



BREATHRU: ACCELERATING CLEANTECH PARTICIPANT GUIDELINES

BACKGROUND

The New Brunswick Innovation Foundation (NBIF) is fueling the province's tech sector by strategically investing in the creation and scaling of New Brunswick tech companies while stimulating and attracting new private capital to the province. As the leading venture capital firm in New Brunswick, NBIF provides direct equity and fund of fund investments, alongside start up acceleration and incubation strategies and operating grants. NBIF offers a comprehensive support system including actively participating on portfolio company boards, providing business strategy and planning guidance, and connecting startups and portfolio companies with our network of co-investors and additional resources to foster their success and growth.

Since its inception in 2003, NBIF has been a launchpad for some of the region's most exciting and innovative companies. We emphasize bold decisions and strategic thinking, taking calculated risks for significant returns. Driven by optimism and a keen eye for potential, NBIF is frequently the initial source of funding for a New Brunswick tech startup. This commitment to investment impact extends beyond individual companies, fostering innovation, diversity, and economic growth across New Brunswick's priority sectors to drive generational returns.

BREATHRU: ACCELERATING CLEANTECH

Breakthru is NBIF's premier pitch competition event. Breakthru was first launched in 2007 and has supported 100s of entrepreneurs throughout our almost 20 years of startup competition history. Breakthru is an opportunity for up-and-coming companies and innovators to showcase their solutions, raise their profile, and secure early funding on their path to launching a tech startup.

Breakthru: Accelerating Cleantech is part of NBIF's Climate Impact Fund, a partnership with Opportunities New Brunswick that aims to grow cleantech innovation and accelerate the commercialization of made-in-New Brunswick clean technologies.

CRITERIA

The competition is open to early-stage New Brunswick companies. Companies should not have raised more than \$500,000 (pre-seed stage or earlier).

Companies who apply will be evaluated on the following:

- A significant and growing global market;
- An identified target in the market with a clear gap, pain or need;
- Technological and commercial feasibility of the business venture;
- Degree of innovation inherent to the business venture;
- Competitive advantage;
- Talented team with relevant background; and,
- The potential for economic impact for New Brunswick.



USE OF FUNDS

Typical uses for the net proceeds of the SAFE are to be used to expedite and accelerate the company to hit their next major milestone(s). Typical costs would include:

- Company creation and incorporation
- General business development including enhancement of a company's business model
- Financial modelling
- In-depth market research
- Technology and product development including prototype development, product testing and customer trials
- Intellectual Property protection
- Other uses as described in the pitch deck submitted and as approved by NBIF

Submissions that propose the following uses of capital for the net proceeds of the investment are ineligible:

- Retirement of existing investments
- General debt consolidation or repayment
- Refinancing of a business operation
- Purchasing fixed assets including, but not limited to, land, buildings, and vehicles
- Undertaking construction, renovations or leasehold improvements
- Replenishing or offsetting operating losses and past business expenditures.

EQUITY INVESTMENT

Up to two (2) companies will be chosen to enter due diligence with NBIF for an equity investment of up to \$50,000 as a SAFE. This investment will provide the startup with critical capital and support that they require to execute on their business objectives. The investment will consist of a SAFE by NBIF, subject to the proper due diligence.

SAFE INVESTMENT

The investment is subject to the satisfactory completion of final due diligence by the NBIF. The investment will be completed as a SAFE investment into an appropriately incorporated entity. In exchange for its investment, NBIF and up to two startups will enter into a Simple Agreement for Future Equity (SAFE). This SAFE will have a \$2,500,000 pre-money valuation cap, a 24-month term and a 20% discount on the next round of financing. As an example: this SAFE investment will be similar to the SAFE investment that was popularized by the Y-Combinator.

COMPETITION PROCESS

The competition replicates the process that an entrepreneur would undertake to solicit funds from outside investors. NBIF judges (TBD) will act as the investors, choosing up to 2 business venture for investment from a group of 5 finalists.

In determining the recipient of the equity investment, the judges will evaluate the entire submission and assess the overall merits of the business model, the quality of the idea, the pitch, the Q&A, and the capacity of management to execute on the business goals. Ultimately, the investment recipient(s) will be the participant(s) who is best able to convey the merits of their business venture and their ability to execute on their plan to the judges.



To become a finalist who will pitch at **Breakthru: Accelerating Cleantech**, on March 18th, 2025, applicants will need to:

1. Submit an application with all the required information by March 10th, 2025, at 11:59PM.
2. The 5 selected companies will be notified by March 11th, 2025.
3. Finalists will be invited to participate in a virtual pitch-coaching session on March 13th, 2025.

The event will feature the selected finalists (5) who will each present a 10-minute pitch and respond to a question-and-answer period of 5 minutes.

APPLICATION

Submissions must be received by NBIF no later than March 10th, 2025, at 11:59PM, using the online form located on the NBIF Application Portal. Paper or email submissions will not be accepted.

LIVE PITCH & Q&A

The judges will evaluate the startups based on the following:

- The information submitted in the initial application;
- The clarity, persuasiveness and organization of the pitch;
- The degree to which the pitch concisely and accurately describes the proposed business venture as outlined in the slide deck, and;
- The finalist's abilities to provide direct answers to the questions posed by the judges.

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Breakthru: Accelerating Cleantech is part of NBIF's Climate Impact Fund, a partnership between NBIF and OpportunitiesNB. The fund was established to accelerate innovation and commercialization of cleantech and emissions reduction technology in New Brunswick. This strategic initiative contributes to the province's economic growth and competitiveness by supporting New Brunswick's startups and small and medium-sized enterprises through the transition to a low-carbon economy.



TERMS AND CONDITIONS

5.1 - By submitting an application and pitch deck to the competition, each participant is deemed to have read, understood and agreed to the following terms and conditions. NBIF reserves the right to interpret these rules in a manner that is consistent with their spirit and intent:

5.2 - All investment recipients must agree to formally launch and operate their business ventures in Atlantic Canada and the investment is subject to successful recipients entering into standard legal agreements customary of a SAFE investment by NBIF. A term sheet will be presented to the finalists for review and NBIF reserves the right to contact other parties involved, particularly those relating to intellectual property. In addition, equity investments are subject to the completion of satisfactory due diligence by NBIF. NBIF at its sole discretion reserves the right to issue a convertible debenture.

5.3 - All participants and submissions must meet the requirements outlined under Eligibility Requirements set forth in this document in order to participate in the showcase. To enter the competition, participants must electronically submit the Application Form, together with the investor pitch deck. The Application Form will incorporate by reference these Terms and Conditions and your submission of the application confirms you have read and understood these Terms and Conditions.

5.4 – Submissions, including all materials, must be in English.

5.5 - NBIF at its sole discretion reserves the right at any time to disqualify any participants who are found to have misrepresented their data, submitted false information or committed plagiarism, therefore forfeiting any rights under this competition, including the right to claim the investment opportunity.

5.6 - NBIF reserves the right to reject any submission which relates to a product that is or would be unlawful or otherwise reflect poorly on the reputation of NBIF or the competition, as determined in NBIF's sole discretion.

5.7 - All pitch decks, financial projections and other submission materials must be authored or created by the participant. Any use of third party copyrighted materials, including images and video, may only be used with the expressed consent of the copyright holder, and participants must be prepared to submit evidence of such permission if requested by NBIF at any time.

5.8 - Participants have proprietary rights to their respective submissions, provided that each participant hereby agrees to NBIF making such number of copies of the pitch deck, financial projections, and other materials as required for the purposes of this competition and using such materials in the manner NBIF sees fit for the purposes of the competition. NBIF has the non-exclusive world-wide rights in all languages, and in all media, to use or to publish all competition materials, or any portion thereof, in any medium for purposes associated with this competition or future competitions of this nature.

5.9 - Participants must be available and consent to participate in NBIF's media plan for this competition, which may include participating in interviews and being photographed, and to the publication/broadcast of the same.

5.10 - Due to the nature of the showcase, NBIF will not ask judges, reviewers, staff or the audience to agree to or sign non-disclosure statements for any participant and neither NBIF nor any of its selection committee members engaged in the competition, will have any responsibility of any nature or kind, to any participant for misappropriation or misuse of information within materials submitted or presented. Each participant agrees to permit NBIF to disclose pitch decks, financial information, videos and other material submitted to its competition judges and organizers.

5.11 - Participation in the competition does not constitute an endorsement or determination of future success by NBIF, nor a guarantee of future funding or other support by NBIF. Successful participants may be eligible for further financing post-competition, under other NBIF-sponsored



funds, but such financings are made independent of this competition and at the sole discretion of NBIF under its standard terms and conditions.

5.12 - Only successful participants will be notified of their eligibility to be showcased at the Atlantic Venture Forum. NBIF has no obligation to return submissions.

5.13 - NBIF reserve the right to judge and evaluate the submissions and Application Forms, in its sole discretion. **NBIF reserves the right to make all final decisions regarding all aspects of this competition.**

5.14 - By entering this competition, each participant will be deemed to have waived any right of recourse against NBIF, its judges, volunteers and staff, for any claims which may arise out of the participant's involvement in this competition.

5.15 - NBIF, judges, volunteers and staff, are not responsible for typographical, technical, or other errors in the offer or administration of this competition, including but not limited to errors in advertising, rules, computer failure, selection and announcement of winners or the issuance of any equity investments.

5.16 - By entering this competition, each participant consents to the use of his or her personal information for the purposes of this competition. Personal information may be used by NBIF for the purpose of promoting future competitions of this nature. NBIF may retain personal information for the purpose of following up with participants for potential future business development initiatives independent of this competition but will not otherwise disclose such personal information.



BREATHRU: ACCELERATING CLEANTECH APPENDICIES

APPENDIX 1 – PITCH DECK GUIDELINES

The pitch deck should provide a description of the proposed business venture and should serve to excite the reviewers about the opportunity. It is therefore essential that the deck is created concisely, purposefully and accurately as well as in a manner that will pique the reviewer's interest; garnering support for the proposed business venture. While some text will be required to explain the proposed business venture, the pitch deck should also make use of photos, graphs and other visuals that add to reviewers' understanding. Participants must have the rights to use any content not created by the participant, and the content must be correctly sourced. Typically, the pitch deck contains information on the following topics:

- Company introduction
- The problem or need the company solves
- Customer/market analysis (market size, potential market share & evidence that customers have a need for the product/service)
- Product or service description and Regulatory Environment
- The current state of development (e.g., beta, customer trials, etc.)
- Intellectual property status (e.g., Patent filings; trademarks, etc.)
- Competitive differentiation
- Management team and/or advisors, including relevant experience
- Time frames to achieve significant revenue and/or cash flow positive
- Financial highlights



BREATHRU: ACCELERATING CLEANTECH APPENDICIES

APPENDIX 2 – LIVE PITCH

The pitch is a 10-minute investor pitch. One member of your team will be required to present this pitch at **Breakthru: Accelerating Cleantech**.

The pitch should answer the following basic questions:

- What is your product or service? Briefly describe what it is you sell.
- Who is your market? Describe who your customer is, the industry and the size of the market.
- What is your revenue model? Tell them how you will make money.
- Who is behind the company? Briefly outline who your team is and any achievements.
- Who is your competition? Outline who are they and what have they accomplished.
- What is your competitive advantage? Explain how and why your company is different.
- How would the adoption of your innovation positively impact the environment (e.g., emissions reductions, cleaner air or water etc.)? Support with data and metrics where possible.

Every investor pitch should contain the following essential elements:

- Concise: You only have 10-minutes, so conciseness is key.
- Clear: Use language that everyone understands.
- Visual: Use more visuals than text.