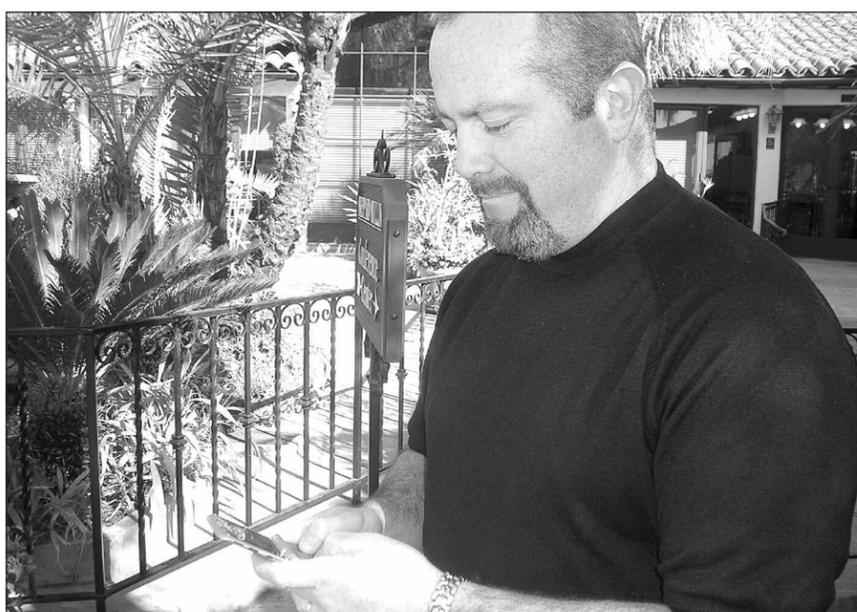


PROFESSIONAL SERVICES

Attorney Hopkins thrives on technology deals



BILL LASCHER PHOTO

As an attorney from Sheppard, Mullin, Richter and Hampton, Tom Hopkins represented Los Angeles-based Jamdat Mobile in its sale to Electronic Arts.

By **BILL LASCHER**
Staff Writer

Many of the tri-county dealmakers in 2005 made the Business Times's headlines. Tom Hopkins's deals, on the other hand, made national headlines as well.

From late 2004 through the close of 2005, Hopkins, an attorney at the Santa Barbara offices of Los Angeles-based Sheppard, Mullin, Richter and Hampton saw the fruit of his labor as he shepherded two telecommunications companies—Santa Barbara's Fastclick and Los Angeles-based Jamdat Mobile—from venture financing to initial public offerings to acquisitions by major players in the Internet advertising and electronic entertainment fields.

Take, for instance, the Dec. 8, 2005 deal that brought Jamdat—a developer of wireless entertainment applications such as games and ring tones—under the umbrella of Redwood City-based Electronic Arts, the world's largest video game publisher.

Hopkins played a part in each of Jamdat's venture capital infusions, and he guided the company through its 2004 IPO. That move proved crucial when EA offered approximately \$680 million to purchase Jamdat. Within the first year of the deal's finalization, the companies planned to jointly develop over 50 mobile phone-based games.

"The benefit [of the IPO process], even though it is an expensive and complex process, you're going to be able to sell the company for a hell of a lot more if it's a public company than if it's a private company," Hopkins said. "When you are taking a company public you are almost always open to the possibility of a sale."

Hopkins said that after the work he had done on

Jamdat's early financing rounds, helping it get the most out of the EA deal came naturally to him.

"It has been a tremendous five-year ride taking a company that was a startup with no revenue and very few employees to three quarters of a million dollars," Hopkins said. At the time of the sale to EA, Jamdat had 350 employees worldwide. "I wish I could have taken all the credit," Hopkins said.

He credited the support of a team of lawyers working for him at Sheppard Mullin. Although there is usually a core group of five or six attorneys working on

a deal like EA's purchase of Jamdat, Hopkins said there could be as many as 20 people weighing in on specific aspects.

VALUING FASTCLICK

Since 2003, Hopkins has been involved with Fastclick. The Internet advertising company was headquartered in Santa Barbara until it was purchased by Westlake Village-based ValueClick in Aug. 2005. He got involved with the company through Kurt Johnson, its chief executive officer.

In the summer of 2004, under Hopkins's guidance, Sheppard Mullin helped Fastclick with its \$75 million recapitalization. The recapitalization, which brought \$55 million to its shareholders, was intended to bring some liquidity to the company. Soon afterward, by late 2004, talks began at the company about going public. The IPO closed in April 2005 with Credit Suisse, First Boston underwriting. About \$78 million were raised in the IPO.

"The interesting thing about the IPO is just how quickly it happened," Hopkins said.

Within a few weeks of selecting Fastclick's investment bankers, Hopkins

said, the company registered with the Securities and Exchange Commission.

"People were really excited," he said. "It was the first really notable IPO in Santa Barbara in a while."

The biggest challenge for a Jamdat-type deal, he said, is that a deal of that size brings up complicated issues. "You just have a lot of research involved and keeping organized and moving forward with tremendous time pressure," Hopkins said. Of course, in addition to the lawyers involved on both sides of such a deal, there are also the management teams for each side and their respective teams of clients. Or in an IPO, there's the support of people like financial printers who print update after update to the company's stock prospectus.

Despite the complexity of some of the deals, Hopkins expressed strong confidence in his decision to become a corporate lawyer rather than a litigator. "You're trying to get the best outcome for your client. It is a much more collaborative process than litigation would be, but there is competition and pretty intense negotiations," he said. "One of the reasons I became a corporate lawyer is that I like that at the end of the day when you do one of these deals, everybody shakes hands and pops the champagne."

