

WHAT DO THE MOST DYNAMIC, VALUE-ADDED SPEAKERS
YOU'VE EVER HEARD HAVE IN COMMON?

PERSPECTIVE.

It's what induces change in organizations.

It's what makes leaders better.

It's what makes profitable companies more profitable.

It's what helps challenged companies reinvent themselves.

YOU'VE NEVER HEARD ADAM J. EPSTEIN'S PERSPECTIVE.



- He co-managed a large special situation hedge fund that invested in hundreds of high-growth companies.
- He's been a large firm lawyer, and an in-house counsel.
- He's had senior operating roles in technology, retail, and finance.
- He's published critically acclaimed books and written for publications all over the world.
- He has advised scores of high growth company CEOs and boards.
- He has lived, worked, and traveled globally.
- And, outside of business, Adam has successfully climbed and skied down some of the largest wilderness peaks in the United States.



Adam's unique perspective makes him a sought after speaker; he has appeared internationally more than one hundred times since 2012.



He is retained to speak by corporate governance organizations, corporate boards, law firms, audit/consulting firms, investor relations organizations, and investor conferences.

Whether he's sharing the stage with Fortune 100 board members and former White House cabinet members, or presenting global keynotes, Adam is invited back over and over again by iconic companies due to his well-chronicled thought leadership, unique perspective, candor, humor, and practical take-aways.

POPULAR PRESENTATION TOPICS

LAWYERS & INSTITUTIONAL INVESTORS: INCREASINGLY DISPARATE BOARDROOM PERSPECTIVES

Boardroom legal advice has historically been focused on "culpability avoidance" (i.e., director adherence to relevant statutes and regulations). But institutional investors are laser focused in today's capital markets on boards being strategic assets for shareholders. Therein lies a costly rub for law firms: the buy-side is increasingly investing in "governance excellence," whereas many law firms unintentionally encourage "box-checking." Boards know the difference; do your partners and associates?

ADDITIONAL LEGAL TOPICS: <https://adamjepstein.com/speaking/speaking-law-firms/>

WHY MOST INVESTOR MEETINGS AREN'T AS SUCCESSFUL AS CEOs THINK

While skilled investor relations professionals do a terrific job of preparing management to meet with the buy-side, institutional investors view the world through a decidedly different lens that non-investors consistently struggle to intuit. In fact, some investor meetings are often doomed before they start due to company websites that contain nonstarters for experienced investors. Issuers can learn why the overwhelming majority of small-cap investor meetings don't go nearly as well as management think, and they can walk away with some practical advice on how to eliminate myriad mistakes they didn't even know they were making.

WHAT FOUNDERS AND VCS COULD LEARN FROM OLIVE GARDEN

In 2014, the entire board of directors of Olive Garden's corporate parent, Darden Restaurants, was replaced after a proxy contest initiated by an activist investor. What happened next is something that every entrepreneur and venture capital investor should study. This session focuses on practical takeaways from the Darden proxy fight for founders and venture capital investors.

CAPITAL MARKETS MISTAKES THAT ALL SMALL-CAPS SERIALLY MAKE

Small-cap companies raise in excess of \$30 billion annually in the equity capital markets. The bad news is that special situation hedge funds benefit dramatically from repetitive capital markets mistakes made by small-cap issuers. These serial mistakes struggle to reach the light of day, because the status quo is profitable for various capital markets constituents. Bottom line: issuers are undertaking needlessly dilutive financings, wasting time and money meeting with investors who can't and won't buy their stock, and in artfully selecting and managing service providers who are hurting their shareholders. The good news is that all of these mistakes are avoidable with some frank, practical forethought.

SPECIAL SITUATION FINANCE: WHAT YOU DON'T KNOW WILL HURT YOUR CLIENT

Highly structured equity and equity-linked instruments are common in the small-cap equity capital markets. Audit firms and audit committees regularly fail to appreciate the nuances and potential implications of these instruments, and clients react by choosing new audit firms. Take the opportunity to understand directly from a former special situation fund manager why instruments are structured the way they are, the mechanisms which typically result in defaults, and how firms/clients can more efficaciously administer complex financings.

ADAM J. EPSTEIN HAS A SINGULAR PERSPECTIVE



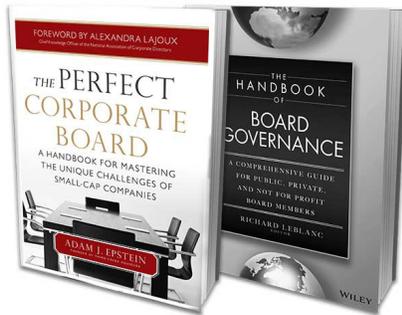
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Adam J. Epstein is a former institutional investor, and now, an advisor to CEOs and boards of pre-IPO and small-cap companies through his firm, Third Creek Advisors, LLC. Mr. Epstein is a key contributor to Nasdaq's new Amplify small-cap content initiative, an advisor to the Nasdaq Entrepreneurial Center, and a distinguished National Association of Corporate Directors Board Leadership Fellow and faculty member.

He is the small-cap contributing editor for *Directorship* magazine, author of *The Perfect Corporate Board: A Handbook for Mastering the Unique Challenges of Small-Cap Companies* (McGraw Hill, 2012),

and contributing author to *The Handbook of Board Governance: A Comprehensive Guide for Public, Private and Not for Profit Board Members* (Wiley, 2016). In February 2017, *The Perfect Corporate Board* was the #2 ranked corporate governance book on Amazon.com, and, in June 2016, *The Handbook of Board Governance* was the #1 "New Release" in corporate governance on Amazon.com.



Prior to founding Third Creek, Mr. Epstein co-founded and was a principal of Enable Capital Management, LLC. During his tenure, Enable's special situation hedge funds invested in more than 500 small-cap financings.

Mr. Epstein has been featured in *The Wall Street Journal*, *Bloomberg Businessweek* and on CNN Presents.

Epstein started his career as an attorney at Brobeck, Phleger & Harrison after having been a law clerk at Willkie Farr & Gallagher, and held senior operating roles in retail, technology, and merchant banking thereafter.



He earned a Juris Doctor from Boston University, and a Bachelor of Arts, *cum laude*, from Vassar College.





ADAM J. EPSTEIN

Advisor • Speaker • Author

INTERNATIONALLY REGARDED THOUGHT LEADER



“Experiencing Adam speaking about small company corporate governance is like watching a locomotive come out of a closet! His passion and energy are palpable, and the perspective he brings as a former special situations investor is quite unique. I have invited Adam to speak on several panels for the American Bar Association and The Practising Law Institute, and he never fails to open the eyes of the audience to the particular trials of, and skills needed within, small-cap boards.”

FRANK M. PLACENTI

LEADER, CORPORATE GOVERNANCE PRACTICE OF SQUIRE PATTON BOGGS LLP
PRESIDENT, AMERICAN COLLEGE OF GOVERNANCE COUNSEL



“Adam is a thoughtful and engaging speaker with an astute and informed perspective on early state start-up and small-cap public companies. His experience as an institutional investor and as a board member, give him a holistic understanding of the complex challenges facing these companies, their board and CEOs. Adam is able to distill down the most important elements and deliver them in a clear, compelling no-nonsense way that audiences really connect with. It’s the reason that we have invited Adam back to speak at multiple events year-over-year. To top it off, he’s a complete joy to work with.”

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