

“IPOs for Dummies”

AABANY Fall Conference 2017

September 23, 2017, 9:00 a.m.-10:30 a.m.

Overview and Objectives. The objective of this 90-minute program is to familiarize attendees with the parties to a typical IPO and the roles and goals of these parties and to give practical tips when working with financial printers.

Materials. Materials include a slide deck, a recorded video introducing the fact pattern and the Abraham Baking Company LLC Initial Public Offering Organizational Kick-Off Meeting Memo. Summit Financial Disclosure to provide slide deck for their portion.

Panelists.

Kenneth M. McClure – Co-Founder, Summit Financial Disclosure

Lawrence G. Wee, Partner—Paul, Weiss, Rifkind, Wharton & Garrison LLP

Dwight C. Yoo, Partner—Skadden, Arps, Slate, Meagher & Flom LLP

Approximate Time	Action Item	Responsible Party	Materials
	At the program, four tables are labeled with team names, and participants are provided with hard copy of slide deck and other materials.		
9:00-9:05 <i>Five minutes</i>	Introduction of panelists.	Dwight	
9:05-9:10 <i>Five minutes</i>	Program overview: <ul style="list-style-type: none">• Review the fact pattern that you were sent about Abraham Baking Company LLC and its planned IPO.• Discussion about IPOs, including why companies go public and the key parties in a typical IPO.• We'll then break into groups for a discussion.• After that, we'll reconvene in the larger group to review what each group discussed.	Larry	
9:10-9:20 <i>Ten minutes</i>	Review of fact pattern video.	AV person will press play on the slide deck.	Projector and recorded video

Approximate Time	Action Item	Responsible Party	Materials
9:20-9:35 <i>Fifteen Minutes</i>	<p>IPO Discussion:</p> <ul style="list-style-type: none"> High-level review of IPO process, including overview of some of the key considerations for PE sponsor / shareholders / management / underwriters contemplating taking the company public Purpose and goals of kick-off meeting <ul style="list-style-type: none"> Time permitting, discuss the kick-off meeting materials and key organizational topics 	Larry /Dwight	<p>Talking points.</p> <p>Abraham Baking Company LLC Initial Public Offering Organizational Kick-Off Meeting Memo</p>
9:35-9:50 <i>Fifteen minutes</i>	<p>Announce group work: each team will have about 15 minutes to discuss the issues its assigned stakeholder is concerned about.</p> <p><i>Encourage each table to appoint a spokesperson.</i></p>	<i>Larry and Dwight circulate among tables offering guidance.</i>	Slides 7-10
9:50-10:10 <i>Twenty minutes</i>	<p>Larry and Dwight return to presenter table and leads a large-group discussion of the key points discussed by each team.</p> <p><i>Encourage participation by various table spokespersons and others.</i></p>	Larry and Dwight	<p>Slides 7-10</p> <p>Abraham Baking Company LLC Initial Public Offering Organizational Kick-Off Meeting Memo</p>
10:10-10:30 <i>Twenty minutes</i>	<p>Ken and Jim give short presentation on working at the printer during an IPO</p>	Ken and Jim	Summit Slide Deck