

ELI WHITNEY INVESTMENT COMMITTEE
of Connecticut Innovations, Incorporated
Minutes – Regular Meeting
Thursday, June 6, 2019

A regular meeting of the **Eli Whitney Investment Committee of Connecticut Innovations, Incorporated** (the “Investment Committee”) was held on June 6, 2019 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 4:02 p.m. Other investment Committee members present: Richard Mulready (by phone) and Paul Pescatello (by phone).

Absent: Alex Pencu

Staff attending: Matthew Bloom, Heidi Marshall, Alison Malloy (by phone), Matthew McCooe (by phone), Pauline Murphy, Ted Murphy, and Patrick O’Neill.

2. Approval of Minutes:

Mr. Santiago asked the Investment Committee members to consider the minutes from the May 9, 2019 regular meeting.

Upon a motion made by Mr. Mulready, and seconded by Mr. Pescatello, the Investment Committee members voted unanimously in favor of approving the minutes from the May 9, 2019 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. Pescatello, the Investment Committee members voted unanimously in favor of adopting the following resolutions:

- **New Investment Proposal:**
 - **Budderfly, Inc. – Shelton, CT**

- Follow-On Investment Proposal:
 - Gemshelf, Inc. (DBA Shelf.io) – Stamford, CT
 - Other Business:
 - BoardBookit Discussion
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4. New Investment Proposal:

“Budderfly, Inc. – Shelton, CT”

RESOLVED:

(1) that financing is approved by Connecticut Innovations Inc. (“CI”) for Budderfly Inc. in an amount of up to TWO MILLION DOLLARS (\$2,000,000) for the purposes of 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 December 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:

“Gemshelf, Inc. (DBA Shelf.io) – Stamford, CT”

(1) that financing is approved by Connecticut Innovations, Inc. (“CI”) for GemShelf Inc. (D/B/A Shelf.io) of Stamford, CT in an amount of up to ONE HUNDRED TWENTY-FIVE THOUSAND DOLLARS (\$125,000) for product development, sales and marketing, 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 November 30, 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.

6. Other Business:

"BoardBookit Discussion"

A brief discussion ensued regarding BoardBookit. It was mentioned by Ms. Murphy that BoardBookit will be rolled out in time for CI's July 11, 2019 meeting.

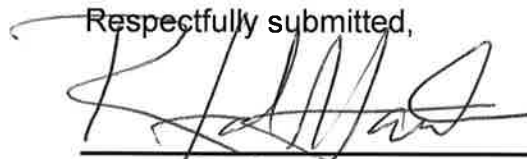
7. Date for Next Meeting:

June 6, 2019 at 4:00 p.m.

8. Adjournment:

Upon a motion made by Mr. Mulready, and seconded by Mr. Pescatello, the Investment Committee members voted unanimously in favor of adjourning the June 6, 2019 regular meeting at 4:03 p.m.

Respectfully submitted,



Rafael Santiago
Chairperson of the Eli Whitney
Investment Committee