



UTILITY TOKEN CLASSIFICATION SELF-ASSESSMENT

MW3BIZ Token

Regulatory Framework Analysis

UK FCA PS19/22 | US Howey Test | EU MiCA Preliminary

Prepared by:

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UK Company Registration: 12832838

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Important Disclaimer

This document constitutes an internal self-assessment conducted by MW3.biz International Business Ltd. for the purpose of documenting the regulatory classification analysis of the MW3BIZ token. This is NOT a formal legal opinion issued by external legal counsel.

This self-assessment is provided for informational and compliance documentation purposes only. It does not constitute legal advice, financial advice, or a recommendation to purchase, sell, or hold any tokens. Readers should consult qualified legal professionals in their jurisdiction for specific legal guidance.

The analysis contained herein reflects our understanding of applicable regulations as of the document date. Regulatory frameworks for cryptoassets are evolving, and classifications may change as new guidance is issued.

1. Executive Summary

This self-assessment evaluates the MW3BIZ token against established regulatory frameworks to determine its appropriate classification. Based on comprehensive analysis of the token's characteristics, functionality, and economic structure, MW3BIZ is classified as a **utility token** under the following frameworks:

1. **UK FCA Framework (PS19/22):** Unregulated utility token falling outside the FCA regulatory perimeter
2. **US Securities Law (Howey Test):** Does not satisfy all four prongs of the investment contract analysis
3. **EU MiCA Regulation:** Preliminary classification as utility token under Article 3(1)(5)

Key Classification Factors: MW3BIZ provides genuine utility through tiered access to AI-powered business services; no profit-sharing or equity rights are conferred; the token functions as a service access mechanism rather than an investment instrument; and purchasers acquire tokens for functional use within the MW3.biz ecosystem.

2. Token Specifications

2.1 Technical Parameters

Parameter	Value
Token Name	MW3BIZ
Symbol	MW3BIZ
Blockchain Network	Solana Mainnet
Token Standard	SPL Token-2022
Contract Address	5zRaywZuw1dES8tkhRVD9UuchM2Q8dYfWGiDLfucifnA
Total Supply	333.333 Trillion (Fixed)
Decimals	4
Mint Authority	PERMANENTLY DISABLED

2.2 Issuing Entity

Corporate Detail	Information
Legal Entity	MW3.biz International Business Ltd.
Company Number	12832838 (England and Wales)
Incorporation Date	August 24, 2020
ICO Registration	ZB668589 (Data Protection)
Business Classification	62020 - IT Consultancy Activities

3. UK FCA Regulatory Analysis

3.1 Applicable Framework

The UK Financial Conduct Authority's Policy Statement PS19/22 ("Guidance on Cryptoassets") establishes the regulatory framework for classifying cryptoassets in the United Kingdom. This framework categorises tokens into three primary classifications:

- **Security Tokens:** Tokens providing rights akin to specified investments under the Regulated Activities Order (RAO)
- **E-Money Tokens:** Tokens meeting the definition of electronic money under the Electronic Money Regulations 2011
- **Unregulated Tokens:** Including utility tokens and exchange tokens that fall outside the regulatory perimeter

3.2 Security Token Analysis

MW3BIZ does **NOT** qualify as a security token because it does not provide rights or obligations analogous to specified investments under the RAO:

- **No Equity Rights:** MW3BIZ does not represent ownership in MW3.biz International Business Ltd. or confer shareholder rights
- **No Debt Instrument:** The token does not constitute a loan, debenture, or other debt obligation
- **No Profit Sharing:** Token holders are not entitled to dividends, profit distributions, or revenue sharing
- **No Collective Investment:** MW3BIZ is not a unit in a collective investment scheme

3.3 E-Money Token Analysis

MW3BIZ does **NOT** qualify as e-money under the Electronic Money Regulations 2011 because:

- **Not Issued on Receipt of Funds:** MW3BIZ was created as a fixed-supply utility token, not issued in exchange for fiat currency deposits
- **Not General Payment Instrument:** The token is designed for platform-specific service access, not general payment transactions
- **No Fiat Redemption:** There is no obligation to redeem tokens at par value for fiat currency

3.4 Utility Token Classification

Based on FCA guidance, MW3BIZ qualifies as a **utility token** because it provides holders with access to current and prospective services within the MW3.biz ecosystem, functioning similarly to pre-payment vouchers or rewards-based crowdfunding mechanisms.

4. US Securities Law Analysis (Howey Test)

4.1 Framework Overview

The Howey Test, established by the US Supreme Court in *SEC v. W.J. Howey Co.* (1946), determines whether an arrangement constitutes an "investment contract" and therefore a security. An investment contract exists when there is:

1. An investment of money
2. In a common enterprise
3. With an expectation of profits
4. Derived from the efforts of others

All four prongs must be satisfied for an arrangement to be classified as a security. MW3BIZ fails to satisfy multiple prongs of this test.

4.2 Prong-by-Prong Analysis

Prong 1: Investment of Money

SATISFIED

Users exchange value (SOL, fiat) to acquire MW3BIZ tokens. This prong is generally satisfied in most token acquisitions.

Prong 2: Common Enterprise

ARGUABLE

While token holders share in ecosystem developments, MW3BIZ functions as individual service access rather than pooled investment. User benefits derive from personal utilization of platform services, not collective profit-seeking.

Prong 3: Expectation of Profits

NOT SATISFIED

MW3BIZ is marketed exclusively for utility purposes. All communications emphasize service access functionality. Explicit disclaimers state the token is not intended for investment or speculation. No profit distributions, dividends, or appreciation promises are made.

Prong 4: Efforts of Others

NOT SATISFIED

Token value to the holder derives from their own active use of platform services, not passive receipt of returns. Users must engage with the ecosystem to realize token utility. The company provides infrastructure, but utility realization requires holder participation.

4.3 Howey Test Conclusion

MW3BIZ **DOES NOT** satisfy all four prongs of the Howey Test. Specifically, Prongs 3 and 4 are not satisfied, as the token is not marketed with profit expectations and utility derives from active holder participation rather than passive investment in the efforts of others.

5. Utility Function Analysis

5.1 Primary Utility Functions

MW3BIZ provides genuine, functional utility within the MW3.biz Business Hub ecosystem through the following mechanisms:

1. **Tiered Service Access:** 13-tier membership system where token holdings determine access levels to AI-powered business services, with each tier providing progressive service discounts and feature unlocks
2. **Service Payment Mechanism:** Direct exchange for consultancy services, AI capabilities, and platform features within the MW3.biz ecosystem
3. **Governance Participation:** Token holders may participate in platform governance decisions through voting mechanisms proportional to holdings
4. **SafeDrop Escrow Access:** Access to AI-moderated escrow services for B2B digital goods transactions

5.2 Utility vs. Investment Characteristics

Utility Characteristics (Present)	Investment Characteristics (Absent)
Functional service access	Profit sharing rights
Tiered membership benefits	Dividend distributions
Platform governance voting	Equity ownership
Service discounts	Appreciation promises
Ecosystem participation	Passive income streams

6. EU MiCA Preliminary Classification

Under the Markets in Crypto-Assets Regulation (MiCA), MW3BIZ would preliminarily be classified as a **utility token** under Article 3(1)(5), defined as "a type of crypto-asset that is only intended to provide access to a good or service supplied by its issuer."

Supporting Factors: The token's primary purpose is providing access to MW3.biz platform services; it does not function as a means of exchange outside the ecosystem; and it does not reference other assets or values (distinguishing it from asset-referenced tokens).

Note: This is a preliminary self-assessment. Full MiCA compliance analysis should be conducted with EU-qualified legal counsel as implementation progresses.

7. Risk Disclosures

MW3BIZ is designed exclusively for accessing MW3.biz platform services and is not intended for speculative purposes or investment.

- **No Investment Protection:** Utility tokens are not covered by financial compensation schemes (FSCS in UK)
- **No Ombudsman Access:** Disputes cannot be referred to the Financial Ombudsman Service
- **Value Volatility:** Token value may fluctuate; there is no guarantee of value retention
- **Technology Risk:** Blockchain technology carries inherent risks including smart contract vulnerabilities
- **Regulatory Evolution:** Cryptoasset regulations are evolving and may impact token classification or utility

8. Conclusion

Based on the comprehensive analysis conducted in this self-assessment, MW3BIZ is classified as a **pure utility token** under applicable regulatory frameworks:

1. The token does not constitute a security under UK FCA guidance or US securities law
2. The token does not meet the definition of e-money under applicable regulations
3. The token provides genuine utility through tiered service access within the MW3.biz ecosystem
4. All marketing and communications emphasize utility functionality, not investment potential

This classification will be monitored and reassessed as regulatory frameworks evolve. MW3.biz International Business Ltd. maintains commitment to compliance with all applicable regulations and will update this assessment as necessary.

9. Verification Resources

All information in this document can be independently verified through the following resources:

- **UK Companies House:**
<https://find-and-update.company-information.service.gov.uk/company/12832838>

- **ICO Data Protection Register:** <https://ico.org.uk/ESDWebPages/Entry/ZB668589>
- **Solscan Token Explorer:**
<https://solscan.io/token/5zRaywZuw1dES8tkhRVD9UuchM2Q8dYfWGiDLfucifnA>
- **Official Documentation:** <https://docs.mw3.biz/token/>

Prepared and Authorized by:
MW3.biz International Business Ltd.
Executive Leadership

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