

IVCJ Presents

A 3-Day Executive Training Programme on

Private Equity & Venture Capital at the Fund and Company Levels

25th, 26th & 27th August, 2008, Grand Hyatt, Mumbai, India

Lead Faculty : Guy Fraser Sampson

Learn the most successful strategies and effective
techniques for valuing and structuring new deals & funds.

Day One : Private Equity investing at the Fund Level

How GPs can raise funds
and how investors can
become LPs in private
equity funds?

- The Conceptual Background
- Private Equity Returns
- Buyout Funds: How to
Analyse Buyout Fund
Returns?
- Venture Funds: How to
Analyse Venture Returns?
- The Fundraising Process
- Valuation Session
- Due Diligence
- Planning A Fund Investment
Programme

Day Two: Private Equity investing at the Company Level

How entrepreneurs can raise
capital and how private
equity professionals should
seek to invest it?

- General Background to
Entrepreneurial Fundraising
- Preparing a Business Plan
- Realistic Expectations
- The View From the Other
Side of the Hill
- Valuation Methods
- The Pitch
- How Your Accountant Can
Help You?

Day Three: Private Equity investing at the Company Level (Cont.)

How entrepreneurs can raise
capital and how private
equity professionals should
seek to invest it?

- The GP / Management
Team Relationship
- Deal Terms and Why You
Need a Good Lawyer?
- Due Diligence
- Documenting The
Transaction - Legal Issues
- What Happens Next?
- A Success Story
- Exit Routes

Register online
www.vcindia.com

For Registering, Speaking or Sponsoring
Contact: +91-22-2625 2282
+91-22-6570 2791
Fax: +91-22-2625 22 82 (Extn: 109)
Email: kanhaiya.manda@vcindia.com
kanishka.rewri@vcindia.com

Certificate of
Participation
Signed by
Guy Fraser Sampson
& IVCJ

Training Programme* 25th, 26th & 27th August, Grand Hyatt, Mumbai

Day One : Private Equity investing at the Fund Level 25th Aug

Session 1

Time : 09.00 am

Topic : **The Conceptual Background**

Particulars :

- The different types of private equity: venture, buyout, secondaries, mezzanine
- The US venture model is it still valid and is it possible?
- How the industry has expanded globally
- How Asia fits into the wider picture

Session 2

Time : 09.45 am

Topic : **Private Equity Returns**

Particulars :

- The nature of private equity returns
- How they differ from other asset classes
- IRRs versus multiples
- Industry benchmarking
- How returns histories may be analysed (and presented!)

Time : 10.30 am

Tea and Coffee Break

Session 3

Time : 10.45 am

Topic : **Buyout Funds**

Particulars :

- How they work
- The drivers of buyout returns
- How to analyse and present buyout returns
- A look at historic returns

Session 4

Time : 11.30 am

Topic : **Venture Funds**

Particulars :

- How they work
- The drivers of venture returns
- Segmentation by stage and sector
- How to analyse and present venture returns
- A look at historic returns

Session 5

Time : 12.15 pm

Topic : **The Fundraising Process**

Particulars :

- The fund model and the fundraising cycle
- The key documents: the OM and the presentation
- The role of placing agents
- How should an LP manage fund dealflow?
- How should a GP seek to manage the fundraising process?

Time : 01.00 pm

Lunch

Session 6

Time : 02.00 pm

Topic : **Valuation Concepts**

Particulars :

- How buyout and venture companies are valued in practice
- How these valuations can be used to analyse funds

Session 7

Time : 02.45 pm

Topic : **Due Diligence**

Particulars :

- The role of due diligence
- An intelligent approach
- Management and methodology
- How this differ for buyout and venture funds?

Time : 03.30 pm

Tea and Coffee Break

Session 8

Time : 04.00 pm

Topic : **Planning a Fund Investment Programme**

Particulars :

- Allocated, Committed, Invested and Drawdown Capital
- Cashflow forecasting
- The problem of slow take-up
- What do you do with your money in the meantime?
- Alternatives to the LP model
- Towards Total Return investing?

Time : 05.00 pm

Closing

Day Two: Private Equity investing at the Company Level 26th Aug

Session 1

Time : 09.00 am

Topic : **General Background to Entrepreneurial Fundraising**

Particulars :

- What are you looking for?
- Venture Capital
- MBO / MBI / BIMBO
- Expansion Capital
- Money In / Money Out
- What GPs should be looking for
- Key issues: control, personnel, etc.

Session 2

Time : 9.40 am

Topic : **Preparing a Business Plan**

Particulars :

- The different purposes for which a business plan may be prepared
- Know your enemy what is the GP expecting / hoping to see?
- What goes in it?
- Differences between established and young / start-up companies
- The business plan as a marketing document
- What else do you need?

Time : 11.00 am

Tea and Coffee Break

Session 3

Time : 11.30 am

Topic : **Realistic Expectations**

Particulars :

- How much money is available?
- How many firms are in the market?
- How many companies can each invest in?
- How does this affect what you ask for, and how you ask for it?
- The GP perspective
- Be prepared - key sensitivities

Session 4

Time : 12.15 pm

Topic : **The View From the Other Side of the Hill**

Particulars :

- The GP Perspective
- How Private Equity returns are Calculated?
- How this affects your funding case
- Financing Structuring Issues
- Early Stage Financing Problems
- Concept of Sequential Rounds
- Interfacing the Rounds
- Be Prepared - key sensitivities
- Supply and Demand

Time : 01.00 pm

Lunch

Session 5

Time : 02.00 pm

Topic : **Deal Terms and Why You Need a Good Lawyer?**

Particulars :

- Structuring the deal - legal issues
- Protecting the GP
- Protecting the entrepreneur
- Control
- Financial covenants
- Reps and warranties
- Service contracts
- Shareholder agreement

Session 6

Time : 03.20 pm

Topic : **The Pitch**

Particulars :

- Arranging the pitch meeting
- How to plan the meeting timing, timing, timing!
- Anticipate obvious questions
- The pitch document
- Who and what to take with you
- Dry runs
- Have your elevator pitch available at all times

Time : 04.00 pm

Tea and Coffee Break

Session 7

Time : 04.30 pm

Topic : **How Your Accountant Can Help You?**

Particulars :

- Should deal with how they can assist with audited and management accounts in the case of an established business, and projections in the case of a start-up.
- Tax and structuring advice. Connections with local banks and equity finance providers.

Time : 05.30 pm

Closing

Day Three: Private Equity investing at the Company Level (Cont.) 27th Aug

Session 8

Time: 09.00 am

Topic : **The GP / Management Team Relationship**

Particulars :

- Mapping out the common objectives
- How the GP can help achieving these objectives?
- How hands-on should the GP be?
- What specific tasks are best left to the GP? To the managers?
- Mapping Progress: Milestone, Budgets, Sales Forecasts
- When to change the plan?
- How bad do things have to get to pull the plug?
- Trust, transparency and disclosure
- Changes of personnel (on both sides)
- Introducing a New GP

Guest Faculty

Session 9

Time : 09.40 am

Topic : **Valuation Concepts**

Particulars :

- Valuation Concepts
- Valuation Methods
- The VC Method
- Case Study and Examples

Guest Faculty

Time : 11.00 am

Tea and Coffee Break

Session 10

Time : 11.30 am

Topic : **Due Diligence**

Particulars :

- Targeted, not blanket
- Different considerations at the fund and company level
- Buyout and venture deals distinguished
- Quantitative
- Qualitative
- What you should expect

Guest Faculty

Session 11

Time : 12.15 pm

Topic : **Documenting the Transaction - Legal Issues**

Particulars :

- Indian Legal Perspective
- Common Mistakes
- Legal Documentation
- Documenting Critical Deal Terms

Guest Faculty

Time : 01.00 pm

Lunch

Session 12

Time : 02.00 pm

Topic : **What Happens Next?**

Particulars :

- Structuring the deal commercial considerations
- Personnel issues
- The post-deal relationship
- Earn-outs and/or future funding rounds
- International expansion?
- Managing other funding sources

Guest Faculty

Session 13

Time : 03.00 pm

Topic : **A Success Story**

Particulars :

- Sharing experience of entrepreneurs
- Identify the particular aspects of their approach
- Specifically, how did they go about designing their pitch document?
- How did they manage the pitch meeting - did it match their expectations?
- What can entrepreneurs do to make themselves more attractive the process?
- What about the other sources of funding - angel, banks government initiatives?

Guest Faculty

Time : 04.00 pm

Tea and Coffee Break

Session 14

Time : 04.30 pm

Topic : **Exit Routes**

Particulars :

- Later funding rounds
- Recapitalisation
- Flotation / IPO
- Domestic versus foreign
- Trade Sale
- Work-outs and earn-outs
- Timing: market conditions versus GP needs

Guest Faculty

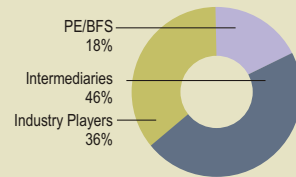
Time : 05.30 pm

Closing

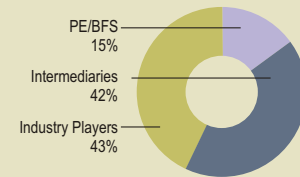
Guest Faculty: Leading Venture Capital / Private Equity, Legal and Investment Banking practitioners will speak at the training programme on various topics.

Attendee Profile by Industry

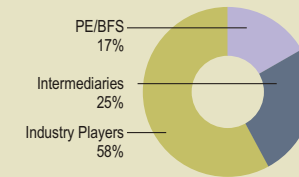
Executive Training Programme on PE & VC at the Fund & Company Levels on 4th, 5th & 6th June, 2007
 Attended by 45 delegates



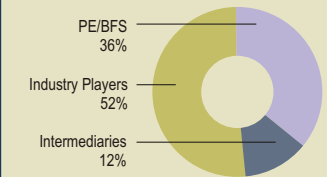
Workshop Real Estate on 13th July, 2007 Attended by 75 delegates



Executive Training Programme on PE & VC at the Fund & Company Levels with Sector Focus on Real Estate on 8th, 9th & 10th October, 2007
 Attended by 36 delegates



Workshop on Private Equity and Venture Capital at Company Level for SMEs on 30th April, 2008 Attended by 66 delegates



Guy Fraser Sampson

Lead Faculty

In recent years, Guy has developed his abiding interest in investment strategy, portfolio theory and asset allocation, and become recognised as an expert and thought leader in the area, particularly in so far as pension funds are concerned. He also, in the course of two and a half years' research for his first book, became an expert on so-called alternative assets generally, and has written and lectured widely on how these might be accommodated into Multi Asset Class products and portfolios.

He is the inventor of the Total Funding Model, by which pension funds may calculate their future liabilities and target rate of return. He has also invented a new way of calculating investment risk which remedies many of the deficiencies of the traditional method. He has previously been responsible for developing many computer models for measuring private equity fund performance, including one specifically for buyout transactions.

Guy is well known as a conference speaker and, increasingly, as a provider of keynote addresses. He is also a prolific writer, having supplied articles for every one of Europe's English language pension publications as well as numerous investment titles, including his regular column in Real Deals, Europe's leading private equity publication.

Guy is also the author of two books: Multi Asset Class Investment Strategy and Private Equity as an asset class, both published as part of the prestigious Wiley Finance series, and both featured on this website. Multi Asset Class Investment Strategy was published in July 2006 to what Global Pensions described as "rave reviews from within the UK pension industry" and went into the Amazon "Hot 100" after just six weeks. The Daily Telegraph noted that "the tectonic plates are shifting under the British investment establishment" while one reviewer said simply "there are some books you read that change the way you think - this is one of them." Private Equity as an asset class will be published in the 1st Quarter of 2007.

In addition to various professional qualifications, Guy has an LLB with Honours from King's College London and an MBA majoring in finance from Warwick Business School.



Hemir Doshi, Investment Advisor, IDG Ventures India **Guest Faculty**

Hemir Doshi invests across industry sectors nationally, with an emphasis on Software Products and Services. Prior to joining IDG Ventures India, Hemir was a founding member of a boutique management consultancy start-up, India Capital Advisors. Previously, he spent time with a US based hedge fund and also in the credit risk group of ICICI Bank.



Ashwath Rau, Partner Amarchand & Mangaldas & Suresh A. Shroff & Co. **Guest Faculty**

Ashwath Rau's primary areas of practice include foreign investment, acquisitions, JVs, funds (mutual, VC and PE), financial services and regulation, competition law, BPO, leasing finance, real estate and direct taxation (to the extent relevant to his areas of practice). Has advised in relation to the establishment of several VC and PE funds in India and overseas.



Sasha Mirchandani, Senior Investment Director, BlueRun Ventures **Guest Faculty**

Sasha Mirchandani focuses on consumer internet, mobile, media, entertainment and KPO. He is responsible for building the BlueRun Ventures brand in India in addition to helping portfolio companies build low cost operations in India to improve capital efficiencies and to leverage BlueRun Ventures' global platform to help Indian companies to expand globally.



Jidesh Kumar, Managing Partner Kings, Stubb & Kasiva **Guest Faculty**

Jidesh Kumar advises companies and funds that do business in India. His areas of specialization are M&A, Private Equity, Regulatory and Litigation. He has assisted clients on different aspects of doing business in India and has advised on various complex transactions. He has also advised many VC and PE funds.



Vipul Mankad, President, SIDBI Venture Capital **Guest Faculty**

Vipul Mankad has more than 18 years of experience in Venture Capital and Equity investment. He has raised and managed funds through different economic cycles in India and has experience of managing various phases of fund life cycle. He has worked with reputed Financial Institution (7 yrs) prior to taking up career as VC.



Vyapak Desai, Associate Nishith Desai Associates **Guest Faculty**

Vyapak Desai is a member of the Corporate and Securities Practice Group, Litigation & Dispute Resolution Practice Group and Fund Practice Group at the firm. He has advised several Indian and international clients on public offerings, fund investments, M&As, PIPE deals, FDI, corporate issues relating to setting up of PE funds and offshore investment funds.



Rahul Chandra, Director - Investment Advisor, Helion Venture Capital **Guest Faculty**

Rahul Chandra is a co-founder of Helion and has 13 years of venture capital investing and corporate development experience in technology product and services companies in India and the US. Prior to this Rahul worked with Walden International, a global venture capital firm, and also led the M&A efforts at e4e Inc., a Santa Clara, CA based BPO company.



Amit Mookim, Associate KPMG India **Guest Faculty**



Ashvin Chadha, Vice President, India Equity Partners (IEP) **Guest Faculty**

Ashvin Chadha joined IEP in 2006 from General Atlantic ("GA"), a worldwide private equity firm, where he was based in GA's New York City and Greenwich offices. He has extensive experience investing in growth companies with specific expertise working with consumer, financial services and media companies.



Hitesh Ahuja, New Silk Route Private Equity **Guest Faculty**

For updated list of Guest Faculties **visit www.vcindia.com**

* Disclaimer: This is the proposed course structure and the dates which are subject to change & confirmation from the faculty and all the participants. IVCJ reserves the right to make modifications anytime before the event.

Who Should Attend

- Professionals working in private equity, venture capital, corporate finance, debt finance, leveraged finance, acquisition finance, structured finance & MBOs.
- Post-graduate students seriously looking to take up a career in the Venture Capital & Private Equity profession.
- Entrepreneurs seeking knowledge on private equity & venture capital funding, compliance and treasury.
- GPs looking to raise funding (particularly outside India from US and European LPs),
- Investors looking to become LPs in private equity funds.
- Consultants and/or placement agents looking to advise either (1) or (2)

About Dickenson

Dickenson Intellinetics Pvt. Ltd. (DIPL), founded in 1999, specialises in Corporate Communication, Research and Publishing. Dickenson's client portfolio includes many of India's leading corporates in banking, financial, pharmaceuticals, industrial, textiles, entertainment and NGO sectors.

About IVCJ

With extensive research, in-depth knowledge and comprehensive analysis, IVCJ serves both Indian and global VC/PE marketplace as the leading and most respected Indian publication focusing on the Indian private equity market space. IVCJ's basket of products consists of 3 publications namely: Private Equity Journal for India, a quarterly sector focused journal; VC Guide for India, an annual compendium of VC/PE players and VC Snapshot for India, a weekly e-news service. Dickenson Intellinetics has been bringing this well appreciated service since February 2005 to more than 11,000 subscribers around the world. IVCJ also organises sector focused conferences for the Private Equity marketplace.

Objective of Training

With our Executive Training Programme on "Private Equity & Venture Capital at the Fund and Company Levels" you will gain the vision, knowledge and skills to succeed in the private equity marketplace.

Our Training Methodology - A Proven Framework for Success

IVCJ'S programmes have the perfect balance between theory and practice, making it easier for trainees to apply new skills and knowledge back in the workplace.

Date: August 25, 26 & 27, 2008
Venue: Grand Hyatt, Mumbai
Timing: 9:00 AM - 6:00 PM
(Including Breakfast, Lunch & Snacks)

Limited Class Sizes

Our commitment to small class sizes means that the spaces on this course are allocated on a first come, first served basis. Therefore we strongly advise you to enroll early to be sure of securing your place - simply call us on +91 22 2625 2282. or register online on www.vcindia.com

Equip yourself to excel in the fast paced VC & PE marketplace

Over the last few years, we have witnessed tremendous growth in the private equity marketplace. While the growth has been striking, the potential for future development is even more impressive. Both the demand for and supply of such capital is likely to expand. Our executive training course on Private Equity & Venture Capital equips you to move into the fast track for understanding market dynamics and building a competency on valuation, deal modeling and structuring.

What makes Executive Training at IVCJ different:

- Business solutions focused: through in-depth research and development at all levels in the market IVCJ is able to pinpoint the developmental areas most important and essential to today's market professionals. Focus on equipping trainees with the tools needed to overcome personal business challenges.
- Unrivalled faculty of leading global experts: the IVCJ faculty is comprised of some of the world's leading financial trainers and consultants. During its research process, IVCJ identifies the thought leaders in each topic area these thought leaders becomes its faculty.
- Continuous enhancement: IVCJ course programmes are continually reviewed and enhanced in order to reflect the changes encountered in the global markets. One can be certain that all content and applications are 100% up to date and state of the art.

REGISTRATION FORM

You can also register online on www.vcindia.com

Details (Please attach your business card, print or type clearly the following information)

Organisation Name :			
Address :			
Country :	Pin Code:	Contact No:	Fax No:
Full Name	Job Title	Email Id	Contact Number

I / We would like to attend the programme as: (Please Tick)

Category	Day 1 (Private Equity Investing at the Fund Level)	Tick	Day 2 & 3 (Private Equity Investing at the Company Level)	Tick	Gold Pass (Day 1 , 2 & 3)	Tick
Individual	INR 45,000/-		INR 55,000/-		INR 80,000/-	
Group of 2	INR 40,000/- *		INR 50,000/- *		INR 72,000/- *	
Group (3-4)	INR 36,000/- *		INR 44,000/- *		INR 64,000/- *	
Group (5 or more)	INR 32,000/- *		INR 39,000/- *		INR 56,000/- *	

* Per Individual

(To avail of 10% Discount, purchase before 15th July, 2008)
 (For Cancellation and Refund policy visit www.vcindia.com)

PAYMENT DETAILS:

Our DD/Cheque No.....for Rs.

Drawn on in favour of

Dickenson Intellinetics Private Limited payable at Mumbai is enclosed herewith.

Name and Signature

Mr. Kanhaiya Manda / Ms. Kanishka

Dickenson Intellinetics Pvt. Ltd., 9th Floor, '9 JVPD' Building, 10th N.S. Road, Juhu, Mumbai - 400049, India
 Tel: +91-22-26252282 / 65702791, Fax : +91- 22-26252282 ext.109, Email: kanhaiya.manda@vcindia.com