Executive Summary

Roving Planet, Inc.

4750 Walnut St
Suite W106
Boulder, CO 80301

Phone: 303.443.0637
Fax: 303.546.9494
http://www.rovingplanet.com/

Contact:

Kaj Gronholm
CEO
kaj.gronholm@rovingplanet.com
Mobile: 303.931.3109

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The WLAN market's exploding growth creates opportunity

Introduction

Over the past decade wireless local area network (WLAN) implementations have come into existence an market for WLANs continues to grow at an exponential rate. This rapid growth offers unique business opportunities but presents unique challenges that cannot be solved with today's networking solutions. Ro Planet was founded to solve the complex security, network management and multi-user problems associa today's large WLAN deployments.

Roving planet has developed software that allows multiple tenants, companies or applications to share a WLAN securely with out the need to construct separate interfering networks. Roving Planets solution dra improves the performance, management and operation of a large WLAN.

Roving Planet builds patent pending software called the Central Site Director for WLANs.

Company Overview

Roving Planet builds software to manage large and mission critical WLANs. The Roving Planet (Centra Director) CSD enables locations, such as airports, multi-tenant buildings, hotels, hospitals, and corporate campuses to use a single wireless LAN network. Today's conventional technology forces businesses to i individual WLANs for each user group and/or each application. This practice is expensive, can be cost prohibitive and causes interference among the different networks.

The CSD replaces expensive multiple network deployments with a single unified network

The patent pending CSD Engine enables a unified multi-tenant WLANs by employing a mix of features including, bandwidth allocation with Quality of Service (QoS) and Class of Service (CoS), network parti using network partitioning (flexible VLANs) for multiple user groups and companies, and a proprietary i that enables network management, multi-tenant-application management, and user group control.

Roving Planet is currently offering Version 1.7 (Version 1.0 was released in October 2001) featuring an improved user interface, security layers, and multi-tenant control. In April 2002 Version 1.7 was installe Cisco Solutions Lab in San Jose, and in June 2002 CSD Version 1.7 was installed to manage the WLAN Minneapolis Airport.

Roving Planet is a venture-backed company based in Boulder, Colorado. Founded in August 2000, the C has twelve employees and was incorporated as a Delaware C Corporation in March 2001.

Fortune 500 Customers and Partners are working with Roving Planet

Current customers include **Concourse Communications** - the leading wireless network manager for airp Roving Planet is installed on the Concourse Communications network at the Minneapolis-St. Paul Intern Airport. Roving Planet is beginning negotiations with Concourse to deploy in all of Concourse Commun airport locations, which include Chicago O'Hare, Midway, JFK, LaGuardia, Newark, and Detroit. In ad this, Roving Planet is in discussions with **Wayport**, **Sabre,** and **Qwest** for partnership relationships.

"Wireless LANs will create revolutionary movements in productivity." John Chambers, CEO of Cisco

Opportunity

Installations of WLANs have been growing at over 70% annually and are expected to continue to grow a annually for the next 4 years (Gartner 2001). This growth means tens of thousands of new locations for W along with thousands of new uses and applications. However, this growth comes with its problems. In m locations such as airports, hospitals, hotels, and large corporate campuses, concerns about security, interf and the ability to effectively manage the network(s) can hinder and even halt WLAN implementations.

Products

The 3 largest issues facing the WLAN industry today are security, interference and application managem Roving Planet CSD Engine helps solve these issues. Interference is caused by multiple WLAN networks installed in the same airspace; the **only** way to effectively minimize interference issues is to install a sing

The 3 largest issues for WLANs are

1. **Security**
2. **Interference**
3. **App Management**

The CSD solves these problems

The CSD solution consists of 3 main components

1. **Engine**
2. **Agent**
3. **Administration Tool**

Roving Planet's CSD Engine is essential to complex large-scale wireless LAN deployment, because it is the tool that allows multiple user groups to SECURELY share the same network.

WLAN using a well laid out site survey to determine maximum coverage with minimum interference.

The CSD Engine enhances and improves WLAN deployments, allowing multiple user groups, and multi companies to share a single, secure WLAN. The Roving Planet product suite consists of three main item CSD Engine, the CSD Agent and the CSD Administration Tool. All three combine to create the most ro secure, manageable, and flexible WLAN management suite available.
The Roving Planet CSD (Central Site Director) Engine can deliver various applications from multiple pr to a diverse set of client devices over a single WLAN network. In addition, the CSD Engine gives netwo operators the ability to override the network for high priority needs such as emergency communications. Networks running multiple applications enable operators to serve multiple providers and increase their re The CSD Engine provides the technology that enables network operators to realize a much better ROI fo wireless networks.

The CSD Solution is shown below:

CSD Engine

Manages the entire wireless network

- Intelligent QoS
- Application Priority
- Multi-Tenant control
- Integrates with Billing Gateways
- Increases Security

CSD Agent

Enforces Policies Dictated by the CSD Engine

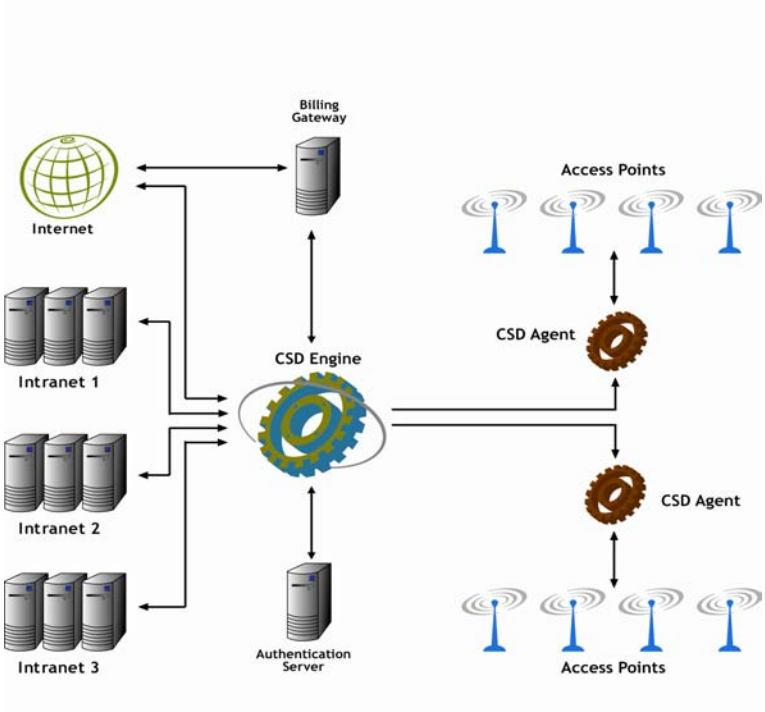
- Supports up to 8 Access points
- Enforces Policies of the CSD Engine
- Distributed Architecture of a Network Edge Device

CSD Administration Tool

Powerful Remote User Interface gives complete control of the network

- Provides control of Engine/Agents
- Customizable Reporting
- Network Admin sets user authorization for entire Network
- Application Owners can set policies for their specific application and users
- Centralized Application makes it easy to manage large networks

A basic network diagram of the CSD Engine shows a complete data path of public and private users. Pro unified WLAN solution:



The Roving Planet CSD Engine is **protocol independent**. It enables wireless operators to serve multiple devices through any wireless communication protocol including 802.11b, 802.11a, 802.11 g, 802.11, Blu and Hyperlan.

The CSD Engine provides the most secure wireless LAN environment available today.

Security is one of the largest issues facing today's wireless LAN deployments. Since the CSD Engine is middleware that operates between the wireless network access point hardware and the application server offers an additional layer of security and control to the network operators. More importantly, the CSD E also securely partitions the network so that several distinct companies can run their applications on dedic servers over one network. By providing an additional layer of security between the current packet-based security and the security within applications themselves, the CSD Engine provides the most secure wirel environment available today.

Market

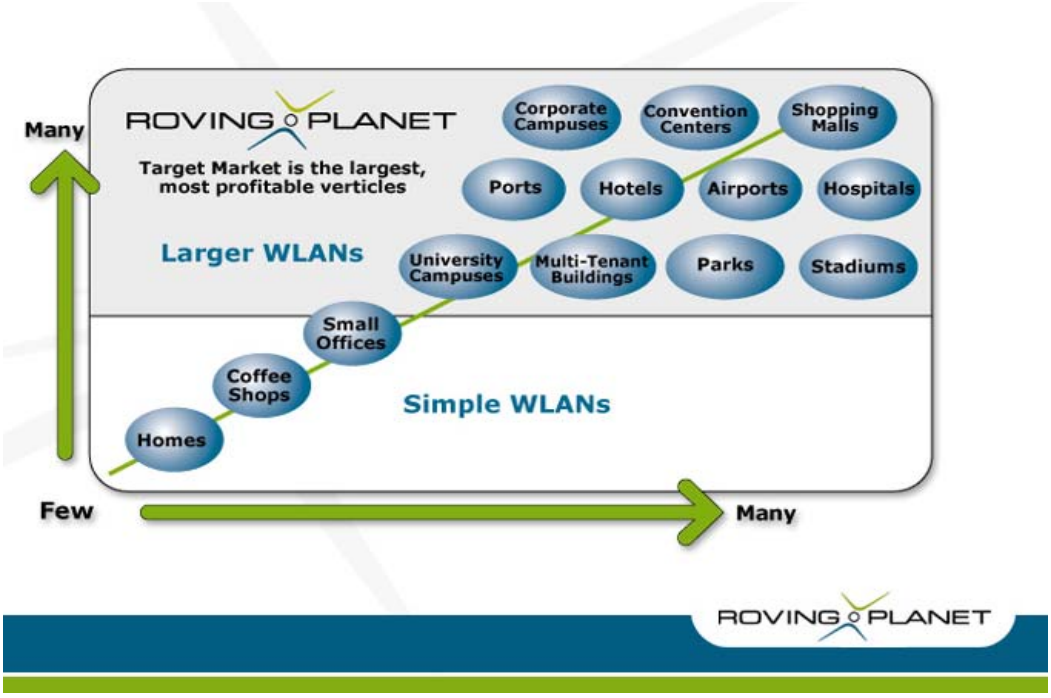
Wireless LANs are being installed at a rapid rate in most vertical markets, however Roving Planet's solu focuses on the following:

Roving Planet is focused on the most profitable verticals

Hospitality	Ports	Healthcare
Transportation	Enterprise	Education
Government	Retail	Manufacturing
Military	Public hotspots	

These verticals are where the largest, complex, and profitable WLANs are being installed.

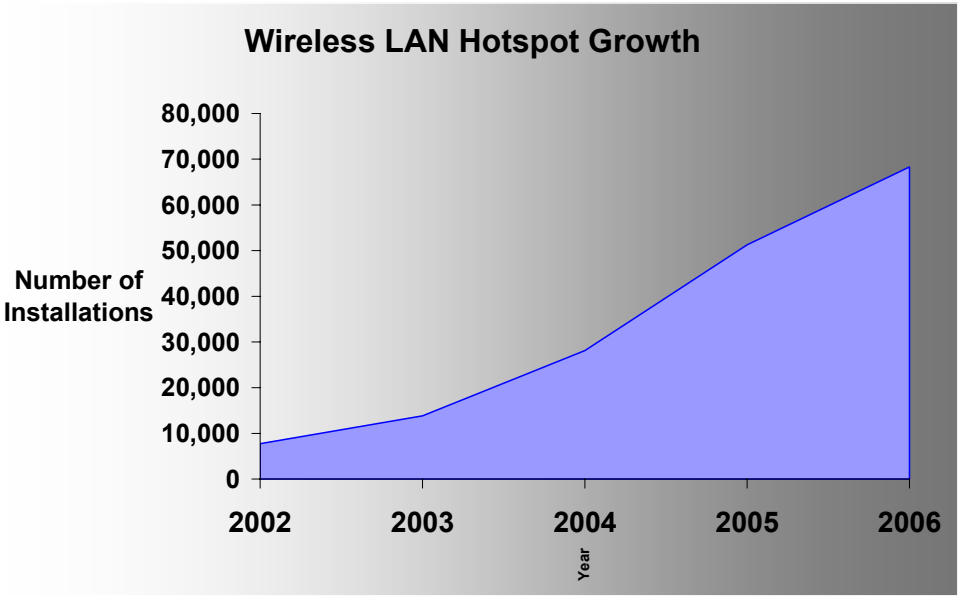
Verticals with either many applications, or many users need the CSD Engine



A WLAN network can allow for real-time communication and data transfer, allowing productivity to co even when employees aren't wired to their workstations. According to a Fall 2001 study conducted by N World Technology, companies deploying wireless LANs can expect productivity improvements as great percent.

Several of the verticals listed above are also Hot Spot locations. Hot Spot build-outs are a tremendous a growth, and a significant market for Roving Planet. In an October 2001 study, Frost and Sullivan estima there are 8,000 public-access wireless LANs in U.S. Hot Spots today, and they are expected to grow to n

70,000 by 2006. The CSD Engine offers the owners of these Hot Spots a way to partition the network, a many different companies to run revenue-generating applications over the same network, creating an ent revenue model for these wireless LAN companies. Growth of this market is shown below:



There are 8,000 public access wireless LANs in U.S. hotspot locations today. And there will be over 70,000 by 2006.

Wireless LAN Hot spot growth is a large opportunity for Roving Planet

Sales Strategy

Roving Planet is focused on a **tier 2** distribution strategy. Several partners will allow the Company to cr into multiple vertical markets, while others are specific to an important, single vertical. Reselling partne divided into three groups:

Roving Planet is successfully implementing a tier 2 strategy.

1. **WLAN Hardware vendors**
   - Such as: Cisco, Agere, Symbol
   - These companies are already selling into Roving Planet's target verticals. The CSD Engine help expand their pipeline and offer enhanced features to their products. Cisco's business developme manager for wireless LANs in the travel vertical refers to the CSD Engine the "missing link to s airports." Roving Planet will be working with Cisco on the Minneapolis deployment. And the C is currently answering RFP's with Cisco's sales force around the world.
2. **Hot Spot operators/Major wireless carriers**
   - Such as Concourse Communications, Wayport, Verizon, VoiceStream
   - Hot Spot operators are in a land grab race to expand their footprints. Airports, hotels, downtown are all being sold on the value of public internet access. Roving Planet expands the offering of t Spot operators giving them a new revenue model for operations use of the wireless LAN.
3. **WLAN Integrators and SIs**
   - Integrators and SIs such as CH2Mhill, are a direct link to customers that are buying WLANs. R Planet will train these integrators to resell the CSD Engine.
   - These companies make recommendations to the Roving Planet's customers, and build complete solutions that will include the Roving Planet CSD Engine.

Competition

Roving Planet faces competition from 2 main areas.

- **Multiple WLAN Networks Installers:** Some vendors are selling/installing overlapping WLAN

networks in the same space. For example, in some multi-tenant buildings, each tenant installs th WLAN. This is expensive and causes interference, however the practice will continue until a be solution is presented to the vendors. Roving Planet expects to be able to effectively sell against t model.

Competitors are 1 to 2 years behind Roving Planet's technology and are not positioned for long term success.

- **Access Controllers:** This new technology is achieving significant growth in the WLAN market. companies have received large amounts of VC funding in 2002. Companies include: **ReefEdge, BlueSocket, and Vernier Networks.** Roving Planet's feature set targets a different sector of the than these companies do. There is some overlap, however Roving Planet expects to be able to de multi user/multi application WLAN deployments, and compete effectively in multi user/security deployments against the access controller competition. In addition, access controller companies directly with the large hardware company's roadmaps (including Cisco, Enterasys, Symbol, and

Competitive Advantage

Roving Planet possesses a number of sustainable competitive advantages that should allow the Company maintain a leadership position in the wireless software market.

Roving Planet is securing long term competitive advantages that will effectively lock out competition.

- Roving Planet plans to **extensively manage distribution channels** with the use of agreements, incen and possibly OEM our solution. For example, Concourse Communications has 25-year long-term cu contracts with their airport customers. Upon a successful trial, Roving Planet's software solution is positioned to manage the wireless networks for the life of that contract.
- Roving Planet is negotiating **partnership** contracts with the largest distributors of wireless LANs. T lock up distribution channels for the CSD Engine. Currently Cisco has installed the CSD Engine at t Jose Solution Labs. Roving Planet will work with all the major hardware vendors to become an appr part of their large scale WLAN networks.
- Roving Planet has **intellectual property** embedded in its proprietary software solutions. The Compa begun to file six patents that cover critical components of the CSD Engine. All discussions with part consultants are protected by non-disclosure agreements.
- Roving Planet's **management team and advisory board** are at a very high level today, and are an i part of the company's on-going strategy. Top level additions to both teams are planned for the next year.

Roving Planet has begun the process of filing six patents to protect the intellectual property of the CSD Engine.

Management Team

Kaj Gronholm, *CEO*, Co-Founder. Mr. Gronholm's diverse background, which includes being a quantu physicist, and 10 years of software development, help him propel Roving Planet forward. His backgroun includes working with Colorado start ups, such as Benchmark Storage and Inflow. His education include in Physics from the University of Texas at Austin, and an MBA with highest honors from the Leeds Scho Business, University of Colorado. A visionary leader and thinker in wireless LANs, Mr. Gronholm conti build and grow Roving Planet.

Roving Planet is attracting top management talent.

Richard Caudle, S*VP of Sales and Marketing* a former VP of Service Metrix, and Exodus joined Rovin in June 2002 as SVP of Sales and Marketing. In addition to these 2 companies Mr. Caudle has over 20 y VP level Sales Marketing and Business Development experience, working with companies such as Jones Keystone Resorts and Celestial Seasonings. Mr. Caudle brings a proven track record of success to Rovi Planet, including helping lead Service Metrix to its $200 million acquisition.

Tom Flaherty, *VP of Marketing* Mr. Flaherty has been instrumental in the sales and marketing departm networking start-ups. All of his previous companies were successfully acquired by companies such as C Nortel, Lucent, and 3Com. Mr. Flaherty has the skills, network and drive to build the sales and marketin successful technology start-up.

Chris Markle, *Principal Software Architect* Mr. Markle has over 20 years of software development and

management experience with companies such as Sony, IBM, and Tanning Technologies. In one of his re projects, he led the development of a software project that was sold to IBM for $4 million.

Seth Goldhammer, *CTO,* Co-Founder Mr. Goldhammer has over ten years of network and software ex Seth began his technology career as a network administrator, and has since led two technology-consultin as CEO. Seth has an MBA from the Leeds School of Business, University of Colorado, where he focuse technology and entrepreneurship.

Advisory Board

Greg Mesch, Mr. Mesch's experience includes formative roles in starting, financing and building two o Europe's most successful publicly held data/telecom companies - Versatel (The Netherlands) and Esat T (Ireland). Previously Mr. Mesch was founding shareholder, director and officer in 5 computer/data and internet/telecom companies in the last 22 years. Currently, Mr. Mesch is a private investor, board membe advisor to high potential companies, helping them achieve operational and financial success. Mr. Mesch Serving on the Roving Planet Board, advising the CEO on a weekly basis and is an investor.

Roving Planet's advisory board is extremely capable, experienced and actively involved in the Company

Don Vanlandingham President and CEO of Ball Aerospace & Technologies Corp. Don Vanlandingham been successfully leading Ball Aerospace as president and CEO since 1997. His leadership and commitm communication within the company has helped grow the organization into an industry leader. As Ball Aerospace's senior strategist, Don brings more than 30 years of engineering and managerial experience t table. Don is a member of the board of directors for DigitalGlobe and the Chairman of the Board for the Technology Incubator. He is on the executive committee for the United States Space Foundation, and a m of several industry associations, societies, and committees. Don Vanlandingham is also an investor in Ro Planet.

Dean Leffingwell, Entrepreneur, Software Industry executive, and Technical author. Mr. Leffingwell wo Rational Software Corporation (NASD:RATL), was co-founder, chairman, and CEO of Requisite, Inc., v founder, chairman and CEO of Colorado MEDtech, Inc. (NASD:CMED). Dean Leffingwell is also an in Roving Planet.

Lu Cordova, President Colorado Technology Incubator. Previously, she served as CEO and Chairman o Board at Acteva — a leading provider of e-commerce services to the business event community. Cordov also part of the original team at the @Home Network, co-founding its @Work division. Prior to this, Co was vice president of corporate development at MMS International, a start-up sold to McGraw-Hill's Sta Poor Corporation.

Dr. Michael Pliner, Dr. Pliner, the founder of Verity, has 31 years experience in computer software and technology, general management, business development and organizational development. In addition to Planet, Dr. Pliner is currently on the Board of Mabuhay Networks, a scalable 802.11 equipment supplier

Reynaldo (Reynie) U. Ortiz, Served as Chairman, CEO and Founder of AduroNet Ltd. Europe, Senior President of Qwest Communications, and has successfully structured start-ups, recruited high caliber management teams, arranged private equity funding and debt/vendor financing, and extensively dealt wi investment banking & VC communities.

Roving Planet will generate recurring revenues from software licenses and annual maintenance contracts.

Financial Plan

Roving Planet will generate revenues from annual recurring software licenses, annual recurring maintena
support contracts. Please refer to Roving Planet's pro forma income projections:

Statement of Ops	2002	2003	2004	2005	2006
Total Revenue	304,065	3,159,968	12,093,964	34,869,044	49,799,684
Total Cost of Revenue	113,008	828,999	998,934	1,298,900	1,790,266
Gross Margin	191,058	2,330,970	11,095,030	33,570,144	48,009,418
Total Operating Exps.	1,195,757	4,390,529	9,894,443	26,500,473	32,867,792
Operating Income	(1,004,700)	(2,059,560)	1,200,587	7,069,670	15,141,627
EBITDA	(993,237)	(1,955,148)	1,423,676	7,633,347	16,116,826
Net Income (Loss)	(1,005,764)	(2,094,247)	1,126,000	4,879,658	8,896,597

Investment Required

Roving Planet closed a $750k Series A and is now looking for a $2-4 million Series B round of funding.

Roving Planet is currently raising between a $2 and 4 million Series B round of funding. The Company
$750,000 Series A preferred seed round in late 2001 and early 2002. The funds will be used to successfu
the strategy outlined above.

Exit Strategy

Potential acquiring companies include Cisco, BEA, and IBM.

Roving Planet will be well positioned as an attractive acquisition candidate after the Company has prove
as a technology and market leader in the proximity-based wireless LAN market. The Company is curren
creating partnerships with hardware vendors, such as Cisco, who provide wireless LAN infrastructure pr
Roving Planet will complement their wireless initiatives and become an attractive acquisition candidate
gains a foothold in its target vertical markets.

Current Status

Roving Planet is aggressively pursuing the strategies outlined above, and has hit the necessary milestone
on for future success.

All major areas of the company are progressing

Partnerships already working with Cisco Systems and Wayport. These companies represent nearly 60%
share in some of our target verticals, which establishes a excellent base foundation to build upon

Software development is moving from a monthly update cycle to a quarterly release cycle. Developme
continues to proceed on time, and on scope. In addition, in July 2002 the first of 6 expected patents was
protect Roving Planet's intellectual property.

The company has **added** two new members to the **management team** in Q2. Tom Flaherty and Richard
both add over 30 years of successful leadership in start-up technology companies. Continuing to add to
team, is a core part of the CEO's strategy. Customer acceptance and pipeline are both growing quickly,
booked revenues currently predicted to grow quickly as the product is released for General Availability i
2002.