

Holland & Hart LLP



Show me the \$\$\$!!!

- Getting ready is essentially thinking ahead
- What questions will my investors ask about my business
- What will they want to see in a due diligence process
- Take the skeletons out of the closet

(Or the benefits of having your sh*t together)

- **Clean up the beer cans before your date comes over**
 - **Appearance matters and provides comfort**
- **Clean-up during an investment can be expensive, slow down the transaction or even blow the deal**
- **Be rational with projections, value and what it will take to be cash flow positive**
- **Legal Considerations / Due Diligence**

Legal Considerations

- **Corporate Governance**
 - Do you have any? How will you be run?
- **Intellectual Property**
 - Work for hire agreements with consultants
 - Confidentiality and Invention Assignment Agreements
- **Trademarks**
- **Regulatory Compliance**



(More!) Legal Considerations

- **Securities Issues**
 - Prior offerings
 - Preemptive rights? Conversion? Hand-shake deals?
- **Employment/Consultant Matters**
 - Agreements!
- **Potential Legal Claims**

Due Diligence

- Sophisticated Investors will often want to verify you've gone through the process
- Lifting up the hood to see if anything is broken
- You can look so good!



Make it Rain!!



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