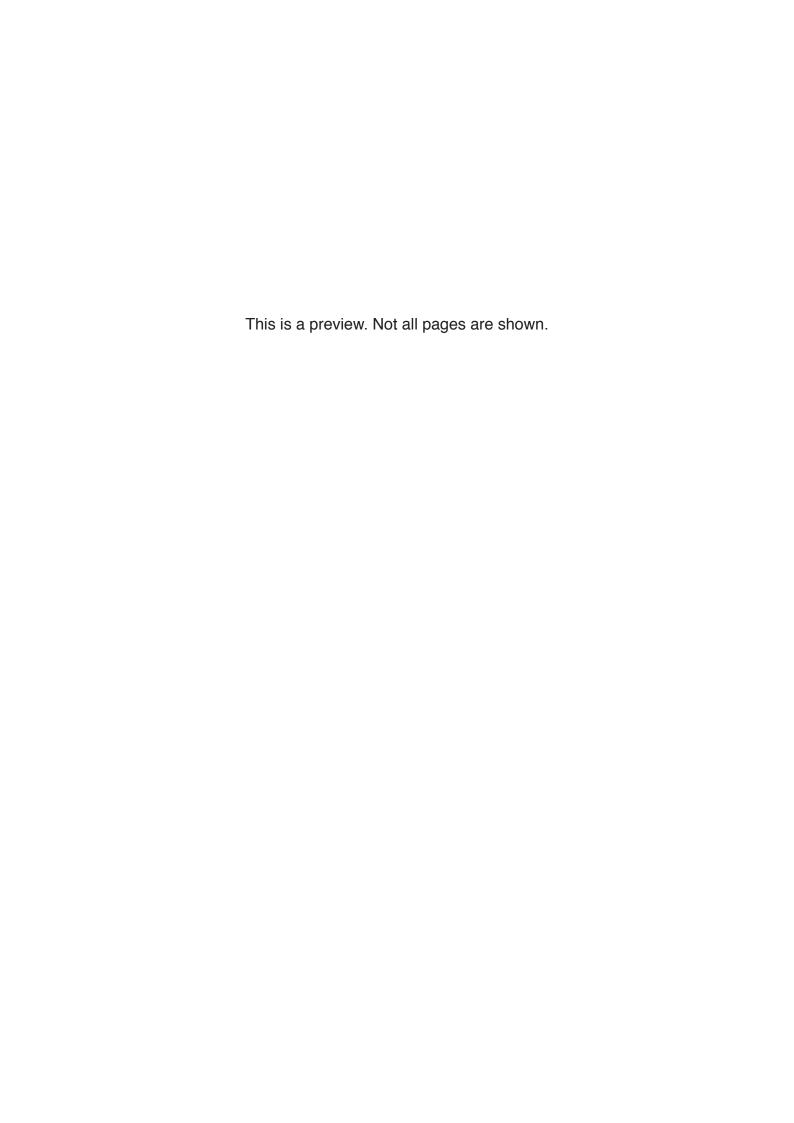
# Venture Capital Investment

# Stephen Barkoczy and Tamara Wilkinson

[3.1]	Introduction		38
[3.2]	The venture capital spirit		39
[3.3]	Historical origins of venture capital		40
	[3.3.1]	SBIC program	41
	[3.3.2]	Silicon Valley and Route 128	41
	[3.3.3]	Venture capital success stories	42
[3.4]	Categories of venture capital		44
	[3.4.1] Informal venture capital		44
	[3.4.2]	Formal venture capital	45
	[3.4.3]	Corporate venture capital	45
	[3.4.4]	University venture capital	48
[3.5]	Distinctions between venture capital investors		48
	[3.5.1]	Angel investors	50
	[3.5.2]	Venture capitalists	52
[3.6]	Venture capital investments		54
	[3.6.1]	Risky and illiquid nature of venture capital investments	54
	[3.6.2]	The J-curve	56
	[3.6.3]	Protecting interests in venture capital investments	57
[3.7]	Venture capital finance compared with other forms of finance		58
	[3.7.1]	Bootstrapping and debt finance	58
	[3.7.2]	Advantages of venture capital finance over other forms of finance	
[3.8]	Stages of business development and venture capital investment		60
	[3.8.1]	Stages of business development	60
	[3.8.2]	Stages of venture capital investment	62
[3.9]	Exiting venture capital investments		66
	[3.9.1]	Trade sales	67
	[3.9.2]	Management buyouts and buy-ins	68
	[3.9.3]	Initial Public Offering	68
	[3.9.4]	Share buy-backs	69
	[3.9.5]	Liquidation	70

Venture capital is an important part of the innovation system. It translates ideas into innovative products, processes and services and builds competitive new firms. Importantly venture capital also supports the development of high-growth com-



When compared with trade sales and IPOs, the use of a share buy-back as an exit method may indicate that the investment has not lived up to its expectations as the investor is unable to exit by other more lucrative means.<sup>147</sup>

#### [3.9.5] Liquidation

Finally, when stuck with a poorly performing investment, an angel or venture capitalist's best (and often only) exit option is to liquidate the investee company. By winding up the company and selling its individual assets, the investor may be able to recoup some of the cost of its investment. In some cases, however, a venture capital investor may find it difficult to force a company into liquidation. This is likely to be the case if they do not have a controlling interest in the company and the entrepreneurs and other investors want to persevere with the business. In practice, it is not uncommon for angels and venture capitalists to be left with a number of 'zombie' investments which they find very difficult to jettison.

### References

#### **Books and chapters**

A Dictionary of Finance and Banking (Oxford University Press, 4th ed, 2008)

Allan, Roy A, A History of the Personal Computer: The People and the Technology (Allan Publishing, 2001)

Barkoczy, Stephen and Daniel Sandler, Government Venture Capital Incentives: A Multi-Jurisdiction Comparative Analysis (Australian Tax Research Foundation, 2007)

Bartlett, Joseph W, Fundamentals of Venture Capital (Madison Books, 1999)

Bovaird, Chris, Introduction to Venture Capital Finance (Pitman, 1990)

Brechbühl, Beat A and Bob Wooder, 'General Report' in Beat A Brechbühl and Bob Wooder (eds), Global Venture Capital Transactions: A Practical Approach (Kluwer Law International, 2004)

Ferris, Bill, Inside Private Equity (Allen & Unwin, 2nd ed, 2013)

Gladstone, David and Laura Gladstone, Venture Capital Investing: The Complete Handbook for Investing in Private Businesses for Outstanding Profits (Pearson Education, 2004)

Golis, Christopher C, Patrick D Mooney and Thomas F Richardson, *Enterprise and Venture Capital: A Business Builders' and Investors' Handbook* (Allen & Unwin, 5th ed, 2009)

Gompers, Paul A and Josh Lerner, The Venture Capital Cycle (MIT Press, 2004)

Grabenwarter, Ulrich and Tom Weidig, Exposed to the J-Curve – Understanding and Managing Private Equity Fund Investments (Euromoney Books, 2005)

Green, Milford B (ed), Venture Capital: International Comparisons (Routledge, 2011)

Humphrey, Nick, Australian Private Equity Handbook (CCH Australia, 2012)

Ivanov, Vladimir I and Fei Xie, 'Corporate Venture Capital' in Douglas J Cumming (ed), Venture Capital: Investment Strategies, Structures, and Policies (Wiley, 2010)

Landström, Hans (ed), Handbook of Research on Venture Capital (Edward Elgar, 2007)

Mason, Colin M and Richard T Harrison, 'Venture Capital, the Equity Gap and the "North-South Divide" in the United Kingdom' in Milford B Green (ed), *Venture Capital: International Comparisons* (Routledge, 2011)

Metrick, Andrew and Ayako Yasuda, Venture Capital & the Finance of Innovation (Wiley, 2nd ed, 2011)

<sup>147</sup> Schwienbacher, above n 106, 396.

#### **VENTURE CAPITAL INVESTMENT**

- Perez, Robert C, Inside Venture Capital: Past, Present and Future (Praeger, 1986)
- Sandler, Daniel, Venture Capital and Tax Incentives: A Comparative Study of Canada and the United States (Canadian Tax Paper No 108, Canadian Tax Foundation, 2004)
- Schwienbacher, Armin, 'Venture Capital Exits' in Douglas J Cumming (ed), Venture Capital: Investment Strategies, Structures, and Policies (Wiley, 2010)
- Spillman, John H, 'United States of America' in Beat A Brechbühl and Bob Wooder (eds), Global Venture Capital Transactions: A Practical Approach (Kluwer Law International, 2004)
- Swensen, David F, Unconventional Success: A Fundamental Approach to Personal Investing (Free Press, 2005)
- Terjesen, Siri and Howard Frederick, Sources of Funding for Australian Entrepreneurs (Lulu.com, 2007)
- Wilkin, John D, 'Canada' in Beat A Brechbühl and Bob Wooder (eds), Global Venture Capital Transactions: A Practical Approach (Kluwer Law International, 2004)
- Van Osnabrugge, Mark and Robert J Robinson, Angel Investing: Matching Startup Funds with Startup Companies The Guide for Entrepreneurs, Individual Investors, and Venture Capitalists (Jossey-Bass, 2000)

#### Reports

- Australian Bureau of Statistics, Venture Capital and Later Stage Private Equity 2011-12 (14 February 2013)
- Australian Bureau of Statistics, *Venture Capital and Later Stage Private Equity 2014-15* (11 February 2016)
- Australian Government, The Board of Taxation, Review of Taxation Arrangements under the Venture Capital Limited Partnership Regime: A Report to the Assistant Treasurer (June 2011)
- Australian Government, Department of Industry, Innovation, Science, Research and Tertiary Education, Australian Small Business Key Statistics and Analysis (2012)
- Australian Government, Department of Industry, Innovation, Science, Research and Tertiary Education, A Plan for Australian Jobs The Australian Government's Industry and Innovation Statement (2013)
- Financial System Inquiry, 'Financial System Inquiry' (Interim Report, July 2014)
- Goldberg, Itzhak, John Gabriel Goddard, Smita Kuriakose and Jean-Louis Racine, *Igniting Innovation Rethinking the Role of Government in Emerging Europe and Central Asia* (Report, World Bank, 2011)
- Matic, Mihovil, Adam Gorajek and Chris Stewart, 'Small Business Funding in Australia' (Reserve Bank of Australia, Small Business Finance Roundtable, May 2012)
- Mulcahy, Diane, Bill Weeks and Harold S Bradley, We Have Met the Enemy ... and He is Us: Lessons from Twenty Years of the Kauffman Foundation's Investments in Venture Capital Funds and the Triumph of Hope over Experience (Ewing Marion Kauffman Foundation, 2012)
- OECD, Financing High-Growth Firms The Role of Angel Investors (2011)
- OECD, Science, Technology and Industry Scoreboard 2013 Innovation for Growth (2013)
- Productivity Commission, *Business Set-up, Transfer and Closure* (Productivity Commission Report No 75, 30 September 2015)
- The Senate, Economics References Committee, Access of Small Business to Finance (June 2010)

#### Articles and conference proceedings

- Ajinkya, Bijal and Shefali Goradia, 'Venture Capitalism' (November/December 2002) *Asia-Pacific Tax Bulletin* 378
- Damon, Dylan Democrat, 'The Legal Aspects of Venture Capital Agreements: Part 1' (2007) 25 Companies and Securities Law Journal 43
- Damon, Dylan Democrat, 'The Legal Aspects of Venture Capital Agreements: Part II' (2007) 25 Companies and Securities Law Journal 82

- Divakaran, Shanthi, Patrick J McGinnis and Masood Shariff, 'Private Equity and Venture Capital in SMEs in Developing Countries The Role of Technical Assistance' (Policy Research Working Paper No 6827, The World Bank Capital Markets Practice Non-Bank Financial Institutions Unit, April 2014)
- Ely, ES, 'The Power Brokers: Making Money the New-Fashioned Way: John Doerr' (1989) 12(7) Personal Computing 73
- Gompers, Paul A, 'The Rise and Fall of Venture Capital' (1994) 23 Business and Economic History 5 Gompers, Paul A and Josh Lerner, 'What Drives Venture Capital Fundraising?' [1998] Brookings Papers on Economic Activity 149
- Graebner, Melissa E and Kathleen M Eisenhardt, 'The Seller's Side of the Story: Acquisition as Courtship and Governance as Syndicate in Entrepreneurial Firms' (2004) 49 *Administrative Science Quarterly* 366
- Hsu, David H and Martin Kenney, 'Organizing Venture Capital: The Rise and Demise of American Research & Development Corporation, 1946-1973' (2005) 14 *Industrial and Corporate Change* 579
- Jeng, Leslie A and Philippe C Wells, 'The Determinants of Venture Capital Funding: Evidence Across Countries' (2000) 6 Journal of Corporate Finance 241
- Martin Jr, William John and Ralph J Moore Jr, 'The Small Business Investment Act of 1958' (1959) 47 California Law Review 144
- 'The World's Fastest-Growing Company', The Economist (London), 19 March 1988
- Uttal, Bro, 'Inside the Deal that Made Bill Gates \$350,000,000' (1986) 14 Fortune 23
- Wong, Andrew, Mihir Bhatia and Zachary Freeman, 'Angel Finance: the Other Venture Capital' (2009) 18 Strategic Change 221

#### Bills, Acts, regulations and guidelines

Corporations Act 2001 (Cth)

IIF Program Round Three Guidelines No. 1 of 2011

## Internet materials

Angel Capital Association <a href="http://www.angelcapitalassociation.org/">http://www.angelcapitalassociation.org/</a>

ASX Limited, Australian Share Ownership Study (2013) <a href="http://www.asx.com.au/documents/resources/asx-sos-2012.pdf">http://www.asx.com.au/documents/resources/asx-sos-2012.pdf</a>

AVCAL, Yearbook 2014 Data File <a href="https://www.avcal.com.au/documents/item/959">https://www.avcal.com.au/documents/item/959</a>>

Australian Venture Capital & Private Equity Associated Limited <a href="http://www.avcal.com.au/">http://www.avcal.com.au/</a>

British Private Equity & Venture Capital Association <a href="http://www.bvca.co.uk/">http://www.bvca.co.uk/</a>

- Benner, Katie, 'When a Unicorn Start-Up Stumbles, Its Employees Get Hurt', *The New York Times* (online), 23 December 2015 <a href="http://www.nytimes.com/2015/12/27/technology/when-a-unicorn-start-up-stumbles-its-employees-get-hurt.html?\_r=0">http://www.nytimes.com/2015/12/27/technology/when-a-unicorn-start-up-stumbles-its-employees-get-hurt.html?\_r=0</a>
- Delevett, Peter, 'Twitter Lands \$800 Million Venture Capital Deal, Breaking Record', San Jose Mercury News (online), 8 February 2011 <a href="http://www.mercurynews.com/wiretap/ci\_18596988?">http://www.mercurynews.com/wiretap/ci\_18596988?</a> source=rss>
- DLA Piper, A Guide to Listing in Australia (August 2013) <a href="http://www.asx.com.au/documents/professionals/DLA1284\_-\_A\_Guide\_to\_Listing\_in\_Australia.pdf">http://www.asx.com.au/documents/professionals/DLA1284\_-\_A\_Guide\_to\_Listing\_in\_Australia.pdf</a>

Forbes, Peter Thiel <a href="http://www.forbes.com/profile/peter-thiel/">http://www.forbes.com/profile/peter-thiel/</a>

Genentech, Our Founders <a href="http://www.gene.com/about-us/leadership/our-founders">http://www.gene.com/about-us/leadership/our-founders</a>

GV, Press <a href="http://www.gv.com/press/">http://www.gv.com/press/</a>

Helft, Miguel and Matt Richtel, 'Venture Firm Shares a YouTube Jackpot', *The New York Times* (online), 10 October 2006 <a href="http://www.nytimes.com/2006/10/10/technology/10payday.html">http://www.nytimes.com/2006/10/10/technology/10payday.html</a>

HM Revenue and Customs, *The Corporate Venturing Scheme* <a href="http://webarchive.nationalarchives.gov.uk/20140109143644/http://www.hmrc.gov.uk/guidance/cvs.htm">http://www.hmrc.gov.uk/guidance/cvs.htm</a>

#### **VENTURE CAPITAL INVESTMENT**

- Indvik, Lauren, 'The 20 Startups Marissa Mayer Has Acquired at Yahoo', *Mashable Australia* (online), 1 August 2013 <a href="http://mashable.com/2013/07/31/yahoo-marissa-mayer-20-startups/#0h5f5.ZVkEqP">http://mashable.com/2013/07/31/yahoo-marissa-mayer-20-startups/#0h5f5.ZVkEqP">http://mashable.com/2013/07/31/yahoo-marissa-mayer-20-startups/#0h5f5.ZVkEqP">http://mashable.com/2013/07/31/yahoo-marissa-mayer-20-startups/#0h5f5.ZVkEqP</a>
- Intel CEOs: A Look Back, Intel Free Press (online), 20 March 2013 <a href="http://www.intelfreepress.com/news/intel-ceos-a-look-back/4967/">http://www.intelfreepress.com/news/intel-ceos-a-look-back/4967/</a>
- Kopytoff, Verne and Dan Fost, 'For Early Googlers, Key Word is \$\$\$ / Founders, Backers Could Reap Billions When Company Goes Public', San Francisco Chronicle (online), 29 April 2004 <a href="http://www.sfgate.com/news/article/For-early-Googlers-key-word-is-Founders-2786378">http://www.sfgate.com/news/article/For-early-Googlers-key-word-is-Founders-2786378</a>. php#page-2>
- KPCB, Companies <a href="http://www.kpcb.com/companies/amazon-com">http://www.kpcb.com/companies/amazon-com</a>
- Lee, Jeanne, 'How to fund other startups (and get rich): Angel investors describe their paths from entrepreneur to financier' *Fortune Small Business Magazine* (online), 31 May 2006 <a href="http://money.cnn.com/2006/05/30/smbusiness/angels\_wealthbuilders\_fsb/">http://money.cnn.com/2006/05/30/smbusiness/angels\_wealthbuilders\_fsb/</a>
- Lee, Thomas, 'Overvalued "Unicorn" Startups Stumble as They Get Reality Check', San Francisco Chronicle (online), 18 November 2015 <a href="http://www.sfchronicle.com/business/article/Overvalued-unicorn-startups-stumble-as-they-6642219.php">http://www.sfchronicle.com/business/article/Overvalued-unicorn-startups-stumble-as-they-6642219.php</a>
- Lennon, Mark, 'Corporate Venture Investors Starting To Look A Lot More Like Private VCs', *Tech-Crunch* (online), 5 November 2013 <a href="http://techcrunch.com/2013/11/05/corporate-venture-investors-starting-to-look-a-lot-more-like-private-vcs/">http://techcrunch.com/2013/11/05/corporate-venture-investors-starting-to-look-a-lot-more-like-private-vcs/</a>
- MaRS, Amgen A Biotechnology Success Story: From Drug Development to the Mass Market (5 Nov ember 2012) <a href="https://www.marsdd.com/mars-library/amgen-a-biotechnology-success-story-from-drug-development-to-the-mass-market/">https://www.marsdd.com/mars-library/amgen-a-biotechnology-success-story-from-drug-development-to-the-mass-market/</a>
- Menlo, Gilead Sciences <a href="http://www.menlovc.com/portfolio/gilead-sciences">http://www.menlovc.com/portfolio/gilead-sciences</a>
- Moukheiber, Zina, 'Dr Robot', Forbes (online), 3 June 2000 <a href="http://www.forbes.com/global/2000/0306/0305070a.html">http://www.forbes.com/global/2000/0306/0305070a.html</a>
- NVCA, Q4 2015 Corporate Venture Investing <a href="http://nvca.org/research/corporate-venture/">http://nvca.org/research/corporate-venture/</a> Optus Innov8 <a href="http://optusinnov8seed.com.au/">http://optusinnov8seed.com.au/</a>
- Siegler, MG, 'Burbn's Funding Goes Down Smooth. Baseline, Andreessen Back Stealthy Location Startup', *Tech Crunch* (online), 5 March 2010 <a href="http://techcrunch.com/2010/03/05/burbn-funding/">http://techcrunch.com/2010/03/05/burbn-funding/</a>
- Singapore Venture Capital & Private Equity Association <a href="http://svca.org.sg/">http://svca.org.sg/</a>>
- Swaab Attorneys, A Practical Guide to Management Buy-Outs <a href="http://www.swaab.com.au/expertise/corporate/management-buy-outs/">http://www.swaab.com.au/expertise/corporate/management-buy-outs/></a>
- Sydney Angels <a href="http://www.sydneyangels.net.au">http://www.sydneyangels.net.au</a>
- Telstra Ventures <a href="https://www.telstra.com.au/ventures">https://www.telstra.com.au/ventures</a>
- UK Business Angels Association <a href="http://www.ukbusinessangelsassociation.org.uk/">http://www.ukbusinessangelsassociation.org.uk/</a>
- National Venture Capital Association <a href="http://nvca.org/">http://nvca.org/</a>
- US Small Business Administration, SBIC Program: Seeking Financing for your Small Business <a href="http://www.sba.gov/content/sbic-program">http://www.sba.gov/content/sbic-program</a>>