SANDJAR GROUP

ATLAS PLATFORM

DOCUMENT No. 2

Interaction: Seller — Buyer — GR — ATL Operations on the Platform

End-to-End Transaction Workflow, Role Architecture & Operational Rules

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I. OVERVIEW — FOUR-PARTY ECOSYSTEM

The ATLAS Platform connects four distinct principals in every real estate and IP-Share transaction: the Seller, the Buyer, the Government Registry (GR — primarily the Dubai Land Department), and the ATL financial layer. Each principal has defined entry conditions, obligations, rights, and exit mechanics. No transaction can complete without all four nodes being satisfied.

Principal	Role	Primary Obligation	Key Right
Seller	Property/IP rights owner; initiates listing	Supply verified asset data; accept platform escrow terms; execute DLD transfer authorization	Receive full net proceeds within settlement window; track deal progress in real-time
Buyer	Acquirer of property title or IP-Share	Pass AML/KYC; deposit funds into platform escrow; complete documentation workflow	Escrow protection on all funds; dispute resolution access; DLD-registered title confirmation
Government Registry (GR)	DLD / RERA — legal title registrar and regulatory authority	Verify ownership; issue NOC; register title transfer; collect applicable transfer fees	Receive transfer fee (4% DLD fee); enforce regulatory compliance across all parties
ATL Layer	Platform financial infrastructure — escrow, fee settlement, ATL token unit	Route payments; hold escrow; distribute proceeds; collect platform fees in ATL/AED	Collect transaction and subscription fees; maintain audit trail; issue ATL receipts

II. SELLER — ONBOARDING, LISTING & TRANSACTION OBLIGATIONS

2.1 Seller Onboarding & Verification

A Seller must complete a five-step onboarding sequence before any listing is published or any transaction is initiated. The platform enforces this gate automatically — no manual override is permitted.

Step	Requirement	Platform Action
1	**Identity Verification**	Face ID liveness check + Emirates ID / Passport scan. Non-UAE sellers: notarised ID + proof of address. Sanctions screening (OFAC / UN / EU / FATF) auto-runs.
2	**Ownership Proof**	Title deed upload (DLD-issued) or IP ownership documentation (copyright certificate / INTEROCO registration). Platform validates against DLD ownership database via API.
3	**Source of Asset Declaration**	Seller declares acquisition method (purchase / inheritance / gift / developer). Supporting documents required for assets > AED 1M.

4	**NOC Status Check**	Platform checks No-Objection Certificate status from original developer (for off-plan or strata properties). Outstanding service charge liabilities flagged and must be cleared.
5	**Listing Agreement**	Seller digitally signs ATLAS Listing Agreement (generated in-platform). Defines price, exclusivity period, commission structure, and escrow authorization.

2.2 Seller Commission & Fee Structure

Seller-side fees are standardised and transparently disclosed at the point of listing creation. All fees are deducted from the settlement proceeds — the Seller receives net amount only after all deductions are confirmed.

Fee Item	Rate	Payable to	Timing
DLD Transfer Fee	2% of transaction value	Dubai Land Department	At registration
ATLAS Platform Fee	1.0% – 1.5% of deal value	Atlas Overseas FZE (in ATL / AED)	At settlement
Agent Commission (if via agent)	1% – 2% (negotiable)	Registered RERA agent on ATLAS	At settlement
NOC Processing Fee	AED 500 – AED 5,000 (developer-set)	Original developer	Pre-listing
ATL Escrow Admin Fee	0.10% of deal value (min AED 500)	ATLAS ATL Layer	At escrow open

III. BUYER — ACQUISITION WORKFLOW & PROTECTIONS

3.1 Buyer Journey — Step-by-Step

The ATLAS Buyer journey is a structured, seven-stage workflow. Each stage gates the next — the Buyer cannot advance without completing the prior step. This architecture eliminates informal negotiation gaps and protects both parties through programmatic escrow.

Stage 1: Registration & KYC	Buyer creates platform account. Biometric Face ID + document verification. AML screening clears. Wallet activated.	ATLAS AML/KYC Engine
Stage 2: Property Search & Due Diligence	Buyer uses ATLAS verified property database. Accesses DLD-sourced transaction history, ownership records, valuation benchmarks, and floor plan data.	ATLAS Intelligence Layer

Stage 3: Offer Submission	Buyer submits a structured digital offer (price, conditions, proposed timeline). Offer is timestamped and transmitted to Seller via in-platform messaging.	ATLAS Deal Engine
Stage 4: Offer Acceptance & MOU	Seller accepts offer. ATLAS auto-generates a Memorandum of Understanding (MOU) with deal terms. Both parties sign digitally via Face ID-authenticated e-signature.	ATLAS Document Engine
Stage 5: Deposit to Escrow	Buyer deposits security deposit (typically 10% of deal value) into ATLAS-managed escrow sub-account at the partner Bank. ATL receipt issued within 30 minutes.	ATLAS ATL Layer + Bank
Stage 6: GR (DLD) Processing	ATLAS submits transfer application to DLD. Manager's Cheque or bank transfer for remaining balance processed. DLD e-transfer session scheduled.	ATLAS + DLD Integration
Stage 7: Title Registration & Handover	DLD registers new title in Buyer's name. Digital title deed issued to Buyer's ATLAS wallet. Seller receives net proceeds. Platform closes transaction record.	DLD + ATLAS

3.2 Buyer Protections — Escrow & Dispute Rights

- Security deposit is held in a segregated bank sub-account — never co-mingled with platform operating funds.
- Full deposit refund is automatic if Seller withdraws before MOU signing or fails to obtain DLD NOC within agreed timeline.
- Buyer may initiate a platform dispute within 48 hours of any missed milestone — platform arbitration panel convenes within 5 business days.
- All communication, offers, and document exchanges are recorded, timestamped, and blockchain-logged — admissible as evidence per UAE Federal Law No. 1 of 2006 on Electronic Commerce.
- Platform dispute resolution fund (2% fee reserve) covers documented losses in proven platform errors.

IV. GOVERNMENT REGISTRY (GR) — DLD INTEGRATION

4.1 DLD API Integration Architecture

ATLAS maintains a live API integration with the Dubai Land Department (DLD) and RERA. This integration is the cornerstone of the platform's verification superiority — ownership data, transfer history, valuations, and NOC statuses are pulled in real-time, not manually entered.

DLD Data Stream	Platform Use
Ownership Registry	Real-time title ownership confirmation; seller identity cross-check; encumbrance and mortgage flag detection
Transaction History	Historical price benchmarking for buyer due diligence; market value comparison tool; appraisal support
NOC Status Feed	Automated developer NOC verification; service charge clearance confirmation; strata compliance status

Transfer Fee Calculation	Automated 4% DLD fee computation; payment instruction routing to DLD settlement account
OQOOD Registration (Off-Plan)	Off-plan sale registration with Oqood system; installment schedule recording; developer SPA upload
Ejari / Rental Registry	Tenancy contract registration; renewal tracking; rental dispute status integration

4.2 DLD Transfer Fee Flow

The 4% DLD transfer fee is the largest mandatory transactional cost in UAE real estate. ATLAS automates its calculation, collection, and remittance to DLD — eliminating manual error and delay.

1. ATLAS calculates 4% fee on the agreed transaction value (not the mortgaged portion).
2. 2% is payable by the Buyer; 2% is payable by the Seller (unless contractually varied).
3. Platform generates split payment instructions to each party's escrow sub-account.
4. Funds are held in a dedicated DLD fee sub-account until the DLD transfer session is confirmed.
5. Post-session, ATLAS releases DLD fee payment to DLD's designated bank account via RTGS.
6. DLD issues digital transfer confirmation, which ATLAS records in the transaction audit chain.

V. ATL LAYER — IN-PLATFORM OPERATIONS & COMMISSION FLOWS

5.1 ATL Layer Operational Functions

Function	Operational Detail
Escrow Management	Opens, monitors, and releases escrow sub-accounts at the partner Bank for each active transaction. Dual-key release requires platform + counterparty document confirmation.
Fee Collection	Deducts platform fee from settlement proceeds. Converts AED amount to ATL equivalent at 1:1 rate if client uses ATL. Transfers fee to ATLAS fee collection account.
Commission Splits	Calculates and executes agent commission splits per the registered agency agreement. Supports multi-agent splits (buyer agent + seller agent) within a single transaction.
ATL Token Issuance	Issues ATL to clients who fund their platform wallet via bank transfer or card payment. ATL balance is credited immediately and available for fee payment or escrow margin.
Royalty Distribution	Accumulates IP exploitation revenues in the royalty reserve account. Executes quarterly distribution to registered IP-Share (ATLX) holders in AED.

Dispute Escrow Hold	Freezes transaction escrow during active platform dispute. Releases escrow only upon arbitration panel ruling or bilateral settlement agreement.

5.2 Full Transaction Proceeds Distribution — Example

The following illustrates a secondary market property sale of AED 3,000,000, processed end-to-end through the ATLAS platform:

Proceeds Component	Amount (AED)	Recipient
Gross Transaction Value	3,000,000	—
DLD Transfer Fee (4%)	120,000	Dubai Land Department
ATLAS Platform Fee (2.0%)	60,000	Atlas Overseas FZE
Buyer Agent Commission (1.5%)	45,000	Registered RERA Agent (Buyer-side)
Seller Agent Commission (1.5%)	45,000	Registered RERA Agent (Seller-side)
ATL Escrow Admin Fee (0.10%)	3,000	ATLAS ATL Layer
NET PROCEEDS TO SELLER	**2,727,000**	**Seller Bank Account**