

# CLEANTECH *Capital Summit*

From Invention to Utility Scale Projects – Financing the Cleantech Industry

April 22-24, 2009

## Cleantech Capital Summit Agenda ♦ April 23-24, 2009

### Thursday, April 23, 2008

9:00 – 9:05 **WELCOME FROM THE CHAIR**  
Maria P. Sendra, *Partner*, BAKER & McKENZIE, LLP

9:05 – 9:15 **WELCOME TO SAN DIEGO**  
Jerry Sanders, *Mayor*, CITY OF SAN DIEGO

9:15 – 9 :45 *Presentation:*  
**TRENDS & PROGNOSTICATIONS: 2009 & BEYOND**  
Brian Fan, *Senior Director, Research*, CLEANTECH GROUP, LLC

9:45 – 10:45 **VENTURE FINANCING**

What should well informed executives of cleantech startups know about the market for venture cleantech financing in order to make the right decisions about their companies' financing strategies? We know capital is available. For example, Dow Jones VentureSource reports that VC investments in energy startups in 2008 more than double to a record of nearly \$3.6 billion from \$1.7 billion in 2007. But, what is really going on behind the scenes? What is driving investor decision-making? What does it take to successfully access this capital source? The panelists will address these questions and provide startups with real world insight into the current dynamics in the cleantech venture finance market?

- Has the financial crisis affected the cleantech investment models of VCs and, if so, how?
- What type of cleantech companies and technologies are in or out of favor with venture investors?
- What criteria do they use when making investment decisions?
- How do investors evaluate technologies in terms of their capital needs over their growth cycle (capital intensive vs. non-capital intensive) and the amount of regulation in the markets they will serve?
- What are the common misconceptions about the current financing market?
- What issues should cleantech companies be fully appraised of when planning their financing?
- What type of creative financing options and structures should companies be exploring?
- What are the key issues in term sheets?

Moderator: **Maria P. Sendra** *Partner*, BAKER & MCKENZIE, LLP

Panelists:

**Matt Horton**, *Principal*, @VENTURES

**William Lese**, *Managing Director*, BRAEMAR ENERGY VENTURES

**Jim Shandalov**, *Vice President Business Development*, eSOLAR

**Victor Westerlind**, *Partner*, ROCKPORT CAPITAL PARTNERS

**Marianne Wu**, *Partner*, MOHR DAVIDOW VENTURES

10:45 – 11:15 *Networking Break*

11:15 – 12:30 **INVESTMENT BANKS**

The overall impact of the financial crisis on investment banks has been widely reported. Yet, looking beyond the headlines, what is the impact on their cleantech practices? What kind of financing options can executives of cleantech companies realistically expect from the investment banking community? How do these options vary as companies move from early to late stage technology? What does it take to successfully take advantage of these options? The panelists will address these questions and provide cleantech company executives with the latest market intelligence about genuine financing opportunities coming out of the investment banking community.

- How has investment banks' cleantech practices changed over the past year and what can be expected from them in the coming year?
- What type of financing opportunities can investment banks provide in the current environment and when does it make sense for cleantech companies to reach out to them?
- How do these opportunities vary by technology or stage of company growth?
- What are the financial sources that they can tap into?
- What is the status of the private placement market?
- What are the prospects for new financial instruments to serve the cleantech market?
- Are investment banks prepared to invest their own capital?

Moderator: **Thomas W. Kellerman**, *Partner*,

MORGAN, LEWIS & BOCKIUS, LLP

Panelists:

**Paul Bradley**, *Managing Director, Infrastructure*

MACQUARIE CAPITAL MARKETS CANADA, LTD.

**Sanjeev Chaurasia**, *Director Alternative Energy*, CREDIT SUISSE

**Gregory S. Curhan**, *Board Member*, POWER EFFICIENCY CORPORATION  
& *Co-Founder and Former President*, MERRIMAN CURHAN FORD

**Ian Gardner**, *CEO*, HELIX WIND

**Jeff Lipton**, *Managing Director*, JEFFERIES & COMPANY

12:30 – 2:00 *Group Luncheon*

2:00 – 3:15 **PRIVATE EQUITY**

What are the opportunities for cleantech companies to access private equity financing in today's market? What type of opportunities are private equity firms looking for in the cleantech market? At what point are they willing to invest in cleantech companies? What investment criteria do they employ when making investment decisions? To provide executives of cleantech companies with clear-cut information about when and how private equity might fit into their financial strategies, the panelists will report on the current trends of this financial source.

- What is the variance in outlook and strategies toward cleantech among the private equity community?
- Which cleantech sectors/technologies are private equity firms considering for investment opportunities?
- How does private equity evaluate the risk profiles in each of those sectors?
- What size deal does private equity require to invest?
- Are there certain deal structures they favor or disfavor?
- At what stage of a company's growth does private equity initiate investment?
- What challenges, if any, does private equity face when VCs are involved in financing early stage growth?
- Will current company valuations impact deal flow?
- What do cleantech companies need to know when approaching private equity?

Moderator: **Graham Noyes**, *Of Counsel*, STOEL RIVES LLP

Panelists:

**Gregory Arnold**, *Founder & Managing Partner*, CE2 CAPITAL PARTNERS

**Brian J. Daly**, *Director/Senior Portfolio Manager*, CONNING & COMPANY

**Mark S. Pyle**, *Principal*, GREENROCK CAPITAL

**Ian Rogoff**, *Chairman/General Partner*, THE HELIO GROUP/  
SIERRA NEVADA PARTNERS

**Edward W. Tomeo**, *President & CEO*, ENPOWER CORP.

3:15 – 3:45 *Networking Break*

3:45 – 5:00 **BRIDGING THE VALLEY OF DEATH:  
FIRST COMMERCIAL PROJECT FINANCING**

For executives of companies going from product development to commercialization in capital-intensive technologies, their greatest challenge will be successfully financing project development expenses, technology demonstrations, and first commercial projects. Bridging this "valley of death" requires all the creativity and resourcefulness of company executives and the financial community. The panelists will explore some of the optional approaches and sources of capital available for bridging this gap.

- What makes bridging the valley of death so difficult?
- How do the various sources of capital evaluate this stage of cleantech financing?
- What is the market experience with financing this growth stage and what can be learned from it?
- What elements need to be in place before a company starts approaching financing sources?
- What are the opportunities and pros and cons of the following approaches:
  - Joint ventures
  - Government funding
  - Construction/equipment company financing
  - Venture capital
  - Private equity
  - Strategic investors
  - Corporate Investors
  - M&A
- How do you identify the right institutions to pursue these approaches?
- What innovative structures or financing vehicles are under consideration?
- What are the keys to success for cleantech companies trying to obtain this type of financing?

Moderator: **Kenji L. Funahashi**, *Partner*, BAKER & MCKENZIE, LLP

Panelists:

**Michael Butler**, *President & CEO*, CASCADIA CAPITAL, LLC

**Wayne Embree**, *Founder & Managing Director*,  
REFERENCE CAPITAL MANAGEMENT

**Arnold Klann**, *Chairman/President/CEO*, BLUEFIRE ETHANOL, INC.

**Dan Shapiro**, *Senior Vice President/President/Advisor*

THE SHAW GROUP/SHAW CAPITAL/LEAF CLEAN ENERGY

**Geoff Sharples**, *Principal – Renewable Energy*, GOOGLE

5:00 – 6:30 *Cleantech Capital Summit Reception*  
*Sponsored By:*



**Friday, April 24, 2009**

9:00 – 9:05 **WELCOME FROM THE CHAIR**  
**Maria P. Sendra**, *Partner*, BAKER & MCKENZIE, LLP

9:05 – 10:00 **PROJECT DEVELOPMENT, CONSTRUCTION AND FINANCE**

In today's turbulent markets, accessing the project finance markets for cleantech development projects can be problematic. With diminished tax equity capacity

and bank liquidity, what can cleantech executives realistically expect from the project finance market? What are the project characteristics that need to be in place for them to be successful?

The panelists respond to these questions by giving an up-to-the-minute report on the project finance market for cleantech projects and talk about which projects can and which cannot get money and why.

- How do tax equity investors and project finance lenders evaluate cleantech projects?
- What project characteristics do they look for and what criteria do they use when evaluating deals?
- What does it take for them to be comfortable with technology risk, construction risk, and operational risk?
- What elements do they want to see in place before being approached by cleantech companies?
- What construction financing issues are unique to cleantech projects?
- What pricing, debt-service coverage ratios, leverage and covenants can be expected in the market?
- How can projects using new technology access the capital markets in our currently constrained environment?

Moderator: **Adam Umanoff**, *Partner*, CHADBOURNE & PARKE, LLP

Panelists:

**Mac Irvin**, *Managing Director*, SUNPOWER CORPORATION

**Michael Panteloganis**, *Executive Director*, WEST LB

**Jerome P. Peters**, *Senior Vice President*, TD BANK, N.A.

10:00 – 10:30 *Networking Break*

10:30 – 11:30 **THE PUBLIC CAPITAL MARKETS: IPOs**

The public capital markets have experienced dramatic changes over the past year and cleantech certainly has not escaped the impact. Going forward, what will be the opportunity for cleantech companies to access the public capital markets? What type of technologies will achieve market acceptance? What company characteristics need to be in place to win approval? The panelists will provide cleantech executives with a clear-sighted picture of the mood of the public capital markets and their prospects for raising capital from this source?

- What is the opening for cleantech company IPO's?
- How does the market evaluate different technologies?
- Which technologies are in favor and which are not?
- Is the market available to technologies requiring large-scale project development?
- How do opportunities vary and what are the positives and negatives between the various exchanges: London Stock Exchange/AIM, NASDAQ, Toronto Stock Exchange and German Stock Exchange?

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- What do cleantech companies need to have in place before approaching the public capital markets?
- What are valuations likely to look like?

Moderator: **Robert H. McCooey, Jr.**, *Senior Vice President*, NASDAQ

Panelists:

**Rexford Darko**, KEATING INVESTMENTS, LLC

**Riggs Eckelberry**, *President & CEO*, ORIGINOIL

**James C. Hansel** MSCS, CFA, *Managing Director*,

EIGHT WINDS CAPITAL MANAGEMENT (Invited)

**David Hunt**, *Managing Director*, UBS INVESTMENT BANK

12 Noon

*The Summit Adjourns*