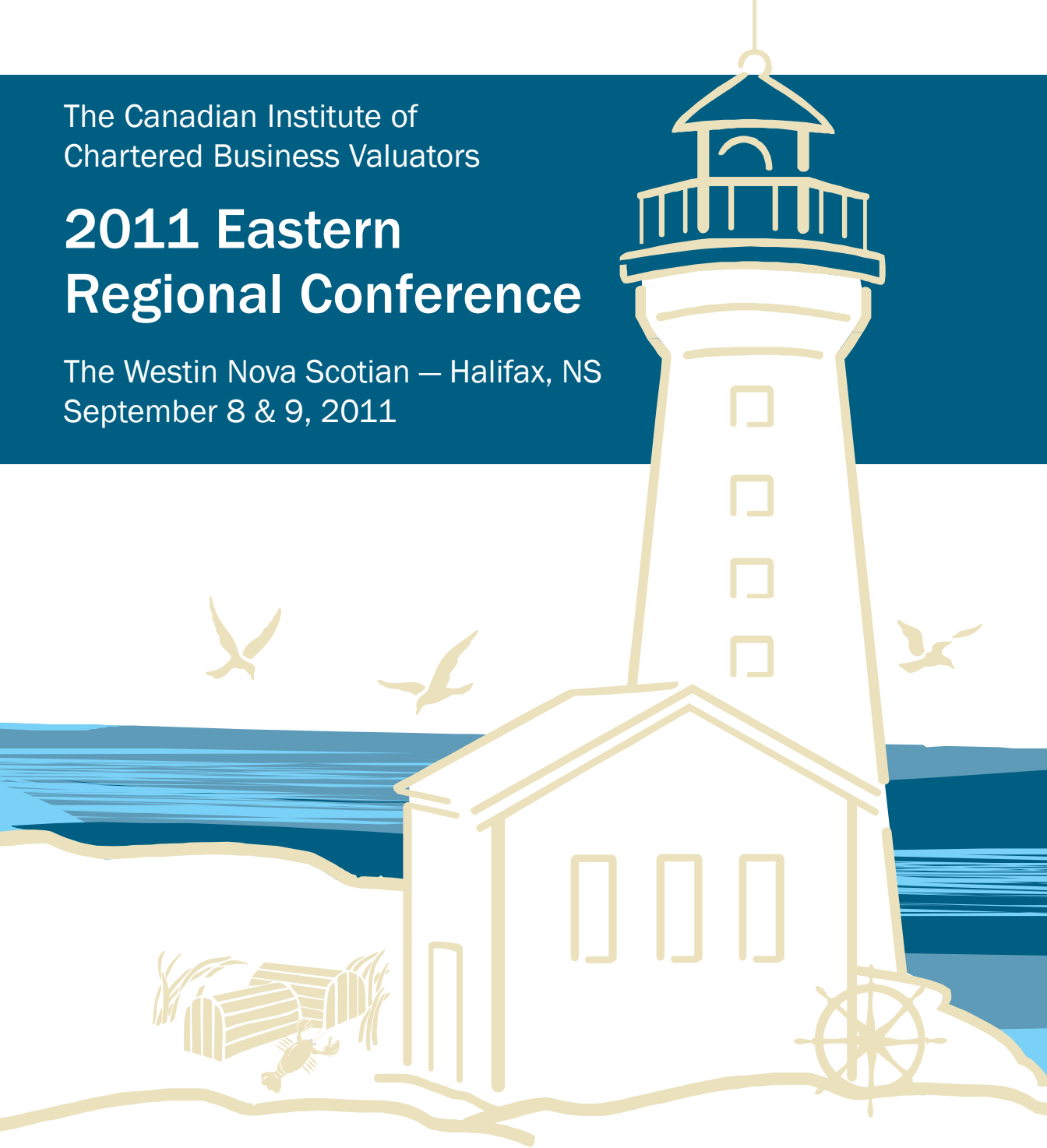


The Canadian Institute of
Chartered Business Valuators

2011 Eastern Regional Conference

The Westin Nova Scotian — Halifax, NS
September 8 & 9, 2011



Preliminary Program

—
THE CANADIAN INSTITUTE *of*
**CHARTERED
BUSINESS
VALUATORS™**
—

About the Conference

The 2011 Eastern Regional Conference will be held on September 8 & 9, 2011 at the Westin Nova Scotian, Halifax, NS, and promises to be of interest to CICBV Members, students and other professionals.

The conference committee has gathered a diverse, energetic group of speakers who will provide updates that will assist in enhancing valuation skill sets and expand on the tools needed to succeed in this continually evolving profession.

Halifax...take your time!

Nature has blessed this area with sandy beaches, rugged shorelines and colorful gardens. This fine location was the site of the first British town in Canada, founded in 1749. Since then, the area has evolved to be home for a diverse mix of people. Charming fishing villages, farming communities and Atlantic Canada's largest city awaits you.

In the heart of the downtown you'll find art galleries, museums, historic sites and churches, shopping, sidewalk cafés and friendly nightclubs. Lively pubs and livelier entertainment and a nightlife that doesn't quit, spectacular shows, first class sporting events, riveting live theatre on both sides of the harbour, scrumptious dining and non-stop fun are the ticket to an exhilarating Halifax experience.

Space is limited. Register early and save \$150

Conference Chair:

Barbara Morton, CBV, Ernst & Young, Halifax, NS

Committee:

Nikki Robar, CBV, PricewaterhouseCoopers, Halifax, NS

Anthony Gogan, CBV, Grant Thornton LLP, Saint John, NB

Daniel Hinse, CBV, Fonds de solidarité FTQ, Montreal, QC

Patrick Ouimet, CBV, Deloitte, Montreal, QC

Suzanne Loomer, CBV, Campbell Valuation Partners Limited, Toronto, ON

Deborah Pelle, CICBV, Toronto, ON

CE CREDITS: Participants will earn 14 CE hours

Thurs. Sept. 8	
7:30 – 8:15 AM	Registration/Breakfast
8:15 – 8:30 AM	Opening Remarks
8:30 – 9:30 AM	Keynote Speaker – Nancy Tower, Executive Vice President and Chief Financial Officer – Emera Inc.
9:30 – 10:30 AM	Credibility Under Scrutiny: A Study of Expert Evidence in Canadian Court Judgements
10:30 – 10:45 AM	Coffee Break
10:45 – 12:00 PM	The Psychology of Mid-Market M&A
12:00 – 1:00 PM	Networking Lunch
1:00 – 2:00 PM	Financing Deals in the Current M&A Mid-Market
2:00 – 3:00 PM	Current Issues in Tax Valuation
3:00 – 3:15 PM	Coffee Break
3:15 – 4:30 PM	Applying CICBV Standards in Litigation
4:30 – 5:30 PM	Computer-Aided Financial Forecasting using Natural Language Processing
5:30 – 7:30 PM	Cocktail Reception
Friday Sept 9	
7:30 – 8:30 AM	Registration/Breakfast
8:30 – 9:00 AM	State of the Union & International Updates
9:00 – 10:00 AM	View from the Bench
10:00 – 10:15 AM	Coffee Break
10:15 – 11:15 AM	Notional Valuation of SMEs – Overcoming the Challenges
11:15 – 12:15 PM	Impairment Analysis Under IFRS
12:15 – 1:15 PM	Networking Lunch
1:15 – 2:15 PM	Valuing Entrepreneurial Dreams – The VC Perspective
2:15 – 3:15 PM	Minority Discounts in Private Company Settings
3:15 – 4:15 PM	Dealer Rules CBVs Need to Know When Assisting Clients
4:15 – 4:30 PM	Closing Remarks

Calendar of Events

Wednesday September 7, 2011

CICBV Half-Day SMALL BUSINESS ROUNDTABLE
(see General Information page for details)

Thursday September 8, 2011

Cocktail Reception, **Celebrating 40 Years!**
5:30 p.m. – 7:30 p.m.
Pier 21 – Canada's Immigration Museum

CICBV 2011 Eastern Regional Conference

Thursday September 7, 2011

7:30 a.m. – 8:15 a.m.

Registration / Continental Breakfast

8:15 a.m. – 8:30 a.m.

Opening Remarks

Barbara Morton, Chair of the 2011 Eastern Regional Conference Organizing Committee

8:30 a.m. – 9:30 a.m.

Lower Churchill Projects

Nancy Tower, Executive Vice President and Chief Financial Officer – Emera Inc. – Halifax

Nancy Tower, CEO of Emera Newfoundland and Labrador, will provide a perspective on the related projects that will develop new hydro generation at Muskrat Falls on the Lower Churchill River in Labrador, new transmission infrastructure in Labrador and the island of Newfoundland, and a subsea connection between Newfoundland and Nova Scotia. The projects will deliver clean, renewable electricity to the people of Newfoundland and Labrador and Nova Scotia, as well as the Maritime provinces and markets in New England. These

projects are an example of collaboration and regional cooperation between utilities and governments in Atlantic Canada.

9:30 a.m. – 10:30 a.m.

Credibility under Scrutiny: A Study of Expert Evidence in Canadian Court Judgments

Prem Lobo, CBV – Cohen Hamilton Steger & Co. Inc. – Toronto

Peter Henein – Cassels Brock & Blackwell LLP – Toronto

This presentation summarizes the key findings from Prem Lobo and Peter Henein's empirical research pursuant to the 2011 Ian R. Campbell Research Initiative.

To date, there has not been a comprehensive, empirical research study of Canadian court judgments that explores the overall weight that courts place on expert evidence, and what specific factors (on the part of the expert and external) are instrumental in ensuring the success/acceptance or lack thereof of expert evidence by the court. The Lobo and Henein Study attempt to "deconstruct" court judgments in order to identify what factors resulted in expert evidence being successful/credible/accepted by the courts. For instance,

clarity/simplicity/complexity of expert testimony; the perceived independence of the expert; “hot button” issues which caused the adjudicator to question independence/credibility/competence (and what?); the experience or inexperience of the expert; characteristics of the adjudicator; whether the case in question dealt with a particular issue; and, whether particular external or internal circumstances played a role and if so what? The findings from this Study will be useful to expert practitioners of all backgrounds and experience.

10:30 a.m. (15 minutes)

Morning Coffee Break

10:45 a.m. – 12:00 p.m.

The Psychology of Mid-Market M&A

Howard Johnson, CBV – Veracap Corporate Finance Limited – Toronto

This presentation will focus on the interplay between buyers and sellers in mid-market M&A transactions, and how intermediaries and advisors need to manage the divergent personalities involved in order to get a deal done. It will examine successes and failures, the lessons learned, and things to avoid.

12:00 p.m. (1 hour)

Networking Lunch

1:00 p.m. – 2:00 p.m.

Financing Deals in the Current M&A Mid-Market

William Farrell, CBV – CCC Investment Banking – Toronto

Joe Fillmore – BMO Bank of Montreal – Halifax

Daniel Hinse, CBV – Fonds de solidarité FTQ – Montreal

High-level overview of the M&A process with a focus on mid-market business valuation, pricing and financing. The presentation will cover typical financial structures with a particular focus on debt financing, where we will address the latest market trends with an overview of the different type of debt instruments with their principal terms and conditions.

2:00 p.m. – 3:00 p.m.

Current Issues in Tax Valuation

Mary Jane Andrews, FCBV – KPMG LLP – Halifax

Bruce Russell – McInnes Cooper – Halifax

Chris Wunder, CBV – Canada Revenue Agency – Kitchener

Panel Moderator – **Bill Vienneau**, CBV – WBLI Chartered Accountants – Halifax

The panelists will provide us with insight on some of the cutting edge topics in tax valuations, such as:

- Perspectives on valuation of shares that are voting; non-participating vs non-voting; participating shares
- The impact of taxes on valuation of flow-through entities such as limited partnerships
- The impact of refundable taxes on valuations
- Recent tax valuation case overview
- Other topics related to tax valuations.

3:00 p.m. (15 minutes)

Afternoon Coffee Break

3:15 p.m. – 4:30 p.m.

Applying CICBV Standards in Litigation

Paul Bradley, CBV – PricewaterhouseCoopers – Halifax

Lorne Siebert, FCBV – Siebert Pask – Calgary

Paula White, CBV – Duff & Phelps – Toronto

Panel Moderator – **Colin Piercey** – Stewart McKelvey – Halifax

Moderated by a season litigator who has worked regularly with CBVs, a panel of 3 CBVs with deep experience in litigation support will discuss the practical application of CICBV standards in a litigation setting. Issues addressed will include:

- choosing between the 3 valuation report types;
- the difficulties presented by time/fees considerations;
- the extent to which Limited Critique Reports are being used and accepted/rejected;
- additional challenges presented by joint retainers;

Calendar of Events (*continued*)

- the pros and cons of using proprietary information
- the impact changes in the legal rules of civil procedures are having on the work performed by CBVs

4:30 p.m. – 5:30 p.m.

Computer-Aided Financial Forecasting using Natural Language Processing

Dr. Vlado Keselj – Professor and Director of E-Commerce, Faculty of Computer Science, Dalhousie University

This presentation will include a survey of current computational techniques used in analysis of textual documents, and their use in automated financial forecasting. Published research results demonstrate effective use of information contained in news wire reports and social media in stock price prediction. In our experiments, we applied the readability scores and character n-gram analysis technique to analyze corporate annual reports to predict stock performance. The methods consistently outperformed a benchmark portfolio.

5:30 p.m.

Cocktail Reception

Pier 21 – Canada's Immigration Museum (located behind the Westin Nova Scotian)

Friday September 9, 2011

7:30 a.m. – 8:30 a.m.

Registration / Continental Breakfast

8:30 a.m. – 9:00 a.m.

State of the Union Address & International Update

Eleanor Joy, CBV – Chair of the Board, CICBV
Brian Keough, CBV – Vice-Chair of the Board, CICBV

Jeannine Brooks – President & CEO, CICBV

Keep up to date on the latest initiatives underway by the CICBV. This session will provide keen insight into new developments with respect to international initiatives, branding, standards, education and more.

9:00 a.m. – 10:00 a.m.

View from the Bench

Honourable Justice Walter Goodfellow – Halifax

The Honourable Justice Walter Goodfellow will provide tips for expert witnesses on court preparation, rules of the court, and what makes a persuasive expert.

10:00 a.m. (15 minutes)

Morning Coffee Break

10:15 a.m. – 11:15 a.m.

Notional Valuation of SMEs – Overcoming the Challenges

Michael Carnegie, CBV – Taylor Leibow LLP – Hamilton

John Carruthers, CBV – Grant Thornton LLP – Halifax

Brian Keough, CBV – Keough & Associates – Halifax

Panel Moderator – Daniel Jennings, CBV – Deloitte – Halifax

A panel of experienced valuation practitioners will discuss and interact with attendees on a variety of SME valuation topics, including:

- whether public company data (such as CAPM) is appropriate in SME valuations;
- the use and interpretation of transaction multiples (i.e. the market approach);
- the use of strategic purchaser premiums in notional FMV valuations; and
- best practices in arriving at fair economic remuneration for management in SMEs.

11:15 a.m. – 12:15 p.m.

Impairment Analysis Under IFRS

Nathalie Ladouceur, CBV – Ernst & Young
– Montreal

This session will provide an overview of impairment experience to date under IFRS. The key elements to take into account when valuing assets or cash generating units under IFRS will be discussed. Moreover, the session will also present key differences with Canadian GAAP.

12:15 p.m. – 1:15 p.m.

Networking Luncheon

1:15 p.m. – 2:15 p.m.

Valuing Entrepreneurial Dreams – The VC Perspective

Thomas Hayes, President/CEO –
GrowthWorks Atlantic Ltd. – Halifax

Valuing early stage technology start-ups is a daunting challenge. The initial investment sets a valuation that is based on future expectations that may not be met. At this stage there is no way to realize the value of the investment through an exit or liquidity event. In many cases the financial data does not fit into traditional valuation methodologies. Positive cash flow and profitability may never be achieved before an exit is realized. Over time the company executes a plan and attempts to achieve certain agreed upon milestones. Diligently monitoring the progress of the company and the realities of the marketplace and appropriately adjusting value is a better method than forcing standard quantitative models on technology start ups.

2:15 p.m. – 3:15 p.m.

Minority Discounts in Private Company Settings

Kiu Ghanavizchian, CBV – Blair Mackay
Mynett Valuations Inc. – Vancouver

This session will explore situations where a valuator has been asked to opine on the fair market value of a minority share interest in a privately-held company. The material will consist of a brief refresher on the factors affecting the selection of an appropriate minority discount, as well as a review of some recent Canadian court cases that have dealt with this issue. The presentation will also review the range of minority discounts typically employed by CBVs with respect to some of the more commonly seen ownership structures. This presentation will be of particular interest to CBVs in public practice who often provide valuation assistance in respect of matrimonial or shareholder disputes, estate planning and other situations where the valuation of a minority interest is required.

3:15 p.m. – 4:15 p.m.

Dealer Rules CBVs Need to Know When Assisting Clients

Jeffrey Hoyt – McInnes Cooper – Saint John, NB
Shirley Lee – Nova Scotia Security
Commission – Halifax
Brian Murphy – Nova Scotia Security
Commission – Halifax

This session will review the basic elements of securities law regulation as they relate to the transactions typically encountered by chartered business valuers. The panellists will also discuss the most commonly-used prospectus exemptions in business transactions, some practical considerations to keep in mind when using these exemptions, and the new requirement for market participants who are in the business of trading securities to become registered as exempt market dealers under securities legislation.

4:15 p.m.

Closing Remarks / End of Conference

General Conference Information

September 8 & 9, 2011 – Halifax, NS

Conference Events:

Wednesday September 7, 2011

**CICBV Half-Day Seminar
SMALL BUSINESS ROUNDTABLE**
Room : Harbour Suite A
1:00 p.m. – 4:30 p.m.

Fee: \$ 52.50 (incl. GST) for Members,
Students & Subscribers

This ½ day seminar is for CBVs who are sole practitioners or are working within small valuation practice groups. The discussion at the roundtable will incorporate both practical and technical issues facing small practice CBVs. Due to the interactive format of this session, registration will be limited to 25 participants. For more information, please visit “CICBV Events” on the Institute’s website – www.cicbv.ca

Thursday September 8, 2011

EASTERN REGIONAL CONFERENCE

Registration Hours

Registration for delegates will commence at 7:30 a.m. on September 8, 2011. Registration will take place in the foyer outside the Ballroom.

Conference Cocktail Reception

5:30 p.m. – 7:30 p.m.
Pier 21 – Canada’s Immigration Museum
Mix, mingle, network and celebrate the CICBV’s 40th anniversary.

Dress Code – Business Casual

NO CONFERENCE BINDERS AT REGIONAL CONFERENCE

In an effort to go green, the CICBV will post all presentations on the Institute’s website approximately five business days prior to the conference. Access is only available to delegates who registered for the conference.

Conference Fees — September 8 & 9, 2011

Early Bird Registration (register by August 1, 2011)

Members, students & subscribers:	\$ 750 (+ GST)
Guest (non CICBV Members, students & subscribers):	\$ 850 (+ GST)

Regular Registration (after August 1, 2011)

Members, students & subscribers:	\$ 900 (+ GST)
Guest (non CICBV Members, students & subscribers)	\$ 1,000 (+ GST)

Cancellation Policy

Before August 1, 2011 — 60% refund

After August 1, 2011 — no refund will be given however substitution allowed

Conference fee includes conference materials, breakfast, lunch and coffee breaks both days of the Conference.

Conference Hotel — *closing date for reservations is August 8, 2011*

Please see the last page of this brochure for a full listing of Conference hotel information.

How to Register

CICBV 2011 Western Regional Conference

To register on-line, please return to the “Events” page on the website.

The Registration Form for this conference is also included in this brochure. If you do not wish to register online, please complete and return the registration form to the CICBV office with your payment. Payment can be made by Visa, Mastercard, Amex or cheque.

For further information, call the CICBV office at 416.977.1117 ext. 222 or email pelled@cicbv.ca.

THE CANADIAN INSTITUTE *of*

CHARTERED BUSINESS VALUATORS™

2011 EASTERN REGIONAL CONFERENCE REGISTRATION FORM September 8 & 9, 2011 The Westin Nova Scotian, Halifax, NS

Complete and mail, fax or email to:

The Canadian Institute of Chartered Business Valuators

277 Wellington Street West, Suite 710

Toronto, Ontario, Canada M5V 3H2

Tel: 416.977.1117 Fax: 416.977.7066

Email: pelled@cicbv.ca

Name: _____

Member Student Subscriber Other

Company: _____

Address: _____

City/Province/Postal Code: _____

Company Telephone #: _____ Email: _____

FEES

Early Bird Registration (register by August 1, 2011)

Members, students & subscribers: \$ 862.50 (\$750 + 15% HST) \$ _____
Guest (non CICBV Members, students & subscribers) \$ 977.50 (\$850 + 15% HST) \$ _____

Regular Registration (after August 1, 2011)

Members, students & subscribers: \$ 1,035 (\$900 + 15% HST) \$ _____
Guest (non CICBV Members, students & subscribers) \$ 1,150 (\$1,000 + 15% HST) \$ _____

Please indicate any dietary restrictions: _____

Please charge to: Visa MasterCard Amex Cheque payment enclosed (payable to CICBV)

Card No. _____ Exp. Date: _____

Cardholder: _____ Signature: _____

Cancellation Policy

Before August 1, 2011 – 60% refund

After August 1, 2011 – no refund will be given however substitution allowed

Hotel Information



Please book your hotel accommodations at the time of registration as space is limited.

The cut-off date for our conference rate is August 8, 2011.

The following room rates are available and prices are based on single & double occupancy rooms:

- \$ 199.00 – Traditional Guest Room
- \$ 229.00 – Harbourview Room

To book a room — please contact the hotel directly at:

Tel: 1.902.496.8585

Fax: 1.902.425.2717

When booking your hotel room, please identify the group “CICBV”.



Porter Airlines is offering the **Canadian Institute of Chartered Business Valuators Annual Conference** attendees a **15% discount** on all fare classes. Porter offers, free in-flight snacks and beverages (including beer and wine). The discounted fares are available from **September 5 — September 12, 2011**. Please book online at www.flyporter.com or call 1- 888-619-8622 using the promo code **CIBV15**.

Porter Airlines offre aux participants un **rabais de 15 %** applicable à toutes les catégories de tarif. Nous vous offrons gratuitement en vol collations et boissons (y compris bière et vin). Les tarifs réduits sont offerts du **5 septembre au 12 septembre 2011**. Faites vos réservations en ligne à www.flyporter.com, ou par téléphone en composant le 1-888-619-8622, et utilisez le code de promotion **CIBV15**.