

AV Fund I Financial Report For the Quarter Ending June 30, 2003 AV Fund I Investor Letter August 15, 2003 Page 2

August 15, 2003

Dear Artemis Ventures Fund I Limited Partners and Advisors:

Attached are the unaudited financials for the Artemis Ventures ("AV") Fund, LP for the quarter ending June 30, 2003. Also attached you will find our capital account schedule and summaries of our portfolio companies.

#### Fund Statistics & Investment Activity

The cost of the remaining six companies in the portfolio total 14,191,932. The Current Value<sup>1</sup> of the portfolio companies in the Fund is 4,410,604.

Two financial events occurred this quarter:

- The Current Value of the portfolio increased \$62,825.00 from the first quarter to the second quarter. This increase was the result of a write-up of approximately \$12,825 on the value of Voyence (formerly Powerup Networks). The write up reflects the actual closing value of the acquisition of Clairvoyant.
- ➢ AV Fund, LP invested \$50,000 in Viewcentral for 71,428 shares of Series B-1 Preferred Stock. Please refer to the Summary of Portfolio Companies for an update on Viewcentral.

To date, AV Fund LP has invested over three years' worth of management fee in our portfolio companies. Upon liquidity, we will not be reimbursing the Fund. The proceeds from the management fee investments will be treated as Limited Partner capital, and thus will be distributed to our investors.

## Portfolio Company Snapshots (see details attached)

The Taviz/Insevo merger was completed this quarter. The name "Insevo" will prevail. Despite the significant distractions of a merger, the company managed to close a decent first quarter. We are hopeful that this company will yield a small return to our Fund.

Motiva released a major new version of their product, closed a deal with the premier management consulting firm for sales growth solutions, and received top ratings for its EIM technology in the First Half Update of the 2003 Buyer's Guide to Enterprise Incentive Management. This key report recognized Motiva as the fastest growing EIM vendor in terms of revenue. We are encouraged that this company will yield returns to our Fund.

Toolwire completed their acquisition of Logilent. The new company has a strong cash position, invigorated executives, a more diverse product line and is aiming for cash flow breakeven in 2004. We expect the integration of product lines, facilities, and staff will be completed in the next month or two. We are encouraged that this company will yield returns to our Fund.

ViewCentral very slightly missed its sales forecast this quarter, with several deals being pushed into Q3. The pipeline is stronger than ever in the company's history, and renewals maintain a high rate. Three executives were promoted from Director to Vice President, and key partnerships were inked with MCI and Raindance. As we expect this product to rely heavily on channel sales, we will continue the focus on partnerships. We are encouraged that this company will yield returns to our Fund.

Voice Access delivered a new release of their product with significantly improved data capture and accuracy features. However, the company has been unable to secure additional financing, and has a loan due. We are not confident that additional financing will be received, and thus the loan would not be repaid. We do not expect that this company will yield a return to our Fund.

<sup>&</sup>lt;sup>1</sup> The "Current Value" includes the cost value of the investments and unrealized appreciation or depreciation and any realized gains and losses. The valuation principles used for securities whose fair values have been estimated by the General Partner are appropriate and have been consistently applied and documented. These methods are described in note two, to the Partnership's audited financial statements. The methods and assumptions used result in a fair value appropriate for financial statement and disclosure purposes.

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Voyence partnered with HP, which we hope will bear financial benefit. The company closed a major financial processing client who will rely heavily on their VoyenceControl! product. We are hopeful that this company will yield a small return to our Fund.

#### **Observations and Comments**

We do see solid signals of economic recovery, and are gaining confidence that the technology sector is recovering as well. The greatest risk to our portfolio now is dilution. As several of the companies may require additional cash, with each subsequent financing our position in a given company is reduced. As noted above, we have invested several years of the Fund's management fee in order to hold our stake or reduce dilution in the companies we are most confident in. However, as we now have barely enough cash to cover the basic costs of the Fund through March of 2009, we will not be able to make any further "defensive" investments.

We are working hard to cut costs at our companies in any way possible, as well as to boost sales and channel partnerships, in order for our companies to become self-sufficient as quickly as possible and not require additional dilutive financings.

## Team News

Please note our new mailing address. Please direct future correspondence to:

Artemis Ventures Fund, LP 401-F Miller Avenue #140 Mill Valley, CA 94941

Our phone number remains 415-289-2500.

## Annual Meeting

Our Annual Meeting will take place Friday, September 19, 2003 in Palo Alto, California. The meeting will be held from 8:30am - 10:30am. Continental breakfast will be served. Please RSVP by emailing henry@artemisventures.com.

#### Investor Section on Website

For electronic copies of the following information, please access our password-protected Investor Relations page on the AV website.

- > Annual Investors Meeting Binders a complete PDF file for viewing or downloading.
- Quarterly Investor Letters
- > Updates on the current status for the Portfolio Companies.
- FAQ (frequently asked questions)
- AV Team Contact Information

To access the Investor Section, click on the Investor Relations link on the top right hand corner of the AV site home page (www.artemisventures.com). Then click on the AV Fund I link and enter:

Username: avinvestor Password: relations

Thank you for your confidence and trust,

Christine Comaford Lynch Managing Director

Henry Wong Director

## PORTFOLIO COMPANY UPDATES -- 2Q03 STATUS REPORT

**insevo 2Q03 Update**: (formerly Taviz Technologies, Inc.) Taviz completed its merger with Insevo in the first quarter of 2003. Brad Solso is now running the combined Company. Sales for the first half of 2003 are below plan. The Company has reduced expenses accordingly. New executive staff has been recruited in the positions of VP Sales, VP Engineering and Controller. As a result, the pipeline for the second half looks quite promising. The Company plans to raise \$1.5 million in the third quarter, and reach profitability in 2003.

**2Q03 Update:** The Company released Motiva 9, a major new release of its Enterprise Incentive Management suite. A number of significant new technology advances in Motiva 9 extend and accelerate Motiva's significant lead over all other EIM vendors in the market. Motiva 9 is the first EIM solution to provide single-instance, multi-currency and multi-language capabilities for global organizations. In addition, Motiva 9 delivers advanced incentive plan modeling, data visualization capabilities, embedded workflow technology and Web Services integration providing access to external data and applications. The Company also inked a deal with the Alexander Group, Inc., the premier management consulting firm for sales growth solutions, to bring to market a hosted sales compensation administration solution for small to mid-sized businesses. The Company also received top ratings for its EIM technology in the First Half Update of the 2003 Buyer's Guide to Enterprise Incentive Management. This seminal report recognizes the software that drives incentive management for leading global companies, named Motiva as the fastest growing EIM vendor in terms of revenue and highlights Motiva product capabilities currently lacking in competitive offerings.

**COLVIRE** 2Q03 Update: The Company completed their acquisition of Logilent in June, after nine months of negotiation. The combined business has a cash balance of \$4.0 million at the end of June, sufficient to take the Company to its projected cash flow break even in 2004. Sales are projected to grow from \$1.6 million in 2003 to \$7.0 million in 2004. John Valencia, previous CEO of Toolwire, will continue as its CEO. Art Medici, former Logilent CEO, will serve as Chief Operating Officer and focus on the Company's direct sales program. The newly integrated managed team seems to effectively utilize the strengths of the two prior company's management teams. The Company continued to show strong renewal business, closing deals with Interwoven, Xilinx, and Wily.

**2Q03 Update**: The Company had its largest second quarter sales in history, with year over year growth of 165%. The Company slightly missed forecast, with several sales being pushed into the third quarter. It continued to demonstrate its ability to close six figure deals with new customers Peregrine and webMethods. The Company also added new name accounts ADP, Veritas, and Witness Systems. The Company also expanded its management team by promoting three executives from within the Company. The Company appointed Rosie Hausler to Vice President of Marketing, Greg McLemore to Vice President of Sales, and Mary Goulding to Vice President of Business Development. The Company also inked deals with MCI to provide online event management capabilities to MCI's conferencing customers, as well as Raindance Communications, to give customers an enhanced solution for automating and managing the entire web conferencing event process from start to finish.

**2Q03 Update:** The Company released an improved end to end solution that captures an entire warranty and product registration form by making a telephone call. The product "Precision Phone Data Capture Service" captures consumer contact information including, Name, Address, City, State, Zip, Phone, E-mail, product information (Model #, Serial #), demographic information and credit card information. With this new service available, the Company is able to capture significantly more warranty and product registrations with 99% data accuracy. Despite this news, the Company has not been successful in raising additional equity financing. The Company is currently obligated to repay a secured loan of approximately \$300,000 in the third quarter, which the General Partner believes unlikely to occur. If the Company cannot raise additional capital or renegotiate the terms of this

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loan, the secured creditors will own the Company assets and existing shareholders would not receive any proceeds from this foreclosure sale.

**2Q03 Update:** (formerly PowerUp Networks/Clairvoyant) The Company joined the HP OpenView Solution Alliance Program, enabling users to more rapidly diagnose security breaches and reduce the mean time to recovery (MTTR) related to network downtime. Voyence enhances the HP OpenView management portfolio by sharing detailed configuration information of network devices contained in the Voyence network repository. This information enables the OpenView user to drill down and view detail changes in the network that may relate to an outage and take corrective measures. Industry analysts estimate that 50% of network outages are caused by manual configuration errors. In addition, Paymentech, Inc. has selected the VoyenceControl! software solution. Paymentech processes more than 4 billion transactions a year for merchants across North America who depend on reliable service and uptime. VoyenceControl! provides a complete solution to more efficiently plan, design, deploy, and manage change within complex networks.

## Artemis Ventures Fund, L.P. (a California Limited Partnership) Statement Of Net Assets June 30, 2003

## Assets

Investments in securities, at fair value Cash & cash Equivalents Prepaid Insurance Prepaid fees & related party expenses	Cost \$14,191,932	\$4,410,604 2,002,460 58,395 207,157
Total Assets		6,678,615
Liabilities		
Accrued Liabilities		(4,000)
		(4,000)
Net Assets (partner's capital)		\$6,674,615

		Privately Held Preferred Stock	· Held Stock	C	Other	F	Total	Unrealized Appreciation
	Shares	Cost	Fair Value	Cost	Fair Value	Cost	Fair Value	
Motiva:								
Series A Preferred	403,848	675,000	144,618			675,000	144,618	(230,382)
Series B Preferred	333,056	1,119,067	119,267			1,119,067	119,267	(008'866)
Series C Preferred	260,484	300,000	93,279			300,000	93,279	(206,721)
Voyence (formerly PowerUp Networks):								
Series 1 Preferred	789,231	931,000	98,325			931,000	98,325	(832,675)
Common Stock	85,500			919,000	1,710	919,000	1,710	(917,290)
Insevo, Inc. (exchanged from Taviz Technologies, Inc.):								
Series A	396,050	3,391,653	396,050			3,391,653	396,050	(2,995,603)
Toolwire, Inc.:								
Series A Preferred	450,000	599,850	302,490			599,850	302,490	(297,360)
Series B Preferred	500,236	1,650,779	336,759			1,650,779	336,759	(1,314,020)
ViewCentral, Inc.:								
Series A Preferred	3,877,729	2,714,410	2,714,410			2,714,410	2,714,410	
Series B-1 Preferred	71,428	50,000	50,000			50,000	50,000	
Voice Access Technologies, Inc.:								
Series A Preferred	307,391	1,841,173	153,696			1,841,173	153,696	(1,687,478)
Total Portfolio Investment	1	\$ 13.272.932	\$ 4408.893	\$ 919,000	\$ 1.710	\$ 14.191.932	\$ 4 410 603	\$ (9.781.328)

Artemis Ventures Fund, L.P. (a California Limited Partnership) Schedule of Portfolio Investments June 30, 2003

(a California Limited Partnership) Statement Of Operations For the Period from January 1, 2003 to June 30, 2003	
Interest Income	\$11,430
Expenses: Management Fees Professional Fees Other Expenses	282,412 18,460 24,739
Total Expenses	325,611
Net Investment Gain/(Loss)	(314,181)
Realized Gain(Loss) on Investments	0
Unrealized Appreciation(Depreciation) on Investments: Beginning of Year End of Quarter	<u>(8,181,362)</u> (9,781,329)
Net Change in Unrealized Appreciation/(Depreciation)	(1,599,967)
Net Decrease in Net Assets Resulting from Operations	(\$1,914,148)

Artemis Ventures Fund, L.P.

# Artemis Ventures Fund, L.P. (a California Limited Partnership) Statement of Partners Capital For the Period from January 1, 2003 to June 30, 2003

Balances 12/31/2002	General Partner \$85,889	Limited Partner \$8,502,874	Total \$8,588,763
Net Investment Gain/(Loss)	(\$3,142)	(\$311,039)	(\$314,181)
Realized Gain/(Loss) on Investments	\$0	\$0	\$0
Net Change in Unrealized Appreciation/(Depreciation)	(\$16,000)	(\$1,583,967)	(\$1,599,967)
Balances 6/30/03	\$66,748	\$6,607,868	\$6,674,615

Artemis Ventures Fund, L.P. (a California Limited Partnership) Statement of Cash Flows For the Period from January 1, 2003 to June 30, 2003	
Cash Flows from Operating Activties	
Net decrease in net assets resulting from Operations	(\$1,914,148)
Adjustments to reconcile net decrease in net assets resulting from operations to net cash used in operating activities:	
Net Change in unrealized depreciation on investments	\$1,599,967
Changes in Assets & Liabilities:	
Due from Artemis Management Company LLC	(\$192,285)
Prepaid Insurance	(\$46,349)
Accrued liabilities	(\$23,954)
-	
Net Cash Provided by Operating activities	(\$576,768)
Purchase of Investments	\$50,000
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Net decrease in cash	(\$626,768)
Cash & Cash Equ beg of year	\$2,629,229
Cash & Cash Equ end of quarter	\$2,002,461

Artemis Ventures Fund, L.P. (a California Limited Partnership) Statement Of Changes in Individual Partners' Capital Accounts June 30, 2003

Net Change in

15,198 Partner Capital 177,258 151,980 88,629 75,990 73,857 45,594 151,980 151,980 73,857 221,572 22,797 221,572 73,857 73,857 44,314 88,629 29,543 73,858 106,355 73,858 29,543 15,502 14,646 91,188 147,715 75,990 73,857 88,629 14,772 15,198 91,188 75,990 74,448 73,857 22,157 147,714 73,857 73,857 15,922 73,857 51,980 15,504 73,857 118,171 8,863 22,797 44,314 06/30/03 ფ ფ Ś ъ ю ю ы Ś ы Ь Э ω Ь ю Ś ю Ś ω Ś Ś Ś Ś ഗ Ś ഗ Ś ю ю Э (\$21,245) (\$7,082) (\$17,704) (\$17,704) (\$18,216) (\$18,216) (\$17,704) (\$53,113) (\$10,623) (\$17,704) (\$5,465) (\$53,113) (\$3,643) (\$7,082) (\$3,716) (\$3,716) \$17,704) \$36,431) (\$10,929) (\$36,431) (\$36,431) (\$17,704) \$17,704) (\$25,494) (\$21,859) \$35,409) \$21,245) (\$17,704) (\$3,541) (\$3,643) \$36,431) \$17,704) (\$5,311) \$17,704) (\$3,646) (\$3,682) \$18,216) \$17,704) \$28,327) \$21,859) (\$5,465) \$10,623) \$17,846) \$42,490) (\$35,409) \$21,245) (\$17,704) (\$2,125) (Depreciation) Appreciation/ Unrealized Gain/(Loss) on Investments Realized (\$3,477) (\$2,086) (\$3,504) (\$3,477) (\$7,154) (\$4,172) (\$3,477) (\$2,146) (\$7,154) (\$7,154) (\$3,477) (\$10,430) (\$1,073) (\$3,477) (\$4,172) (\$1,391) (\$5,006) (\$3,477) (\$730) (\$4,292) (\$6,953) (\$4,172) (\$1,043) (\$6,953) (\$3,477) (\$3,577) (\$3,477) (\$715) (\$716) (\$723) (\$3,577) (\$5,562) (\$695) (\$715) (\$4,292) (\$3,577) (\$730) (\$3,477) (\$7,154) (\$417) (\$1,073) Net Investment (\$8,344) (\$3,477) \$10,430) (\$1,391) (\$3,477) (\$3,477) Partner Capital Gain/(Loss) 95,038 58,669 95,038 29,335 95,038 95,038 114,046 95,039 136,855 95,039 38,015 19,948 117,339 97,782 114,046 17,339 95,038 195,565 190,076 95,038 114,046 95,038 195,565 285,115 285,115 38,015 19,557 19,008 20,328 190,076 95,038 19,008 19,950 95,038 95,798 28,511 97,782 95,565 57,023 152,061 95,038 19,557 95,565 97,782 11,405 29,335 57,023 228,092 12/31/02 რო • • • • • φ φ φ აფ θ აფ θ • • • • • • • • • • • • • <del>ω</del> ω θ Э θ €₽ \$ θ θ θ θ θ ŝ θ Ś ŝ θ θ Partnership Percentage 1.12% 1.11% 0.33% 2.66% 2.28% 2.21% 1.11% 1.33% 1.11% 1.14% 0.68% 2.28% 2.28% 1.11% 3.32% 0.34% 3.32% 1.11% 1.11% 1.33% 1.11% .59% 0.23% 0.44% 0.23% 1.37% 2.21% 0.23% 1.11% 1.11% 0.66% 0.44% 1.11% 0.23% 0.23% 1.14% 1.11% 1.33% 1.77% 1.11% 0.22% 0.23% 2.28% .37% 1.14% 0.13% 0.34% 0.66% 300,000 100,000 250,000 308,663 500,000 257,219 300,000 250,000 257,219 514,438 250,000 750,000 77,166 750,000 250,000 250,000 150,000 100,000 52,473 51,479 514,438 250,000 250,000 154,331 360,000 250,000 51,444 51,994 250,000 300,000 400,000 250,000 50,000 51,444 514,438 308,663 257,219 52,473 50,000 Commitment 250,000 75,000 500,000 30,000 77,166 250,000 252,000 300,000 514,438 Capital Grove, Andrew S. & , Eva Kastan Grove, Co-Grzanowski, Kathleen & Christopher Abrams, Alan & Michela O'Connor Goodrich, James & Penelope H. Giangiorgi, Edward Michael Grove Investment Partners Brandwynne, Jacqueline B. -oraine C. Graham Trust CVT Management LLC Bricolage Investments Bowman, Lawrence A. Kepes, Paul & Monica Abbott, Gary Edward Andrews Jr., Neal L. Bertero Living Trust Capital Partnership Conte, Victor Brian Feeney, Timothy P. GC&H Investments Madyoon, Hooman Buhari, M.D. Fram GTO Management Joseph, George A. Limited Partners Emerson, Richard AB Financial LLC ETF Holding N.V. King Jr., J Dudley Danielson, Eric L. Ekstract, Richard Griggs Jr., Carl L. -awless, John W Cook, Francis V. Gumbel, Michael Giotes, Artie G. Griggs, Glynn J. Bass, Robert M. Griggs, Mark R. Bedrin, Gerald -ohse, William Basker, Nevet Farber, Daniel Cowen, Gary Julian, David Julian, Robert -ynch, Chris Chern, Eric **BPTH SLP** IRODILI Vame

Artemis Ventures Fund, L.P. (a California Limited Partnership) Statement Of Changes in Individual Partners' Capital Accounts June 30, 2003

Net Change in

151,980 73,858 88,629 29,543 36,928 30,395 303,960 75,334 177,258 36,928 177,258 73,858 15,501 73,857 73,857 29,543 5,909 73,857 177,258 177,258 177,258 75,990 14,772 37,995 37,995 91,188 17,726 22,157 29,540 6,674,615 Partner Capital 45,594 45,594 22,157 22,797 149,103 6,607,868 162,486 66.747 06/30/03 Ś Ś ŝ (\$17,704) (\$7,082) (\$8,852) (\$42,490) (\$17,704) (\$17,704) (\$42,490) (\$9,108) (\$72,862) (\$3,716) (\$17,704) (\$7,082) (\$36,431) (\$5,311) (\$3,541) \$21,859) (\$4,249) (\$5,311) \$35,741) (\$16,000) \$38,949) (\$8,852) (\$1,416) (\$42,490) (\$42,490) \$21,245) (\$5,465) (\$7,286) (\$10,929) \$10,929) (\$17,704) (\$2,549) \$18,216) (\$9,108) (\$7,082) \$18,058) \$42,490) (\$1,583,967) (\$1,599,967) (Depreciation) Appreciation/ Unrealized Gain/(Loss) on Investments \$0 \$0 \$0 Realized (\$14,308) (\$1,738) (\$2,146) (\$8,344) (\$3,477) (\$3,477) (\$8,344) (\$8,344) (\$7,154) (\$3,477) (\$1,043) (\$1,788) (\$1,738) (\$3,546) (\$2,146) (\$730) (\$3,477) (\$278) (\$8,344) (\$692) (\$1,391) (\$1,788) (\$4,292) (\$834) (\$1,391) (\$501) (\$3,577) (\$7,018) (\$1,391) Net Investment (\$7,648) (\$1,431) (\$8,344) (\$3,477) \$4,172 (\$1,073) \$1,043) (\$311,039) (\$3,142) (\$314,181 Partner Capital Gain/(Loss) 195,565 39,112 391,130 47,519 228,092 95,039 95,038 95,038 228,092 228,092 95,039 117,339 47,519 96,939 58,669 95,038 38,015 7,603 228,092 13,685 19,008 114,046 38,015 48,892 29,335 22.809 38,015 8,588,763 209,084 58,669 19,947 97,782 28,511 48,892 28,511 191,862 85.886 228,092 8,502,877 12/31/02 Ś ω φ θ ω ŝ ŝ θ Э Ś θ ŝ ŝ Ś θ φ θ ŝ ŝ Ś Э Partnership Percentage 100.00% 4.55% 1.13% 2.66% 0.55% 0.68% 0.68% 2.66% 0.23% I.11% 0.09% 1.11% 2.66% 2.28% 2.66% 1.11% 0.22% 1.33% 0.57% 1.37% %00.66 2.43% 0.55% 0.46% 1.11% 1.11% 0.44% 2.66% 0.16% 1.14% 0.33% 0.44% 0.57% 0.34% 0.27% 0.33% 2.23% 0.44% 1.00% 250,000 600,000 600,000 600,000 250,000 250,000 250,000 20,000 36,000 514,438 600,000 257,219 125,000 154,331 52,473 100,000 250,000 75,000 50,000 300,000 100,000 128,609 128,609 308,663 75,000 77,166 60,000 22,592,929 Commitment 550,000 125,000 102,888 ,028,875 255,000 600,000 154,331 504,696 100,000 22,366,999 225,929 Capital Artemis Management Company LLC The Nachtsheim Family Trust Stokes Lazarus & Carmichael Miller Dorin & Singer, Eliahu World Venture Partners, Inc. Resnikoff Innovations, LLC Software Venture Partners Yoffie, Terry S. & David B. Stafford Investments, LLC NorthBay Partners, L.L.C. Silicon Valley Bancshares Stewart's Childrens' Trust MarinView Capital, L.L.C. VCFA Holdings III, L.L.C. Webster Jr., Frederick F. **Total Limited Partners** Wachtel, Kenneth Jack The Avram Miller Trust Owens, Michael Brian Owens, Raymond W. Shover, Lawrence M Meighan, Torunn K. Tzannes, Michael A. **TZ Partnership LTD** Woods, Kenneth R. Naegele, Richard J. Stewart, Charles K. Wachtel, William W Thompson, John L. Santino, George A. Roberts, Daniel J. **Total Partnership** Melton, William N. Fengelsen, Erich Pareek, Purna N Walker, Dwayne General Partner Fenzer, Lee E. Mansur, Walid Natts, Sam J. Vame