

**ELI WHITNEY INVESTMENT COMMITTEE**  
of Connecticut Innovations, Incorporated  
Minutes – Regular Meeting  
Thursday, August 9, 2018

A regular meeting of the **Eli Whitney Investment Committee of Connecticut Innovations, Incorporated** (the “Investment Committee”) was held on August 9, 2018 at the office of Connecticut Innovations, Inc. (“CI”), 865 Brook Street, Rocky Hill, CT.

**1. Call to Order:**

Rafael Santiago, Chairperson, of the Investment Committee, noting the presence of a quorum called the Eli Whitney Investment Committee meeting to order at 4:01 p.m. Investment Committee members present: Richard Mulready (by phone), Alex Pencu (by phone) and Paul Pescatello (by phone).

Staff attending: Matthew Bloom, Daniel Boyle, Ryan George, Amanda Hayward, Peter Longo, Alison Malloy, Heidi Marshall, Jaime Rinaldi, Douglas Roth (by phone), Matthew Storeygard, Carrie White, David Wurzer, and Ting Yi.

**2. Approval of Minutes:**

Mr. Santiago asked the Investment Committee members to consider the minutes from the July 12, 2018 “regular” meeting.

**Upon a motion made by Mr. Mulready, and seconded by Mr. Pencu, the Investment Committee members voted unanimously in favor of adopting the minutes from the July 12, 2018 “regular” meeting, as presented.**

**3. Consent Agenda:**

Mr. Santiago asked the Investment Committee members to consider the items on the consent agenda.

**Upon a motion made by Mr. Mulready, and seconded by Mr. Pencu, the Investment Committee members voted unanimously in favor of adopting the following resolutions:**

- **New Investment Proposal:**
  - D.I.Z. Soft Ltd. (d/b/a 1Touch.io) – Be’er Sheva, Israel
- **Follow-On Investment Proposal:**
  - Fresh Nation – Stamford, CT

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**4. New Investment Proposal:**

**“D.I.Z. Soft Ltd. (d/b/a 1Touch.io) – Be’er Sheva, Israel”**

**RESOLVED:**

(1) that financing is approved by Connecticut Innovations, Inc. (“CI”) for D.I.Z Soft Ltd. of Be’er Sheva, Israel in an amount of up to ONE MILLION DOLLARS (\$1,000,000) for the purposes of sales and marketing, product development, and working capital; and

(2) that Matthew McCooe, Chief Executive Officer; David Wurzer, Executive Vice President & Chief Investment Officer; Philip Siuta, Senior Vice President, Chief Financial Officer & Chief Operating Officer; or Peter Longo, Senior Managing Director, Investments, each an “Authorized Signatory”, are authorized to execute and deliver for and on behalf of CI such agreements and related documents to cause such investment to be effected, which documents shall (a) be executed by CI no later than January 31, 2019; and (b) contain such terms and conditions as the Authorized Signatory shall deem to be in the best interests of CI, including terms and conditions relating to the matters described in Section 6 of the Regulations, the Authorized Signatory’s approval thereof as hereby authorized to be conclusively evidenced by the execution and delivery of the Agreement; and

(3) that the Authorized Signatories hereby are severally authorized and empowered to do any and all acts and execute and deliver any and all other documents as they shall deem necessary and desirable to effectuate the above-mentioned Agreement.

**5. Follow-On Investment Proposal:**

**RESOLVED:**

**“Fresh Nation – Stamford, CT”**

(1) that financing is approved by Connecticut Innovations, Inc. (“CI”) for Fresh Nation of Stamford, CT in an amount of ONE MILLION DOLLARS (\$1,000,000) for the purposes of product development, sales and marketing, and working capital; and

(2) that the conversion of the existing CI note into the proposed financing is approved; and

(3) that Matthew McCooe, Chief Executive Officer; David Wurzer, Executive Vice President & Chief Investment Officer; Philip Siuta, Senior Vice President, Chief Financial Officer & Chief Operating Officer; or Peter Longo, Senior Managing Director, Investments, each an “Authorized Signatory”, are authorized to execute and deliver for and on behalf of CI such agreements and related documents to cause such investment to be effected, which documents shall (a) be executed by CI no later than December 31, 2018; and (b) contain such terms and conditions as the Authorized Signatory shall deem to be in the best interests of CI, including terms and conditions relating to the matters described in Section 6 of the Regulations, the Authorized Signatory’s approval thereof as hereby authorized to be conclusively evidenced by the execution and delivery of the Agreement; and

(4) that the Authorized Signatories hereby are severally authorized and empowered to do any and all acts and execute and deliver any and all other documents as they shall deem necessary and desirable to effectuate the above-mentioned Agreement.

6. **Other Business:**

There was no other business to discuss.

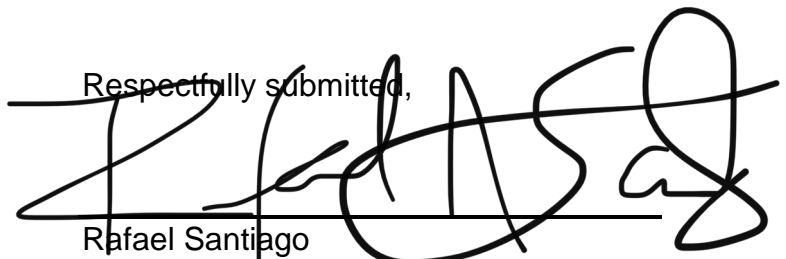
7. **Date for Next Meeting:**

September 6, 2018 at 4:00 p.m.

8. **Adjournment:**

Upon a motion made by Mr. Mulready, and seconded by Mr. Pencu, the Investment Committee members voted unanimously in favor of adjourning August 9, 2018 meeting at 4:02 p.m.

Respectfully submitted,



Rafael Santiago  
Chairperson of the Eli Whitney  
Investment Committee