

## A \$313B Total Invested Capital thesis to recapitalize Venezuela through nine sovereign vehicles, anchored by a 25% calibrated royalty regime under the Genesis Economic Zone (ZEEG).

Plan Génesis Volumen II articulates a 365-day implementation pathway to convert Venezuela's verified hydrocarbon, mining, electric and infrastructure base into nine institutional vehicles open to global capital. The plan is structured around three pillars: a unified 25% royalty under ZEEG (calibrated 15–30% by sector), a sovereign capital architecture compatible with U.S. Reg D 506(c) and Reg S, and a multi-path constitutional roadmap that does not require regime change as a precondition.

<p>TIC Y20</p> <p><b>\$313B</b></p> <p>Total Invested Capital</p>	<p>E[NAV] Y20</p> <p><b>\$431B</b></p> <p>Probability-weighted</p>	<p>IRR BLENDED</p> <p><b>13–16%</b></p> <p>22–32% headline pre-defense</p>	<p>ROYALTY Y10</p> <p><b>\$52.5B</b></p> <p>State revenue · 23.6% weighted</p>	<p>EQUITY Y10</p> <p><b>\$207B</b></p> <p>Sovereign patrimony</p>
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<p><b>PILLAR 01</b></p> <p><b>Nine Sovereign Vehicles</b></p> <p>Hydrocarbons, mining (LOM 2026), electric (SEN + AeroFlux 50 MW + PRO-SOL residential), datacenters, infrastructure, agro, financial, telecom, automotive. Each ring-fenced, BVC-listed by Year 3 under mandatory cotization.</p>	<p><b>PILLAR 02</b></p> <p><b>ZEEG · Unified 25%</b></p> <p>Genesis Economic Zone: single calibrated royalty (15–30% by sector, blended 23.6%) replaces dispersed tax stack. LOH 2026 + LOM 2026 in force; LOZEEG proposed legislative path.</p>	<p><b>PILLAR 03</b></p> <p><b>USA-VE Twinning Framework</b></p> <p>25-license OFAC GL-G series, BIT, capital-markets bridge BVC↔NYSE/NASDAQ, dual-listed pre-IPO trust, ICSID + LCIA + UNCITRAL triple-redundancy arbitration. CAATSA § 231 cleared.</p>
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### WHAT MAKES THIS DIFFERENT

- **Categorical anchor classes.** No named-firm allocation matrix — Tier-1 SWF / Tier-1 AAM / Tier-2 Hedge / Tier-3 PE / Sectoral Strategic + DFI. No Rule 10b-5 / Martin Act § 352-359 exposure.
- **Five legal gaps closed.** EU FSR (Reg 2022/2560), ICJ Order Dec 1, 2023 (Guyana v. Venezuela), FCPA AEG governance, HSR Clayton § 7A, IRC § 951A GILTI.
- **Honest range disclosed.** 13–16% blended IRR after defense, \$431B expected NAV Y20 (20/50/25/5 scenario tree). Section 27A/21E safe harbor.
- **Compliance-by-default.** NML Capital v. Argentina 727 F.3d 230 attachment doctrine pre-litigated. Reg D 506(c) + Reg S native. FedRAMP, FOIA, Habeas Data ready.
- **1,451 pages of documentation.** 97 chapters + 12 charts + 17-section Strategic Intelligence Brief V3 (grade A/A+) + Implementation Roadmap with KPIs / RACI / 4 decision gates + Reg D PPM Institutional Template.

### WHAT WE'RE ASKING FOR

- **Anchor commitment indications** from categorical investors (SWF · alternative asset managers · sectoral strategics · DFIs) for the senior secured tranche of the Genesis vehicles. Indications can be conditional, exploratory, or simply a request for the full data room.
- **Outside-counsel review** of the Reg D 506(c) Institutional PPM template (Anexo L, 30,853 words, ready for partner sign-off).
- **One 45-minute meeting** with your institutional investment committee or sovereign / development finance liaison.

### NEXT 90 DAYS

- M0: Anchor outreach window opens · NDA-controlled data room live
- M1: Outside-counsel diligence · PPM finalization · BVC listing prep
- M2: 506(c) launch · Decision Gate 1 (anchor commitments ≥ \$5B)
- M3: Subscription docs · escrow · ICSID treaty filings

**Forward-Looking Statements.** This communication contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. It is not an offer to sell or a solicitation of an offer to buy securities. Any such offering, if made, will be conducted exclusively pursuant to Reg D 506(c) and/or Reg S, and only by means of a confidential Private Placement Memorandum (Anexo L). Distinction in force: LOH 2026 (Gaceta 6.978) · LOM 2026 (Gaceta 7.020) — both vigente; LOZEEG — propuesta legislativa. Work-product doctrine applies. Governing law: New York.

PEAN  
 GENESIS  
 VOL. II · V7.0