

NGen Project Funding - Advanced Manufacturing Commercialization of Quantum Technologies Program Finance Guidance Presentation

NGen Project Finance

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Presentation Objectives

- 1. Help applicants <u>UNDERSTAND</u> and <u>NAVIGATE</u> funding rules and processes
- 2. Make it as easy as possible to obtain funding **QUICKLY**
- 3. Help companies to develop a successful Financial Project Plan that's eligible for funding
- 4. Answer any questions <u>UP-FRONT</u>
- 5. PREPARE companies and NGen for possibility of future Government audits

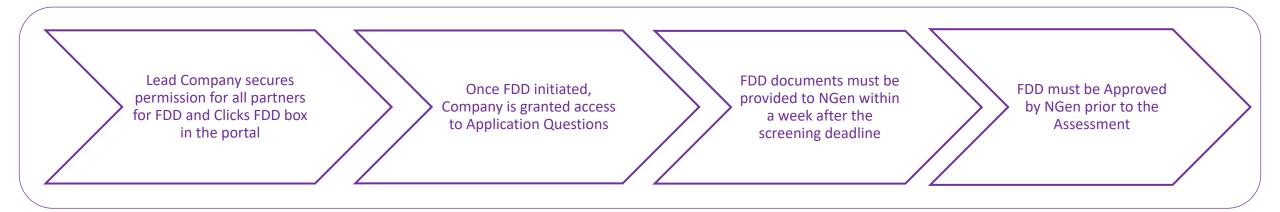
Note: This funding is based on a reimbursement model, not a grant. The participant must procure the good or service first and then may be partially reimbursed depending on eligibility.



Application Process: Financial Due Diligence (FDD)



Financial Due Diligence



NGen will provide a portal where the company will provide the following:

- CRA Business Number
- Registered Business Name
- Registered Business Address
- We may require Articles of Incorporation to confirm the company is incorporated in Canada should they not be listed in the Canada Business Registry
- A diagram of the Corporate Structure
- Consent for NGen to initiate Equifax (or equivalent) Credit Check for the project member (checkbox)
- Cashflow forecast and / or description of how the project will be funded
- Company Financial Statements to be submitted
- Include award letters of any other government funding that will be used to defray project cost cash contributions



Financial Due Diligence

NGen will undertake a financial assessment of each participating member to ensure they can support their commitment to the project for the entire duration of the project. To this end, and predicated on the value of the Total Project Costs, we will require:

- Cashflow forecast and / or description of how the project and the business will be funded
- Copy of last 2 years financial statements (Income Statement, Balance Sheet & Cash Flow), or link to where this is available (interim statements may be acceptable where audited statements are unavailable).
- If financial statements are not available, state reason why (other forms of financial assurance may be requested).

Factors from the financial statements which will be evaluated include but not limited to:

- Profitability [Net profit margin which shows the company's ability to generate earnings after taxes]
- Liquidity [(Current Ratio = Current Assets / Current Liabilities). The higher the ratio, the better as an indicator of a company's liquidity.
- Leverage/Indebtedness e (Debt ratio = Total Liabilities / Total Assets). Ideally, a ratio of 0.5 or less is ideal.
- Cashflow [from the Statement of Cashflow; focus on positive operating cashflow from income]

In the event the supporting financial information provided by the applicants is insufficient to demonstrate the ability to complete the planned project as proposed, NGen Canada will undertake one of the following actions:

- Request additional information or actions from the participating member
- Reject the proposed program on the grounds that the company(ies) do not appear to have the ability to fund the proposed project to completion
- Approve the project for a reduced amount of NGen funding



Financial Due Diligence - Logging in to the Portal

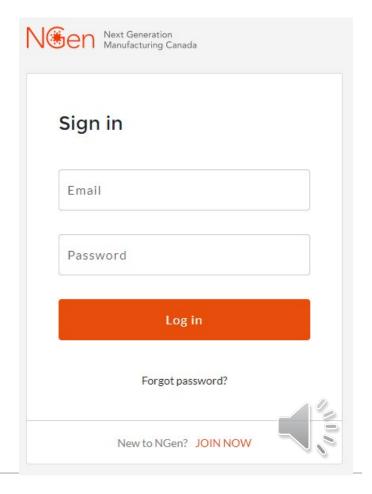
Published on the NGen website <u>-</u> https://ngencanada.my.site.com/s/login/?language=en_US

and click

Login

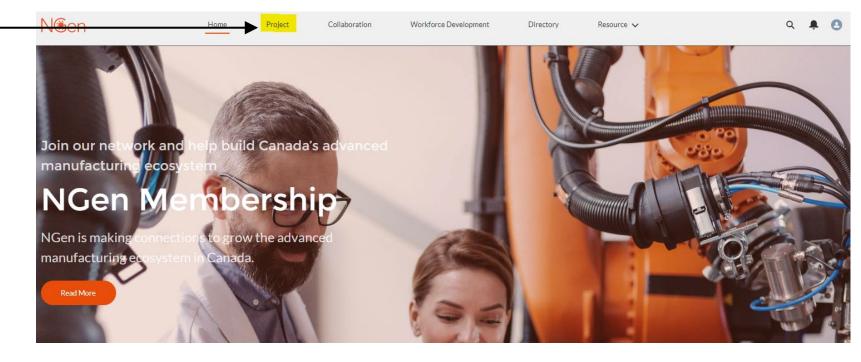
The following process will be available to you after you've set yourself up as a partner, created your project parameters, and passed through our screening process.

Sign in to the NGen portal:



Financial Due Diligence - Logging in to the Project

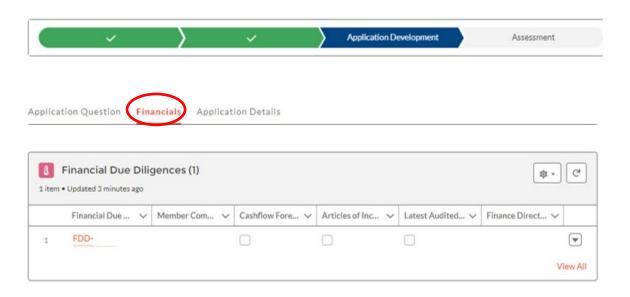
Select Project from the Menu:







Financial Due Diligence - Navigating to the form



Select "Financials" and scroll until you see the Financial Due Diligence section. Select your company and load requested files to support your financial strength.

This information will be kept confidential between NGen finance and the individual company loading it.





Financial Due Diligence - Submission form





On this screen you can load your confidential files on the right (click "related") and check boxes that tell us what documents you have submitted for our approval.





How to Build a Successful Project Finance Plan



Be Informed

1. Read the Guides First!

- The Finance Guide covers almost everything that is eligible and ineligible
- Understanding eligibility will help you set your senior leadership's expectation:
 - No overhead rates in labour (labour supported by payroll records with only statutory benefits)
 - Partners can't be subcontractors
 - Only direct project expenses covered
 - Costs must be additional (new to the business)
- 2. NGen staff are here to help you be successful. If you can not find an answer in the guides or an FAQ, reach out to us for clarification.
- 3. Understand the limits:
 - Reimbursement/funding splits (indicates level of collaboration)
 - Capital Spend
 - Subcontracting
 - In-kind contributions
 - IP Spend
 - Foreign Contractors





Foreign Costs

<u>Limitations on Foreign Labour & Subcontractors</u>

- Perform a due diligence exercise
 - Retain, and/or provide evidence of due diligence exercise
 - Internet searches
 - Proposals/Offer letters,
 - SOWs
 - Evaluation criteria
- Provide a written discourse on the need for subcontracting labour.
 - Foreign costs are necessary for the overall success of the project;
 - Foreign costs could not otherwise be completed in Canada;
 - Foreign costs are eligible project expenses

Software, equipment, materials or supplies procured from suppliers outside of Canada and shipped to Canada do not require foreign cost justification.

Note when procuring capital, the cost of installation should be included in the cost of the equipment (cost of putting the asset into service) which may relieve the need to perform some foreign cost justifications.

It's a Budget...

Once you understand the limits and eligibility:

- Work with your team using your own templates, then linking them to the NGen Financial Workbook (FWB) should be straightforward.
- It's a budget, it won't be perfect:
 - > Post approval there are mechanisms in NGen to reallocate budget.
 - We understand it's development work. You won't know every item you'll need to invest in this far in advance.
 - \triangleright Be as thorough as you can, once approved, we can not increase your approved reimbursement amount.
- Err on the side of "more detail". Including detailed descriptions on "what this person is doing", or "what this piece of equipment will do" to contribute to the project will help minimize questions in the assessment stage. It will also assist in the claims processing.
- Be clear on how each partner is contributing financially. NGen wants to see a vested interest by every partner.
- Bring all project related expense items to our attention to check for eligibility.



Eligible Project Expenditures & Financial Workbook



Guidance & Eligibility

General Rules:

• CQT projects will be reimbursed at 40% of eligible project expenses incurred by industry partners. No individual project participant can receive more than 80% of the reimbursed funds.

Eligible Organizations:

- NGen Members, who are:
 - For-profit organizations, or
 - Not-for-profit organizations that facilitate and fund R&D, funding is primarily from private-sector, or
 - > Indigenous organizations, or
 - Non-federal Crown corporations whose funding is derived from commercial activities, or

Eligible Cost Overview:

- Eligible project costs must be reasonable, and directly relate to project execution and achievement of the project objectives.
- Eligible costs excluding labour must be new to the business and incurred post-award. Only costs that are incurred and paid for in cash are eligible for reimbursement.
- As such, in-kind costs (non-cash paid costs in the form of goods and services) and overhead related costs are **not** eligible for reimbursement.



Salaries & Wages

- Must reflect actual labour costs
 - Hours supported by time sheets / evidence of time tracking
 - Rates must tie to payroll registers
 - > Includes limited benefits
 - > Assume 2080 hours/year
- Exclude any discretionary benefits
 - i.e. NO health& dental benefits, pension, stock options, vacation pay, or bonuses.
- That portion of salary costs of staff that can be shown to be in direct support of carrying out the Project (i.e. project managers, project accountants) are eligible
- Costs for routine administration & operations <u>are not</u> eligible (including Senior Leadership oversight)



Sub-Contract Costs

- Total amount <u>cannot exceed 40%</u> of total project costs on non-academia suppliers.
- Adjustments to the limit may be considered where significant academic participation is involved.
- Project participants <u>cannot</u> sub-contract labour costs to another project partner
- Costs for sub-contracted labour must be reasonable and accounted for at Fair Market Value (FMV)
 - If a sub-contractor is <u>a related party</u> to the contracting company, sub-contracted labour must be accounted for at cost
 - <u>CRA definition</u> of related and associated companies

When is a corporation associated?

Association is based on control. Control can be exerted either **directly or indirectly in any way**. A person or a group of persons can control a corporation. Keep in mind that, in this context, a **person** can be either an individual or a corporation.

Control includes both de jure control and de facto control. **De jure control** is the right of control that depends on a person owning enough shares of a corporation to give that person a majority of the voting power. **De facto control**, or factual control, occurs when a corporation is subject to any direct or indirect influencing that, if exercised, would result in actual control being exerted.

When determining whether a taxpayer has any direct or indirect influence that, if exercised, would result in factual control of the corporation, one must:

- take into consideration all factors that are relevant in the circumstances
- not be limited to whether the taxpayer has a legally enforceable right or ability to make a change in the board of
 directors of the corporation, or the board's power, or to exercise influence over the shareholder(s) who have that
 right or ability. The previous factors are not mandatory in determining factual control

In general, a corporation is associated with another corporation if it meets one of the following six conditions at any time in the tax year. Remember that controlled means directly or indirectly in any way.

Capital & Equipment Costs

- The cost of <u>new</u> equipment acquired for use in the project is eligible for NGen funding
- Up to 100% of the acquisition cost of new equipment may be claimed,
 - **Cannot exceed 25%*** of the total project costs.
- Cash payments towards equipment under financing arrangement are eligible to the extent paid during the project term (excluding interest).
- Depreciation of existing equipment is <u>not</u> allowed, but the direct costs are allowed if substantiated

NGen CQT funding covers the purchase of new equipment, rental, direct operation, and maintenance costs.

To be eligible for reimbursement under the NGen CQT program, equipment expenditures must be:

- Linked to the objectives of the project
- Vital for the success of research & development or demonstration of projects
- Not otherwise available as a shared resource

Existing Equipment

The use of existing equipment is not reimbursable. Only **direct costs** incurred in the operation of the equipment may be eligible for reimbursement.

Examples of eligible direct costs include:

- Labour costs to run the equipment
- Materials consumed by the equipment
- Separately metered utility costs

Direct costs claimed must be additional and cannot be an allocation of overhead costs.

Documentation must be provided to substantiate direct costs incurred in the use existing equipment.



^{*} Capital costs for single assets >\$1M require advance approval by NGen

Materials & Supplies

- Any materials purchased for use and consumed by the project are eligible.
- Materials supplied by subsidiaries or associated companies should exclude the profit element of the value placed on that material (i.e. these are to be valued at cost).
- If waste or scrap material has a significant residual/resale value; figures should reflect this.

Travel Costs

- Includes costs for:
 - > Transportation
 - Accommodations
 - > Per diem
- All travel expenses must be in accordance with the <u>National Joint Council Travel Directive</u> to be eligible for reimbursement.
- Only reasonable costs incurred exclusively for advancing the project will be accepted as an eligible expense.



Other Eligible Costs

- Other direct costs which can be specifically identified and measured as incurred in the performance of the Project Activities
- Ensure that a case is made for the other costs identified within your Application Questions.
- Selling, marketing or advertising costs (including related travel) are <u>not</u> eligible

Types of Other Eligible Costs:

- User Fees
 - Service fees and software subscription/license fees directly related to the project are eligible expenses.
 - If the user fees are being charged by a partner, please reach out to NGen Project Finance for clarification.
- Room or Facility Rentals
 - > The additional cost of space required for the project (contracted after project start).
 - Would not have been incurred if not for the project.
- Conference Costs
 - Rent of facilities for conferences
 - Must have specific tie back to the project



Other Eligible Costs

Other Eligible Costs (Continued):

- Dissemination Costs
 - Publication and knowledge dissemination costs (excludes selling & marketing)
- Honoraria
 - Honoraria costs only in so much as it supports indigenous participation in the project or initiative.
- Intellectual Property (IP) Costs
 - > Patent protection of foreground intellectual property arising out of a project
 - ➤ Limited to \$200,000 eligible IP cost per SME
- Cybersecurity Costs
 - Incremental costs related to cybersecurity that are necessary and directly related to participation in Recipient-Funded Activities may be eligible.
- Payments to Federal Entities
 - Payments to federal entities may be eligible for reimbursement subject to the Treasury Board Guide to Departmental Collaboration with Recipients and Contributions



Ineligible Costs

SOME COSTS WILL **NOT** BE FUNDED, INCLUDING:

- Sales taxes (HST/GST/PST/QST/VAT)
- Cost of <u>routine</u> administration and operations
- Costs unrelated to project objectives (including overhead)
- Costs already covered by other government funding sources or by rebates
- Costs for leasehold improvements, construction or purchase of a building

Refer to full list set out in the guide.



INELIGIBLE COSTS:

- Retroactive costs (<u>i.e.</u> those costs incurred prior to notice of conditional approval of the application)
- Capital, infrastructure, or equipment costs unrelated to project objectives.
- Expenses relating to the construction, purchase of a building or land (except as set out in the section on Eligible Industry Matching Costs).
- Fines and penalties.
- Provisions for contingencies.
- Losses on investments, other projects, contracts, bad debts, or expenses for the collection charges.
- Federal and provincial income taxes, excess profit taxes or surtaxes and/or special
 expenses in connection with those taxes.
- Refundable harmonized sales tax (HST), goods and services taxes (GST), provincial sales taxes (PST/QST), foreign value added taxes (VAT),
- Customs and duties.
- Expenses and depreciation of buildings or rooms that are not in use during the project.
- Amortization of unrealized appreciation of assets.
- Depreciation of assets paid for by NGen.
- Gifts, donations, entertainment expenses, and alcoholic beverages.
- Dues and other memberships other than regular trade and professional associations.
- Extraordinary or abnormal fees for professional advice unless NGen's approval is obtained prior to incurring the cost.
- · Premiums for life insurance where proceeds accrue to the recipient.
- Discretionary severance and separation packages.
- Costs related to the routine administration and operation of recipients, except salary costs specifically related to the eligible project and except other direct or incremental project costs.
- Costs related to overhead incurred by recipients.
- Costs for which the recipient is eligible for a rebate from federal, provincial, territorial, or municipal government sources.
- Salaries of the Members of the Board of Directors.
- Legal, accounting and consulting fees in connection with litigation or financial reorganization.
- Activities where benefits accrue to a single firm or organization.
- Projects where, in the opinion of the Minister, there is no buy-in from Members and no collaborative aspect.

Other Government Funding

Complementary Other Government Funding on projects:

- Projects may receive complementary funding from other government agencies.
- NGen CQT funds cannot be used to reimburse costs already covered by funding from other government sources.
- NGen limits complementary other government funding stacking at 100% of eligible project costs
 - Projects must abide by the lowest stacking limit of the complementary other government funding sources
 - Other government funding sources may fund project costs that are considered as ineligible for funding by NGen. These will not count towards the NGen stacking limit.
- Projects must report other funding agency and amount funded for the project duration.



Financial Workbook

- Required for and prepared by each project partner as part of the application submission.
- Outlines the partner project budget and will be reviewed by NGen for eligibility & reasonableness of costs:
 - > Sufficient detail of the proposed expenses should be included to assess applicability to the project activities.
- Workbooks will be reviewed once they are submitted by the intake deadline:
 - > Allows companies to incorporate feedback into their submitted workbooks prior to assessment
- NGen will perform a detailed review and may request the company to revise or provide further detail as needed during the Contracting stage:
 - > This will represent the project budget outlined in the Master Project Agreement (MPA).



CQT Project Financial Workbook - Logging in to the Portal

Published on the NGen website =

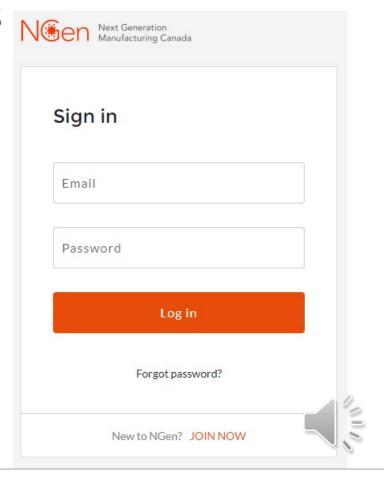
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and click

Login

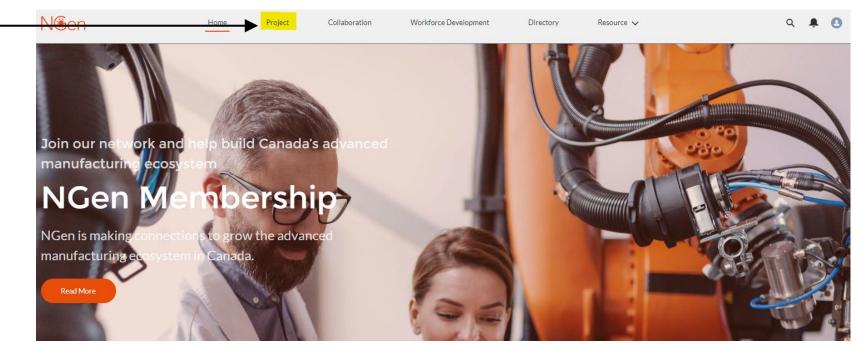
The following process will be available to you after you've set yourself up as a partner, created your project parameters, and passed through our screening process.

Sign in to the NGen portal:



CQT Project Financial Guide

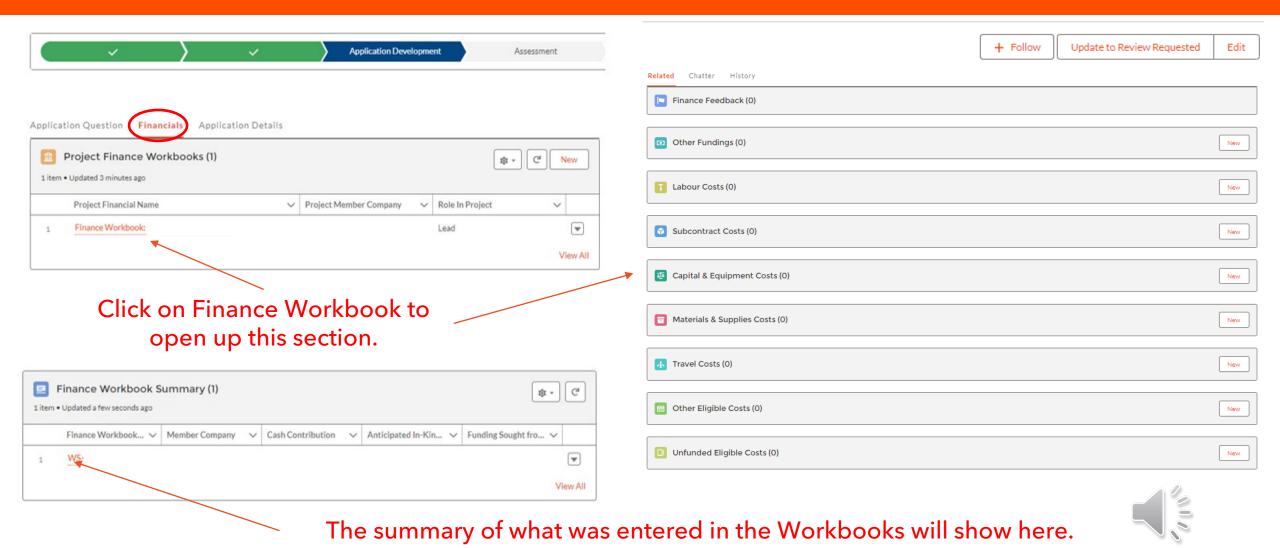
Select Project from the Menu:







CQT Financials - Finance Workbooks





CQT Financials - Finance Workbooks Cost entry example



New Labour Cost

Labour Guidance Includes the portion of gross wages or salaries for personnel working directly on the project activities. This will include CPP, EI & EHT, but must exclude any discretionary benefits (i.e. health & dental) or bonuses. Ensure to provide the role or title of the labour individual (include # of jobs if more than 1), brief description of the activities of each role within the project, hourly gross salary (convert "Salary" to hourly dividing by 2,080 working hours), and the total labour hours towards the project. In calculating the labour costs, the costs of routine administration and operations of the organization are ineligible. That portion of salary costs of staff that can be shown to be in direct support of carrying out the Project (i.e. project managers, project accountants) can be considered Eligible Funded Project Costs. Information Labour Cost ID * Finance Workbook Finance Workbook: **Labout Cost Details** *Role/Title (Include # FTE) * Description of Eligible Activities * Physical Location of Individual *Country of Paying Entity --None----None--* Per Hour Wage + Statutory Benefits Foreign Cost justification required if physical location or paying entity are outside of Canada. *Hours spent on the project Save & New

Click on "New" to fill out this section & then "Save"

labour.	reasonable and in time with industry r	oorms and practices. A project partner cannot also be a sub-contractor or consultant where it comes to
✓ Information		
Subcontract Cost ID		Finance Workbook
SC-00006		Finance Workbook:
∨ Information		
Subcontract Company or Individual		Vendor is a Project Partner
another test		
Nationality of Subcontractor		Country where work will be carried out
Canada		Canada
Description of project related activitie		Please describe why not Canada (1)
est2		
Reason for subcontracting		Foreign Cost
		Foreign Cost justification required if entity is outside of Canada.
Contribution Type		Estimated Cost (\$)
Cash		\$100.00
System Information		
Created By		Last Modified By
, 2023-03-31, 9:55 p.m.		2023-03-31, 9:55 p.m.

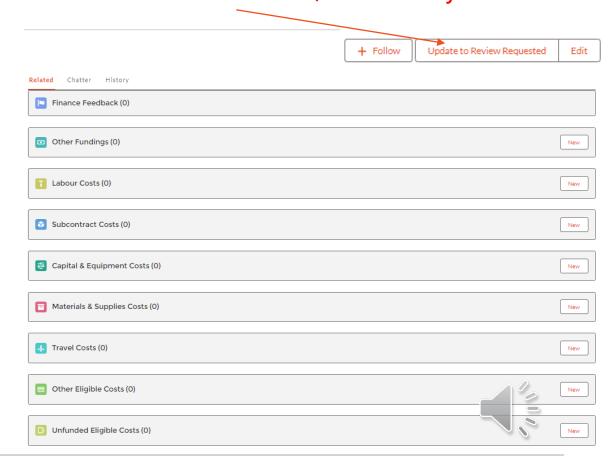


CQT Financials - Finance Workbooks Financials - Project Finance Workbooks



Be sure to fill out how much funding you are asking for from NGen. Total funding from NGen is limited as a % of the Total Project amount but it can be weighted differently between partners.

When all the sections are completed, you can click on "Update to Review Requested" (top right hand corner of Financial Workbooks page), which will inform the Finance Director, this is ready for review

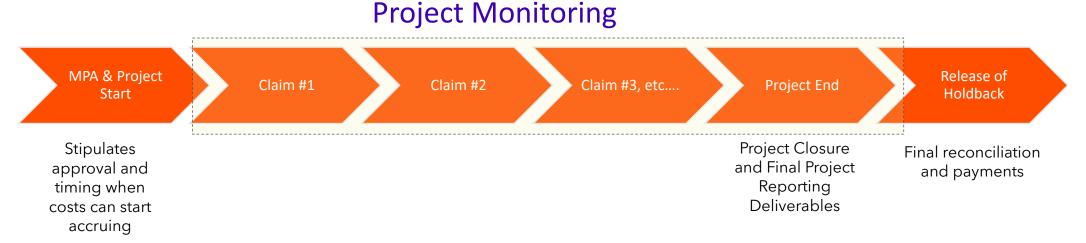




Funding & Claims Submission Process



Normal Claim Submission Process



- Claims will be made on a reimbursement basis
- Claims are to be submitted to NGen every three months, but the support can be loaded more frequently.
- Once the claim and the supporting documentation has been received by NGen, it will normally be paid within 45 days, unless it is necessary for NGen to seek further information to support the claim.
- NGen will apply a 15% holdback of the funding until it has received and approved all outstanding claims, as well as the project reporting and monitoring obligations as set out in the Master Project Agreement have been met.



Claims Process

- Only <u>eligible</u> project costs as defined by the Innovation, Science and Economic Development Canada (ISED) funding rules can be claimed for funding from NGen
 - Eligible and Ineligible costs are defined in the online Project Financial Guide
- Only expenses incurred after the project start date (specified in the Funding Confirmation Letter) can be claimed
- Claims submitted to NGen must be accompanied by the required supporting documentation (outlined on the following slide)
 - Include invoices only where payment has been made (if the invoice is sitting in your Accounts Payable to be paid, cash has not left your bank account, do not include in claim)
- The reasonableness of claims will be assessed with reference to project budgets and regular monitoring of project progress



Expense Validation

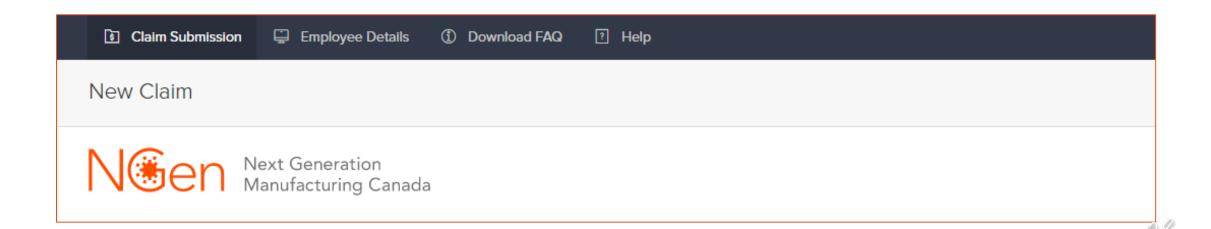
All claims submitted will be reviewed and validated:

- Timesheets reflecting hours worked directly on eligible project activities <u>must</u> be provided
- Payroll registers will be required for submission to support labour charges
- Copies of invoices for expenses >\$500 <u>must</u> be submitted with the claim
- The Government of Canada reserves the right to audit claims and supporting documentation for at least seven years after the completion of the project
 - All supporting documents (timesheets, payroll registers and invoices) must be kept during that seven-year period.
 - We reserve the right to obtain supporting documentation to support Government Audit during that period.



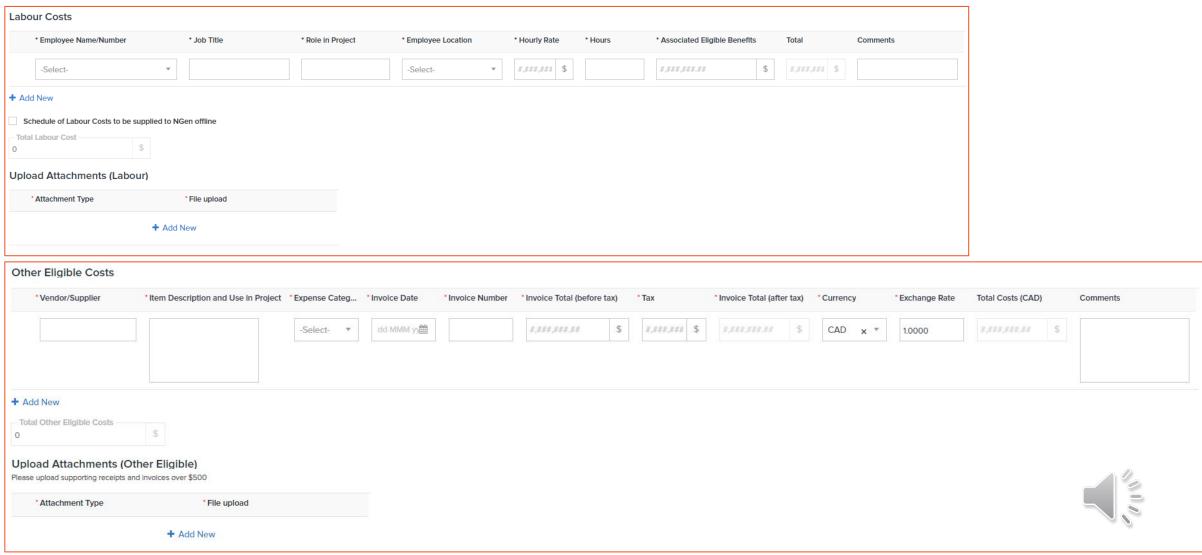
Online Claims Portal

- Submission of claims will be made via an online "Claims Portal"; submitted on a quarterly basis
 - Your organization will be provided with a registration link as well as a user guide
- Will normally be processed within 45 days, given all supporting documentation is in order
- Each project will have an assigned NGen Claims representative who will provide a walkthrough during project kick-off





Online Claims Portal





CFO Certification

Reconciliations must be accompanied by a signed CFO certification form

- Costs directly related to project
- No ineligible costs
- Incurred and Paid i.e. cash out the door
- Disclosure of:
 - Other subsidies or funding DIRECTLY relating to the project's eligible costs
 - Transactions with related/associated companies

FINANCE CLAIM CERTIFICATION

To: Next Generation Manufacturing Canada
Date:
Re: Finance Claim Certification in regard to the NGen Project File Ref #(the "Project")
I,
(the "Recipient") certify, solely in my capacity as an Officer of the Recipient and not in any individual capacity, that for this claim:
 Ineligible costs as outlined on the next page have not been included for reimbursement. The eligible cost claims submitted to NGen on the date hereof, by the Recipient in regard to the Project have been incurred and paid by the Recipient, and The representations, warranties and covenants contained in the NGen funding offer with respect to the Project continue to be true as of the date hereof, and the Recipient is not in default of any terms of the NGen funding offer with respect to the Project, and Other government funding (non-NGen) of \$ and other government subsidies of \$ was received during the claim period that may pertain to this Project, and All transactions with affiliated (related/associated) companies have been highlighted to NGen and exclude any allocation of profit i.e. are valued at cost, and
Signed**
Printed Name:
Printed Title:
Company:
Date:
*The title of the individual signing **Must be signed by a CFO or VP Finance, or their delegate



Thank You!

Next Generation
Manufacturing Canada

ProjectFinance1@ngen.ca

