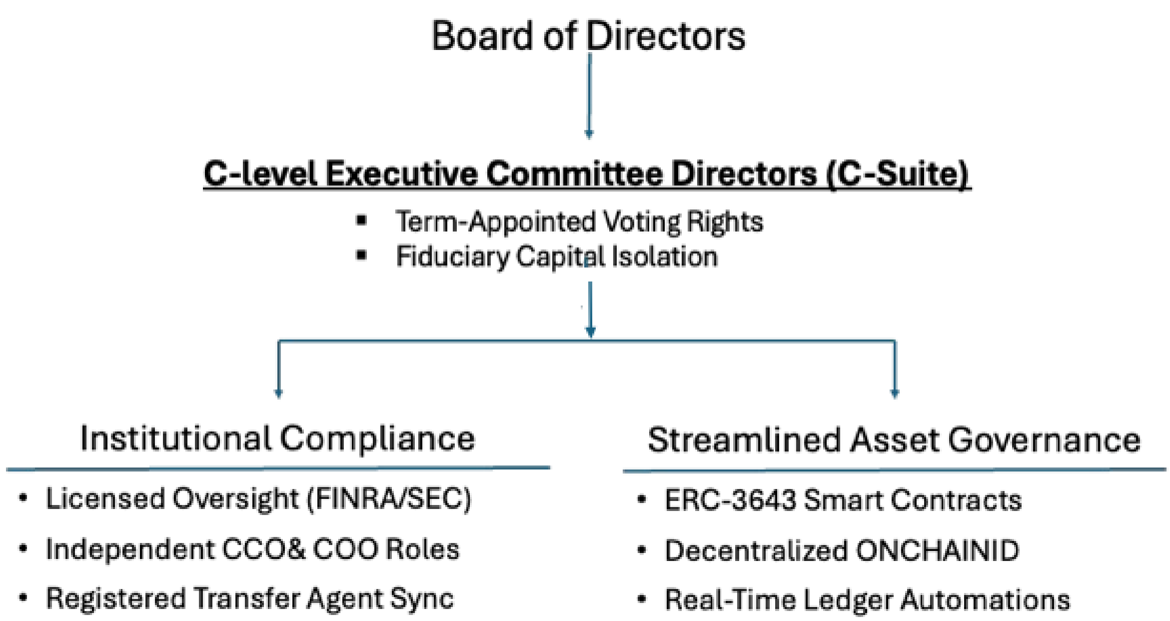
THE PHCE-PLATFORM GOVERNANCE POLICES

1. Fiduciary Alignment & Capital Protection

- **Board of Directors:** Positioned at the apex of the organizational hierarchy to oversee all strategic vectors, corporate governance, and executive leadership.
- **C-Level Executive Committee (C-Suite):** Operating with term-appointed voting rights and strict fiduciary capital isolation, preventing administrative stagnation.
- **Fiduciary Capital Isolation:** The executive committee holds zero divisible equity or ownership in the parent holding company; equity remains bound to investors as a protection mechanism until full financial payoff.
- **Subsidiary Revenue Optimization:** Executive leadership directly oversees six wholly owned operational subsidiaries to ensure enterprise SaaS and transaction fees efficiently flow into the core capital pipeline**.**



2. CONTRACTUAL BROKER-DEALER ROLES & RISK SEGREGATION

- **Strict Contractual Boundary**: PHCE does not operate, own, or control any aspect of FINRA license holders; all relationships with regulated financial entities are strictly contractual.
- **Collaborative Lead Execution**: PHCE identifies project funding requirements and delivers the transaction lead to the Subsidiary CEO; both entities work together closely to close capital opportunities.

- **TOST™ Implementation**: PHCE provides **Tokenized Securities as On-demand Orders (TOST™)**, which are digital instruments programmatically embedded with client instructions and compliance standards on a per-order basis.
- **TO14™ Implementation**: "PHCE provides **Security Tokenized Offer STO PPM (TO14™)**, which are digital instruments programmatically embedded with client instructions and compliance standards on a per-order basis.
- **Segregated Financial Services**: Partner Broker-Dealers (BDs) independently provide all formal investment banking and investment services.
- **Regulatory Isolation Contingency**: If requested, partner BDs can submit their relationship details to the SEC and FINRA independently, or regulators can contact the BD directly for clarity without impacting the parent entity.
- **Independent Compliance Safeguards**: The COO and CCO operate under a strict separation of control to eliminate conflicts of interest; the CCO maintains an independent reporting line to oversee all strategy and risk management.
- **Mandatory Subsidiary Series Licensing**: To safeguard against violating SEC and FINRA statutory rules, each subsidiary is led by a CEO holding a FINRA Series 7 (and higher supervisory licenses where applicable).
- **Connected Partner Divisions**: Each subsidiary operates an investment banking-style business line sponsored and controlled exclusively by their respective Broker-Dealers as connected partner divisions.
- **Strategic Growth Horizon:** The immediate objective is a self-funding, hybrid FinTech platform generating fee-based revenue, positioning the parent company to become a full Broker-Dealer for tokenized Real-World Assets (RWA) within 3 to 4 years.

3. STRICT ESCROW MANAGEMENT RULES

- Investor capital is placed into an off-chain/fiat escrow or programmable stablecoin escrow. [1, 2]
- Tokens are minted into a temporary "lock" or "subscription" state, but not fully settled/transferred to the investor's whitelisted wallet. [1]
- Once the minimum offering threshold and designated timeframes are achieved, the escrow is broken. [1]
- Upon reaching operational milestones and receiving Board verification, the funds are legally released to the company, and the ERC-3643 standard programmatically executes the final release of the tokenized security. [1, 2]

4. AUDITED REPORTING, FINANCIAL DISCLOSURES, & SEC EDGAR FILINGS

- **Quarterly Reporting Timeline**: Unaudited quarterly reports are compiled by the accounting department and distributed to VIP shareholders within 45 days of the close of each financial quarter.
- **Annual Audited Disclosures**: Annual financial statements undergo an independent audit by a PCAOB-registered public accounting firm and are finalized within 90 days of fiscal year-end.
- **SEC EDGAR Integration**: All official corporate disclosures, material changes, and annual reports are formatted and transmitted directly to the SEC via the EDGAR system, guaranteeing institutional-grade transparency.

5. STREAMLINED PERFORMANCE VIA ON-CHAIN COMPLIANCE

- **Programmatic Smart Contracts**: Compliance rules (such as SEC Rule 144 holding periods, Regulation D 506(c)/504, or Regulation A+ restrictions) are hardcoded directly into permissioned ERC-3643 tokens.
- **Decentralized Identity Verification**: Access requires a verified `ONCHAINID`, permanently linking real-world KYC/AML vetting to the investor's digital wallet to automate compliance during secondary market trading.
- **Immutable Transfer Agent Reconciliation**: On-chain transactions automatically sync with the official SEC-registered Transfer Agent (via Form TA-1 guidelines) to provide an unalterable, real-time audit trail.