount certificates of the installment type, or has been engaged in such business and has any such certificate outstanding; or

(C) is engaged or proposes to engage in the business of investing, reinvesting, owning, holding, or trading in securities, and owns or proposes to acquire investment securities having a value exceeding 40 per centum of the value of such issuer's total assets (exclusive of Government securities and cash items) on an unconsolidated basis.⁵¹

Firms meeting this definition must register with the SEC and comply with comprehensive disclosure and reporting requirements—unless they qualify for an exemption.

Two such exemptions, Sections 3(c)(1) and 3(c)(7), allow private investment funds to avoid arduous reporting and disclosures. 52 To qualify, a fund must (1) not make—or intend to make—a public offering of its securities, and (2) either:

- 3(c)(1): Limit its investor pool to no more than 100 beneficial owners (typically accredited investors); or
- 3(c)(7): Restrict participation to "qualified purchasers"

⁵⁰ Carrie McCabe, "Retail Investors Want In—Just As Private Equity Industry Resets," Fortune, July 1, 2025, https://fortune.com/2025/07/01/private-markets-retail-investors/?abc123.

⁵¹ Investment Company Act of 1940, 15 U.S.C. §§ 80a-1–80a-64 (2024).

⁵² Holli Heiles Pandol, "Sections 3(c)(1) and 3(c)(7) of the Investment Company Act," Carta, April 17, 2025, https://carta.com/learn/private-funds/regulations/3c1-3c7/

To satisfy the private offering requirement, funds typically raise capital under Rule 506 of Regulation D, which permits unlimited fundraising from eligible investors. Funds seeking exemption under 3(c)(1) generally accept up to 99 accredited investors (excluding the general partner, whose stake may count toward the limit). The 3(c)(7) exemption offers greater scalability, but is more restrictive with respect to what type of investors are permitted.

Qualified Purchasers include:

- 1. Individuals or family-owned businesses with \$5 million or more in investments
- 2. Trusts sponsored and managed by qualified purchasers
- 3. Any person, acting for its own account or the accounts of other qualified purchasers, who in the aggregate owns and invests on a discretionary basis, not less than \$25,000,000 in investments

Firm Classifications

Companies that offer fractional shares of alternative assets employ a structured approach that allows them to raise capital from unlimited investors without being classified as investment companies. They structure each investment as a separate single-asset LLC that holds only one entire non-securities asset (not a diversified portfolio of securities),). As long as the asset holds title to the alternative asset in its entirety and the asset is a tangible asset, like a work of art or a car, each entity is not engaged in investing in any "security," and therefore falls outside of the scope of the Investment Company Act. Without being limited by the Investment Company Act, the company's primary limitations come from the exemptions available under the Securities Act of 1934.

Regulation A

Regulation A lets private companies raise money from both accredited and non-accredited investors via a publicly filed offering circular (Form 1-A). It includes two key exemptions: Tier 1, which caps the annual raise at \$20 million, and Tier 2, which caps the annual raise at \$75 million. Non-accredited investors in Tier 2 offerings may invest no more than 10% of the greater of their annual income or net worth, if a natural person, or no more than 10% of the greater of their revenue or net assets for non-natural persons. Offering circulars must be reviewed and qualified before any sales may be made pursuant to Regulation A, and issuers utilizing Tier 2 will be subject to ongoing reporting obligations.

Regulation D

Regulation D permits unlimited private capital raises, primarily from institutional and accredited investors, with a simple Form D filing. It includes three key exemptions: Rule 504, Rule 506(b), and Rule 506(c). Issuers under Rules 504 and 506(b) are prohibited from general solicitation, i.e. marketing, while Rule 506(c) permits public advertising, provided that the issuer takes reasonable steps to verify each investor's accredited status. ⁵⁴ Issuers under 506(b) are permitted to offer and sell securities to a limited number of unaccredited investors, but they are required to provide significant disclosures, similar to those required by Regulation A, in order to do so.

⁵³ Regulation A, 17 C.F.R. §§ 230.251–230.263 (2024).

⁵⁴ Regulation D, 17 C.F.R. §§ 230.501–230.508 (2024).

Regulation CF

Regulation CF, enacted under the JOBS Act and effective since 2016, enables startups to raise up to \$5 million annually from the public via online platforms, after filing Form C. ⁵⁵

In contrast to Regulation D, which is generally the most relaxed in terms of regulatory oversight because it targets institutional and accredited investors presumed to have financial sophistication, Regulation CF, while designed for small businesses, also imposes structured disclosures (via Form C), investor limits, and use of SEC-registered funding portals because its target audience does not have this level of sophistication. This makes it stricter than Reg D but more accessible to retail participants.

Lockup Periods

The ability to resell securities varies across Regulation A, Regulation D, and Regulation CF, with the SEC imposing different restrictions on transferability. Securities issued under Regulation A are not restricted and can generally be freely resold upon issuance, making them the most liquid among exempt offerings. In contrast, Regulation D securities are considered restricted under Rule 144 of the 1933 Securities Act and generally require a holding period of 6 to 12 months before resale, depending on the issuer's reporting status. Regulation CF securities carry a mandatory 12-month lock-up period, during which securities can only be resold under specific exceptions.

Blue Sky Laws

Even with federal exemptions, issuers may face state-level registration unless preempted by federal law. Blue Sky Laws are state-level securities regulations in the United States designed to protect investors from fraud. They require companies offering securities to register their offerings with the state securities regulator, unless an exemption applies. While Regulation A, D, and CF may govern securities at the federal level, Blue Sky Laws address the registration of securities at the state level. For example, under the National Securities Markets Improvement Act of 1996 (NSMIA), Tier 2 offerings under Regulation A are classified as "covered securities", which means they're exempt from state-level Blue Sky registration requirements. Despite this exemption, however, states are permitted, and usually do, require issuers to make notice filings and pay applicable filing fees. Tier 1 offerings, which are not exempt, require state-by-state registration or other compliance procedures as such state may require.⁵⁶

Significance of Regulation A

In contrast to Regulation D, which restricts participation primarily to accredited and institutional investors and limits SEC review, Regulation A is consequential because it allows for retail participation in private markets with the safeguards of greater regulatory oversight. While the \$75 million annual cap under Tier 2 may constrain scalability for larger issuers, Regulation A is the most accessible exemption for widescale general solicitation and the acceptance of retail investors —

⁵⁵ Regulation Crowdfunding, 17 C.F.R. §§ 227.100–227.503 (2024).

⁵⁶ Laura Anthony, "Understanding The NSMIA And Navigating State Blue Sky Laws—Part I," Securities Law Blog, January 27, 2015, https://securities-law-blog.com/2015/01/27/understanding-nsmia-navigating-state-blue-sky-laws-part/.

empowering capital formation without the costs of targeting accredited investors or pursuing a full IPO.

X. Mechanics of Issuing Fractional Securities through aShareX

Once the SEC has qualified the offering circular under Regulation A, an asset can be securitized and issued via a Special Purpose Vehicle (SPV)—a legal entity created solely to hold the underlying asset. Investors purchase equity interests in the SPV, giving them indirect ownership. But execution is far from simple. It requires coordinated efforts across broker-dealers, custodians, liquidity providers, and credit risk assessors. aShareX's customer journey provides a helpful illustration of how these systems work in concert:

Anti-Money Laundering & KYC

When signing up for an aShareX account, prospective bidders must complete Know Your Customer (KYC) protocols, which include verifying their full legal name, date of birth, address, nationality, and Social Security number. These procedures—required under the USA PATRIOT Act of 2001—are designed to combat money laundering and terrorist financing. U.S. law prohibits individuals from sanctioned jurisdictions (e.g., Russia) from participating. In practice, broker-dealers are typically responsible for managing AML and KYC compliance, often via integrated third-party platforms.

Credit Provider

Buyer defaults—instances where a winning bidder fails to remit payment—can jeopardize the transaction. To protect consignors, aShareX assesses the creditworthiness of all bidders. aShareX uniquely integrates with a third-party credit provider to underwrite each bidder and set individual bid limits based on risk. During onboarding, users must also disclose whether they are accredited investors and if they are affiliated with FINRA. In accordance with Rule 251 of the Securities Act of 1933, non-accredited investors in Tier 2 offerings may invest no more than 10% of the greater of their annual income or net worth, if a natural person, or no more than 10% of the greater of their revenue or net assets for non-natural persons.⁵⁷

Cash Custodian

Once a winning bid is placed and the auction completed, the buyer remits payment to aShareX. Funds are held with a cash custodian—typically a regulated financial institution—until the transaction closes. This ensures investor assets are segregated and safeguarded. In Reg A offerings, proceeds are held in escrow until closing conditions are met and shares are formally issued.

Broker-Dealer

Most importantly, under the Securities Exchange Act of 1934, any entity that facilitates securities transactions for others must be registered as a broker-dealer (B-D) with the SEC and FINRA. B-Ds

⁵⁷ U.S. Securities and Exchange Commission, Regulation A: Guidance for Issuers, accessed August 15, 2025, https://www.sec.gov/resources-small-businesses/regulation-guidance-issuers.

can act on behalf of clients (as brokers) or for their own account (as dealers). Since aShareX is not a registered B-D, it partners with Dalmore Group, a FINRA-registered B-D that serves as the broker of record for all Reg A offerings. Dalmore is responsible for B-D related filings and compliance, as well as investor onboarding.

Alternative Trading System

To offer secondary liquidity, aShareX partners with another B-D that operates an Alternative Trading System (ATS). An ATS is a private, SEC-regulated digital marketplace that facilitates the buying and selling of securities, often outside of traditional exchanges like NYSE or NASDAQ. Platforms such as tZERO, PPEX and Templum have emerged as specialized ATS operators focused on alternative asset trading. aShareX partners with North Capital to administer its ATS.

This infrastructure enables aShareX to offer resale opportunities for typically illiquid assets that have historically been offered via Regulation D. Finally, the fractional investor participant can have liquidity for their shares without requiring the sale of the entire asset. In addition, there can be tax advantages for the individual investor from the secondary sale in lieu of selling the entire asset to liquify their individual position. Offering sizes of \$5mn or more for the underlying asset are the most suitable to give the market some trading depth and elasticity with even larger amounts best.

Transfer Agent

Finally, a transfer agent is retained to maintain records of all shareholders. As securities are issued or traded, the transfer agent updates ownership records, cancels old certificates, and issues new ones. For Regulation A offerings, transfer agents must be registered with the SEC, and the use of a registered transfer agent is one of the conditions to a Regulation A issuer avoiding the need to register under the Securities Exchange Act of 1934 (and file the mandated periodic reports).

Over the past three years, the team at aShareX has developed a proprietary, patent-pending technology stack that operationalizes the above capabilities into a seamless and regulatorily compliant end-to-end platform.

XI. Case Study: aShareX

aShareX offers a differentiated value proposition to investors by giving them price transparency, regulatory oversight from the SEC, and control of the underlying asset. The platform enables both fractional and full ownership of alternative assets via an auction model, which is unique within the current landscape of players. Instead of functioning as an asset manager, aShareX behaves like an auction house – connecting buyers and sellers – while providing all-inclusive services like insurance, storage, annual appraisals and income distributions, if applicable.

Fees

aShareX does not charge annual management fees. Instead, it earns revenue through transaction-based fees. At the time of the initial offering, the platform charges a buyer's premium of 15–25% and a sourcing fee of 6-9%. Both are paid by the buyer which may include fractional bidders, with the premium potentially waived depending on the offering. Upon the eventual sale of the asset, aShareX may charge a 10% performance fee on any profits realized.

Consider an example of a 1973 Porsche 911 hammering to the seller for \$100,000. Including a 15% buyer's premium and a 6% sourcing fee to cover accounting, insurance, storage and car maintenance for the period held, the total paid by the fractional buyers would be \$121,000. If the car is later sold for \$200,000, aShareX would also collect a 10% performance fee (\$200,000 sale price less \$121,000 purchase price plus fees = \$79,000 x .10 = \$7,900). The original consignment seller would receive \$100,000, aShareX would receive \$28,900 over the deal holding period, and the fractional buyers would be paid \$71,100 over their initial investment of \$121,000.

English Auctions

aShareX facilitates both English-style auctions and fixed-price auctions/offerings. In an English-style auction—the most widely recognized format—bidders place successively higher bids until no higher bid is submitted. English-style auctions provide transparency, as all participants can see the current bid and infer the level of competition. They also enable true price discovery, since the final hammer price reflects real-time market demand. In an English auction, a reserve price may be set, which signals the minimum that a seller is willing to accept. Should bids fail to clear the reserve, the asset goes unsold.

Fixed Price Auctions

In contrast, a fixed-price auction involves multiple bidders competing to fill a single offering at a preset price. For instance, if a \$1 million bond is offered at a fixed price, investors submit bids for their desired share of the amount being sold. Once the full amount is committed, the offering closes. Despite the fixed price, this format still encourages competition due to limited supply and real-time demand. Fixed-price auctions are often preferred by sellers who require pricing certainty or have a minimum acceptable return threshold. Unless a 100% bidder sweeps in as an early bid, once fractional bids are accepted, there can be no 100% bids.

Figure 21 details how aShareX-managed ownership compares with traditional ownership.

Figure 21

Comparison: aShareX vs. Traditional (100%) Ownership						
Feature	Traditional Ownership	aShareX Investment Platform				
Initial Cost	The sale price of the asset	From \$2,500 minimum bid				
Insurance	High, Variable	Included				
Storage	Buyer responsibility	Secured				
Maintenance	Owner-managed	Concierge-managed				
Liquidity	Low	Medium (Secondary Market)*				
Regulatory Compliance	N/A	SEC-compliant				
Transparency	Limited	Auction price discovery, all fees listed, and annual appraisals				
Investor Control	Low	High				

^{*}Subject to secondary market demand

Control

aShareX empowers investors with control over exit timing. Investors vote annually by simple majority on whether to sell the asset. This contrasts with platforms like Masterworks, where exit decisions are made solely by management—creating potential misalignment, especially when annual fees incentivize prolonged holding periods. Control is paramount, as evidenced by the previously mentioned situation with Collectable.

Transparency

The auction-based model provides true price discovery by making the final hammer price visible to all participants. This differs from traditional investment platforms, which often acquire assets privately, may apply a markup, and might sell shares to investors without revealing the original purchase price, or making it difficult to discern. With aShareX, market dynamics determine an asset's value—not a manager.

True price discovery remains elusive in traditional IPOs, often leading to significant capital inefficiencies. In July 2025, design software firm Figma raised \$1.2 billion through its IPO—but secondary market activity suggested the offering was severely underpriced, with estimates indicating the company may have left up to \$3 billion on the table.⁵⁸ Platforms like aShareX, which facilitate such auction formats, offer a compelling alternative to conventional book-building, aligning issuer proceeds more closely with investor demand.

Access

Finally, aShareX expands access to alternative assets traditionally limited to institutional buyers or high-net-worth individuals who can pay 100% of the purchase price. By operating under Regulation A with limited accreditation requirements and fractionalizing assets, the platform lowers capital thresholds and opens the door to retail investors interested in categories that historically have been financially out of reach such as collectible cars, fine art, music catalogs, real estate, and more.

Benefit to Sellers

In addition to benefiting investors, aShareX's model is equally compelling for sellers. By enabling fractional participation, the platform significantly broadens the pool of eligible bidders. According to auction theory, greater bidder participation increases competitive tension, which in turn raises the expected clearing price. In contrast to traditional auctions with a limited set of high-net-worth participants, aShareX democratizes access—unlocking new sources of demand that can drive stronger outcomes for consignors. For sellers of high-value or niche assets, this expanded demand base offers not just liquidity and more reliable sell-through from fewer failed sales, but the potential for superior pricing. This dual benefit—enhancing access for buyers and outcomes for sellers—is what sets aShareX apart in the alternative investment landscape.

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⁵⁸ Corrie Driebusch and Hannah Erin Lang, "Figma Had a Dazzling IPO. It Could Have Been \$3 Billion Better.," *Wall Street Journal*, August 1, 2025.

XII. The Tokenization of Securities

Tokenization—the process of creating digital representations of real-world assets—has the potential to reshape capital markets by minimizing intermediaries, shortening settlement times, and enabling fractional ownership.⁵⁹ McKinsey estimates that up to \$2 trillion in tokenized securities could be issued on-chain (i.e., on a blockchain) by 2030.⁶⁰ The Deloitte Center for Financial Services posits that \$4 trillion of real estate value will be tokenized by 2035, increasing from less than US\$0.3 trillion in 2024 - a CAGR of 27%.⁶¹

Blockchain

Blockchain is a digital record-keeping system where many computers maintain identical copies of the same transaction history, making it nearly impossible to alter or falsify records because each computer can see and verify what happened. It is used to create secure, tamper-proof digital records for any situation where it is necessary to track transactions, ownership, or data. Users can view blockchain activity via public tools known as block explorers.

Tokenization

Tokenization uses blockchain technology to create digital representations, or tokens, of real-world assets, including physical assets such as real estate or art; financial assets such as equities or bonds; intangible assets such as intellectual property; etc. Tokenization creates a universally accessible digital vault in which assets are stored and never leave, and whose ownership can be transferred and tracked with confidence.

A core value proposition of tokenization is fractionalization - dividing expensive assets into smaller, tradeable units. For example, a \$20 million commercial real estate property could be divided into thousands of tokens, allowing investors to purchase fractional ownership for thousands rather than millions of dollars. Private equity is ripe for disruption. Many high-growth startups are staying private longer, raising large sums from high-net-worth and institutional investors — leaving retail participants locked out due to Regulation D restrictions and accreditation requirements. Tokenization could change that by enabling everyday investors to purchase fractional shares of private companies as digital tokens. This would make startup investments more accessible and tradeable, much like buying shares of public stock. In theory, tokenization also enhances liquidity, as smaller positions are easier to exchange than whole assets — with every transaction transparently recorded on the blockchain.

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⁵⁹ Sam Bourgi, "Citadel Warns SEC: Tokenization Must Deliver Real Innovation, Not Regulatory Loopholes," *Cointelegraph*, July 22, 2025, https://cointelegraph.com/news/citadel-sec-tokenization-warning-innovation-risks ⁶⁰ Anutosh Banerjee et al., "From Ripples to Waves: The Transformational Power of Tokenizing Assets," *McKinsey & Company*, published June 20, 2024, https://www.mckinsey.com/industries/financial-services/our-insights/from-ripples-to-waves-the-transformational-power-of-tokenizing-assets.

⁶¹ John D'Angelo, Jeffrey J. Smith, Tim Coy, and Parul Bhargava, *Tokenized Real Estate: Unlocking Liquidity and Access*, Deloitte Insights, 2024, https://www.deloitte.com/us/en/insights/industry/financial-services/financial-services-industry-predictions/2025/tokenized-real-estate.html.

Critiques

At present, the SEC's position is that the same securities law disclosure obligations —Regulation A, Regulation D, and others — apply regardless of whether an asset is tokenized. On July 9, 2025, SEC Commissioner Hester M. Peirce issued a statement affirming that: "While blockchain-based tokenization is new, the process of issuing an instrument representing a security is not. The same legal requirements apply to on- and off-chain versions of these instruments". 62 In summary, tokenization alone doesn't confer legal compliance or investor protection. A security rendered as a token on a blockchain must still undergo the appropriate SEC review or exemption process to be offered legally to U.S. investors. Real-world asset (RWA) tokenization needs to do more than digitize ownership — it should deliver tangible benefits like cost savings, speed, and improved transparency. Regulatory oversight, meanwhile, is not a hindrance but a complement — enhancing investor confidence and market integrity.

Threats from Bad Actors

Tokenization is not without serious vulnerabilities. In February 2025, North Korean hackers stole approximately \$1.5 billion in digital assets from Bybit, a large cryptocurrency exchange. 63 This wasn't an isolated incident—other major breaches include the \$615 million Ronin Bridge hack in 2022 64 and the \$610 million Poly Network exploit in 2021.⁶⁵

While a physical asset might remain untouched, tokens representing ownership in real-world assets—like real estate, securities, or collectibles—can be stolen or rendered inaccessible. That risk matters, especially when ownership of intangible real-world assets like shares are recorded on-chain.

XIII. Fractionalization Risks and Challenges

Critical Mass

One of the biggest hurdles for fractional platforms is achieving critical mass. As with any new solution: how quickly is there acceptance of the benefits and widespread market awareness? Financial institutions and auction houses benefit from established reputations and deep pools of buyers and sellers, creating a network effect, which is when a marketplace becomes more valuable as more buyers and sellers join. For new fractional auction platforms and their secondary markets, reaching that same density of participation is essential to unlock liquidity, pricing efficiency, and sustained transaction volume. Without critical mass, even innovative platforms risk underutilization.

⁶² Hester M. Peirce, "Enchanting, but Not Magical: A Statement on the Tokenization of Securities," U.S. Securities and Exchange Commission, July 9, 2025, https://www.sec.gov/newsroom/speeches-statements/peirce-statementtokenized-securities-070925.

⁶³ Sean Lyngaas, "North Korean Hackers Steal Record \$1.5 Billion in Single Crypto Hack," CNN, February 24, 2025, https://edition.cnn.com/2025/02/24/politics/north-korean-hackers-crypto-hack/index.html.

⁶⁴ Joe Tidy, "Hackers Steal Over \$600m from Blockchain Network Linked to Axie Infinity," BBC News, March 30, 2022, https://www.bbc.com/news/technology-60933174.

⁶⁵ Gertrude Chavez-Dreyfuss and Tom Wilson, "White Hat' Hacker Returns Most of \$600 Million Crypto Tokens Taken—Poly Network," Reuters, August 12, 2021, https://www.reuters.com/technology/white-hat-hacker-returnsmost-of-600-mln-crypto-tokens-taken-poly-network-2021-08-12.

For new entrants, forging partnerships with established players can accelerate growth by tapping into pre-existing supply and demand.

Winner's Curse

The participation of fractional bidders in auctions introduces new dynamics that will undoubtedly have effects on asset prices. One concern is that, in some cases, auctions may drive asset prices above fair or fundamental value, a phenomenon known as *winner's curse*—where bidders become emotionally invested and overpay in the heat of competition. A study published in the *Judgment and Decision-Making* journal found that auctions can trigger intense emotions, or "competitive arousal," which may lead participants to overbid.⁶⁶

This dynamic can be seen in the fine art world. In May 2022, Ernie Barnes' *The Sugar Shack* sold for \$15.2 million at Christie's New York—76 times its high estimate of \$200,000—after a rapid bidding battle between two parties. ⁶⁷ While the sale invigorated Barnes' market, prices have since moderated. A similar pattern exists in the mergers and acquisitions (M&A) world, where competitive bidding has been shown to erode value. In 2018, Disney's acquisition of Fox assets jumped from \$52 billion to \$71.3 billion after a bidding war with Comcast—despite Fox's \$44 billion valuation just two years prior. ⁶⁸ According to consulting firm L.E.K., approximately 60% of M&A deals ultimately destroy shareholder value, often due to overpayment. ⁶⁹

That said, not all price increases are irrational. The presence of new fractional bidders—many of whom were previously locked out of alternative asset markets—reflects a real expansion of demand. Higher hammer prices may be the natural outcome of a more inclusive bidder base, not just emotional exuberance. aShareX mitigates excesses by instituting bid limits for fractional participants prior to sale, helping protect both investors and consignors from overexposure and default risk.

Bidder Blindness

In fractional auctions, participants may also face limited visibility into overall bidding dynamics. Consider a scenario where 10 bidders each commit \$1 toward a \$10 ask. The platform raises the ask to \$20, and each bidder increases their bid to \$2—believing there's heightened demand. No new bidders may have joined; participants are simply responding to perceived competition. While rare, this kind of bidder blindness could inflate prices without genuine market pressure.

Education

Another challenge is education. As a novel concept, fractional auction platforms require significant educational outreach before broader adoption by consumers and firms. To address this, aShareX has introduced TestDriveAnAuctionTM on its website, a first-of-its-kind interactive tool that allows

⁶⁶ Wouter van den Bos et al., "The Value of Victory: Social Origins of the Winner's Curse in Common Value Auctions," *Judgment and Decision Making* 3, no. 7 (October 2008): 483–492, https://pmc.ncbi.nlm.nih.gov/articles/PMC2841440/.
67 Ayanna Dozier, "How the Record Sale of 'The Sugar Shack' Made Ernie Barnes the Comeback Kid," *Artsy*, February 27, 2023, https://www.artsy.net/article/artsy-editorial-record-sale-the-sugar-shack-made-ernie-barnes-comeback-kid.
68 Brian Stelter, "Disney-Fox deal closes at \$71 billion," *CNN Business*, March 20, 2019, https://www.cnn.com/2019/03/19/media/disney-fox-merger/.

⁶⁹ Alan Lewis and Dan McKone, "So Many M&A Deals Fail Because Companies Overlook This Simple Strategy," *Harvard Business Review*, May 10, 2016, https://hbr.org/2016/05/so-many-ma-deals-fail-because-companies-overlook-this-simple-strategy.

prospective bidders to simulate the experience of participating in a fractional auction — helping users understand fractional bidding dynamics before committing capital.

The challenges and uncertainties of fractional ownership have brought other players down. Acquirent was a financial technology company that operated a marketplace for shares of museum-grade, collectible assets. It ceased operations in December 2024, citing regulatory hurdles and funding issues.⁷⁰ Investables.com is no longer hosting sales, or at least appears to be dormant.

XIV. Conclusion and Strategic Alternatives for aShareX

Looking forward, aShareX has various strategic actions and directions it could take.

Expand Capabilities: Add Fractional Bidding for Online Sales

In terms of capabilities, the firm could develop a way to enable fractional bidding for online auctions, which are typically spread out over a week, in addition to live sales. To create portfolio diversification, fractional bidders could spread out their ownership through an online multi-lot sale, with aShareX technology aggregating and executing bids.

Become an Auction House

In terms of identity, aShareX could aim to become an auction house in and of itself, sourcing consignments on its own or through partnerships, which it has done thus far to establish proof of concept. The difficulty here, as mentioned previously, is the challenge in building a buyer base from the ground up. To achieve the above, aShareX would need to acquire strategic capital to build a robust bidder base.

Act as a Fractional Bidding Aggregator

Alternatively, it could use strategic capital to transition to being an auction aggregator, enabling fractional bidding for multiple auction houses in one centralized interface, making it easier for bidders to discover, compare, and participate in auctions across different categories and locations. Aggregators like Live Auctioneers and Invaluable successfully do this, concurrently running the auction on their platform, with a clerk flagging the bids from the aggregator to the auctioneer at the original auction house. If a bidder from the aggregator wins, the aggregator receives part of the profits from the buyer's premium. This benefits auction houses because, in theory, it unlocks a completely new customer base and increases bids and hammer prices. aShareX would grow its user base and brand and have a much lower customer acquisition cost (CAC) than trying to directly be the auction house.

License Technology via SaaS

aShareX could white label their tech stack and infrastructure through Software as a Service (SaaS) partnership, which would allow anyone to implement fractional bidding into their fundraising.

⁷⁰ Anthony Citrano, "This is a post no founder ever wants to write. We have reached the end of the Acquicent road, and I am heartbroken," LinkedIn, December 2024,

https://www.linkedin.com/feed/update/urn:li:activity:7269825923904880640/.

aShareX's tech stack could be licensed to music companies seeking to auction off IP, real estate private equity firms looking to finance a development, or an investment bank facilitating a bond issuance. This would essentially turn aShareX from just operating its own platform into also being a B2B technology provider, creating an additional revenue stream. White-labeling would allow aShareX to scale its technology across multiple industries without having to build expertise in each domain - the partner organizations would handle the industry-specific knowledge while aShareX would provide the underlying fractional bidding infrastructure.

Position for Strategic Acquisition

Lastly, aShareX could position itself as a compelling acquisition target for firms that would benefit from either fractional ownership or auction capabilities, but lack the technology. One category is securities firms—Goldman Sachs, Morgan Stanley, or UBS, for instance, could use fractional auctions to create liquidity for venture capital positions in a weak IPO market, or to exit startup stakes through secondary offerings or all of the other use cases described. The same infrastructure could support large-scale community bond offerings via fixed-price auctions. Another group of potential acquirers includes global auction houses such as Christie's, Sotheby's, Phillips, and Bonhams. For them, fractional bidding could be a unique value proposition, attracting new buyers, expanding seller participation, and ultimately driving up hammer prices. A third potential buyer could be a securities exchange, a Reg CF marketplace, or an Alternative Trading System (ATS); for example, Templum, North Capital or tZERO. Supercharging such platforms with aShareX's fractional auction technology would offer a powerful differentiator in a rapidly evolving secondary market landscape.

With any new capability comes the classic build-versus-buy decision. Incubating entrepreneurial ventures in-house is inherently challenging. It demands time, passion, capital, and commitment. Rather than building in-house and circumventing aShareX patents, acquisition would give a firm speed-to-market and immediate competitive advantage.

Exhibit 1

Definitions of Features in Firm Comparison Charts						
Feature	eature Explanation					
	Fractional: Ownership of a portion or percentage of an asset rather than the entire asset. Multiple parties own shares or interests in the same underlying asset (like real estate, artwork, aircraft, or securities). Each owner holds a legally defined fractional interest and typically shares in the asset's income, expenses, and appreciation proportional to their ownership percentage.					
Туре	Fund: Ownership through a pooled investment vehicle where investors purchase shares or units in the fund, rather than directly owning the underlying assets. The fund (managed by professionals) owns the actual assets, while investors own interests in the fund itself.					
	Full/Direct: Ownership where the investor holds title directly to the actual asset itself, without intermediaries or pooled structures. The owner has full legal title and control over the asset, including decision-making authority over its management, sale, or use. This includes owning individual stocks in your own name, holding real estate title directly, or possessing physical commodities.					
Investor control over entry price	Only an auction model would result in an investor having control of the entry price, or initial acquisition price. Asset managers acquire assets and price shares of them after the fact, so investors do not have control over the initial acquisition cost of the asset.					
Complete price transparency	For a firm to offer complete price transparency, all fees, including markups, premiums, sourcing costs, annual management fees, success fees, etc., must be communicated to the investor upfront. If an investor has to skim through a 500-page offering circular to figure out the initial acquisition cost of an asset, the firm has made this diligence overly difficult.					
Investor control over exit timing	Investors have control over their exit timing when they can vote, by simple majority, on when to sell the entire asset. Oftentimes, the asset-manager has sole discretion on when to sell. Please note that transferring shares via a secondary market does not apply to this feature.					
Exemption	For companies issuing securities in accordance with US law, they must file under Reg A, Reg D, or Reg CF. US exemptions do not apply to shares originating in the EU.					
Evidence of Ownership	 Fractional ownership can be evidenced in various ways: SEC-qualified Shares: Shares from Reg A offerings that have been qualified by the SEC. Purchase Agreement/Contract: A broad category that covers private placements, subscription agreements, and other contractual ownership documentation. Digital Tokens: Blockchain-based records, an emerging method 					
Minimum Investment	The minimum amount needed to invest on the platform. Please note that this is distinct from the share price. For example, some firms may price their shares at \$50 per share, but require a minimum investment of \$1,000.					
Location	US: United States EU: European Union, which has 27 member countries					

Exhibit 2

	Glossary			
Term	Definition			
Alternative Trading System (ATS)	An Alternative Trading System is a trading venue that matches buyers and sellers of securities but is not a national securities exchange; it is regulated by the U.S. Securities and Exchange Commission (SEC).			
Assets Under Management (AUM)	Assets Under Management refers to the total market value of the assets that an individual, firm, or platform manages on behalf of clients or investors.			
Blockchain	A blockchain is a digital ledger that records transactions in a secure, transparent, and tamper-resistant way by storing them in linked blocks across a network of computers.			
Broker-Dealer	A broker-dealer is a person or firm in the business of buying and selling securities, either for clients (broker) or for their own account (dealer).			
Composition	In music, a composition is the original work of authorship — including melody, lyrics, and harmony — protected by copyright.			
Concours d'Elegance	A Concours d'Elegance is a prestigious automotive event where rare, classic, and exotic cars are judged for their historical accuracy, technical merit, and elegance.			
Financial Industry Regulatory Authority (FINRA)	The Financial Industry Regulatory Authority is a self-regulatory organization that oversees U.S. broker-dealers and enforces compliance with securities laws and SEC regulations.			
Income Share Agreement (ISA)	An income share agreement (ISA) is a financial arrangement where someone receives upfront funding—often for education or career development—and agrees to repay a fixed percentage of their future income over a set period of time			
Investment Company Act of 1940	The Investment Company Act of 1940 is a U.S. law that regulates investment companies (e.g., mutual funds) to protect investors through disclosure, reporting, and fiduciary requirements.			
Issuer	Any legal entity—such as a corporation, government, or investment trust—that develops, registers, and sells securities to raise capital.			
Know Your Customer (KYC)	Know Your Customer is a compliance process that financial institutions use to verify a client's identity and assess risk to prevent fraud, money laundering, and terrorism financing.			
Master	A master recording is the original sound recording from which all copies are made; owning the master grants control over its use and licensing.			
New York Stock Exchange (NYSE)	The New York Stock Exchange is one of the world's largest stock exchanges, where shares of publicly traded companies are bought and sold.			
National Association of Securities Dealers Automated Quotations (NASDAQ)	The NASDAQ Stock Market is a major U.S. electronic securities exchange known for its high concentration of technology and growth companies.			
Offering	An offering is a set of securities made available for sale by a company or issuer to investors, either publicly or privately, in order to raise capital.			
"On Chain"	The phrase "on-chain" means that a transaction, record, or activity is happening directly on the blockchain itself and is permanently recorded there.			

Real Estate Investment Trust (REIT)	A Real Estate Investment Trust is a company that owns or invests in real estate. Investors can buy shares in a REIT and earn money through dividends from rent and share price increases, without owning property themselves.				
Regulation A	Exemption that lets companies publicly raise funds with lighter SEC compliance than a traditional initial public offering (I.P.O.).				
Regulation D	Exemption that enables private fundraising from accredited investors with modest disclosure.				
Regulation CF	Exemption that allows small businesses to crowdfund up to \$5M from the general public.				
Securities and Exchange	The Securities and Exchange Commission is the U.S. federal agency that				
Commission (SEC)	enforces securities laws, regulates financial markets, and protects investors.				
Securities Act of 1933	The Securities Act of 1933 is a foundational federal law requiring companies to provide full and fair disclosure when offering securities to the public, to prevent fraud.				
Tech Stack	A tech stack is the combination of programming languages, frameworks, software, and tools used to develop and operate a technology product or platform.				
Tokenization	Tokenization is the process of converting ownership rights or asset value into digital tokens that can be stored, transferred, or traded on a blockchain or similar digital infrastructure				

Exhibit 3

Securities Overview									
		Cash Flow	Liquidity	Barriers	Medium				
Traditional	Cash	None	Perfect	None	Bank				
	Bonds	Coupon Payments	Highly	Bank Account	Brokerage				
	Public Equities	Dividends	Highly	Bank Account	Brokerage				
Alternative	Private Equity	Capital Gains	Illiquid	Accreditation, Min Inv	Direct/Fund				
	Private Debt	Interest Payments	Illiquid	Accreditation, Min Inv	Direct/Fund				
	Hedge Funds	Mixed	Illiquid	Accreditation, Min Inv	Fund				
	Real Estate	Rent	Illiquid	Capital, Access	Direct/REIT				
	Art	Capital Gains	Illiquid	Capital, Access	Gallery/Auction				
	Collectibles	Capital Gains	Illiquid	Capital, Access	Specialized Markets				
	Royalty Streams (Music/Pharma)	Royalties	Illiquid	Capital, Access	Specialized Platforms/ Relationship				
	Jewels	Capital Gains	Illiquid	Capital, Access	Dealers/Auction				
	Classic Cars	Capital Gains	Illiquid	Capital, Access	Specialized Dealers				
	Wine & Spirits	Capital Gains	Illiquid	Access	Dealers/Auction				
	Income Share Agreements	Payments	Illiquid	Relationships, Access	N/A				

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