

## Private Equity **Company Turnaround & Restructuring**

Tuesday 28th September 2010, ETC Venues, The Hatton, London

## Private Equity **Restructuring International Funds**

Wednesday 29th September 2010, ETC Venues, The Hatton, London

### ***Creative Turnaround & Restructuring Strategies***

- **Issues Relating to Failed Investments** Leading Up to & During Restructuring
- Restructuring the **Leverage Frenzy**:
- **Distressed M&A:**  
The Evolution of Pre-packs
- Is Administration the Right Tool?
- A Turnaround Practitioner's Perspective
- Tax in Restructuring

### ***Panel Sessions***

1. Role of **Private Equity** in Restructuring
2. PE Restructuring: **Bank Perspectives**

### ***Case Study***

- Structured Exit of Saab by GM

### ***Overview of Hot Topics in the Current Fund Raising Environment***

- **Getting to "Yes":** Raising a Mid-market European Fund
- **Terms** for International Private Equity Funds
- What is an **LP** looking for?
- **Tax & Regulation:** Impact & Outlook
- Issues for **Management Teams**
- **Structuring** the Fund

### ***Special Structures for:***

- For **German** Investors
- For **French** Investors

### ***Sector Focus:***

- Infrastructure & Climate Change / Renewables Funds

## **Expert Speakers for 2010!**

**Simon Davies**  
Managing Director  
**THE BLACKSTONE GROUP  
INTERNATIONAL**

**Peter Jaffe**  
Executive Director  
**JP MORGAN**

**Jan Bayer**  
Partner  
**BROICH BEZZENBERGER**

**Bridget Barker**  
Partner  
**MACFARLANES**

**Tony Groom**  
Turnaround Private Equity  
Investor  
**K2 PARTNERS**

**Jamie Constable**  
Founder  
**R CAPITAL**

**Jon Newell**  
Partner  
**PKF**

**Mark Baldwin**  
Partner  
**MACFARLANES**

**Bryan Green**  
CEO  
**GORDON BROTHERS  
EUROPE**

**David Hewish**  
Director  
**ALIX PARTNERS**

**David Hole**  
Founder  
**GREENFIELD  
RESTRUCTURING SERVICES**

**Mark Silvestre**  
Managing Director, Specialist  
Finance BSU  
**LLOYDS TSB**

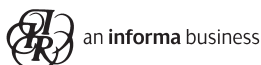
**Bridgett Walsh**  
Partner  
**ERNST & YOUNG**

**Jeremy Goldring**  
Partner  
**SJ BERWIN**

**Tyrone Courtman**  
Partner  
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# Private Equity Company Turnaround & Restructuring

Tuesday 28th September 2010, ETC Venues, The Hatton, London

## Seminar Background

### How do you re-structure a failed investment in practice?

This practical seminar is aimed at equipping private equity houses and their advisers to answer this question with confidence. Key benefits will include developing a clearer understanding both of the technical issues and the practical realities of the interface between private equity and distressed companies. Experts in the legal, private equity, and banking professions will reveal their experiences and give case study presentations to bring this exciting subject to life.

0830 Registration & coffee

### 0900 Chairman's welcome & introduction

**Tony Groom**, *Turnaround Private Equity Investor*  
K2 PARTNERS

### 0910 Recent Developments in Private Equity Restructuring

- Current trends occurring within the restructuring market
- Recent regulatory developments and their impact on the market
- What factors are currently influencing the market?
- What is the next set of issues facing private equity companies?

**Simon Davies**, *Managing Director*  
THE BLACKSTONE GROUP INTERNATIONAL

### 0950 The Practical Issues Relating to Failed Investments Leading Up to & During Restructuring

- Trying to control the process
- Timetables
- Opco v Holdco – which liabilities to lose
- Dealing with the various stakeholders:
  - equity investor
  - mezzanine
  - vendors
  - pension trustees and the regulator
  - customers, suppliers and employees
- Practical issues in taking control
- Preventing others benefiting at your expense
- Good administration/ bad administration

**Jeremy Goldring**, *Partner*  
SJ BERWIN

1030 Coffee

### 1045 Restructuring the Leverage Frenzy: Challenges and Solutions for Restructuring PE Deals of the last Cycle

- The new environment for restructuring pre-crunch personal deals
  - bullet repayment, covenant lite, Mulligans and equity cures – the search for restructuring triggers
  - strip financings, CDS', interest-only investments, and base trades – the new landscape for "effective" inter-creditor dialogue
  - second liens, guaranties, waiting periods, buy-out rights – powers of the junior creditors
- Consensual deals with the equity – how to deal with the out-of-the-money mezzanine holdout
  - equity cure and targeted repurchases?
  - HoldCo insolvencies and pre-packaged plans
  - equity in lieu of payment
  - credit bid, joint bidding vehicles and releases

- COMI moves and Chapter 11
- Non-consensual deals – Dealing with the Equity Hold-out
  - enforcement of share pledges
  - transfer plan
  - common equity disenfranchisement structures

**Jan Bayer**, *Partner*

BROICH BEZZENBERGER

### 1125 The Role of Private Equity in Restructuring

Panel Discussion

Moderated by:

**Tony Groom**, *Turnaround Private Equity Investor*  
K2 PARTNERS

Panellists:

**Jamie Constable**, *Founder*, RCAPITAL

**Jon Newell**, *Partner*, PKF

**Bryan Green**, *CEO*, GORDON BROTHERS EUROPE

### 1200 Distressed M& A: The Evolution of Pre-packs in the Current Market

- Contrast recent Pre-pack phenomenon v traditional Administrations
- Recent developments regarding Pre-packs
- Contrast the Pre-pack approach to CVA's
- Contrast UK approach with continental Europe and the USA

**Tyrone Courtman**, *Partner*

COOPER PARRY

1235 Lunch

### 1345 Creative Restructuring Strategies

- Funding options to support a turnaround/ restructuring
- Understanding different stakeholders strengths and weaknesses

- Strategies to enhance cash flow

**Bryan Green**, *CEO*, GORDON BROTHERS EUROPE

### 1425 Private Equity Restructuring: The Bank Perspective

Panel Discussion

- What are the main causes of failure and what are the likely default 'triggers'?
- Impact of leveraged boom documentation provisions
- How do banks go about dealing with borrower defaults?
- Common pitfalls when restructuring debt
- When will banks write off loans/ take equity?
- Do's and don'ts of negotiating with a bank in a restructuring

**Peter Jaffe**, *Executive Director*, JP MORGAN

**Mark Silvestre**, *Managing Director*,  
*Specialist Finance BSU*, LLOYDS TSB

*Plus more to be confirmed*

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1500

## The Structured Exit of the Deeply Distressed Saab Automobile by General Motors

Case Study

*This session will demonstrate how in 12 months Saab Automobile became a stand-alone, independent car company. The journey involved the largest ever filing for Reorganisation in Swedish corporate history, the shortest ever solvent liquidation in Swedish corporate history and possibly a first in the world of corporate turnaround... the release of a rock song and video (available on iTunes – “Griffin Up”).*

- Understanding the background;
  - iconic Swedish car maker owned by General Motors which was incurring losses of approx \$1m per day
  - directors concerned since the company was technically insolvent and the clock was ticking towards need for bankruptcy filing or personal liability
  - deterioration in GM's own financial position meant it was no longer in a position to support SAAB
- Dealing with intense political and media scrutiny
- The role of the Government in supporting a new owner but not GM
- Searching for buyers
- Overcoming complications of timing of actions and the need to coordinate with viability plans for GM Europe and a potential US Chapter 11 filing

**David Hewish**

Director

**ALIX PARTNERS**

1540 Coffee

## Is Administration the Right Tool? A Turnaround Practitioner's Perspective

- The decline curve & value break
- Value loss on appointment
- Preserving value in distressed business – tactics & strategies
- Risk management

**David Hole**

Founder

**GREENFIELD RESTRUCTURING SERVICES**

## Tax in Restructuring

- Importance of tax in enhancing returns in restructuring situations
- Unravelling tax driven private equity structures
- Tax considerations in cross border restructuring

**Bridgett Walsh**

Partner

**ERNST & YOUNG**

1715 Close of Conference

# Private Equity Restructuring Internat

Wednesday 29th September 2010, ETC Venues, The H

## Seminar Background

The credit situation has altered the relationship between the investor and the private equity company: Not all draw-down commitments are likely to be honoured so agreeing a new structure for your fund may be the only option left.

In one day, this seminar will pinpoint the options available for fund restructuring, the tax implications, and most importantly, discovering what the LPs actually want.

0830 Registration &amp; Coffee

## 0900 Chairman's welcome and introduction

## 0910 Overview of the European Private Equity Market

- The current fund raising environment
- The political context
- Outlook for the industry
- Hot topics including secondary transactions

## 0950 Getting to "Yes": Raising a Mid-market European Fund

- What are LPs requesting to commit to first closes?
- What economic and other incentives are GPs providing?
- How to decide your fund terms – the key areas to get right
- The fund document – what clauses cause most grief and impact of the credit crunch
- The fundraising process – the good, the bad and the ugly
- Funds acquiring pre-agreed portfolios and impact on blind pool funds

1035 Coffee

## 1050 Terms for International Private Equity Funds

- Core economic terms
- Downside protections
- Evolution of terms and the impact of the ILPA Guidelines
- Hot topics

## 1125 What is an LP looking for?

- Distribution economics (including clawbacks and escrows)
- Management fees and transaction fees (including fee v. carry off-sets)
- Governance (including termination and key man provisions)
- Co-investment rights
- Incentivisation of investment team (vesting, leaver and change of control provisions)
- Transfer provisions

# ional Funds

aton, London

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## 1200 Structuring the Fund

- Where to form the fund
- UK issues
- US issues
- European investor issues
- Some fund structures

1235 Lunch

## 1335 Structures for German Investors

- German fund structures: an update
- German tax issues
- Carried interest structures and other topical issues

## 1410 Structures for French Investors

- French fund structures: an update
- French tax issues
- Carried interest structures and other topical issues

## 1445 The Taxation Outlook

- Outlook for personal taxation in the UK and beyond
- Prospects for tax treatment of private equity executives in respect of management fee, carried interest and co-investment structures
- Potential tax changes impacting investee companies

1520 Coffee

## 1535 Sector focus: Infrastructure and Climate Change / Renewables Funds

- Defining characteristics and involvement of industry partners
- Effectively structuring infrastructure and related funds, including tax considerations
- Matching long term assets to fund structures and the impact on key terms of funds

## 1610 The Increasing Impact of Regulation

- The Alternative Investment Fund Manager Directive (AIFMD)
- Impact on smaller and start up fund managers
- Regulatory convergence in the EU and US, and the ongoing onshore / offshore debate
- The effect of government intervention

## 1645 Issues for Management Teams

- Planning for succession: internally and externally
- Spin outs, mergers and consolidation: the experience so far
- Finding alternative sources of funding for in house funds

1730 Close of seminar

*"an excellent course with high quality speakers"*

Carrie-Anne Holt, INITIATIVE EUROPE

## Your Seminar Leaders:

Macfarlanes is widely recognised as a leading high quality independent UK law firm. With 300 lawyers and 75 partners we take a partner-led approach towards client service and relationships. We serve a broad range of clients from multi-national companies to private individuals worldwide. Our independence allows us to work with first class independent law firms around the world, and we attract international work of the highest quality.

## Speakers include:

**Bridget Barker, Partner - Investment Funds and Financial Services**  
Bridget joined Macfarlanes in 1981 and has been a partner since 1988. Bridget is head of the investment funds and financial services group. She advises clients on establishing both onshore and offshore private funds for private equity, real estate, mezzanine, infrastructure, renewable energy and other types of funds. She has considerable experience acting for both fund managers and also for a variety of investors from both the UK and abroad. In addition, Bridget advises on a variety of financial services and regulatory issues. Bridget regularly speaks at conferences in the UK and abroad including the 2009 International Bar Association Conference on the Globalisation of Investment Funds. Bridget was listed in third place in the table of "Most Highly Regarded Individuals" in the International Who's Who of Private Funds Lawyers in 2008 and is rated by all the major directories.

## Mark Baldwin, Partner - Corporate Tax

Mark trained at Macfarlanes, qualified in 1987 and became a partner in May 1997. Mark's practice spans a broad spectrum of corporate tax work. His particular areas of expertise are the structuring of collective investment vehicles (particularly domestic and pan-European private equity and real estate funds) and associated carried interest and co-investment structures, real estate investment, development and finance and indirect tax (particularly VAT). He has advised on a number of strategic transactions for private equity houses and developed the use of LLPs as a business vehicle of choice for the Fund Management industry. Mark Baldwin is a member of the BVCA Tax Committee, VAT Practitioners Group, the Association of Partnership Practitioners and the Law Society's VAT and Duties Sub-committee, as well as an informal "club" of independent tax lawyers from independent law firms across Europe. He regularly speaks and writes on a wide variety of tax topics.

## Stephen Sims, Partner - Investment Funds and Financial Services

Stephen joined Macfarlanes in 2002 and became a partner in 2006. He advises fund managers and investors on the structuring, establishment and operation of investment funds. He specialises in structuring private equity and real estate funds, and managers' incentive arrangements, as well as on secondary sales of private equity portfolios. Stephen regularly speaks at conferences in the UK and abroad including the 2008 International Bar Association Private Funds Conference. He is recognised as a leading individual in private equity and real estate fund formation by Who's Who Legal and Chambers and Partners.

## About your Media Partner



TMA (UK) is a non-profit organisation for practitioners in corporate renewal and turnaround management. It is a broad-church organisation, bringing together professionals from international corporations, SME's and company doctors themselves to meet, attend networking events and hear about the latest news within the business recovery, corporate turnaround, distress and restructuring market TMA (UK) is a Chapter of TMA International, which has over 9,000 members worldwide. TMA exists to promote high standards of practice and improved methodologies in turnaround management and to promote the image of TMA and those involved in the revitalization of troubled companies as professionals committed to the highest standards of practice.

## Do you have a product or service to sell to private equity professionals?

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## Restructuring International Funds

Wednesday 29th September 2010, ETC Venues, The Hatton, London

*Good Morning,*

Whatever aspect of private equity you are involved in, whether that be managing a fund, deal structuring & financing or turning around under-performing investments, you need the very latest market information in order to ensure success in these tougher times.

The presenters at these seminars are all experts in their practice areas who will be drawing on their extensive experience of private equity to provide practical advice and guidance. The seminars are designed to be highly interactive and will provide you with a set of strategies and techniques for you to apply to your business.

Your seminars are made up of both presentations and interactive panel discussions. You will hear from organisations including:

- **The Blackstone Group**
- **K2 Partners**
- **Gordon Brothers Europe**
- **PKF**
- **JP Morgan**
- **Greenfield Restructuring Services**
- **SJ Berwin**
- **Broich Bezenberger**
- **R Capital**
- **Cooper Parry**
- **Alix Partners**
- **Ernst & Young**

There is also the opportunity to hear case study presentations including a case study looking at the structured exit of Saab Automobiles by General Motors.

Please have a look through this brochure for more information on the contents of the events and the expert panel of confirmed speakers.

The speakers and I look forward to welcoming you to this series of engaging, exciting and highly practical Private Equity Seminars.

Kind regards



Helen Crocker, Conference Director

*"Really enjoyed the quality of the presentations"*

James Green, Solicitor, Clyde & Co

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