

# Reinventing the way we do business

An integrated SaaS & advisory services  
FinTech & LegalTech platform



**Economic  
model**



**Legal  
framework**



**Business  
app**



**Ecosystem**



# What is FlexUp

## *Mission:*

Help businesses **create wealth** and **distribute it fairly**, for a more **prosperous** and **stable society**.

## *Vision:*

Build an **integrated platform** that **simplifies** how you start, structure and grow your business, and gets all stakeholders\* to **collaborate** through a shared remuneration system.

*\* founders, employees, investors, suppliers and clients*



# From structural friction to fluid collaboration

## Problem

**Startups** struggle with **complexity** & **conflict** – especially around **cash** and **equity**.

### *Pain points:*

- Equity split
- Valuation
- Limited cash
- Founder dilution
- Investor liquidity

## Solution

FlexUp's innovative **shared remuneration system** for **all stakeholders**\* provides **simplicity** & **collaboration**.

### *In our toolbox:*

- Track real contributions & risk
- Real-time cost-based valuation
- Pay team and partners with equity
- Equity buy-backs option
- Annual distributions of excess cash

\* founders, team, investors, suppliers and clients



# Building a business is hard. FlexUp makes it easier.

## Complexity

Steep learning curve · heavy admin overhead

## Ambiguity

No contracts · unclear roles, risk, and upside

## Rigidity

Fixed costs · rigid contracts · little room to adapt

## Conflicts

Misaligned incentives create friction and erode trust

## Simplicity

One platform for your entire business lifecycle

## Clarity

Standardised legal framework with transparent cash waterfall

## Flexibility

Flexible cost structures · resilience · capital efficiency

## Collaboration

Unified remuneration system aligns all stakeholders

→ Too many business struggle or fail

→ FlexUp helps businesses start & grow

# A fully **integrated platform** – four pillars working as one



## Economic model

A unified remuneration system aligning the financial interests of all stakeholders.



## Legal framework

Standardized contracts ensuring legal clarity and security for all your business transactions



## Business app

A simple, powerful app to manage contracts, orders, payments and equity.



## Ecosystem

Advisory, services, and funding – provided seamlessly by FlexUp and its network of partners.



# From structural friction to aligned collaboration



## Conventional system

**Discrimination** → cash waterfall by **participant type**



**Employees**

Paid first, minimal risk



**State**

Paid next, low risk.



**Suppliers**

Must be paid on due date,  
else company risks **bankruptcy**



**Banks**



**Shareholders**

Paid last, takes all the risks & rewards

→ **Conflicts of interests lead to friction**



## FlexUp economic model

**Non-Discrimination** → cash waterfall by **priority level**

Monthly:



**Firm**

Unconditional commitments  
*0% risk factor*



**Flex**

Paid monthly from available cash,  
unpaid residue converts to credits  
*20~50% risk factor*

Annually:



**Credits**

Investment / deferred remuneration  
*80~100% risk factor*



**Tokens**

Share of profits  
*Rewards risk taken on flex & credits*

→ **Aligned interests enhance collaboration**

# Modular contracts that evolve like software



## Key principles

### Standardised

Legally sound, best-practice templates

### Continuously updated

Evolves like software

### Modular

Layered general / special conditions, for each contract type

### Localised

Additional conditions adapt to each jurisdiction

### Growing library

Investment, services, SaaS, employment...



## Example – Investment contract

▼ Priority order

**Investment-OSC**

Order-specific

**Investment-SC**

Contract-specific

**Charter-SC**

Project-specific

**Investment-AC**

Country-specific

**Investment-GC**

All investment contracts

**Charter-GC**

FlexUp Economic Model rules

**FlexUp-GC**

All contract families

GC = General conditions • SC = Special conditions  
AC = Additional conditions • OSC = Order SC

# FlexUp is your business operating system



## Launch & operate

Start in minutes • No legal entity needed • Full lifecycle management



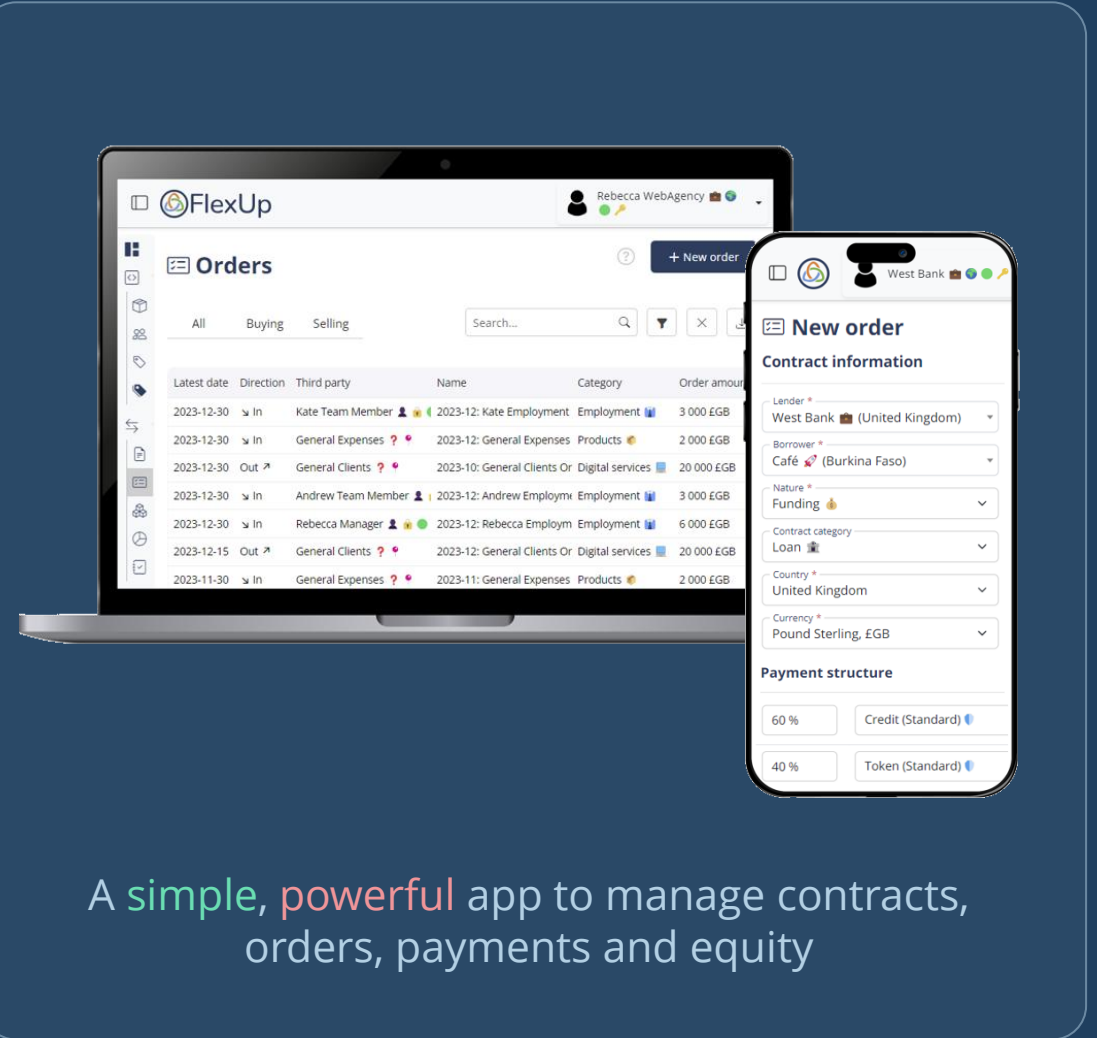
## Automate equity & payouts

Track contributions • Issue credits & tokens • Auditable cash waterfall



## Ensure transparency

Real-time visibility • Audit trails • Role-based access



A simple, powerful app to manage contracts, orders, payments and equity

# Try out the live app in the demo environment



Orbital
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- Dashboard
- Local directories
- Transactions
- Contracts
- Orders
- Commitments
- Credits
- Tokens
- Statements
- Cash
- Account
- Account details
- Notifications
- Members
- % Equity
- Investments
- Charter

## % Equity ?

As of Date

Token Index

€ (EUR)	Credits			Tokens				Equity			
	Associate	Nominal	Expected	%	Units	Nominal	Outstanding	%	Nominal	Outstanding	Expected
Giorgio Co-Founder	15 000.00 €	3 000.00 €	42.2%	1 158	12 000.00 €	15 249.28 €	39.5%	27 000.00 €	30 249.28 €	18 249.28 €	41.0%
Nova Labs Incubator	10 000.00 €	2 000.00 €	28.2%	982	10 000.00 €	12 933.18 €	32.9%	20 000.00 €	22 933.18 €	14 933.18 €	30.4%
Roberto Co-Founder	10 500.00 €	2 100.00 €	29.6%	812	8 400.00 €	10 692.30 €	27.6%	18 900.00 €	21 192.30 €	12 792.30 €	28.7%
<b>Total</b>	<b>35 500.00 €</b>	<b>7 100.00 €</b>	<b>100.0%</b>	<b>2 953</b>	<b>30 400.00 €</b>	<b>38 874.76 €</b>	<b>100.0%</b>	<b>65 900.00 €</b>	<b>74 374.76 €</b>	<b>45 974.76 €</b>	<b>100.0%</b>

**Try it yourself**

- Watch a [short demo](#), or the [full case study](#)
- View it in the app: [demo.flexup.app](https://demo.flexup.app)
  - email: orbital@example.com, password: demo

# All the **support** you need – from FlexUp and its **partners**



## What the **ecosystem** provides

### **Advisory**

Legal, financial, strategic, coaching

### **Services**

Dev, design, marketing, HR, operations, growth

### **Funding**

FlexUp Investor Club, angels, VCs, grants & institutions

### **Community**

Local hubs, events, and incubators — turning users into advocates

**FlexUp** builds the **platform** ·  
**Partners** scale the **network**

## How **partners** join the **network**

### **Step 1: Refer**

Start referring leads: monetize your network – no delivery commitment required

### **Step 2: Sell**

Run the full sales process and onboard users onto the platform

### **Step 3: Support**

Become a FlexUp expert and support the ecosystem directly with advisory, services, or funding

### **Step 4: Build a local FlexUp Hub**

Grow a local ecosystem of entrepreneurs and partners – with a local incubator and investor club

# FlexUp has four revenue sources



## 1 SaaS subscription

- **Free** up to 5 k€/month transactions
- Pro plan: **20 €/month** up to 10 k€/month
- Higher plans: **≈ 0.1%** of transaction volume

## 2 Flexible payment fee

- **3%** on flexible payments
- Proportional to risk factor
- e.g.  $3\% \times 1\,000\ \text{€ credit} \times 80\% \text{ risk factor} = 24\ \text{€ fee}$

## 3 Advisory services

- **FlexUp** in-house experts for admin, legal, strategy
- Hourly billing: **40-400 €/hr**

## 4 Network fees

Revenue share with **partner** for each transaction:

- **5%** referral, **10%** sales, **5%** invoicing, **10%** IP, **70%** execution

# Join FlexUp – **build, advise, and grow** together



## For entrepreneurs & startups

### Launch in minutes

- No entity needed, standardised contracts from day one

### Stretch your runway

- Pay teams, suppliers, and advisors with a flexible mix of Firm, Flex, and Credits

### Align every stakeholder

- Team, suppliers, clients, and investors share risk and upside on the same terms

### Raise on clean terms

- Enter funding rounds with a transparent contribution history and clean cap table



## For advisors & freelancers

### Get paid fairly

- Get paid in cash, equity, or any mix that fits the engagement

### Build an equity portfolio

- Accumulate Credits and Tokens in the ventures you help grow

### Simplify transactions

- Standardised, modular contracts replace tailored-made documentation on every deal

### Grow your practice

- Qualified deal flow from FlexUp clients, plus 5 ~ 15% referral on revenues you bring in

## Appendices

# ■ Appendices



## 1. FlexUp Economic Model

## 2. Orbital case study

# A unified system for alignment, resilience, and shared prosperity.



## Objectives

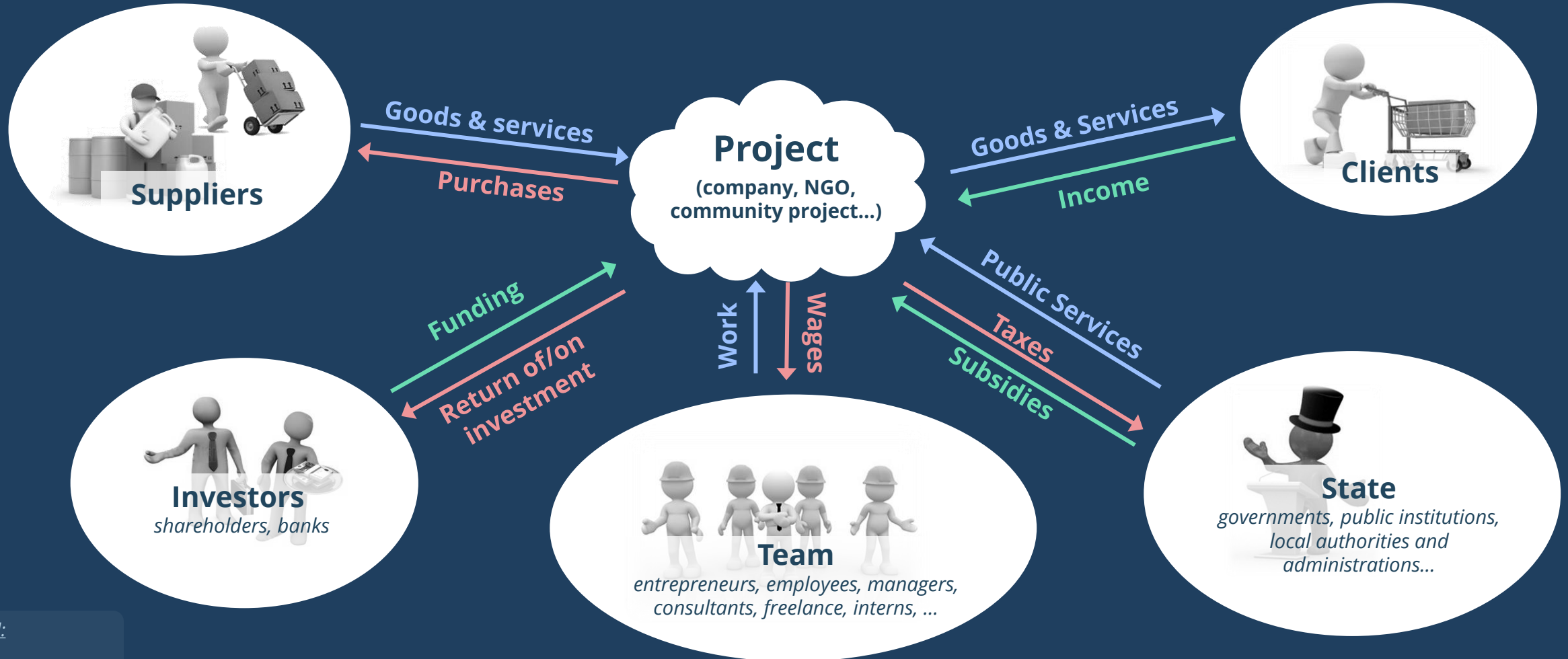
- **Simplicity** – Streamline creation, restructuring & daily operations with clear frameworks, tools and services.
- **Collaboration** – Reduce friction by eliminating discrimination and aligning everyone's financial interests.
- **Resilience** – Strengthen businesses through flexible cost structures and higher loyalty from teams, clients & suppliers.
- **Profitability** – Unlock more growth and long-term value through enhanced collaboration across all participants.
- **Common prosperity** – Ensure fair, transparent distribution of the wealth created by the project.

## Key principles

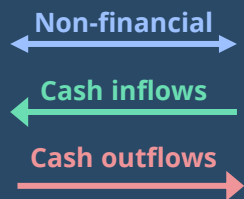
- **Non-discrimination** – One **remuneration system** for all: founders, employees, investors, suppliers & clients.
- **Flexibility** – Participants choose their **risk** level by splitting remuneration across **priority** tiers.
- **Cash waterfall** – Payments follow **priority** (not participant type) and are paid at the same rate within available cash.
- **Preservation** – Unpaid flexible **residue** amounts are automatically rescheduled or converted into equity.
- **Fairness** – Tokens reward **risk**, with a share of **profits** and **voting** rights.
- **Transparency** – Real-time visibility on cash flows, commitments, and equity for all participants.

**FlexUp: aligning incentives to unlock collaboration**

**No discrimination** based on **participant's** nature, all can have the same **remuneration system**, on a voluntary basis\*, regardless of the nature of their **contribution**



Legend:



**Each participant negotiates his target remuneration with the project in return for his respective contribution**

\*: Participant are also always free to opt for FlexUp model or stay in the conventional model. Their may have different remunerations of course, but based on a common system.

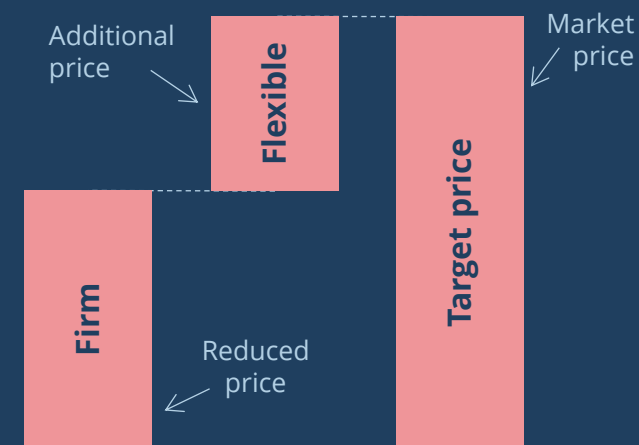


Each **participant** is free to choose how much **risk** he is willing to take on his **remuneration** by splitting it over one or more **priority** levels

**For suppliers\*:**

Target price = firm + flexible

Ex.: 60% out + 40% out = 100% out

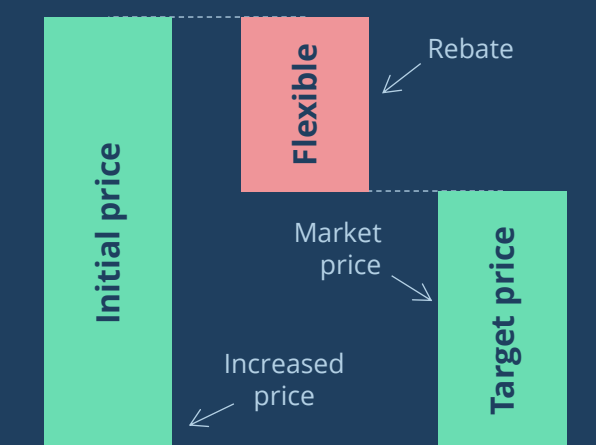


- **Target** price is the fair market price
- Initial price paid to supplier is **firm** and is below market price
- **Flexible** price is paid next, based on available cash

**For clients:**

Target price = inflow – flexible

Ex.: 150% in - 50% out = 100% in

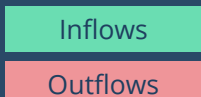


- **Target** price is the fair market price
- Initial price paid by client is **firm** and is above market price
- **Flexible** price is then refunded by supplier back to client, based on available cash

- **Suppliers\*** can support a project by splitting their **remuneration** over multiple **priority** levels:
  - **firm** commitments must be paid first,
  - **flexible** commitments are paid next, conditionally, if the project has enough **available cash**
- **Flexible** priorities include all priorities except firm.
  - **preferred, flex & superflex** are paid **monthly**,
  - **equity (credits & tokens)** is paid **annually**,
  - if there is not enough **cash** for a given **priority**, all related commitments are paid at the **same rate**

Ex. everyone receives 60% of his flex for that month
- Unpaid residues are **rescheduled** or converted to **equity**
- **Clients** can also support a project by paying a **higher initial price**, and receiving **flexible rebates**, paid later based on available cash

Legend:

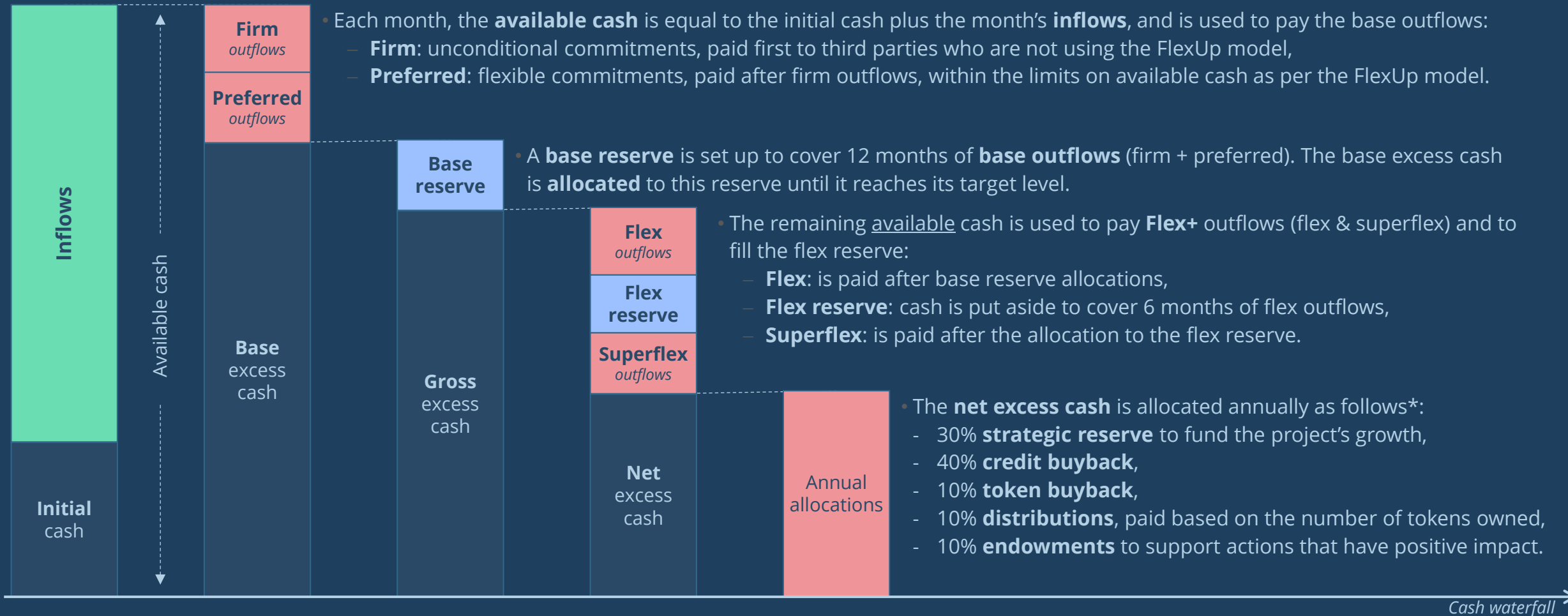


**For each priority level, all commitments are paid at the same rate, regardless of each participant's nature**

\* in FlexUp, the term "supplier" also includes employees, banks, investors ... anyone providing a contribution and being remunerated for it



Payments are made by order of **priority**. If there is insufficient cash, commitments of a given priority level are all paid at the same **rate**

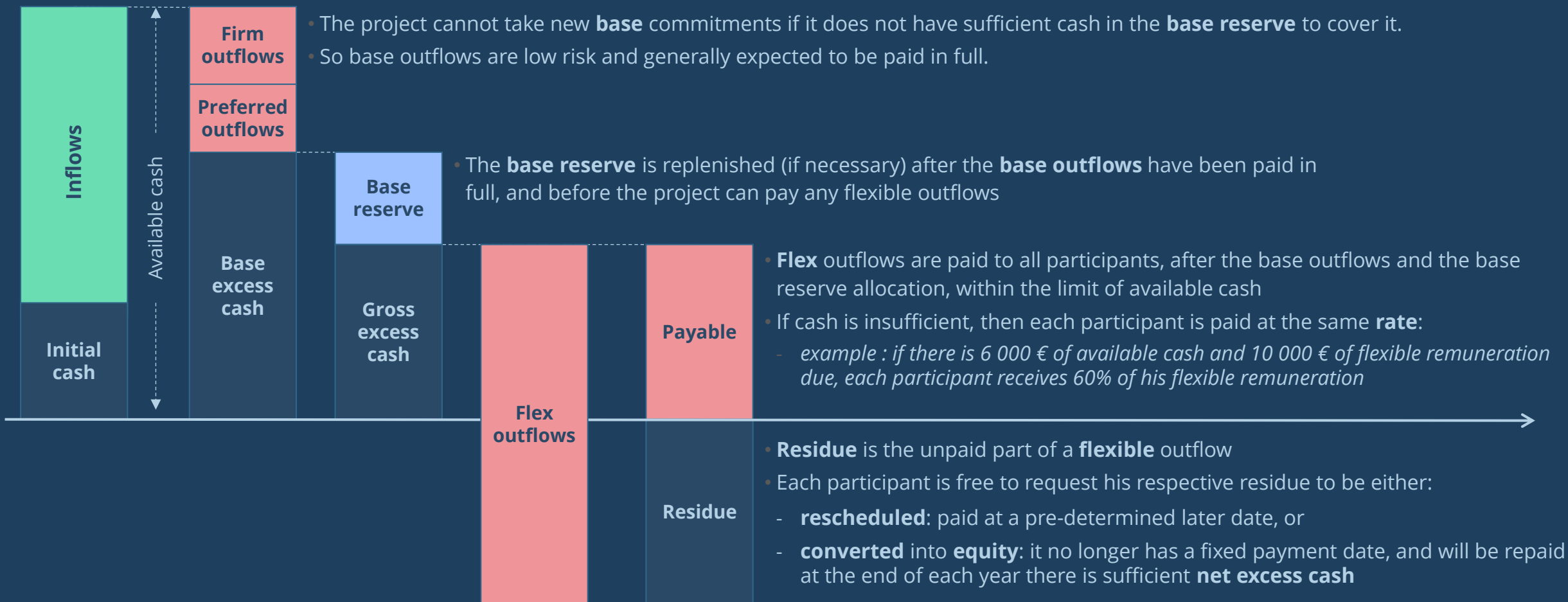


**The payment order does not depend on the nature of the participant but on the priority of each commitment, chosen freely by each participant**

\* these % are default values. They can be changed by decision of the assembly of associates (token holders).



# Residues of unpaid outflows are **rescheduled** or **converted** into equity



**Accepting a flexible remuneration does not mean you earn less, it means you are willing to invest in the project**



# Profits and voting rights are distributed based on **tokens**, which are issued to associates based on the **risk** taken on their remuneration

## Example 1:

- Tony does a job for 100 €. He decides to split his **remuneration** in 3 **tranches**: 50% firm, 25% flex, and 25% credit
- Based on this **payment structure**, the total **risk** is 30 € (100 € \* 30%)
- If the **token index** is 1 €/token, he receives 30 **tokens** (30 € ÷ 10 €/token)

Tranche	Portion	Nominal amount	Risk factor	Risk	Discounted value	Tokens #
Firm	50%	50 €	-	-	50 €	-
Flex	25%	25 €	40%	10 €	15 €	10
Credit	25%	25 €	80%	20 €	5 €	20
<b>Total</b>	<b>100%</b>	<b>100 €</b>	<b>30%</b>	<b>30 €</b>	<b>70 €</b>	<b>30</b>

## Example 2:

- At the end of the year, the projet has 1 000 € of excess cash
- It is distributed to all associates based on their number f tokens

Associate	# tokens	% total	Distribution
Tony	30	20%	200 €
Kim	70	35%	350 €
Claire	90	45%	450 €
<b>Total</b>	<b>190</b>	<b>100%</b>	<b>1 000 €</b>

## Principles:

- **Tokens** are issued to all participants to reward the **risk** taken on their **flexible remuneration**
- The **risk** is based on the remuneration's **payment structure**, i.e. the split between several **tranches**
- Each **tranche** has different **payment terms**
- **Payment terms** include **priority** levels, due date, interest rates, etc
- **The number of tokens** issued is equal to:
 
$$\text{tokens} = \text{remuneration} \times \text{risk factor} \div \text{token index}$$
- Participants that have **tokens** are called **associates**
- **Tokens** determine both **voting rights** and **profit share**

# ■ Appendices



## 1. FlexUp Economic Model

## 2. Orbital case study

# Orbital – deep tech startup incubated in Milan



Associates →	Giorgio	Roberto	Nova Labs
<b>Role</b>	<ul style="list-style-type: none"> <li>• Co-founder &amp; CEO</li> </ul>	<ul style="list-style-type: none"> <li>• Co-founder and CTO</li> </ul>	<ul style="list-style-type: none"> <li>• Incubator &amp; Investor</li> </ul>
<b>Contribution</b>	<ul style="list-style-type: none"> <li>• Work: Engineering + Biz Dev</li> </ul>	<ul style="list-style-type: none"> <li>• Work: Engineering + Ops</li> </ul>	<ul style="list-style-type: none"> <li>• Funding</li> <li>• Rental: Lab space</li> </ul>
<b>Remuneration</b>	<ul style="list-style-type: none"> <li>• Work: 5 000 €/month</li> </ul>	<ul style="list-style-type: none"> <li>• Work: 5 000 €/month</li> </ul>	<ul style="list-style-type: none"> <li>• Funding: 7 000 € cash</li> <li>• Lab space: 1 000 €/month</li> </ul>
<b>Payment terms</b>	<ul style="list-style-type: none"> <li>• 100% Credit <i>(80% risk)</i></li> </ul>	<ul style="list-style-type: none"> <li>• 30% Firm <i>(0% risk)</i></li> <li>• 70% Credit <i>(80% risk)</i></li> </ul>	<ul style="list-style-type: none"> <li>• 100% Credit – <i>with redeemable tokens (100% risk)</i></li> </ul>



# FlexUp