

**ELI WHITNEY INVESTMENT COMMITTEE**  
of Connecticut Innovations, Incorporated  
Minutes – Regular Meeting  
Thursday, May 9, 2019

A regular meeting of the **Eli Whitney Investment Committee of Connecticut Innovations, Incorporated** (the “Investment Committee”) was held on May 9, 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 4:00 p.m. Other investment Committee members present: Richard Mulready (by phone), Alex Pencu (by phone), and Paul Pescatello (by phone).

Staff attending: Heidi Marshall, and David Wurzer.

**2. Approval of Minutes:**

Mr. Santiago asked the Investment Committee members to consider the minutes from the April 11, 2019 regular meeting.

**Upon a motion made by Mr. Mulready, and seconded by Mr. Pencu, the Investment Committee members voted unanimously in favor of approving the minutes from the April 11, 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. Pencu, the Investment Committee members voted unanimously in favor of adopting the following resolutions:**

- **Follow-On Investment Proposals:**
  - **ActualMeds, Corp. – East Hartford, CT**
  - **M&M Media Group, Inc. (d/b/a Trebel) – New Haven CT**
  - **D.I.Z. Soft Ltd. (d.b.a. 1Touch.io) – Be'er Sheva, Israel & Stamford, CT**

- Other Business:

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4. Follow-On Investment Proposals:

“ActualMeds, Corp. – East Hartford, CT”

RESOLVED:

(1) that financing is approved by Connecticut Innovations, Inc. (“CI”) for ActualMeds, Corp., East Hartford, CT in an amount of up to ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000) for working capital purposes; 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 September 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.

“M&M Media Group, Inc. (d.b.a. Trebel) – New Haven CT”

RESOLVED:

(1) that financing is approved by Connecticut Innovations, Inc. (“CI”) for M&M Media Group, Inc. (d.b.a. Trebel) of New Haven, Connecticut and Glendale, California in an amount up to EIGHT HUNDRED THOUSAND DOLLARS (\$800,000) for partnerships/business 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 1, 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 agreements.

"D.I.Z. Soft Ltd. (d/b/a 1Touch.io) – Be'er Sheva, Israel & Stamford, CT"

**RESOLVED:**

(1) that financing is approved by Connecticut Innovations, Inc. ("CI") for D.I.Z Soft Ltd. (d.b.a. 1Touch.io) of Be'er Sheva, Israel and Stamford, CT in an amount of TWO HUNDRED AND FIFTY THOUSAND DOLLARS (\$250,000) for 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 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.

**5. Other Business:**

There was no other business to discuss.

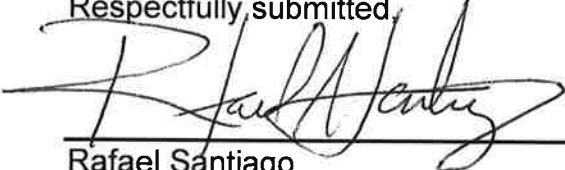
6. **Date for Next Meeting:**

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

7. **Adjournment:**

**Upon a motion made by Mr. Mulready, and seconded by Mr. Pencu, the Investment Committee members voted unanimously in favor of adjourning the May 9, 2019 regular meeting at 3:48 p.m.**

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Rafael Santiago", written over a horizontal line.

Rafael Santiago  
Chairperson of the Eli Whitney  
Investment Committee