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ATLAS Information Group, Inc. presents it's 8th Annual

2008

INTERNATIONAL

FILM & TV

FINANCE SUMMIT

How independent producers, financiers and studio executives
secure development, production and equity finance for films

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February 4-6, 2008 • Los Angeles, CA • Intercontinental Hotel

February 4, 2008 Special Half-Day Introductory Film Finance Workshop

Co-chairs :

Thomas Leo
Sheppard Mullin

Warren Nimchuk
PricewaterhouseCoopers LLP

David Zitzerman
Goodmans LLP

Summit Moderators :

David Bloomfield
Law Offices of David Bloomfield

Joe Chianese
Entertainment Partners

Robert Darwell
Sheppard Mullin

Vinca Liane Jarrett Esq.
FilmPro Finance

Patty Mayer
Mitchell Silberberg

Schuyler Moore
Strook, Strook & Lavan

Brian Pass
Sheppard Mullin

Steve Scharf
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Plus hear from 40 more industry experts . . . see inside for details



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INTERNATIONAL FILM & TV FINANCE SUMMIT

February 4-6, 2008 • Los Angeles, CA • Intercontinental Hotel



The First 20 Workshop Registrants Receive

THE BIZ by Schuyler M. Moore is the most comprehensive guide to negotiating that legal and financial obstacle course that independent filmmakers must endure.

Schuyler M. Moore, Esq., is a partner in the corporate entertainment department of the Los Angeles office of the national law firm of Strook, Strook & Lavan, LLP. Mr. Moore has been practicing law in the entertainment industry since 1981, and he represents a broad spectrum of entertainment industry clients, including producers, sales agents, foreign distributors, and financiers.

Substitutions Cancellations:

If you need to cancel your registration, a colleague from your firm is welcome to attend in your place. Cancellations must be made in writing at least 5 business days prior to the seminar date and a full credit (valid for one year) will be issued toward another ATLAS or SFI conference. If you must cancel within 5 business days, a \$150 administrative fee will be deducted from the credit voucher. No credit card or cash refunds will be granted. "No-shows" will be charged as attending. For more information regarding administrative policies such as complaint and refund, please contact our offices at 914-946-4010 or email info@atlas-sfi.com

We are pleased to announce ATLAS Information Group's Eighth Annual **International Film & TV Finance Summit**. This long running event brings together a senior roster of film finance professionals, commercial and investment bankers, independent producers, studio executives and legal, tax and accounting advisors to share practical experience and technical knowledge on the complex issues involved in financing film and television productions.

Here's Why You Can't Afford To Miss This Summit:

- Access to and information from the most senior players in the industry at the top of their professions
- Significant networking opportunities amongst the top professionals and financiers in the film business today
- Expanded session on the U.S. state, federal and international tax incentives for film and TV production
- Increased case studies including financing films of interest to the Spanish/Latino market, structuring a film financing between North America and the far east and a multi-jurisdictional feature film co-production
- The role of commercial banks in securing financing against future funding commitments
- The role of private equity markets and institutional investors in the motion picture industry
- Attaching talent to a project (how the right actors/director/writer/photographer etc., can improve financing opportunities)
- Using digital platforms for distributing media content into the home

Who Should Attend:

- Accountants
- Bankers
- Digital Entertainment Executives
- Entertainment Lawyers
- Film Distributors
- Film Industry Tax Executives
- Film & Television Producers
- Finance Lawyers
- Hedge Fund and Private Equity Executives
- Insurance and Completion Bond Providers
- Private Financiers
- Production & Post Production Companies
- Studio and Indie Executives

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Hotel Accommodations:

Intercontinental Los Angeles – Special Room rate is \$259
2151 Avenue of the Stars, Los Angeles, CA 90067

To reserve your room please call (310) 284-6500 and mention that you are with ATLAS

To Register: Tel: 800-207-4432 **Fax:** 914-946-3495 www.atlas-sfi.com

INTERNATIONAL FILM & TV FINANCE SUMMIT

Co-chairs : Thomas Leo, Sheppard Mullin
Warren Nimchuk, PricewaterhouseCoopers LLP
David Zitserman, Goodmans LLP

Pre-Conference Workshop

Special half-day introductory workshop -
“How to finance a single independent film”

Monday, February 4th, 2008

1:00 pm Workshop Registration

1:45 **Introductory Comments and Overview:
Film Finance Workshop -
Moderators and Panelists**

2:00 **Motion Picture Film Finance From A to Z**

- Assessing the economics of the transaction
- Identifying the key players in a financing transaction
- Creating an effective package: business plan, budgets, audits, letters of intent and pre-sales
- Understanding the “water-fall” concept-how gross receipts get divided
- Understanding the key legal agreements used in film finance
- The producer-lawyer: who is driving the agreements
- Completion bonds and other third party credit enhancements
- Accessing and packaging tax incentives/soft dollars
- Utilizing other income sources-foreign sales, DVDs, product
- Tips on finding funds for your film project

Co-Moderators:

*Patty Mayer, Mitchell Silberberg
David Bloomfield, Law Offices of David Bloomfield*

Panelists:

*Luke Jones, Cool Hand International
Marion Spiegelman, Film Finances
Adrian Ward, Israel Discount Bank of New York
Warren Nimchuk, PricewaterhouseCoopers LLP*

5:15 **Summary and Q&A**

5:30 **Workshop Concludes**

Tuesday, February 5, 2007

7:45 am **Summit Registration & Continental Breakfast**

8:45 **Summit Welcome and Co-Chairs Comments**
*Tom Leo, Sheppard Mullin
Warren Nimchuk, PricewaterhouseCoopers LLP
David Zitserman, Goodmans LLP*

9:00 **Emerging Trends in Motion Picture Finance**

- Current state and availability of domestic and international tax advantaged film finance
- The continued glut of independent films
- Role of private equity and hedge funds
- Emergence of diverse digital platforms
- State of co-productions
- Availability of diverse income streams for film finance-including DVDs, foreign sales, branding, other

Moderator:

Schuyler Moore, Strook, Strook & Lavan

Panelists:

*Roy Salter, The Salter Group
David Molner, Screen Capital International*

10:00 **Break for Refreshments**

10:15 **Structuring a Financing Plan For an Independent Film Project**

- Financing distribution agreements and other future funding commitments
- Gap and supergap financing
- Film finance incentives and state tax credits
- The role of the senior lender
- The role of the completion guarantor and the completion guaranty
- Emergence of non-US banks into the film financing arena
- Recent developments

Moderator:

Tom Leo, Sheppard Mullin

Panelists:

*Fred Milstein, CineFinance
Thomas Gardner, Société Générale
Adrian Ward, IDB of NY
Bennett Pozil, Natixis*

11:15 **Motion Picture Finance & Private Capital Markets**

- Institutional investment in motion pictures - current developments
- State of studio “off-balance sheet/securitization” financing
- Institutional financing for production “slates” – economics of slate deals and latest developments
- What’s happening with film funds
- Tapping hedge fund money for film finance

Moderator:

Steve Scharf, O’Melveny & Myers

Panelists:

*Eileen Burke, DB Zwirn
Laura Fazio, Deutsche Bank
Jesse Jacobs, Goldman Sachs
Wade Layton, CIT*

12:15 pm **Q&A Session**

12:30 **Luncheon**

1:30 **Current Developments in Use of US State Film Production Tax Incentives**

- Introduction to film tax credits, rebates and other types of incentives
- How US incentives compare to what’s available abroad
- How much is really available and how quickly does it run out
- Issues with availability of cast and crew and working with unions
- How do you monetize, assign, sell or transfer these credits
- Summary of the existing state providers and some of the new arrivals
- Recent developments and proposed legislation in this area
- Top ten issues to consider when using state tax incentives

Moderator:

Barbara Rosenfeld, Independent Consultant, Entertainment Partners

Panelist:

*Joseph Chianese, Entertainment Partners
Marco Cordova, Entertainment Partners
Mary Ann Hughes, Disney
Jean Prewitt, IFTA*

2:15 **Pros and Cons of Benefits and Traps for the Unwary in a Number of Key Tax Incentive States**
Update on what’s available by state representatives followed by an impartial analysis by a panel of production experts.

Moderator:

Barbara Rosenfeld, Independent Consultant, Entertainment Partners

Panelists:

*Joseph Chianese, Entertainment Partners
Marco Cordova, Entertainment Partners
Mary Ann Hughes, Disney
Vinca Liane Jarrett Esq., FilmPro Finance LLC
Jean Prewitt, IFTA*

- 3:30 Break for Refreshments
- 3:45 **International Production Incentives - Updates on Accessing Benefits Abroad**
- Canadian Incentives
 - Germany film credits
 - United Kingdom and Ireland
 - Australia and New Zealand
 - Summary of other markets offering incentives
 - Opportunities for doing co-productions between these countries
- Moderator:**
David Zitzerman, Goodmans LLP
- Panelists:**
Dr. Hans Radau, Norr Stiefenhofer Lutz
Karen Robson, Pryor Cashman
Conor O'Brien, KPMG LLP
Dr. Agnes Kiss, RC Consulting
- 5:30 Summary and Q&A
- 5:45 Summit Adjourns - Gala Cocktail Reception

- 10:30 **Issues in Structuring a Film Financing Between North America and the Far East**
- Moderator:**
Warren Nimchuk, PricewaterhouseCoopers LLP
- Panelists:**
Elliott Lewitt, Lewitt Kirkham Productions
- 11:15 Break for Refreshments
- 11:30 **Case Study in Structuring a Film Financing with Spanish/Latino Investors**
- Moderators:**
Tom Leo, Sheppard Mullin
Robert Darwell, Sheppard Mullin
Antonio Sifre, Production Advisory Services of Puerto Rico
Fred Milstein, CineFinance
Laura Bickford, Laura Bickford Productions
Thomas Gardner, Société Générale
- 12:15 pm Summary and Q&A
- 12:30 Luncheon
- 1:30 **US Federal and State Tax Considerations Regarding Film/Motion Picture Industry**
- Tax treatment of development costs
 - Film amortization – Sec. 167(g) and 181
 - Section 199
 - Monetizing federal benefits
 - Development costs-book versus tax treatment
 - Individual and state corporate income tax considerations in relation to state film incentives
- Moderator/Panelists:**
Jeff Tolin, Ernst & Young LLP
Chris Pimlott, Ernst & Young LLP
Paul Sczudlo, Loeb & Loeb LLP
Mary Ann Hughes, Disney
- 2:30 Break for Refreshments
- 2:45 **Utilizing Digital Platforms for Distributing Media Content into the Home**
- Understanding the multiple digital platforms now available
 - Creative and business issues in this area
 - What revenues can be obtained at what cost
 - Digital rights – intellectual property and piracy
 - How the digital revolution is likely to change the entertainment industry and film financing
- Moderator:**
Brian Pass, Sheppard Mullin
- Panelists to be Named From:**
Sony, Yahoo, Hulu and Veoh
- 3:45 **Case Study for a Multi-Jurisdictional Feature Film Co-production - "The Tudors"**
- Co-production legal and practical issues
 - Role of co-production treaties
 - What makes a good co-production
 - Choosing partners to open financing opportunities
 - Addressing currency fluctuations, foreign legal requirements, and a "bad" partner
 - Complications that arise, the costs involved and the time it takes
- Moderator:**
David Zitzerman, Goodmans LLP
- Panelists:**
Janet Stott, Showtime Networks Inc.
Jill Cohen, Davis Wright Tremaine LLP
Carolyn Stamegma, Goodmans LLP
- 5:00 Closing Comments
- 5:15 Summit Concludes
Cocktail Reception Sponsored by



Wednesday, February 6, 2008

- 8:00 am Continental Breakfast
- 8:30 Co-chairs Review of Day One and Preview of Day Two
- 8:45 **Attaching the Right Talent to a Motion Picture Project at the Right Terms**
- How do you get the talent you need or want?
 - Fitting the talent to the project
 - Can you get "bankable" talent to work below their normal rates for the right script?
 - Working with the major talent agencies- understanding their needs and issues
 - Are first time directors "bankable?"
 - Covering liability risks-what can you expect from insurance
 - Legal issues in contracting with talent
 - Completion bonds and other insurance issues with talent
 - Tips for independent producers hoping to arrange financing where getting the right talent can make the financing happen
- Moderator:**
Robert Darwell, Sheppard Mullin
- Panelists:**
Patti C. Felker, Nelson Felker Toczek Davis LLP
Avy Eschenasy, Focus Features
Graham Taylor, Endeavor Packaging
- 9:30 **Strategies to Penetrate the International Markets to Generate Revenues to Increase Financing Possibilities**
- The role of sales agents and distributors
 - Accessing international presales to cover some or all of the negative budget
 - Selecting and evaluating sales agents and distributors
 - Role of markets and festivals
 - How to secure international receipts
 - Is theatrical release in the US necessary for success outside the US?
- Co-Moderators:**
Warren Nimchuk, PricewaterhouseCoopers LLP
Vinca Liane Jarrett Esq., FilmPro Finance LLC
- Panelists:**
Mitch Levine, Film Festival Consulting Group
Ashok Amritraj, Hyde Park Entertainment
Mark Damon, Foresight Unlimited

- www.ProductionIncentives.com
- EP ENTERTAINMENT PARTNERS AN EMPLOYEE OWNED COMPANY
- Faculty subject to change, go to www.atlas-sfi.com for updates
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Entertainment Partners (EP) has been the leader in payroll and production services for thirty years. With industry staples such as Vista and Global Vista Accounting and Movie Magic Budgeting/Scheduling, the Virtual Production Office (VPO), the Petty Cash Card and Central Casting, EP is a true partner to the production community. Find out more about our products and services at www.entertainmentpartners.com. EP has recently developed a Production Incentive Group, whereby EP is providing consulting services and products, and assists clients with the required structuring and hiring practices in the appropriate jurisdictions in order to maximize production incentives, and minimize potential production and tax exposures. For the most updated and comprehensive online source for production incentives information, visit www.productionincentives.com.



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FilmPro Finance LLC was established in 2001 as a consulting firm to producers and financiers to make introductions that might lead to projects being financed. While FilmPro does not negotiate any terms of agreements between the parties, in exchange for a finder's fee on the amount of money raised in conjunction with a stake in each project, FilmPro will present the structure of a potential deal to those involved. For investors, FilmPro will assist in gathering key information necessary to approve a project for potential financing, including ultimates and biographies of key players. For producers, FilmPro will request letters of intent from potential financiers to ensure that time is spent by the parties negotiating and not wasted on discovering if assets are real.

About ATLAS:



Atlas Information Group, Inc., a professional educational provider, offers tax, legal & financial conferences, seminars and published materials to meet your business needs. Group live educational programs are offered throughout the United States, Puerto Rico, Toronto, Vancouver and key European cities. Our mission is to provide corporate executives and professionals with the most up to date information and networking opportunities needed to improve their job performance. Our faculty consists of the most knowledgeable and experienced speakers from corporations, law firms, public accounting firms, financial institutions, consulting firms and government agencies. We are an authorized sponsor of CPE/CLE credits throughout the U.S. Educational materials presented at our programs are available for those who cannot attend.



Goodmans LLP is recognized as a leading Canadian entertainment law firm. Our lawyers represent a large cross-section of major North American film, television, new media and publishing companies, as well as many individual directors, authors and screenwriters, actors and film and television personalities. We assist foreign clients that are producing on location in Canada by advising them on Canadian tax and legal issues such as film tax credits and Canadian withholding tax, preparing talent contracts, dealing with Canadian guilds and unions and advising on Canadian foreign investment rules and domestic regulatory requirements. www.goodmans.ca



PricewaterhouseCoopers As accountant and business advisor to many of the world's leading entertainment and media companies, PricewaterhouseCoopers has an insider's view of the key trends and developments driving the industry. PricewaterhouseCoopers also has the unique honour of handling the annual Academy Awards balloting, a privilege that reflects our long standing and deep relationship with Hollywood and the entertainment community. Known as an industry thought leader, our Entertainment and Media (E&M) practice publishes the annual Global Entertainment and Media Outlook and other surveys and white papers highlighting current and future trends in the industry. www.pwc.com



Sheppard Mullin is a full service AmLaw 100 firm with more than 500 attorneys in 10 offices located throughout California and in New York, Washington, D.C. and Shanghai. The firm's California offices are located in Los Angeles, San Francisco, Santa Barbara, Century City, Orange County, Del Mar Heights and San Diego. Founded in 1927 on the principle that the firm would succeed only if its attorneys delivered prompt, high quality and cost-effective legal services, Sheppard Mullin provides legal counsel to U.S. and international clients. Companies turn to Sheppard Mullin to handle a full range of entertainment and media matters, corporate and technology matters, high stakes litigation and complex financial transactions. In the U.S., the firm's clients include more than half of the Fortune 100 companies.

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