



Discussion

Why did we start this company? Can you tell me about CIRCE?

We aren't a new company. Circe is a project from the Designers Circus a multi decade company. We began this in order to solve a basic business problem of the Circus', which was IT and inventory management. We've been working at it for several years.

The current state of the art both in terms of product as well as woefully incompetent IT management led us to create our own. We could never find a firm that understood its own products and platforms. One year we went to the NRF and went around to the vendor booths and asked many how much their product cost? No one in the booths could answer! We asked about the underlying technology and if it was extensible, no one knew! PIXIEDUST, and now CIRCE came about because of that.

The core of the Circus is managing and communicating with designers around products and inventory. It is done by hand counts and emails. A common shared blockchain database solves that problem.

Why did we choose to do an ICO?

It was an immediate and obvious fit for us. We are one of the few firms with a mainstream use case for cryptocurrency and blockchain. This is more of a secondary ICO, or reverse ICO, not really a startup ICO.

There is a huge opportunity for the decentralized blockchain ledger to make life easier for everyone in our network, of designers, manufacturers, reps, distribution, and retail customers. The opportunity is even larger if you include each of their networks. And it is even larger if you move into the internet of things which goes beyond our vertical market. So, for us, blockchain technology is a valid and strategic growth opportunity as much as it is a mechanism to improve business process, for ourselves and our network.

For 25 years, we've invested and re invested our capital in our business. We have a real use case for the ICO and blockchain, that we are applying to our existing business. This is unlike many other ICO's where the parties are pursuing a development stack, have no customers, no business and no existing network and are trying to develop functionality necessary for different use cases.

In our case the ICO is more of what you would call a REVERSE ICO, or SECONDARY ICO because we have capital already

invested and platforms developed, in short an ongoing business.

Blockchain and an ICO fits our business model. We were already developing PIXEDUST.me as a client server ledger, before blockchain tech emerged as a viable and better technology.

Cryptocurrency fits our business model. The Circus for years has employed coupons, certificates, both for discounting as well as for giving things away for free. A Circe Cryptocurrency fits into our general approach.

Cryptocurrency fits our social philosophy. The Circus has for over 2 decades made generous contributions to people and organizations in need, like Haiti after the storm, Guatemala orphans, the Kerouac non profit, Somali women, our own customers and many many more. A Circe Cryptocurrency can aid those efforts.

Cryptocurrency and blockchain strengthen our network.

For us the network is the Circus, its the main thing. The Circus is likely the only firm of its kind to give away clothes to its customers! Not just minor items either. It was shocking for people when we started doing it. "How can you be in business if you are giving away your products, they said." For us it wasn't

about the business, it was about friends and creating and building a network.

Circe and the blockchain are a logical extension of our 25 year business philosophy.

Why the blockchain?

The blockchains decentralized nature and goal of creating more egalitarian internet, a value added layer of apps on top of the internet, coupled with its immutable ledger characteristics supports CIRCE's business model and network ecosystem. Its the ledger, its smart contracts, its a payment mechanism, its a permission mechanism its all that and more, which fits exactly into our mission.

For us, utilizing the ethereum blockchain standard of ERC20 for our CIRCE token, adds to our ability to expand and grow our network. Because now, our token can be easily converted to other tokens with the same standard and vice versa. Our network adds to theirs. Theirs adds to ours. And the ecosystem grows which is what you want.

What is a Circe Token?

Circe Tokens are payment or coupon tokens, permission tokens, identity tokens, and donation tokens in the CIRCE ecosystem. Through the CIRCE cryptocurrency the ecosystem of manufacturers, distributors, retailers and customers can utilize smart contracts and facilitate a more efficient network.

The Circe token will be usable when the offering concludes.

What do CIRCE tokens represent?

Circe tokens are access to the Circe network. When people buy Circe Tokens, they are in essence buying into our network vision and buying utility for their own use and or others.

The Circus for years was a quiet word of mouth underground really unique club or network of women. You had to know about it otherwise you didn't get to benefit. That is still the case although we are more visible today. Growth does that.

The Circus is a network of highly educated, well travelled women, from arts, education, professional services who think for themselves and are often thought leaders who value unique creative artisanal clothing outside of traditional outlets. The CIRCE is for them an identity.

What are you going to use the ICO funds for?

Circe will take the funds raised in the ICO crowdfunding to migrate the existing PIXIEDUST.me client server system to the blockchain and launch it with our existing network and launch our Circe token with the network.

In later phases we will expand into the internet of things space.

What amount is being raised? Will there be a followup offering?

We are targeting to raise \$30 million USD. We are an existing business with a mainstream real use case, not a startup. That puts us in the 10% of all ICO's, since 90% of ICO's are startups pursuing development stacks that may in the future be completed. We do not have a plan for a follow up offering.

What crypto currencies are accepted in the crowdsale?

ETH will be accepted in the crowdsale. You will be required to have an Ethereum wallet pointed at the token/crowdsale address to participate in the crowdsale.

Circe Tokens are Ethereum derived tokens. If you hold some

other crypto currency it can be exchanged for ETH and used to participate in the crowdsale.

What is the price of CIRCE Tokens?

The goal is to raise \$30 million which will be some percent of the total CIRCE token supply. The price may fluctuate during the offering. And the number of tokens may vary. Following the ICO, the value of CIRCE tokens will float according to the market. Crowdsale purchased CIRCE tokens are transferable once the ICO closes.

When will the crowdsale happen?

The crowdsale will begin in early 2018.

Are Circe tokens transferable?

Yes crowdsale tokens are immediately transferable.

<https://shapeshift.io> is an excellent exchange and there are others.

Circe tokens are products, not securities. They do not give the holder any interest in any business or revenues and their usage is not dependent on some future development conclusion.

What are the benefits of the CIRCE token and Blockchain?

The obvious benefit is to replace the multiple systems involved in the supply chain with a single shared blockchain. It is an enormous amount of paper and overhead associated with producing and shipping and receiving and invoicing and getting paid. For example, getting a credit card transaction requires a systematic coordination among 5 different parties. It would be cheaper, more efficient and simpler if all the parties used a common shared datastore.

Think about Designers Circus as a part of a blockchain. Today the number of items being processed annually at the circus is in the neighborhood of 120,000. To manage that 120,000 you actually end up handling closer to 480,000 items. That is because you process them at receipt, process again at sale, process when remitting, and process at returns. So you process them 4x. If you spend 5 minutes each time, that's a lot of man years of work, for one year's worth of inventory.

So the benefits are obvious once you start looking at it.

Why Circe Tokens?

- 1 Ledgering the supply chain via a blockchain of the boutique, retail, designers, and manufacturers, with a payment mechanism attached is efficient,
- 2 Smart contracts and a currency simplifies the process,
- 3 Displacement of existing inefficient and expensive IT,
- 4 Improving the competitive environment of the chain,
- 5 Reducing costs.

One of the things we encountered when we first began this project, was that people and so called professionals really didn't know very much about the technology or businesses they were selling to. This was true of the developers as well. And so, what you got were these really cute slogans and suits convincing people that they were selling the greatest thing since sliced bread. The language was just so obtuse and frankly ridiculous. And they had no real investment in the game, that is it wasn't there company.

With us it's different. Our company and identity and philosophy matters to us. The firms and people in our supply chain are all friends of ours. The people in New England and around the world who come visit us, are friends of ours. The Artists in Boston, the weavers in Guatemala, they are all friends. Together we have

created something really unique. We help each other.

After 25 years, we know something about networks, the supply chain, contracts, and the people we deal with. It's not an abstract. It's not a simple business plan. So, our approach is to take that human capital that is part of our experience and network and incorporate it into our CIRCE blockchain, as opposed to willy nilly creating a blockchain with no experience from whole cloth and asking people in the industry to adopt it. Development is hard work, with lots of little iterations. We work at things until we get it right and feel good about it.

We think that matters.

NO REPRESENTATIONS AND WARRANTIES

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By accessing and/or accepting possession of any information in this document or such part thereof (as case may be), you represent to CIRCE as follows:

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(b) you agree and acknowledge that this document does not constitute a prospectus or offer document of any sort and is not intended to constitute an offer of securities in any jurisdiction or a solicitation for investment in securities and you are not bound to enter into any contact or binding legal commitment and no cryptocurrency or other form of payment is to be accepted on the basis of this document;

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(d) you agree and acknowledge that this document, the undertaking and/or the completion of the CIRCE ICO, or future trading of the CIRCE tokens on any cryptocurrency exchange, shall not be construed, interpreted or deemed by you as an indicator of the merits of CIRCE, the tokens and the CIRCE ICO.

(e) the distribution or dissemination of this document, or any part thereof or any copy thereof, or acceptance of the same by you, is not prohibited or restricted by the applicable laws, regulations or rules in your jurisdiction, and where any restrictions in relation to possession are applicable, you have observed and complied with all such restrictions at your own expense and without liability to CIRCE;

(f) you agree and acknowledge that in the case where you wish to purchase any tokens, the tokens are NOT construed, interpreted, classified or treated as:

1. any kind of currency other than cryptocurrency;
2. debentures, stocks or shares issued by any person or entity (whether CIRCE) rights, options or derivatives in respect of such debentures, stocks or shares;
3. units in a collective investment scheme;
4. units in a business trust;
5. derivatives of units in a business trust; or
6. any security or class of securities.

(g) Citizens of China cannot participate at all in the pre-sale of the CIRCE ICO

(h) you must be an accredited investor under US standards to purchase tokens in the pre-sale

(i) you are fully aware and understand that in the case where you wish to purchase any CIRCE tokens there are risks associated with CIRCE and their respective business and operations, the tokens, and CIRCE;

(j) you agree and acknowledge the CIRCE is not liable for any indirect, special, incidental, consequential or other losses of any kind, in tort, contract or otherwise (including but not limited to loss of revenue, income or profits, and loss of use or data) arising out of or in connection with any acceptance of or reliance on this document or any part thereof by you; and rights under a contract for differences or under any other contract the purpose or pretended purpose of which is to secure a profit and avoid a loss;

(k) all of the above representations and warranties are true, complete, accurate and non misleading from the time of your access to and/or acceptance of possession of this document or such part thereof (as the case may be);

(l) you agree and acknowledge that in the case where you wish to purchase any CIRCE tokens, that any controversy or claim arising out of or relating to the purchase thereof, shall be settled by arbitration in accordance with the International Arbitration Rules of the International Centre for Dispute Resolution. You agree to first try and settle the dispute by mediation administered by the International Centre for Dispute Resolution under its rules before resorting to Arbitration, litigation or some other dispute resolution technique.