



Independent Business Review The Deloitte methodology

Deloitte Belgium
M&A Turnaround and Restructuring Services

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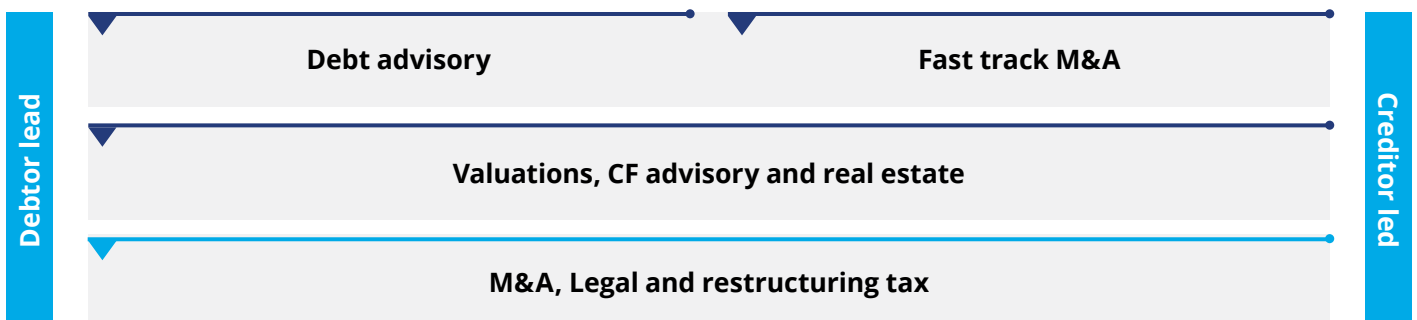
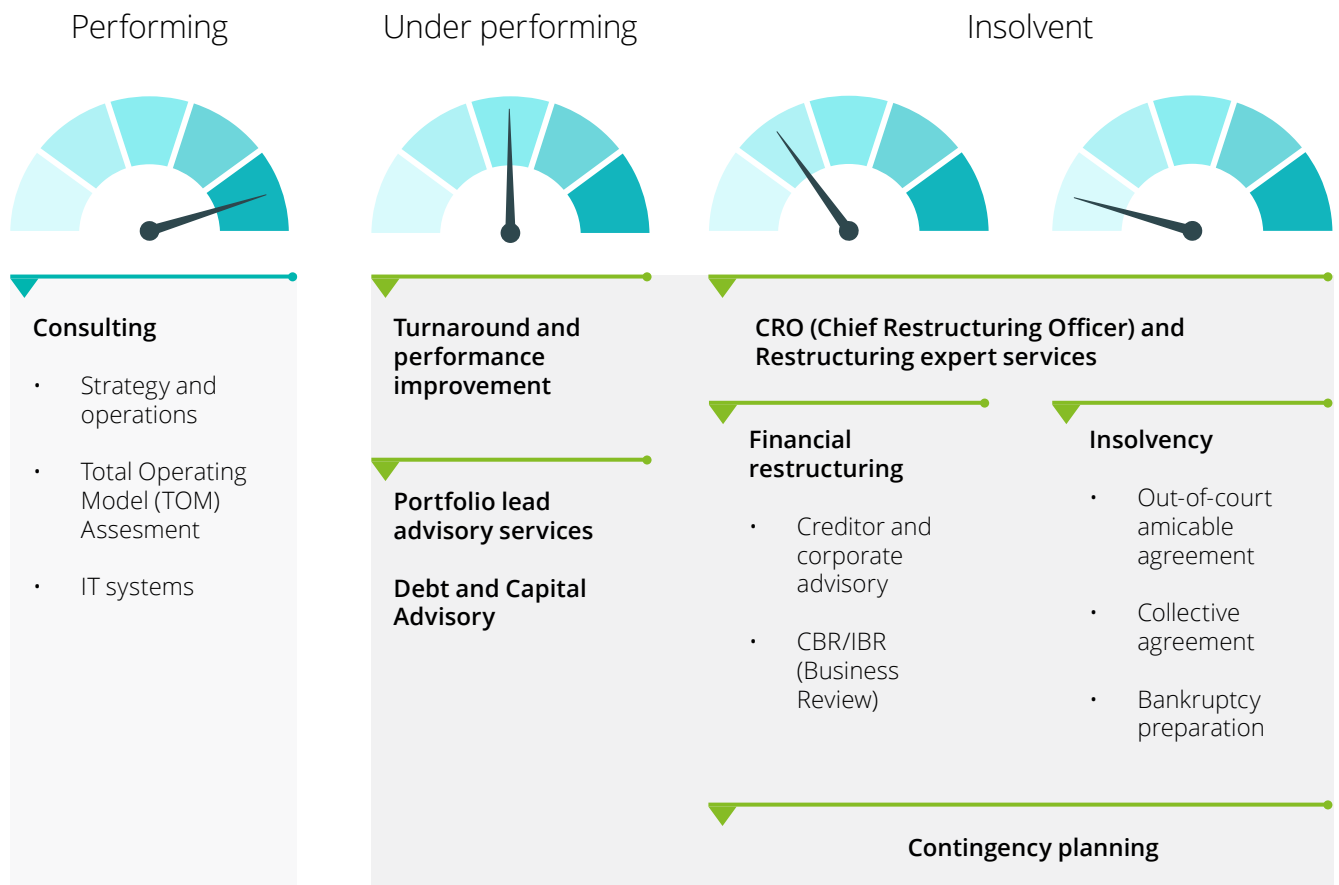
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The Deloitte restructuring approach

Turnaround and performance improvement (PI) works with 'stressed' to 'insolvent' businesses

This service is delivered by partners with specialist situational skills and experience, working closely with our Consulting, Debt and Capital Advisory, Corporate Finance, Legal, and Tax teams, to advise and support corporates directly, or their creditors, or investors.



Our creditor advisory and IBR offering

The Deloitte business review - Overview

When the business is showing signs of stress/distress, it needs to be reviewed to assess its current state and be able to formulate robust restructuring advice. Such a review takes the form of:

- Company business review (CBR) for PEs; and
- Management independent business review (IBR) for creditors

Extent of our scope may vary depending on the client and the influence of banks



Phase I The business plan review

Business plan review



Stakeholder analysis and valuation/options review



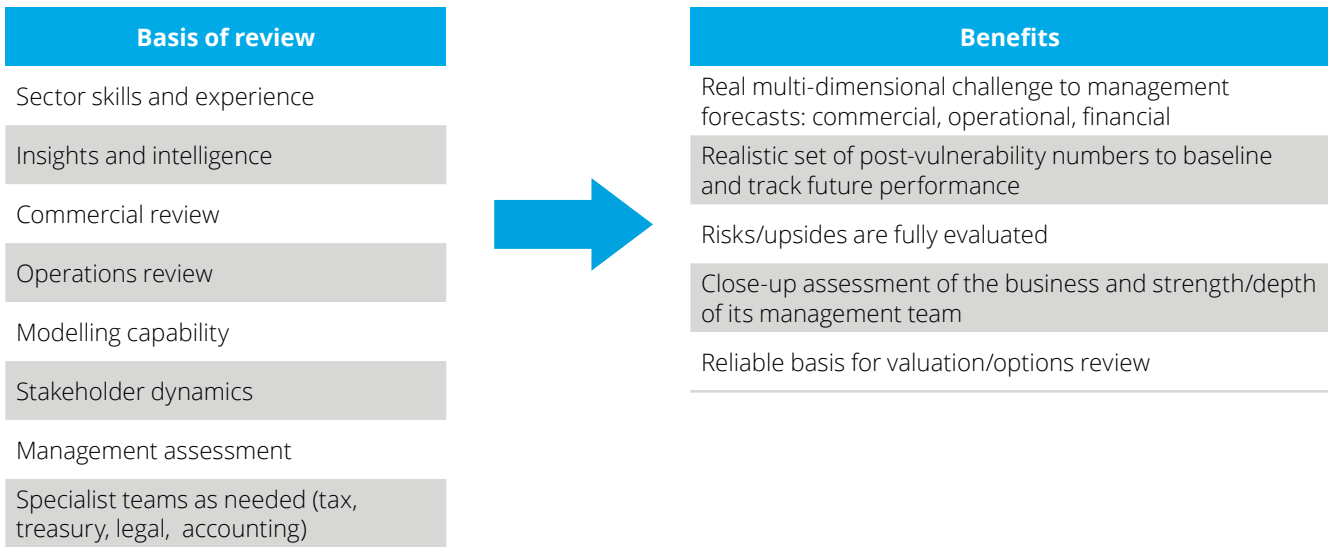
Deloitte business review (IBR or CBR)



Establishing a baseline EBITDA and cashflow that everyone agrees on is the basis for negotiating a financial restructuring, and improved prospects for a robust restructuring and successful exit.

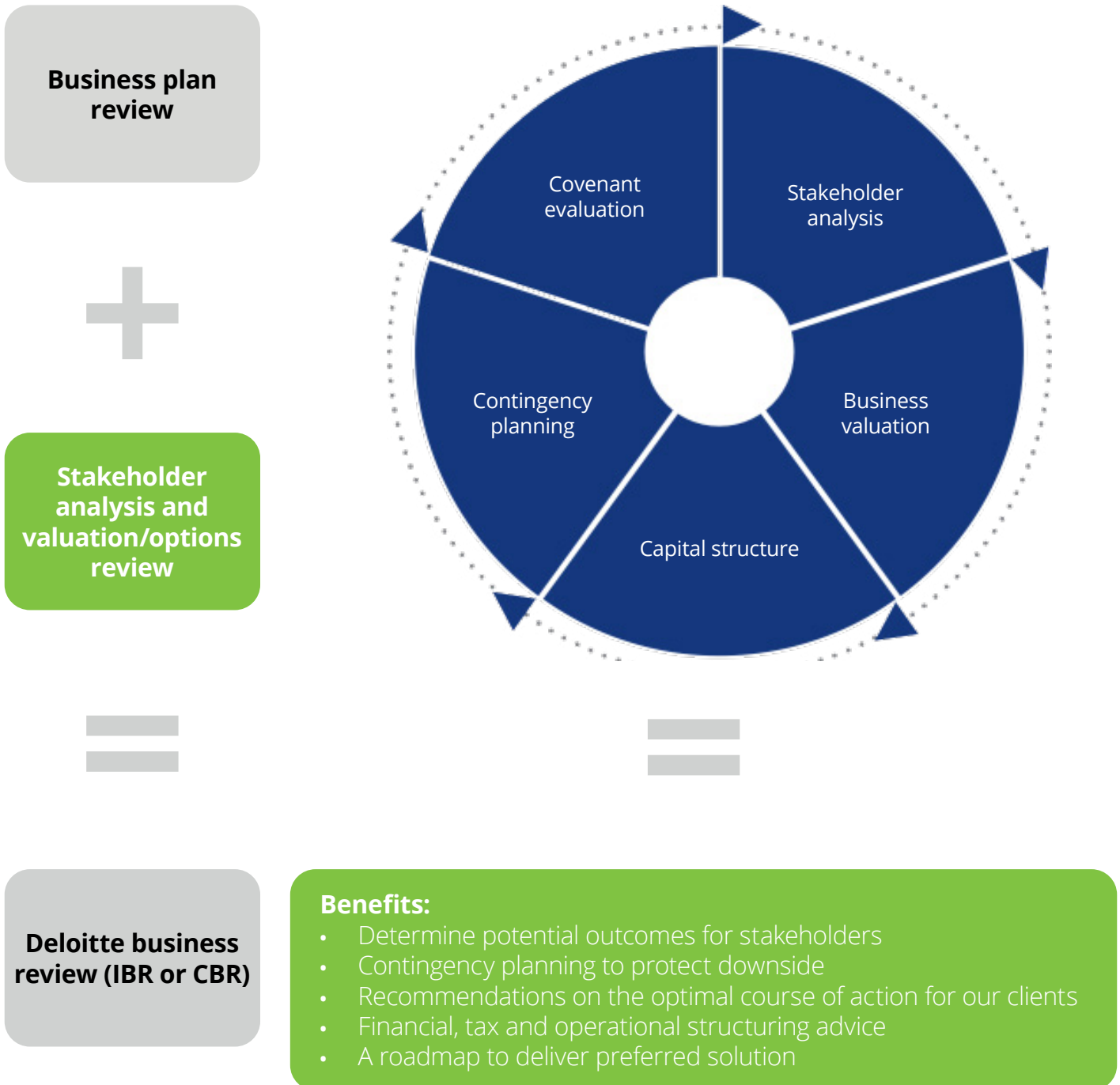
Phase I Value of the business plan review process

Mitigates the risk that stakeholders will end up back at the table and increases the prospect of a robust restructuring and successful exit.



IBR is much more than just an analysis of the management's numbers.

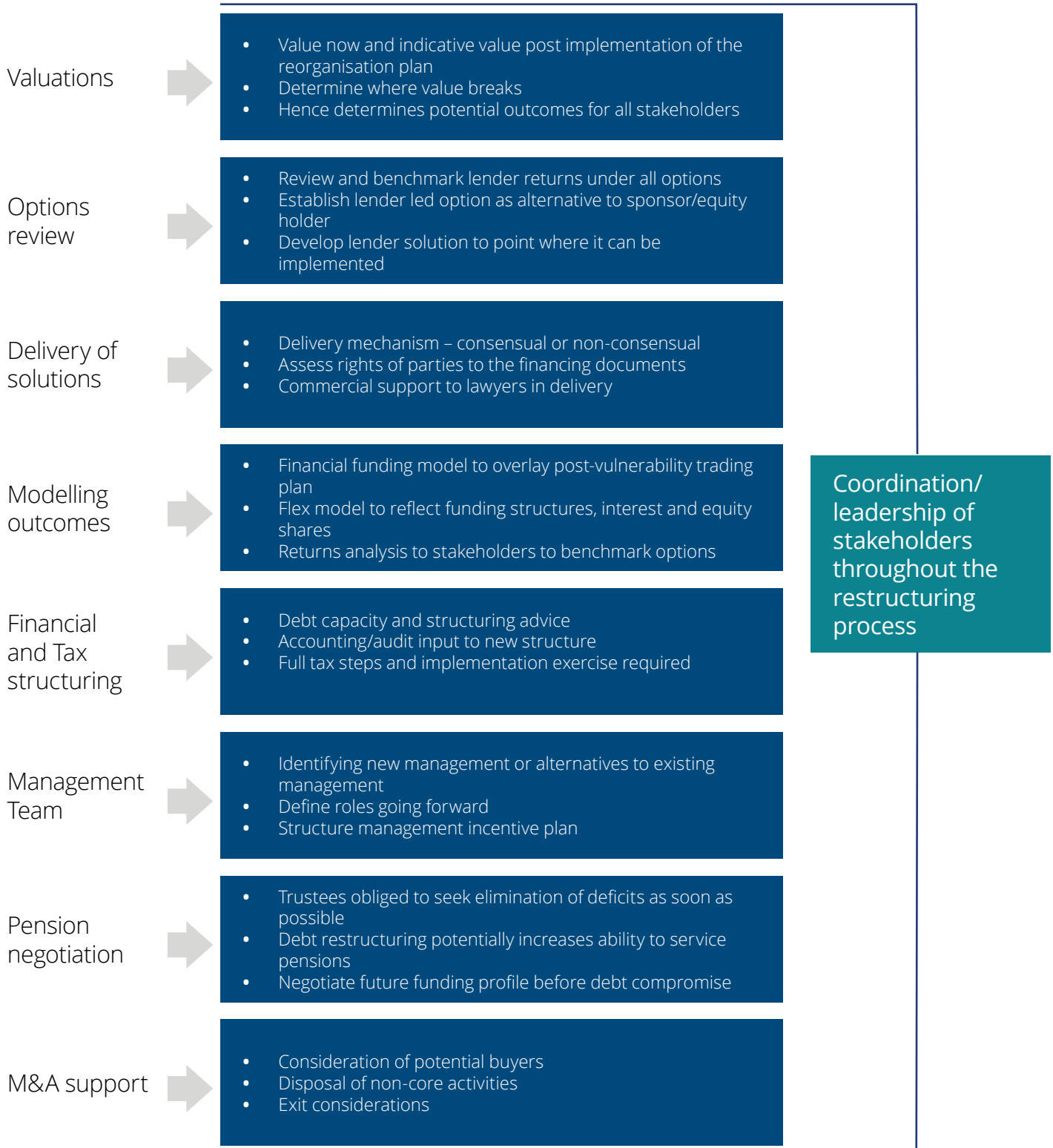
Phase II Stakeholder analysis, valuation and options review



An effective IBR will identify the key issues for stakeholders and evaluate the full range of options, providing a reliable basis for our conclusions and advice to creditors.

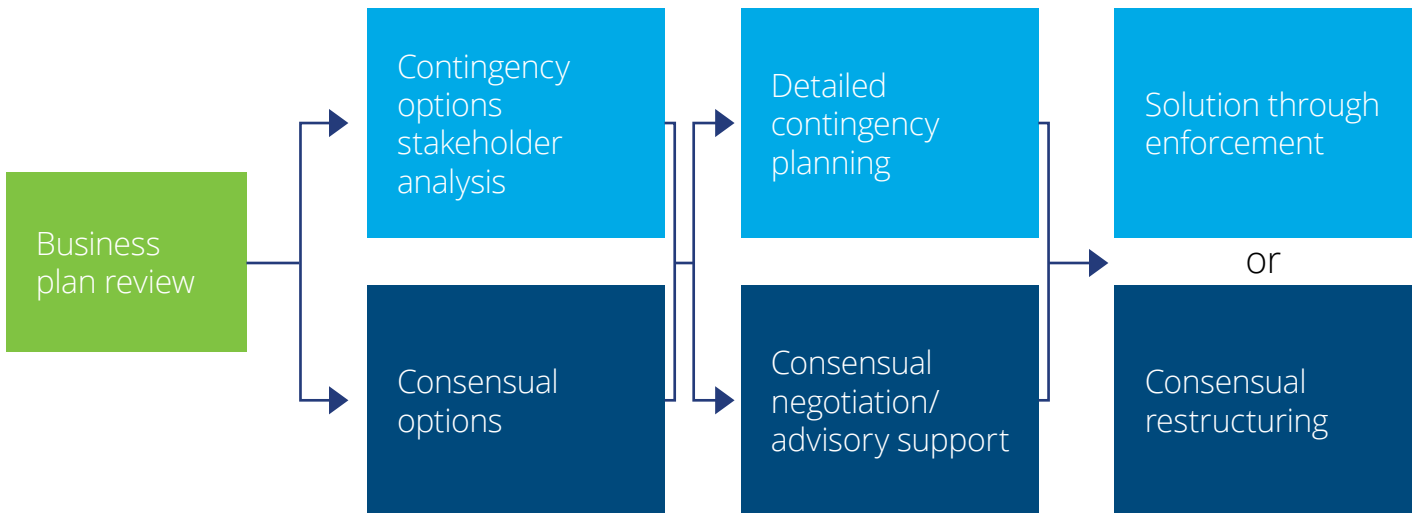
Creditor advisory Key workstreams

Leveraging off our strategic, commercial and financial review, bringing together a wide range of other skills to deliver robust restructuring advice.



Contingency planning is often critical

Contingency planning may be required either as a discrete exercise, or as part of a wider IBR solution, providing financial stakeholders with an understanding of options and thus respective negotiating positions and leverage.



Functional/sector specialists, operational and commercial due diligence, tax, valuations, etc.

- Benchmark for robust restructuring advice

- Evaluation of stakeholder options, including:
 - Fallback contingency options
 - Alternative consensual solutions

- Detailed Plan B analysis
- In depth negotiation of consensual terms
- Stakeholder and/or project management

- Enforcement could be holdco/opco prepack
- Complex/contentious insolvency
- Consensual could be through shareholder enforcement

Contacts



Geert Stienen

Partner, Turnaround & Restructuring Lead

+32 498 58 16 20

gstienen@deloitte.com

Geert has over 25 years of international experience in turnarounds, restructuring, M&A, strategy and transformations both as a corporate executive and a management consultant.



Charissa Rahaman

Senior Manager, Turnaround & Restructuring

+32 473 85 48 80

crahaman@deloitte.com

Charissa has over 15 years of experience in managing turnaround and restructuring projects, namely IBSSs, cash flow forecast models, strategic business plans, liquidity and working capital management engagements.

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