

Capital Pool Corporation (CPC) Program

- another route to capital

- Basics
- Experiences in the region
- What makes this program attractive
- What to consider
- Are you a great candidate?
- Steps to follow
- Summary

Capital Pool Corporation Program

Basics

Originated on the Alberta Stock Exchange in 1986 (JCP)

Method of accessing “Public Venture Capital”

Simplifies the IPO process

Eliminates listing risk

Adopted by the VSE

Continued as Capital Pool Corporations (CPC) on CDNX

Offered in NB as of September 2005

Capital Pool Corporation Program

Basics

Takes the IPO process and splits it into two parts

1. The “Blind Pool” offering
2. The “Qualifying Transaction”

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The Maritime Experience

	Listing	Current
Killam Properties (KMP:TSX)	\$0.20	\$8.66
Innovative Properties (INR:TSXV)	\$0.20	\$0.08
Redishred (KUT.P: TSXV)	\$0.20	\$0.65
Holloway Capital (HDL.UN:TSX)	\$0.20	\$3.66
Rhino Resources (RHI.P:TSXV)	\$0.10	\$0.99

Prices as of November 20,2007

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Why are CPC's attractive to the Entrepreneur?

Access to public markets

Liquidity

Shares as currency

Profile

Real time valuation

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What to think about when considering listing

Cost

Dilution

Reporting requirements

Investor relations

Publicity

Reasons for wanting to be public

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Who makes a good candidate?

Significant capital requirements to grow the company

Consolidation opportunities

High growth potential

High profile entrepreneur

Previous public company experience

Investor relations experience

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Steps to listing

Identify target opportunity

Assemble board candidates

Choose counsel

Meet with underwriter

Discuss with exchange

Assemble President's list

Submit preliminary prospectus

Obtain listing

Announce qualifying transaction

Obtain full listing

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Who do you need on your team?

Securities lawyer

Accountant

Securities firm/ underwriter

Investor relations

Market makers

Valuation experts

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How can PricewaterhouseCoopers LLP help?

Assist with accounting needs- public company experience

Valuation for Qualifying Transaction

Merger and Acquisition

Post Merger Integration assistance

Capital Pool Corporation Program

Contact information

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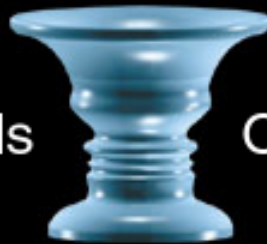
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