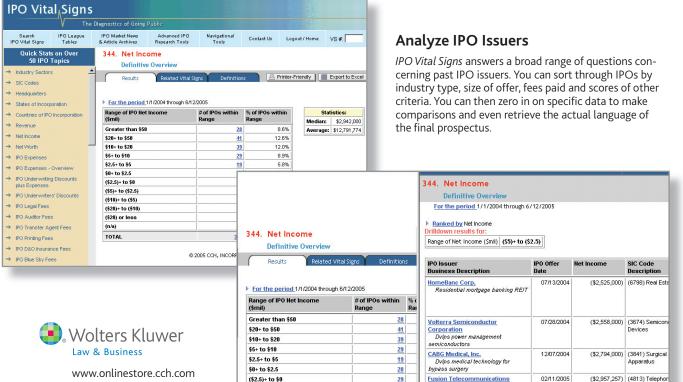
IPO Vital Signs The Diagnostics of Going Public

IPO Vital Signs is the Web-based system that answers the critical questions that confront IPO professionals and executives of pre-IPO companies.

IPO Vital Signs contains more than 190 pre-defined searches. Each search is a Vital Sign that presents information in easy-to-read tables. Hyperlinks within each table allow for drill-down into the details of every IPO in the system. More than 200 individual details for each firm-underwritten IPO registered with the SEC have been gathered, analyzed and stored. IPOs dating back to 1998 are all included.*

In addition to a comprehensive profile of issuer and financial information, *IPO Vital Signs* contains key portions of the IPO Prospectus, giving you disclosure language across the full range of IPOs. You can navigate by topic, key word, or by a variety of topic menu trees.

*Includes all SEC registered IPOs, including REITs and non-U.S. IPO filers seeking to list in U.S. markets, except for: closed-end funds; bestefforts, self-underwritten, and direct offerings; and IPOs filing under Form SB-2 with an offering amount of less than \$5 million.



(\$5)+ to (\$2.5)

(\$10)+ to (\$5)

(\$20)+ to (\$10)

(\$20) or less

(n/a)

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Advanced IPO Research Tools IPO Market News Navigational Contact Us Logout / Home VS# Expenses Expenses (View Titles)..... 390, 391, 635, 639 Legal Fees (View Titles)..... 164, 165, 274, 398, 639, 647 # Title Category A 164 IPO Issuer's Law Firms IPO Leadership Rankings IPO Leadership Rankings A 165 IPO Issuer's Lawyers IPO Professional Office Rankings Ar 274 IPO Issuer's Law Firms A 398 IPO Legal Fees Definitive Overview **IPO Discounts and Expenses** IPO Issuer Profiles and the Going Public Process Ar 639 A 647 IPO Legal Fees IPO Issuer Profiles and the Going Public Process Equity for Counsel: IPOs with Equity Owned by Law Firms (View Titles)..... 492, 801 Audit Fees (View Titles) 184, 282, 402, 639, 651 Printing Fees (View Titles)..... 406, 639, 657 Transfer Agent Fees (View Titles)..... 404, 639, 655 SEC Registration Fee: (View Titles)..... 639 Blue Sky Fees (View Titles) 410, 639, 662 Exchange Listing Fees (View Titles)..... 470, 639, 718 Misc Fees (View Titles)..... 412, 639, 665

International, Inc. Pvds Voice Over Internet Protocol

McCormick & Schmick's Seafood

Restaurants, Inc. Opts national seafood restaurant 07/20/2004

(\$3,304,000) (5812) Retail-Ea

12

14

<u>21</u>

47

19

svcs

Benchmark IPO Fees and Expenses

You'll find the intelligence needed for everything from setting/justifying professional fees to evaluating and controlling costs.

IPO Vital Signs provides the analyses, breakdowns, rankings, and statistics for these types of fees and more: legal, audit, transfer agent, printing, D&O insurance, and Blue Sky.

IPO Vita											
	V The D	Diagnostics of G	oing Public								
Search IPO Vital Signs 274. IPO Issu	IPO League IPO Market News Tables & Article Archives			Advanced IPO Navigational Research Tools Tools		Contact Us	Logout/Home V	'S #:			
	IPO Leadership Ra	ankings									
IPO Profe Results	IPO Industry Secto Rankings		Definitions								
	IPO Professional O Rankings	Office									
For the period 1 Ranked by Office	IPO Working Group Relationships	r of IPOs, IPO Issuer's Law Firm									
IPO Issuer's Law	IPO Deal Element	cation	Office Location	IPOs		IPO Issuer's Law Firm Fee		Aggregate IPO			
						II VISSUEI S LUM	rirm ree				
	Rankings by Lead Manager	(y/)	(Country)	Count	% of Total	Aggregate	% of Total	Aggregate IPO Offering Amount			
Law VIIICE OF Gary	Manager	Colorado, Englewood	(Country)								
Law once or cary Potter Anderson &	Manager A. Agron	Colorado			Total	Aggregate	% of Total	Offering Amount			
-	Manager n. ngron Corroon	Englewood Delaware,	United States	Count	Total	Aggregate	% of Total	Offering Amount #9,212,000 \$535,000,000			
Potter Anderson &	Manager n. ngron Corroon	Englewood Delaware, Wilmington District of Columbia,	United States	Count	Total 0.3%	Aggregate #173,000 \$2,173,000	% of Total	Offering Amount			

Negotiate the IPO Deal

IPO Vital Signs provides objective guidance on many key issues in the IPO deal negotiation. Get answers to tough questions such as:

- What should the IPO offering amount be?
- What are the recent price-to-revenue multiples granted by IPO underwriters?
- · What dilution will public shareholders tolerate?
- Can insiders sell in the IPO offering?
- · Can we use a multiple lock-up agreement?
- · What percentage of shares should be included in an IPO directed share program?
- · What pricing factors will be considered by the investment bankers in valuing the IPO?
- What is the final vs. initial filing pricing record of your proposed lead manager?
- What IPO filing spread can you expect?



Research the IPO Services Market

Use the IPO League Tables to evaluate IPO professionals and benchmark your firm's practice against peers. You'll find IPO Leadership Rankings, IPO Industry Sector Rankings, IPO Professional Office Rankings, IPO Work Group Relationships, and IPO Deal Lead Manager.

Use IPO Vital Signs to evaluate a firm's industry experience, compare IPO fee estimates, prepare a firm's IPO fact book, draft press releases and select referral sources.

IPO Vital Signs helps you evaluate and select law firms and attorneys, audit firms, underwriters, transfer agents, and other IPO professionals. You can evaluate members of your proposed IPO team based on their record in your industry or their experience with similar offering amounts, market capitalization, and many other factors.

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SIC Cod

66.7% (6141) F

54.1% (6331) Fir Insurar

57.4% (7330) S

64.8% (7389) S

66.4% (7372) S Software

53.5% (5944) R

73.9% (3532) Mir & Gas Fir

63.0% (5033) R Materials

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IPO Vital Signs	Diagnostics of Going	447. Primary IPO Shares and Secondary IPO Definitive Overview For the period 1/1/2004 through 6/12/2005 ▶ Ranked by PO Issuer Duildown results for:				
IPO Vital Signs Tables	Advanced IPO Research Tools	Secondary Sharess Underwritten >25% to <50% Secondary				
447. Primary IPO Shares Definitive Overview	and Secondary	Primary Shares (\$) (%)			SI	
Results Related Vita	I Signs 🍸 Definitio	ns 🔄 📇 Printer-I	14,333,333	3 \$214,999,99	5 66.7%	(6
▼ For the period 1/1/2004 through 6 Start Date: Jan ▼ 1 ▼ 200	4 • \$ Refresh	4,420,000	561,880,00	D 54.1%	(6 Ins	
End Date: Jun 🔹 12 🔹 200 Range of Secondary IPO Shares	# of IPOs within Range	% of IPOs within Range	7,666,667	7 \$99,666,67	1 57.4%	(7) Co
100% Secondary	14	4.3%	4,233,849	\$74,092,35	8 64.8%	% (7
>75% to <100% Secondary	5	1.5%				
>50% to 75% Secondary	12	3.7%	8,500,000	\$110,500,00	0 63.0%	
50% Secondary	1	0.3%			-	M
>25% to <50% Secondary	<u>43</u>	13.2%	3,650,000	\$51,100,000	0 66.4%	6 (7: So
>0% to 25% Secondary	40	12.3%				
100% Primary	211	64.7%	2,000,000	\$41,000,00	D 53.5%	(5
TOTAL	<u>326</u>	100.0%	7,941,177	7 \$142,941,18	6 73.9%	13
	¢	© 2005 CCH, INCORPOR	•			8

IPO Prospectus Writer

Exclusive! - IPO Prospectus Table of Contents Drafter

Ouickly determine what sections to include in your IPO prospectus, Review a list of standard sections, their frequency and variations, and then study a list of over 140 non-standard sections and the issuers who used them.

Compare IPO Prospectus Disclosure

Draft the IPO Prospectus: No system can replace the actual drafting of the substantive sections of the IPO prospectus. But IPO Vital Signs can act as an effective and efficient guide in drafting various sections of the IPO prospectus by providing the draftsperson with examples of the most relevant text disclosures that have appeared in over 220 IPO final prospectuses that have been filed with the SEC since 1/1/01.

▶Front Cover

- Table of Contents: (View Titles) 727, 904, 905, 906, 907
- ▶ Prospectus Summary
- ▶ Risk Factors: (View Titles)..... 510, 511, 512, 719, 733, 734
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- ▶Business

Draft the IPO Prospectus

The IPO Prospectus Writer is a powerful workflow tool for drafting a wide range of IPO documents. This exclusive tool guides attorneys to precedent language in key sections of the final IPO prospectus.

IPO Vital Sign's compare feature presents a section-by-section comparison of IPO prospectus language selected by industry or other criteria.

IPO Prospectus Writer is also a great timesaver when drafting the initial registration or when responding to SEC comment letters.

Use IPO Prospectus Writer to find comparable IPO companies, outline your IPO prospectus, draft the Risk Factors section, disclose recent litigation, disclose equity for counsel, disclose going concern issues, and more.