

CHAIRPERSON

Erwin J. Shustak, Esq.
Partner
Shustak Jalil & Heller
San Diego, California

LUNCHEON SPEAKER

Michael J. Nocera
President & COO
New York Life
International, Inc.
New York, New York

FACULTY

Richard M. Berkeley
Managing Director
BT Alex. Brown
Baltimore, Maryland

Peter Y. Chung
Principal
Summit Partners
Palo Alto, California

Kevin F. Cross
Vice President
Houlihan Lokey Howard
& Zukin
Los Angeles, California

James M. P. Feuille
Head of Investment
Banking and
Capital Markets
Volpe Brown Whelan
& Company, LLC
San Francisco, California

Richard S. Heller, Esq.
Partner
Shustak Jalil & Heller
New York, New York

Jim Ingraham
Partner - Technology
Industry Group
PricewaterhouseCoopers
San Diego, California

James P. Jalil, Esq.
Partner
Shustak Jalil & Heller
New York, New York

John O. Johnson
Managing Director
BancAmerica
ROBERTSON STEPHENS
Los Angeles, California

Jeffrey Koffman
Managing Partner
The Koffman Group
New York, New York

Cynthia Robbins-Roth
Principal
BioVentures Consultants
and Editor-in-Chief
BioVenture Publishing
San Mateo, California

William R. Stensrud
General Partner
Enterprise Partners
La Jolla, California

Herbert R. Tawning
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Investor Relations
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San Francisco, California

FULCRUM



INFORMATION SERVICES INC.

presents a seminar on

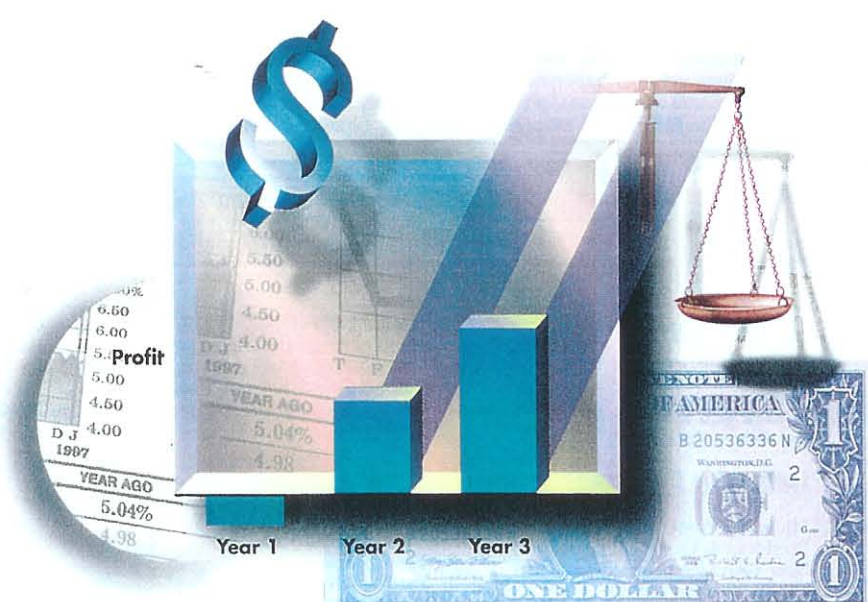
RAISING CAPITAL:

FROM START-UP FINANCING TO THE PUBLIC MARKETS

Accessing the Capital You Need to Take Your Company to the Next Level and Beyond

Hosted by The Law Firm of

SHUSTAK JALIL & HELLER



November 5, 1998 • The Hyatt Regency • San Diego, California

AGENDA

THURSDAY, NOVEMBER 5, 1998

- 7:30-8:30 **REGISTRATION AND CONTINENTAL BREAKFAST**
- 8:30-8:45 **WELCOME AND OPENING REMARKS**
- 8:45-9:15 **SUCCESS STORY CASE STUDY: BECOMING A HAPPY ENTREPRENEUR**
- Minimizing risks
 - Selling or merging
 - Financing your business
 - How to talk to investors
- Jeffrey Koffman
Managing Partner
The Koffman Group
- 9:15-10:30 **FINDING AND UTILIZING VENTURE FINANCING**
- Start-up financing
 - Second stage financing
 - Growth financing
 - What will you have to give up?
 - What should you expect to gain?
 - Control?
 - How active or passive do you want your investor to be?
- Peter Y. Chung
Principal
Summit Partners
- Cynthia Robbins-Roth
Principal
BioVentures Consultants and Editor-in-Chief
BioVenture Publishing
- William R. Stensrud
General Partner
Enterprise Partners
- 10:30-10:45 **MID-MORNING BREAK**
- 10:45-12:00 **TAPPING SOURCES OF PRIVATE CAPITAL**
- Domestic funds
 - International funds
 - Sources
 - Institutions
 - Insurance companies
 - Hedge funds
 - Wealthy individuals
 - Regulation S
- Herbert R. Towing
Managing Partner
Finanze AG
- Kevin F. Cross
Vice President
Houlihan Lokey Howard & Zukin
- Richard M. Berkeley
Managing Director
BT Alex. Brown
Baltimore, Maryland
- 12:00-1:00 **MINING PUBLIC MARKETS AS A SOURCE OF FINANCING**
- IPOs
 - Secondary offerings
 - Understanding the role of the investment banker
 - Selecting the right banker for your deal
- John O. Johnson
Managing Director
BancAmerica ROBERTSON STEPHENS
- James M. P. Feuille
Head of Investment Banking and Capital Markets
Volpe Brown Whelan & Company, LLC

- 1:00-2:30 **WORKING LUNCHEON WITH SUCCESS STORY**
- "Going Global - Capital Formation in China"*
- Michael J. Nocera
President & COO
New York Life International, Inc.
- 2:30-3:30 **UNDERSTANDING THE LEGAL PARAMETERS ASSOCIATED WITH THE DIFFERING TYPES OF FINANCING**
- Public or private — legal considerations relative to each
 - Describing the registration process
 - Private placement alternatives
 - Reg A, Reg S or Reg D
 - Components and considerations relative to Reg D
 - Rule 504 vs. Rule 506
 - Legal "housekeeping" — steps to be taken before you raise money
 - Corporate governance
 - Choosing a type of structure: corporation, limited liability company, limited partnership
 - Agreements
 - Employment
 - Vendor
 - Other agreements to be executed prior to raising money
 - A checklist for due diligence preparation
 - Timing
 - Public vs. private financing
 - State securities of "Blue Sky" laws
- Richard S. Heller, Esq.
Partner
Shustak Jalil & Heller
- James P. Jalil, Esq.
Partner
Shustak Jalil & Heller
- 3:30-3:45 **AFTERNOON BREAK**
- 3:45-4:45 **ACCOUNTING TACTICS TO TRANSITION YOUR COMPANY FROM START UP TO SUPER STAR**
- Help clients target, prioritize and contact early stage investors, and understand venture capital valuations
 - Advise on infrastructure, and improvements in financial and business processes, necessary to produce long term improvements and support the rigorous reporting requirements of the SEC
 - Benchmark to identify value creating opportunities
 - Practical advice to help companies achieve profitable growth and enhance shareholder value
 - Positioning your company for an IPO
- Jim Ingraham
Partner - Technology Industry Group
PricewaterhouseCoopers
- 4:45-5:30 **THE INVESTOR RELATIONS EQUATION**
- Performance + perception = value
 - Building on the momentum
 - Keeping the interest
 - Fundamentals of investor relations
 - Media relations
- Scott Wilson
Vice President & Director of Investor Relations
Edelman Worldwide
- 5:30 **COCKTAIL RECEPTION**