

START-UP COMPANIES

Getting Investor Ready

A workshop by Philip Mendes

**1 Day
Intensive
Skills Development Workshop**



Singapore

23 October 2019

About the Workshop

Is your start-up seeking to raise capital from an angel investor or venture capitalist?

Or is doing so on the horizon?

Either way, are you investor-ready to negotiate the terms of the investment:

- share rights
- anti-dilution rights
- investor's preferential rights to dividends and surplus capital
- share conversion rights
- participation in Board decision-making and governance
- veto or consent rights in company decision making
- tag along and drag along rights
- preferential rights to make further investment
- preferential rights to acquire shares from other shareholders
- voting rights on an "as converted" basis?

Are you equipped to assess what an investor proposes on any of these, and other critical investment terms?

Are you able to recognise what aspects of the investor's proposal are negotiable, and what commercially acceptable alternatives you can consider proposing when negotiating with the investor?

If you're unsure, you're not investor-ready.

Join us for an intensive one day workshop and take a leap forward in your start-up's investor-readiness.

Who should attend?

Everyone involved in the formation of a start-up and negotiating with investors, including:

- TTOs
- Founders
- Entrepreneurs
- Directors
- Shareholders
- Mentors
- Incubators
- Accelerators
- Angel investors
- Venture capitalists
- Lawyers
- Business advisers.

Your Presenter



Your presenter is Philip Mendes, an experienced tech transfer professional who on behalf of over 80 start-up companies has negotiated angel and venture capital investments, with funds located in Australia, United States, Singapore, Hong Kong, China, Taiwan, and the United Kingdom.

These start-up companies have been in all fields of science, including pharmaceutical, biotechnology, information technology, medical devices, diagnostics, defence and engineering technologies. Some start-up companies have not been technology based, but based on an entrepreneur's innovative business ideas and drive.

Philip is an Adjunct Professor at Queensland University of Technology, where he teaches Management and Commercialisation of Intellectual Property in the WIPO/QUT Masters Program. He has presented in excess of 200 intellectual property and commercialisation related workshops throughout Asia.

Program

A detailed two page description of the program is available by clicking [here](#). The object of this skills development workshop is to help you negotiate the terms of investment into your start-up company by an angel investor or venture capitalist.

- When an investor presents you with a term sheet, what is negotiable and how and to what extent is it negotiable?
- What will you struggle to negotiate?
- What are the ways that you can negotiate the term sheet to be more favourable to you, without spooking the investor?
- What do some of those mysterious phrases in the term sheet mean, and what are their full implications?
- What must you make sure the terms of investment include to meet your needs?

The workshop covers:

- Factors influencing an investor's decision to invest – do you match the investor's investment criteria?
- What is the investor's investment criteria?
- Preparing for an investor's due diligence on your intellectual property – what will the investor check - will you be ready?
- Negotiating the way that the investment is made
 - Investment rounds, tranches; milestones and how to frame them to your advantage
 - Convertible notes, what they are and how they work
 - Share plans and option plans
 - How your intellectual property is affected
 - Warranties (ie guarantees) that investors expect you to make
 - Limiting your legal exposure
- Negotiating share preferential rights sought by an investor
- Share rights
- Anti-dilution rights
- Preferential rights to dividends and surplus capital
- Share conversion rights
- Tag along and drag along rights
- Preferential rights to make further investment
- Preferential rights to acquire shares from other shareholders
- Negotiating company governance models and the terms of a Shareholders Agreement
- Participation in Board decision making and governance
- Triggers for taking over Board control
- Veto or consent rights in company decision making
- Voting rights on an "as converted" basis?
- Practical Exercise: An investor's Term Sheet

REGISTRATION

Registration includes:

- Attendance at the workshop, and
 - detailed bound course materials that will be an ongoing reference resource
 - a license to use the course materials
 - lunch
 - morning and afternoon refreshments.

Links and how to register

- [Visit the workshop website](#)
- [Register](#) via the workshop website
- Visit the main [Opteon website](#)

Do you have a question? Please email joanne@opteon.com.au

Registration Fee:

Staff of a university, research institute, or Government (all amounts USD\$)	1st staff member	2nd staff member	3rd staff member	Each further staff member
Full registration fee	\$600.00	\$600.00	\$600.00	\$600.00
Group registration discount (10%, 20%, 30%)	-	-\$60.00	-\$120.00	-\$180.00
Total Registration Fee	\$600.00	\$540.00	\$480.00	\$420.00
If you need to catch a plane to attend our workshop, deduct 10% from the applicable fee above.				
Staff of a private sector organisation (all amounts USD\$)	1st staff member	2nd staff member	3rd staff member	Each further staff member
Full registration fee	\$670.00	\$670.00	\$670.00	\$670.00
Group registration discount (10%, 20%, 30%)	-	-\$67.00	-\$134.00	-\$201.00
Total Registration Fee	\$670.00	\$603.00	\$536.00	\$469.00
If you need to catch a plane to attend our workshop, deduct 10% from the applicable fee above.				
Founders and Entrepreneurs (all amounts USD\$)	1st staff member	2nd staff member	3rd staff member	Each further staff member
Full registration fee	\$450.00	\$450.00	\$450.00	\$450.00
If you need to catch a plane to attend our workshop, deduct 10% from the applicable fee above.				

Singaporean residents:

The applicable amount above will be invoiced in SGD at the prevailing currency exchange rate, and payment may be made to our Singaporean bank.