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### **PART I: EXECUTIVE SUMMARY**

#### **FINANCIAL OVERVIEW\***

Largest Gift	\$100,000 to the Wharton School of Business in 2009
Real Estate	\$46,471,171 from 3 properties
Income Estimation	\$1,100,000 (2010)
Securities	\$4,732,000 of stock with The Imaginary Hotel (NYSE: TIHC)
Other Assets	Private jet valued between \$15 to \$30 million

\* See "Part II: Wealth & Assets" for a complete wealth analysis.

#### WEALTH SUMMARY

Mr. Public is in his second year as CFO at the Imaginary Hotel, where his salary was \$900,000 in 2009 and then increased to \$1.1 million for 2010. He currently holds only 211,000 shares of TIHC stock, and also has 500,000 in stock options that will become exercisable over the next five years. Mr. Public may also hold ~ \$1.5 million worth in shares of his former employer, AB Harold Smith Group. Mr. Public owns three properties in California and Arizona, valued together at \$46.5 million.

#### **PHILANTHROPIC ANALYSIS**

Mr. Public operates a family foundation which annually gives between \$200k to \$1 million to various educational and faithbased charities. The foundation gave \$241,500 in grants during 2008. While Mr. Public's largest gift of \$100,000 went to his alma mater, the Wharton School of Business, in 2009, most of his giving is directed to various Christian organizations.



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#### PART II: WEALTH & ASSETS

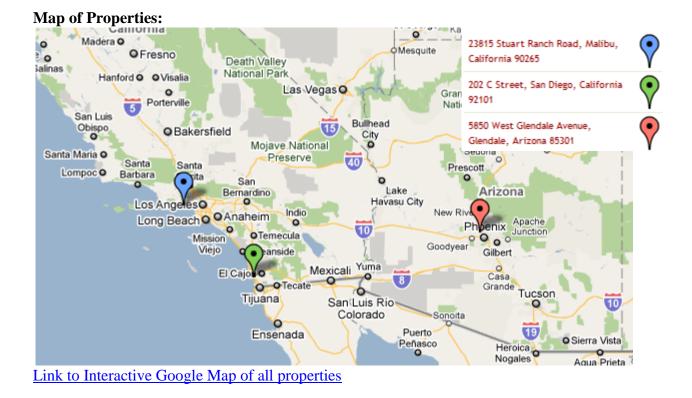
#### **COMPENSATION** The Imaginary Hotel Corporation: **Cash Compensation** 2010: \$1,100,000 • • 2009: \$900,000 See "Stock Holdings" section for detailed information about Mr. Public's stock options. **REAL ESTATE Current Real Estate** 23815 Stuart Ranch Road, Malibu, California 90265 Residence: Single Family | Beds: 5 | Bath: 5.5 Holdings Square Feet: 5,900 | Lot Size: 10,454 | Year Built: 2007 Date Purchased: June 22, 2009 Purchase Price: \$28,000,000 202 C Street, San Diego, California 92101 Residence: Single Family | Beds: 4 | Bath: 10.0 Square Feet: 15,809 | Lot Size: 75,358 | Year Built: 2003 Date Purchased: April 26, 2002 Purchase Price: \$1,200,000 Market Value: \$9,469,371 5850 West Glendale Avenue, Glendale, Arizona 85301 Residence: Single Family | Beds: 5 | Bath: 6.0 Square Feet: 5,982 | Lot Size: 27,268 | Year Built: 2000 Date Purchased: April 26, 2005 Market Value: \$9,001,800 **Total Value of Real Estate** \$46,471,171

See map of all properties on the next page...

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#### STOCK HOLDINGS

Note: Information on stock holdings is only available if an individual is a majority shareholder of the firm (owns 5% or more of the company's stock) or if an individual is a company insider (executive or member of the board of directors).

The Imaginary Hotel	Date	04/30/2009
(NYSE: TIHC)	Source	DEF 14A
	Shares Directly Held	210,100
	Shares Indirectly Held	0
	Price per Share (4/16/2010)	\$22.43
	Value of Shares Held	\$4,732,000
TIHC Stock Options: (See attached source	Option Award 1 (January 1, 2009)	
documents)	Source Document	SEC Form 4 (01/01/2009)
	Transaction Date	1/1/2009
	Expiration Date	1/1/2019
	Option Price	\$ 5.93
	Number of Securities	100,000
	Vesting Schedule:	1 <sup>st</sup> Third 2 <sup>nd</sup> Third 3 <sup>rd</sup> Third
	January 1, 2010	5,000
	January 1, 2011	7,500 5,000 -

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January 1, 2012	9,166	7,500	5,000
January 1, 2013	11,667	9,166	7,500
January 1, 2014	-	11,667	9,166
January 1, 2015	-	-	11,667
TOTAL	33,333	33,333	33,334

#### Option Award 2 (June 16, 2009)

	1
Source Document	SEC Form 4 (06/22/2009)
Transaction Date	6/16/2009
Expiration Date	6/17/2019
Option Price	\$ 7.73
Number of Securities	100,000
Vesting Schedule:	
June 18, 2010	25,000
June 18, 2011	25,000
June 18, 2012	25,000
June 18, 2013	25,000
TOTAL	100,000

#### Option Award 3 (February 23, 2010)

Source Document	SEC Form 4 (02/24/2010)
Transaction Date	2/23/2010
Expiration Date	2/22/2020
Option Price	\$ 16.09
Number of Securities	300,000
Vesting Schedule:	
February 23, 2011	75,000
February 23, 2012	75,000
February 23, 2013	75,000
February 23, 2014	75,000
TOTAL	300,000

#### **Options Summary:**

Exercisable Options	5,000
Unexercisable Options	495,000

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Stock performance of TIHC from December 2008 (\$5.11) to April 2010 (\$22.54):



AB Harold Smith Group, Inc. (NYSE: ABHS) As of September 23, 2008, Mr. Public directly held 93,168 shares of ABHS. Since he ceased being an "insider" just two months after that date, it is not possible to confirm whether or not Mr. Public still holds these shares. As of 4/16/2010, shares trade for 16.50. Thus if Mr. Public still owns these shares, they would be worth \$1,537,272.

Stock performance of ABHS from August 2008 (\$13.45) to April 2010 (\$16.46):



#### ADDITIONAL ASSETS

Mr. Public owns a Gulfstream G-III (G-1159A) airplane, valued somewhere between \$15 million and \$30 million.



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#### PART III: PHILANTHROPIC INVOLVEMENT

FAMILY FOUNDATION		
Foundation Name	Public Family Foundation Inc.	
Address	641 South Elr Redmond, WA	
Board of Trustees	<ul><li>Robert</li><li>Henry</li><li>Gerald</li><li>Lynn I</li></ul>	<ul> <li>Q. Public – Director &amp; President</li> <li>t P. Smith – Director &amp; Vice President</li> <li>F. Smith Jr. – Director &amp; Vice President</li> <li>l Public – Director, Secretary, &amp; Treasurer</li> <li>B. Fergusson – Director &amp; Vice President</li> <li>r Richards – Director &amp; Vice President</li> </ul>
Total Assets (2008)	\$4,287,150	
Total Giving (Past 5 years)	<ul><li> 2007:</li><li> 2006:</li><li> 2005:</li></ul>	\$241,500 \$559,500 \$764,000 \$638,500 \$1,337,500
Largest Gift	\$85,000 to the	e Rehabilitation Institute of Chicago in 2006
Grants Awarded in 2008	Amount \$60,000 \$50,000 \$21,200 \$20,000 \$19,200 \$19,200 \$10,000 \$6,500 \$5,200 \$5,000 \$5,000 \$5,000 \$5,000 \$5,000	RecipientRehabilitation Institute of ChicagoJohnson Seminary FoundationIllinois UniversityInstitute for Global EngagementLawndale Community ChurchMarian CollegeElim Christian ServicesRobert Crown Ctr. for Health EducationExecutive Service CorpsChildren's Memorial HospitalUniversity of Iowa FoundationPresbyterian Frontier FellowshipInter-Varsity Christian Fellowship

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<b>BOARD MEMBERSHIPS</b>		
Organization Name	Fuller Theological Seminary	
Address	135 N. Oakland Ave. Pasadena, CA 91182	
Website	www.fuller.edu	
Summary	"Fuller Theological Seminary, embracing the School of Theology, School of Psychology, and School of Intercultural Studies, is an evangelical, multidenominational, international, and multiethnic community dedicated to the equipping of men and women for the manifold ministries of Christ and his Church. Under the authority of Scripture we seek to fulfill our commitment to ministry through graduate education, professional development, and spiritual formation. In all of our activities, including instruction, nurture, worship, service, research, and publication, Johnson Seminary strives for excellence in the service of Jesus Christ, under the guidance and power of the Holy Spirit, to the glory of the Father."	
Years on Board	circa 2004 to Present	
Board Members	<ul> <li>John Q. Public, Chair</li> <li>Daniel L. Villanueva, <i>Vice Chair</i> Partner, R.C. Fontis Partners, LP, Pasadena, CA</li> <li>Brian T. Prinn, <i>Treasurer</i> Chief Executive Officer, Skye Inc., Newport Beach, CA</li> <li>Robert M. Anderson Chairman, AFA Technologies, Inc, Newport Beach, CA</li> <li>Mary Vermeer Andringa President, Vermeer Corporation, Pella, IA</li> <li>Judy G. Bergman Retired, Laguna Beach, California</li> <li>Russell J. Bloem VP of Admissions Jones College, Grand Rapids, MI</li> <li>William K. Brehm Chairman Emeritus, SRA International, Fairfax, VA</li> <li>Gaylen J. Byker President, Jones College, Grand Rapids, MI</li> </ul>	

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#### **OTHER NON-PROFIT AFFILIATIONS**

### Illinois University, Jean School of Business

Dean's Advisory Council

#### **International Students Incorporated**

International Students, Inc. exists to share Christ's love with international students and to equip them for effective service in cooperation with the local church and others. They are based out of Colorado Springs, CO.

#### Wharton School of Business, University of Pennsylvania

In 2006, Mr. Public spoke in a panel discussion titled, "How Can Innovation and Entrepreneurship Help India Succeed in Global Markets."

#### **CHARITABLE GIVING**

\* Note: For gifts made through individual's family foundation, please see the previous section on family foundation grants.

Published Philanthropic	Amount	Year	Recipient	Gift Type
Giving	\$100,000	2009	Wharton School of	Campaign
			Business	Gift
	\$250,000	2005 -	- World Vision	Cumulative
		2009	International	Giving
	\$50,000 -	2004	San Diego Rescue	Annual Gift
	\$99,999		Mission	
	\$10,000-	2003	St. Luke's Hospital of	Annual Gift
	\$49,999		San Francisco	
<b>Political Contributions</b>	Amount	Year	Recipient	
	\$500	2007	Sauerberg, Steven Kenneth	
			(Via Sauerberg For Us Sena	te)
	\$3,891	2004	Jennings, Jon Paul (Via Frier	nds Of Jon
			Jennings Committee)	
	\$600	2003	American Bakers Association	n American
			Bakers Political Action Com	mittee
	\$250	2003	Mckenna, Andrew J	
	\$500	1997	Smith, Gordon Harold	

#### **Political Focus**

Republican

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#### **PART IV: BUSINESS**

#### **CURRENT BUSINESS**

Business	The Imaginary Hotel Corporation Company Logo
Position	Senior Vice President and Chief Financial Officer
Address	1234 Imaginary Blvd. San Diego, CA 54321
Website	http://www.imaginaryhotels.com
Phone	(626) 555-1234
Company Background	Rising from the ashes of the bulldozed Imaginary Hotel, the London Resort (owned by The Imaginary Hotel) brings a touch of Venice to the San Diego Strip. Replete with gondoliers and a



The London Resort

Rising from the ashes of the bulldozed Imaginary Hotel, the London Resort (owned by The Imaginary Hotel) brings a touch of Venice to the San Diego Strip. Replete with gondoliers and a replica of the Rialto Bridge, the London offers a 120,000-sq.-ft. a 4,000-suite hotel, as well as a shopping, dining, and entertainment complex. The Imaginary Hotel also operates The Piazza next door to the London, and the nearby Imaginary Hotel Expo Center trade show and convention center. In addition to its San Diego holdings, the firm has a handful of properties in China through its Imaginary Hotel China subsidiary. Chairman and CEO George Bush and his family own more than 50% of The Imaginary Hotel.

While The Imaginary Hotel has been busy on the development front, a challenging economic environment has caused the company to revise some of its plans. It halted construction of its St. Regis Residences project, which is located on the San Diego Strip between The Piazza and The London, due to reduced demand for San Diego Strip condominiums. However, other projects have remained on schedule, such as the 2009 opening of the Imaginary Hotel Resort Bethlehem in Pennsylvania. In addition, The Imaginary Hotel is expanding in Asia by building the first resort in Thailand. The facility, the Marina Bay Imaginary Hotel, is expected to open in 2010 at a cost of about \$3.1 billion.

Elsewhere overseas, the company in 2009 listed 30% of its

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New hotel resort in Thailand

#### Mr. Public's Role

Chinese assets in the \$2.5 billion initial public offering of Imaginary Hotel China. The assets include The Imaginary Hotel Macao, the London Macao Resort Hotel, and the Four Seasons Macao. Imaginary Hotel filed the IPO after attempts to sell of the Macau properties failed because bids weren't high enough. The properties have become less attractive to investors, as Macau's hotels have suffered amid a drop-off in visitors from mainland China. The company was forced to cut costs at the close of 2008 by laying off 500 employees at its London Macau hotel and decreasing staff working hours.

The Imaginary Hotel is using funds from the Imaginary Hotel China offering in order to raise cash to pay off debt. (At the end of 2008, the company had more than \$10 billion in debt.) It also plans restart and complete construction of a resort complex in Macau that had been halted as a result of financial difficulties. Its development on the Cotai Strip site near the London Macau will house the combined Shangri-La, Traders, and Sheraton resort complex, and will be finished in phases. Phase one is expected to open in the summer of 2011.

As senior vice president and chief financial officer, Mr. Public is responsible for managing the financial and information technology affairs of the company, including capital formation and allocation, accounting and financial reporting, internal audit, financial planning, taxes and information systems.



**Compensation** \$1.1 million

Dates Employed

Number of Employees

Sales (2009) \$4.563 billion

Net Income/Loss (2009) Loss of \$354.5 million

27,000

**Ownership** 

Mr. Public currently holds 211,000 shares of stock and has 500,000 in stock options (495,000 of which are unexercisable). See Section II "Wealth Analysis" for a discussion of Mr. Public's stock options arrangement.

December 2008 to Present

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#### **Executive Team**

Sheldon G.	Chairman, CEO, and Treasurer
Davenport	
Michael A.	President, COO, and Director
(Mike) Vollmer	
Jonathan J.	SVP and CFO
Public	
Steve Goldstein	VP Information Technology
Robert G.	EVP; President, The London Resort
DeAngelo	
Leonard M.	SVP Asia Operations
Abboud	
Andrew Briggs	VP Government Relations
Daniel McCabe	VP Investor Relations
Kim Reese	VP Compliance
Ron Riezler	VP Communications
Norbert Roberts	VP Procurement
Nigel Weaver	President, Marina Bay Imaginary Hotel
	Thailand
Stephen Bello	President, Asia Region
Eric Boyd	VP Sales, The London Resort and The
-	Piazza
Pete Smith	VP Food and Beverage, The London
	Resort and The Piazza
John Adelson	VP Gaming Operations, The London
	Resort and The Piazza

#### **Board of Directors**

- Sheldon Davenport, Chairman and CEO
- Michael Forman, President and COO
- Charles Siegel
- Irwin Chafetz
- Irwin Koo
- George Schwartz
- Jeffrey Ader
- Jason Paulson

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ADDITIONAL BUSINESS & INDUSTRY ACTIVITIES		
Corporate Board Memberships	<ul> <li>Current: <ul> <li>Goldman Sachs</li> <li>Merrill Lynch</li> </ul> </li> <li>Past <ul> <li>Regal Entertainment Corp. – Irvine, CA</li> <li>1999 to 2005</li> </ul> </li> <li>Hilton Hotel Company – New York, NY <ul> <li>1997-2001</li> </ul> </li> </ul>	
Industry Affiliations	<ul> <li>American Institute of CPAs</li> <li>California Society of CPAs</li> <li>Financial Executives International</li> <li>The Cleveland School of Accounting at Wharton</li> <li>The American Management Association</li> <li>PM National Insurance – Member of Advisory Board</li> </ul>	
Additional Information	Mr. Public is a certified public accountant.	

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#### **PART V: GENERAL BIOGRAPHICAL INFORMATION**

Home Address	23815 Stuart Ranch Road Malibu, California 90265	
Home Phone	(323) 555-1234	
<u>Business Address</u>	The Imaginary Hotel Corporation 1234 Imaginary Blvd. San Diego, CA 54321	
Business Phone	(626) 555-1234	
Date of Birth	October 31, 1959 Age: 50	
Nickname	Johnny	
Education	Wharton School of Business Master of Business Administration Class of 1980 New York University Bachelor of Science Class of 1978	
CAREER SUMMARY		
For further details on Mr. Public's employment at The Imaginary Hotel, go to "Part IV: Business"	<b>The Imaginary Hotel, Inc.</b> Senior Vice President and Chief Financial Officer	San Diego, CA Dec. 2008 - Present
	<b>AB Harold Smith Group, Inc.</b> Senior Executive Vice President and Chief Financial Officer	San Diego, CA Jul. 2002 – Nov. 2008
	<b>Crepes Food Company, Inc.</b> VP and Chief Financial Officer	Richland, CA 2002 – 2009
	Warner Brothers, Inc. Assoc. VP of Investor Relations	Los Angeles, CA 1994-2001

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#### FAMILY

Spouse	Jane R. Public June 3, 1950 Jane is a homemaker and also runs a home-based calligraphy business called "Jane Smith Ink". Her estimated income is \$43,000. In 2008 she made a \$5,000 donation to the Children's Hospital of Los Angeles in 2008.
Children	Sarah Public (~24), Daniel Public (~ 18)
	Sarah and Daniel both attended Johnson Christian School in San Diego, CA. Sarah graduated from Western University with a BS in computer science. She is now studying computer science at Washington University. Daniel is currently a freshman at the University of Southern California.
Parents	Alex Q. Public (d. 1961) Sandra ("Sandy") A. Public – age 97 123 Las Tunas Avenue, San Diego, CA 54321
	Alex Public owned the Public Motor Company, which was founded circa 1912 by Jimmy Paul Public, who was likely Alex's father. The company was the largest independent distributor of automotive replacement parts on the East Coast until it merged with another company in 1965. After Mr. Public's death in 1961, caused by a plane accident in San Diego, ownership in the company was distributed to Mr. Public's wife, Sandra, and children. This inheritance likely played a significant role in Mr. John Public's future business and financial success.
	Sandra ("Sandy") Public, John's mother, attended the University of Southern California, circa 1965. She endowed several student literature scholarships for \$1.2 million in 2003.



#### **PART VI: ADDITIONAL INFORMATION**

Mr. Public spoke in the Kellogg School of Management's distinguished lecture series on May 3, 2008. The video recording can be viewed at: <u>http://www.kellogg.northwestern.edu</u>

For the past several years, Mr. Public has consistently made it on the Forbes Hospitality list, the annual ranking by Forbes Magazine of the best dealmakers in the imaginary hotel industry:

- 2009: ranked 32<sup>th</sup>
- 2008: ranked  $48^{th}$
- 2007: ranked 57<sup>th</sup>
- 2006: ranked  $62^{nd}$

According to a 2009 Forbes article, Mr. Public visits Mexico every six months, "meeting with fledglings he might fund, hawking his portfolio to Mexico's hotel giants and preaching a blunt message to the locals about the promise of wealth creation-and the risk that Mexico will overprice its services and get undercut by other developing nations."

According to his Facebook profile, Mr. Public is a fan of the following:

- The University of Southern California (USC) Trojans Football
- Website Magazine (<u>www.websitemagazine.com</u>)
- The Public Children Medical Center (part of the Southern California Healthcare Foundation) named after his father's \$5 million endowment gift.
- Major fan of class rock, including the following bands: The Rolling Stones, The Doors, The Who, The Beatles, Three Dog Night, Van Halen, Lynyrd Skynyrd, Creedence Clearwater Revival, Motorhead

Mr. Public and his family take an annual vacation to Costa Rica every summer for two weeks.