



INVESTMENT OPPORTUNITY

MIRIS

US Capital Global MIRIS Convertible Note LLC

GREEN BOND
€100,000,000

INVESTMENT OVERVIEW

MIRIS AS

Sustainable Real Estate Technology

COMPANY OVERVIEW

MIRIS AS is a Norwegian private limited liability company incorporated in 2003. It all started with SVART, a plan to build the world's first energy positive hotel at the foot of a glacier in Norway. To reach their goal of 85% energy reduction from construction to operation, MIRIS learned that the necessary technologies exist, but are not bundled into solutions that make it possible to achieve the Company's goal. This led to MIRIS' current vision, aiming

to solve environmental challenges in the real estate industry with technology and intelligent solutions. In addition to SVART hotel, MIRIS is currently incubating three projects involving technological solutions to reduce energy consumption in the construction phase and all the way into stabilization and maintenance; MIRIS X, Green Edge Computing and MIRIS Exact.

THE OPPORTUNITY

The Company is seeking to raise ~ EUR 100 million in convertible debt to complete the development of their technology projects, get equity to obtain financing for SVART hotel and other sustainable real estate developments and retire current debt. The convertible note issued by MIRIS is a green note with a Medium Green Rating.

PRODUCT & SERVICES

MIRIS X is intended to make green real estate investments safe, traceable, liquid, and efficient through Ethereum-based smart contracts that allow traceable cash flow in sustainable real estate projects. Parts of the platform are already operational, but more work remains. The platform will be piloted during construction of SVART hotel.

MIRIS EXACT demonstrates environmental impacts of investments intended to ensure energy gains are realized and optimized.

GREEN EDGE COMPUTING is a network of small data centers to be placed in buildings within urban areas. Designed to utilize 95% of the energy used in data centers as heating of nearby infrastructure and properties.

GREEN REAL ESTATE DEVELOPMENT is a subsidiary established to coordinate existing and future green real estate projects. One is SVART hotel and another is Bryne, planned as an office building that uses the Green Edge Computing.

MARKET & COMPETITION

According to 2019 Global Status Report for Buildings and Construction Report from the International Energy Agency, the buildings and construction sector accounted for 36% of final energy consumption and 39% of direct and indirect CO2 emissions in 2018¹. More info on the market opportunity and competitors available in the Transaction Summary.



1. International Energy Agency (IEA), "2019 Global Status Report for Buildings and Construction", ISBN 978-92-807-3768-4

MANAGEMENT TEAM

- CEO: Jan Gunnar Mathisen

DEAL HIGHLIGHTS

Company	Miris AS
Industry	Sustainable Real Estate Technology
Offering	EUR 100,000,000 Convertible Note
Issuer Name	US Capital Global MIRIS Convertible Note LLC
Coupon	6.4% p.a. accrued
Term	48 months
Conversion Right	18, 30 and 42 months after issuance
Conversion Discount	25%
Conversion Cap	None
Callable	From and including 18 months after issuance
Min. Purchase Size	EUR 100,000
Placement Agent	US Capital Global Securities, LLC
Commission	5%
Company Headquarters	Oslo, Norway
Investment	Issuer, a Special Purpose Vehicle, intends to purchase convertible green note issued by Miris AS



RISKS

- Exposure to economic conditions, including recession and inflation, unstable or adverse credit markets, and fluctuations in operating expenses
- Technical problems, work stoppages, or other labor difficulties or casualty losses which are not adequately covered by insurance
- Changes in governmental regulations, increased taxation or introduction of new regulations
- General risks incidental to the ownership of real estate, changes in interest rates and availability of mortgage funds, changes in real estate tax rates, stamp tax, planning laws and environmental factors
- Competition in technology space; wide range of startups entering the market, while mature players expand offerings into these areas
- COVID-19 pandemic has created an unprecedented economic downturn, paralyzing the service and tourism industries. Depending how the situation develops, this could have a significant effect on the Company's planned hotel and other planned services

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