

ADVISORY

Filed pursuant to Rule 433 of the Securities Act of 1933, as amended. This free writing prospectus related to the proposed initial public offering of ordinary shares of Mainz Biomed B.V. ("Mainz" or the "Company"), which are being registered on a registration statement on Form F-1/A (the "Registration Statement"). The Registration Statement has not yet been declared effective. Before you invest, you should read the prospectus in the Registration Statement (including the risk factors described therein) and other documents Mainz has filed with the United States Securities and Exchange Commission ("SEC") for more complete information about Mainz and the proposed offering. You may get these documents for free by visiting EDGAR on the SEC web site at www.sec.gov. Alternatively, Mainz and any underwriter or dealer participating in the offering will arrange to send you the prospectus if you request it by calling Boustead Securities, LLC at 949.502.4408 or by email at offerings@boustead1828.com or standard mail at Boustead Securities, LLC, Attn: Equity Capital Markets, 6 Venture, Suite 395, Irvine, CA 92618, USA.

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OFFERING SUMMARY

Issuer	Mainz Biomed B.V. ("Mainz" or the "Company")	
Exchange & Ticker	Nasdaq Capital Market Reserved Symbol: xxxx	
Ordinary Shares Outstanding Prior to Completion of the IPO	xxxxxxx shares	
Ordinary Shares Offered by the Company	xxxxxxx shares	
Ordinary Shares Outstanding Immediately After the Offering	xxxxxxx shares	
Offering Price	\$ <mark>x</mark> .00	
 Research and development (primarily for the further development of PancAlert and Genostrip) Use of Proceeds Clinical studies for FDA approval of ColoAlert Marketing and sales General & administrative purposes 		
Lead Underwriter	Boustead Securities, LLC	
Issuer's U.S. Legal Counsel	Ortoli Rosenstadt LLP	
Underwriter's U.S. Legal Counsel	Sichenzia Ross Ference LLP	
Auditor	BF Borgers CPA PC	

INVESTMENT HIGHLIGHTS

Lead product, ColoAlert targets expansion to USA







Significant Impact: Colorectal cancer is the 2nd most lethal cancer in the US, but also the most preventable; with early detection providing survival rates above 90%.



Revenue Generating: ColoAlert has received CE accreditation and is approved for sale in Europe. European sales provide near-term revenue potential, while we prepare our entry into the US market.



Blue Sky Potential: We plan on starting the FDA process shortly after our public listing. Recent FDA guidance recommends colorectal cancer screening for everyone over the age of 45, which translates to market potential of over 52 million tests per year.

Ease of Use

Non-invasive test, which can be taken at home, with rapid response and 92% accuracy. Cheaper and easier to administer than ColoGuard, more accurate than FIT, and much less invasive than a colonoscopy.

Attractive Valuation

Our closest peer, Exact Sciences (NASDAQ: EXAS), which is not approved in the EU, has a market cap of approximately 20 billion USD. Mainz Biomed will IPO at a fraction of this valuation.

Experienced Management

Seasoned and experienced management with particular skill sets in commercializing and monetizing medical diagnostics at some of the largest medical companies in the world.



DIAGNOSTIC OPPORTUNITY



A Blockbuster Early Detection Test for Colorectal Cancer

MAINZBIOMED

Clinical laboratory tests save time, costs, and lives by enabling early detection and prevention of disease.

Patients with cancers and other conditions are living longer and enjoying better health because of a medical revolution in diagnostic technology.

At its center are genetic and genomic tests that identify the unique genetic profile of individual patients or their disease and allow physicians to tailor treatment to those unique characteristics.



*Dollinger MM et al. (2018), ClinLab 64 (10), 1719-1730; internal date comparing FOBT to FIT.

NOTE: the globally most-used non-invasive test for screening programs. Fecal immunochemical test (FIT) is a screening test for hidden blood in the stool, which can be an early sign of cancer. FIT only detects human blood from the lower intestines.

COLOALERT (E IVD †

ColoAlert detects tumors better than the standard test (FIT)*

- Higher patient acceptance than Fecal Immunochemical Test (FIT)*
- Accurate, non-invasive, simple, safe diagnostic solution to increase patient compliance
- Proposed partnerships with clinical labs aims to speed test collection & results
- Significant cost advantage compared to only major competitor ("ColoGuard") manufactured by Exact Sciences Corp.

Colorectal
Cancer is the
#2nd leading
killer (men & women
combined)¹

Survival rate >90% (Stage A +5years or more).² 52,980 deaths due to CRC in USA (2021)³

ABOUT @MAINZBIOMED



Mainz BioMed – founded in Germany and aiming to become a leading provider of easy-to-use diagnostic solutions for patients everywhere.

Early identification of Cancer saves lives.

To be effective, sample collection needs to be simple, readily available, and affordable.

We develop innovative products that quickly and easily identify the early onset of several leading deadly conditions including colorectal ("CRC") and pancreatic cancers.

Our goal is to place effective solutions where they need to be... **In your hands.**

ABOUT COLORECTAL CANCER

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Market Opportunity

Recent FDA decisions suggest that screening should be conducted once every three years starting at age 45

Currently there are 112 Million Americans aged 50+, a total that is expected to increase to 157 million within 10 years.8

37 Million

Tests per year in the US

estimated potential: **112M** pop. ÷ 3 (years) @100% compliance

52 Million

Tests per year within 10 years

estimated potential: **157M pop.** ÷ 3 (years) @100% compliance

Screenings should be done once every 3 years 19 million

Colonoscopies each year in USA⁴ ~38.8%

in USA have never been screened Age 50 to 75⁵

\$18B

Market Opportunity⁶ 52,980

Expected deaths in US, 2021³

nutrition, consumption of red/processed

Risk group patients: BMI > 30. High-fat/-sugar

meat, consumption of tobacco/alcohol, chronic bowel diseases, breast cancer, diabetes mellitus type 2, etc. ⁷

nternal calculation: 6Internal calculation: 129M individuals/3 X \$100 USD = \$4.3B USD yearly

COLOALERT

NEXT GEN CRC PREVENTION

Simple, Fast, Accurate and Non-Invasive

- ✓ A molecular genetic CRC early detection stool test
- ✓ Up to 60% fewer missed cases compared to fecal immunochemical test (FIT)⁹
- ✓ Non-invasive, no preparation or sedation, no time off work
- √ 98% patient satisfaction Easy product to use¹⁰
- Significantly lower cost than colonoscopy and related molecular stool tests.

Europe's answer to Exact Sciences' ColoGuard

Patients receive a simple kit that includes instructions, a stool collector and shipping instructions to return the kit through regular mail to their local lab for testing and results. It's that easy.

visit www.coloalert.com



HEALTH ECONOMIC IMPACT

Save Lives & Health Care Costs



Detection should start at age 45, before 10-year tumor growth cycle prevalence increases – this significantly lowers late-stage CRC leading to:

- Enormous savings in first level treatment costs (one case of metastasized CRC represents substantial treatment costs).
- Reduced second level treatment costs



Making CRC prevention a standard test every 3 years after age 45 is advised, given the advanced performance of ColoAlert (compared to FIT) to detect early-stage anomalies



Regular CRC testing means fewer unnecessary colonoscopies and higher user acceptance, directly leading to increased screening participation



Annual testing costs
per patient are minimal
(especially when
compared to late-stage
treatments of CRC)

Large laboratory chains as customers

Pathway to Success

Ongoing every
3 years

\$38,469 Avg.

1-year cost of CRC treatment⁹



COMMERCIALIZATION

Strategic Roll Out

Aiming to become the leading global brand for CRC detection through extensive US and European market partnerships

The competition's approach...

The largest U.S. provider independently markets and distributes its product directly. All nationwide samples must come from, and be returned to, a single corporate laboratory – an inefficient & time-consuming process.

Mainz BioMed intends to develop and leverage scalable dissemination through a collaborative partner program;



Large lab chains incentivized to support sales & marketing efforts to physician clients & consumers.

RELATIONSHIPS:

Established regional and national labs offer existing client relationships (i.e.: physicians, clinics, hospitals, universities, government institutions, health organizations, etc).

PROFITABILITY:

ColoAlert is designed for profitability, rapid commercial uptake, and broad consumer acceptance.

PROTECTION:

Mainz BioMed controls its intellectual property through the development of all critical reagents and formulations.









COMMERCIALIZATION STRATEGY

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Maximizing Current & Future Partnerships

- Targeting the top 10 global pathology labs such as Sonic Healthcare and Limbach Group (already Mainz BioMed's clients in Germany).
- Unlike the large centralized laboratory competitors, Mainz BioMed aims to offer sales of FDA approved test kits to regional/national laboratory service providers across America.
- The largest US-based laboratory chains could provide rapid market penetration and revenue. The 5 largest labs alone represent \$37.6B in annual diagnostics revenue. ¹¹
- Most US clinical labs have strong sales & marketing departments, and if ColoAlert is private labeled, limited marketing effort would be required from Mainz BioMed to general practitioners and patients. Marketing materials co-branded for lab partners could include labspecific consumer messaging.
- ColoAlert provides laboratory partners with an excellent ability to position themselves as leaders in cutting-edge technology.



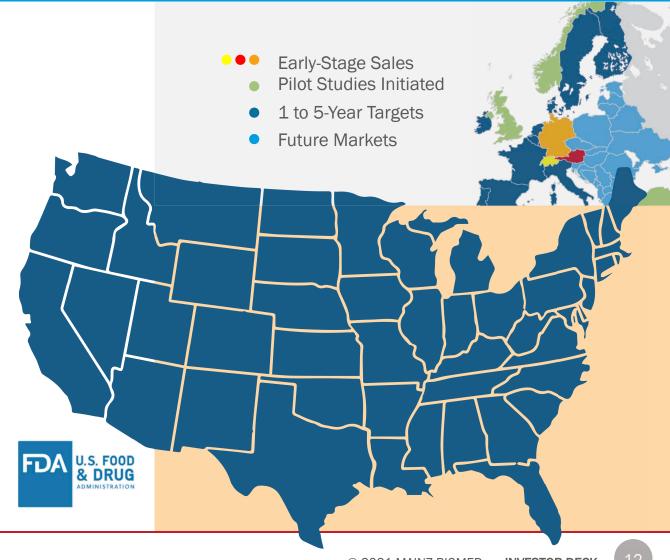


COMMERCIALIZATION

Priority Rollout Markets

ColoAlert launches from Germany... to Europe and America

- Expansion into EU markets is aligned with early-stage plans for American market entry.
- Upon FDA approval, Mainz BioMed plans to offer ColoAlert CRC screening test kits to reference labs and health institutions such as Kaiser Permanente and/or Geisinger Health System in the USA.
- Mainz BioMed is carefully evaluating FDA requirements to ensure an expedited strategy is aligned with future clinical, regulatory and related guideline requirements.
- Key clinical studies will be co-located in the US and abroad to meet the requirements set by FDA for a screening application.



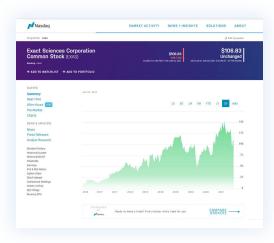
COMPARABLE

Exact Sciences

Exact Sciences, the makers of ColoGuard, offers the only other competitive product using similar technology.

Other sector companies promote testing for CRC but are using standard tests like FIT or occult blood testing.

Currently, Exact Sciences has a market cap of ~\$25 billion (NASDAQ: EXAS) with a volume of 1.63M shares between \$70.75 -\$159.54/share over the last year.*



Exchange	NASDAQ-CM	Market Cap
Sector	Health Care	Forward P/E 1 Yr.
Industry	Biotechnology: Commercial Physical & Biological Resarch	Earnings Per Share(EPS)
1 Year Target	\$162.00	Annualized Dividend
Today's High/Low	\$109.81/\$106.64	Ex Dividend Date
Share Volume	862,084	Dividend Pay Date
Average Volume	1,501,891	Current Yield
Previous Close	\$107.91	Beta
52 Week High/Low	\$159.54/\$70.75	

Market Cap	18,326,755,940
Forward P/E 1 Yr.	-40.72
Earnings Per Share(EPS)	\$-5.01
Annualized Dividend	N/A
Ex Dividend Date	N/A
Dividend Pay Date	N/A
Current Yield	N/A
Beta	1.29

*NASDAO, June 1, 2021

Comparable findings to 10,000 patients in ColoGuard study**

** Imperiale et al. N Engl J Med 4/2014

	SENSITIVITY	SPECIFICITY
gFOBT	68 %	96 %
M2-PK	83 %	61 %
gFOBT + M2-PK	90 %	62 %
ColoAlert 1.0	85 %	92 %
ColoGuard** (based on seperate study results)	92 %	87 %

ColoAlert has 3 out of 4 biomarkers identical to ColoGuard ColoAlert is lower cost than ColoGuard ColoGuard requires significantly larger stool samples ColoGuard is reimbursed @ \$451.00 in USA

INDEPENDENT MULTI-CENTER **CASE COHORT STUDY**

- **Performed by** the University Hospitals in Leipzig & Halle-Wittenberg, Germany.
- 18 study centers
- 566 patients
- Methods
- ColoAlert 1.0 (with gFOBT)
- M2-PK (enzyme biomarker)
- ColoScreen (gFOBT)
- Reference method: Colonoscopy
- Published as: Dollinger MM et al. Clin Lab 10/2018

Sensitivity is the ability of a test to correctly identify those with the disease (true positive rate), whereas test specificity is the ability of the test to correctly identify those without the disease (true negative rate).

EARLY DECTECTION

MARKET OPPORTUNITY

Commercial Pipeline Development – Future Product



PANCALERT

- As GenX individuals age into their 40's and 50's they become part of the age group recommended to begin testing for CRC and more...
- Mainz BioMed is currently developing proprietary genetic testing methods for pancreatic cancer.

- Fighting what could soon become the world's second most deadly cancer
- Convenient stool test for at-home use.
- o Potential for over 60 million tests per year in Europe alone
- € 1,000,000 consortial development funding supported by German federal grant
- o Cost of goods sold (COGS) & reimbursement analogous to ColoAlert program

THE WORLD'S FIRST
EARLY DETECTION
PANCREATIC CANCER
SCREENING TEST based on real-time PCR-based detection of biomarkers in stool samples.



COMPANY PROFILE



Offices + Laboratory: Offices + Laboratory: Sirius GutenburgPark | Robert-Koch-Str. 50 | 55129 Mainz | Germany



Located just west of Frankfurt in a worldrenowned community for advanced DNA & Pharmaceutical research, including the home of vaccine maker BioNTech SE

The company is affiliated with major universities, laboratories and governments across Europe including Oxford University.



















COMPANY PROFILE

MAINZBIOMED

Management, Board + Advisory



Guido Baechler, BSc CEO & Director

- 30 years of global experience leading public & private life science companies with sustained revenue and EBITA growth.
- Board Chair at Telo Genomics Corp., Toronto, Canada
- Director at Chip Diagnostics, Philadelphia
- Former CEO at SummerBio, a leading high throughput COVID testing laboratory.
- Former President & CEO at Singulex, Inc. Alameda California – raised over \$180M through multiple financings.
- Licensed Singulex's proprietary technology to Grifols Diagnostics & sold Singulex's Life Science Business to Merck Sigma and US based CLIA lab to PE firm
- Former Director, Sr. Director & VP Head of Program Management with Roche, Roche Molecular Systems.



William Caragol

- 30 years of experience working with growth stage technology companies.
- Ex-Board Chair of Thermomedics, Inc., a privately held medical diagnostic equipment company.
- Director & Audit Committee Chair at Greenbox POS (NASDAQ: GBOX) a financial tech company.
- Director of Worksport Ltd. (OTCQB: WKSP) currently uplisting to NASDAQ.
- Former Chairman & CEO of PositiveID, a holding company in the fields of bio detection systems and molecular diagnostics.
- Served as Director, Executive VP, COO and CFO of Hawaiian Springs LLC natural spring artesian bottled water company.
- Member of the American Institute of Certified Public Accountants.



Philipp Freese, MBA

- Major driver for ColoAlert's productmarket-fit, brand, processes, and marketing strategies.
- Established first customer traction in Germany and raised corresponding investments.
- Served as the Interim Head of Marketing at PharmGenomics since 2013.
- Served as a shareholder and the Commercial Managing Director responsible for marketing, sales, operations, legal affairs and Finance/IR since 2015



Dr. Moritz Eidens CSO & Director

- Founded PharmGenomics GmbH in 2018 focused on the development of innovative methodologies for the detection of genetic variants.
- Signficiantly involved in the development and distribution of several innovative products.
- Managed and coordinated several national and international consortial grant projects with large industrial or academic partners.
- Closely participated in process development, technology transfer, supply chain management, shareholder and stakeholder management which led to the organisations EN ISO 13485 certification.
- Involved in various VC financing rounds of PharmGenomics GmbH with national and international well reputed VC Banks such as KfW, Bonn, Germany and diverse business angels.

COMPANY PROFILE

@MAINZBIOMED

Management, Board + Advisory



Hans Hekland Director

- 30 years of international business development- and corporate financeexperience from both industry and venture capital.
- Implemented several financial transactions such as stock exchange listings and M&As
- Has served as executive director at medical and life science-focused businesses and as a venture capital investor.
- Primary areas of expertise include financial due diligence and finance, strategy, and business development.



Alberto Libanori Director

- Research Scientist at the University of California, Los Angeles and serves as Senior Advisor to Boustead Securities, LLC.
- 10 years' work experience at the sciencebusiness interface in venture capital, BD&L, M&A and IPOs, focusing on life-sciences, medtech and cosmeceuticals, having worked with L'Oréal Research and Innovation, M-Ventures, and Novartis Venture Funds (NVF).
- Previously Alberto founded and helped with the strategic exits of a number of technology startups including Atelier Mnemist SAS and Cutech (acquired by Symrise).
- Over 20 peer-reviewed articles in journals including Advanced Materials, ACS Nano, Materials Today and Biosensors and Bioelectronics, and is holder of two patents.



Soren Nielsen Clinical Advisor

- Proven track record as a board & management advisor to numerous companies in the diagnostics and medical technology industry.
- 6 years with Danaher Corporation in senior executive management and corporate development for companies such as Radiometer Medical and Beckman Coulter Diagnostics.
- Executive experience leading diagnostics acquisition projects and medical device private equity investments.
- Former chairman & CEO of Althea Group, a group of healthcare companies owned by Permira Advisors, one of the world's leading private equity firms.
- Served on the board on Oncimmune Ltd., a UK-based lung cancer screening company with operations in the US.
- Currently Board Chair at Cathvision and VitalBeats, both Denmark-based health informatics companies.

SUMMARY



MAINZ BIOMED AIMS TO BECOME A LEADER IN THE MULTI-BILLION-DOLLAR COLORECTAL CANCER DIAGNOSTICS MARKET

- ColoAlert Holds Potential as a Blockbuster Early Detection Test for Colorectal Cancer.
- This is Europe's answer to Exact Sciences' (~\$25 billion market cap) ColoGuard product.
- Designed for profitability, rapid commercial uptake, and broad consumer acceptance.
- Intellectual property is held through internal development of all critical reagents and formulations.
- Mainz BioMed is already applying proprietary genetic testing methods for pancreatic cancer.



CORPORATE PRESENTATION | JULY 2021

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Guido Baechler, CEO guido.baechler@mainz-biomed.com

ADDENDUM

Additional Information





- Select Industrial & Scientific Partners (this page)
- CRC Prevention
- PancAlert Project































© COLOALERT

NEXT GEN CRC PREVENTION

Proprietary state-of-the-art technology

- Colon cancer begins when cells in the intestine undergo genetic mutations. Stool samples can be examined for tumor DNA using PCR technology.
- Polymerase chain reaction (PCR) is used to rapidly make millions to billions of copies of a specific DNA sample and only requires a very small sample of DNA to amplify it large enough for detailed study.
- o ColoAlert utilizes proprietary methods to analyse the cell DNA for specific tumor markers.
- ColoAlert is designed to detect tumor DNA and detect 85% of colon cancer cases often in the earliest stages of the disease.*
- Ease-of-use drives ongoing patient adherance as the ColoAlert method requires very small samples with faster turnaround times than other methods.

LightCycler® 480 Example of Real-Time PCR System by Roche Life Science as used by Mainz BioMed and clinical laboratory customers.

UphiCycler 480 M Rocks

^{*}Dollinger MM et al. (2018), ClinLab 64 (10), 1719-1730 and Gies et al. (2018). Gastroenterology 154 (1), 93-104.and Cooper GS et al. (2018). Dig Dis Sci. 63 (6), 1449-1453. * 18 study centres, 566 patients, 10/2018 and Amani et al. (2019). Clin. Lab. 65:1751-1754.

NETWORK

Sub-Project Goals & Partners



OVERALL PROJECT GOAL:

Development and validation of a pancreatic cancer screening test on the basis of an RT-PCR based multiplex detection approach suitable for PC early detection or detection at all.

PARTNERS INVOLVED WITH THEIR RESPECTIVE SUB-PROJECTS:

- 1. PharmGenomics Gmbh: "Technical Development of a prototypical multimarker test for the early detection of pancreatic carcinoma by real-time PCR"
 - Dr. Moritz Eidens Founder & CEO + Project Lead PharmGenomics GmbH
 - Dr. Inka Krause Leader Sub-Project PharmGenomics GmbH
- 2. "n-Tier construct Gmbh: Mathematical modulation and software development"
 - Dr. Rolf Dahm and Team Leader Sub-Project n-Tier construct GmbH
- 3. "Klinikum Ulm: Clinical evaluation in vitro-diagnostics and patient sample collection.
 - Prof. Matthias Dollinger Leader Sub-Project
 - Dr. Jochen Felbel Study Manager

PRELIMINARY BIOMARKERS USED

Literature Research & Milestone PharmGenomics



Biomarker	Detected in	Detected with	Literature
KRAS	Pancreatic fluid / stool	Real-Time PCR	Wang et al. (2017) Kunovsky et al. (2018)
GNAS Codon 201	Pancreatic fluid	sequencing	Singhi et al. (2014)
тВМР3	Pancreatic fluid / stool	real-time methylation-specific PCR (MSP)	Kisiel et al. (2012)
NDRG4	Pancreatic tissue / fluid	MSP	Kisiel <i>et al.</i> (2012) Kisiel <i>et al.</i> (2015)

Halftime Milestone (February 2022) criterium:

To show a specificity of a least 80% for the chosen biomarkers per planned indication.