

## Seminar.

# Crossing to the Other Side...The Road to an IPO

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Wednesday, February 9, 2011

Morrison & Foerster  
12531 High Bluff Drive  
Suite 100  
San Diego, CA 92130

Registration and Breakfast:  
7:30 am – 8:00 am

Program:  
8:00 am – 9:30 am

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Many companies across industries are thinking about going public in the next 12 – 18 months. Morrison & Foerster, Deloitte and Remedy Compensation Consulting have joined forces to offer this complimentary seminar to help executives prepare their companies to go public in the current economic environment. This program will go through, step by step what you need to think about in getting ready for an IPO, including scope and plan, execution and operating as a public company. We will address the legal, governance, accounting and compensation issues you would face.

### Panelists:

**Michael Berthelot**  
**Chief Executive Officer, Cito Capital Corporation**

Mr. Berthelot is the CEO of Cito Capital Corporation, a consulting firm that specializes in strategic, operational, and management issues. He also serves as a director of Fresh Del Monte Produce Company (NYSE:FDP) and Pro-Dex Inc. (NASDAQ:PDEX). He serves on the board of a San Diego based software company and as a member of the advisory board of a privately held Southern California Internet start-up. He is an adjunct professor at the Rady School of Management at the University of California San Diego and is the founder and principal of Corporate Governance Advisors Inc., a consulting firm that provides advisory services to boards of directors. Michael has served as a member of more than 30 public and private boards in the U.S., Canada, England, Brazil, Spain and Germany during his career.

**Scott Stanton**  
**Partner, Morrison & Foerster LLP**

Scott is based in the firm's San Diego office and serves as chair of Morrison & Foerster's Corporate Practice Group. He has significant experience in mergers and acquisitions, securities offerings, and many other corporate matters. Scott serves as primary outside counsel to a number of public and privately held companies, and he regularly represents boards of directors and special committees in complex corporate governance matters. He has developed a deep expertise in SEC reporting matters that enables him to provide expert and practical advice to a broad range of companies in industries such as software, medical devices, life sciences, semiconductors, consumer goods and defense.

**Ken Wechsler**  
**Founder and Principal, Remedy Compensation Consulting**

Ken is Founder and Principal of Remedy Compensation Consulting, a compensation advisory firm assisting clients in the areas of executive and board compensation, incentive and sales compensation, equity strategies and broad-based compensation program design. Ken brings over 25 years of experience in both consulting and corporate environments, having been the VP, Compensation and Benefits for two Fortune 500 employers (Science Applications International Corp. and Gateway Computers), where he lead compensation projects from the design and analysis phases through implementation and communication.

**Scott Young**  
**Partner, Deloitte & Touche LLP**

Scott is San Diego-based with 15 years of experience providing accounting, auditing, and advisory services to publicly traded and privately held companies in the technology, consumer business, and real estate/hospitality industries. He has served clients at all stages of their life cycle, from start-up to large public companies. Scott has significant experience with SEC reporting, public and private equity and debt offerings, and Sarbanes-Oxley compliance.