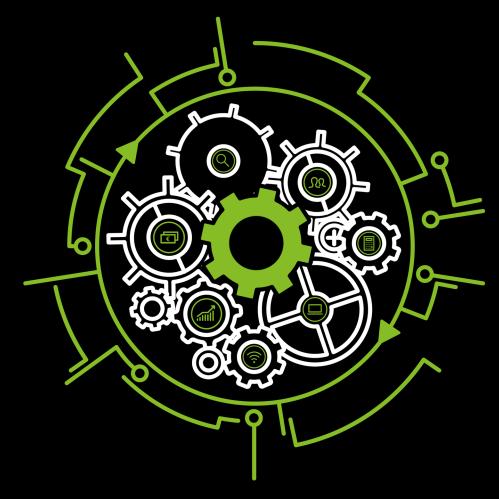
Deloitte.



Liquidity planning and cash management in uncertain times



Agenda

1	Introduction
2	Our Steering Committee
3	Presentation
4	Q&A

Deloitte PE backed CxO-Forum

Steering Committee



Dr. Dominique Friedrich CEO & Managing Director Windstar Medical



Sabrina Flunkert

Managing Director | CFO

Ratepay GmbH



Jessica Nospers CFO Fernao Networks Holding



Kurt Skupin CEO WEKA Group



Wolfgang Pietzsch Bis 31.12.2022: Managing Director Ardian Buyout

Liquidity planning and cash management in uncertain times

Your speaker for today

Isabelle Pernegger Wirtschaftsprüfer, Steuerberater

Partner | Financial Advisory | M&A Transaction Services Germany, Nuremberg



- +20 years of practical experience in national and international transactions
- Leading interdisciplinary cross-border transaction teams including financial, legal and tax
- Buy- and sell-side financial due diligences for corporate clients and private equity clients
- Restructuring opinions
- Liquidity planning and going-concern opinions

Jens von Loos Diplom-Betriebswirt

Managing Director | Financial Advisory | Debt & Capital Advisory Germany, Frankfurt am Main



- +18 years of experience in Structured Finance
- Structuring of LBO financings for both private equity and family-owned companies
- Large and medium-sized financial restructurings as well as financing in "special situations" for a wide range of companies
- Acquisition financing for medium-sized and large cap companies in the German market

Daniel Montanus LL.M. corp. restruc.

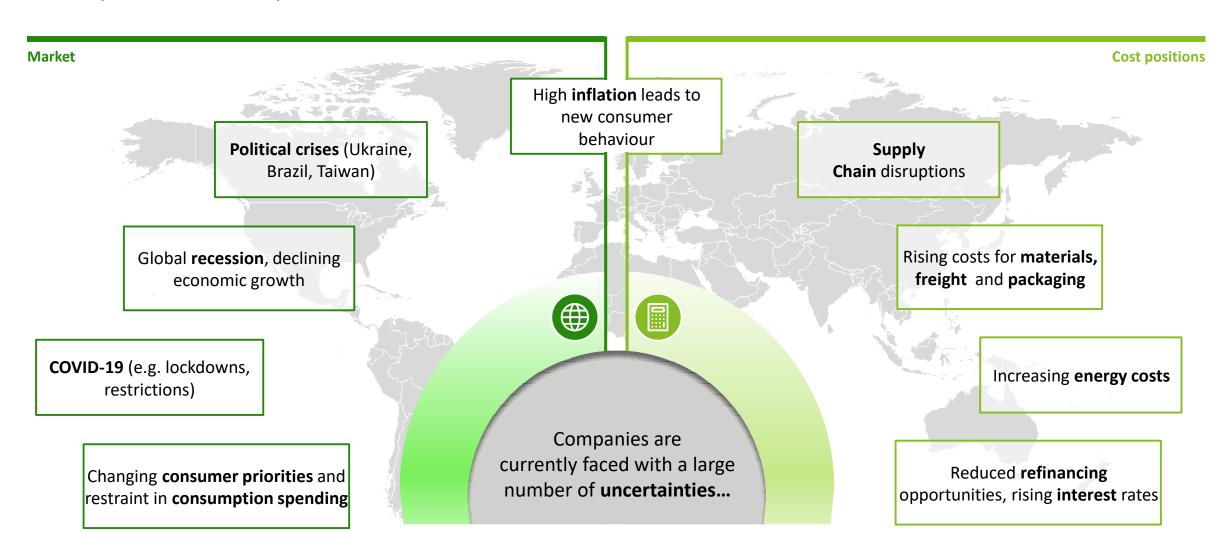
Director | Financial Advisory | Turnaround & Restructuring Germany, Frankfurt am Main



- +16 years of experience in restructuring
- Development and implementation of restructuring concepts
- · Liquidity management and financial planning
- Working capital optimizations
- Distressed M&A

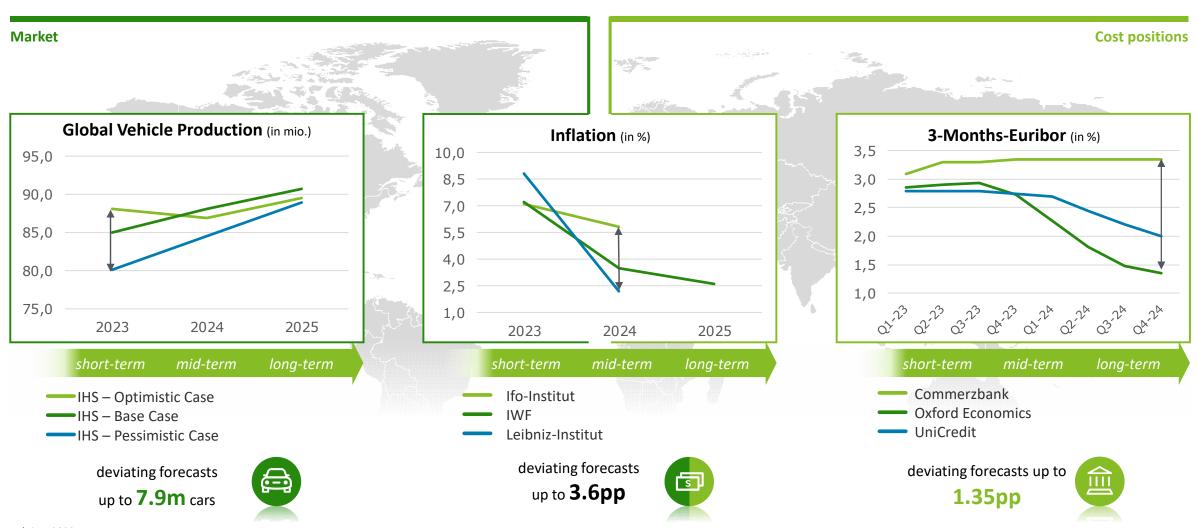
Signs of an crisis at all-time high

At the moment, we are observing an absolute novelty: signs of a crisis regarding market and cost developments are at a peak.



Uncertainty at all-time high

Experts and publisher of databases do not agree on their forecasts.



Deloitte 2023 7

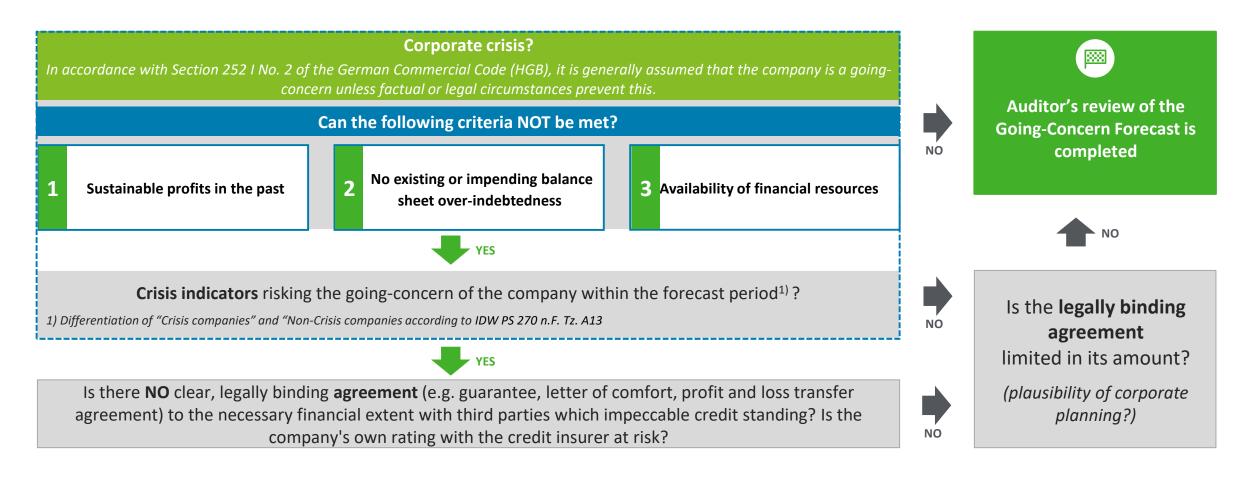
Requirements for cash management that still need to be fulfilled

Cash management professionals are faced with a wide range of responsibilities: on the one hand they need to comply with certain legal requirements on the other hand liquidity needs to be managed efficiently.



Deep dive – Going-Concern

Among other criteria, a forecast, covering at least the next twelve months, is the core of the going-concern assessment.



Is it still possible to make medium- or long-term forecasts in such an uncertain environment?



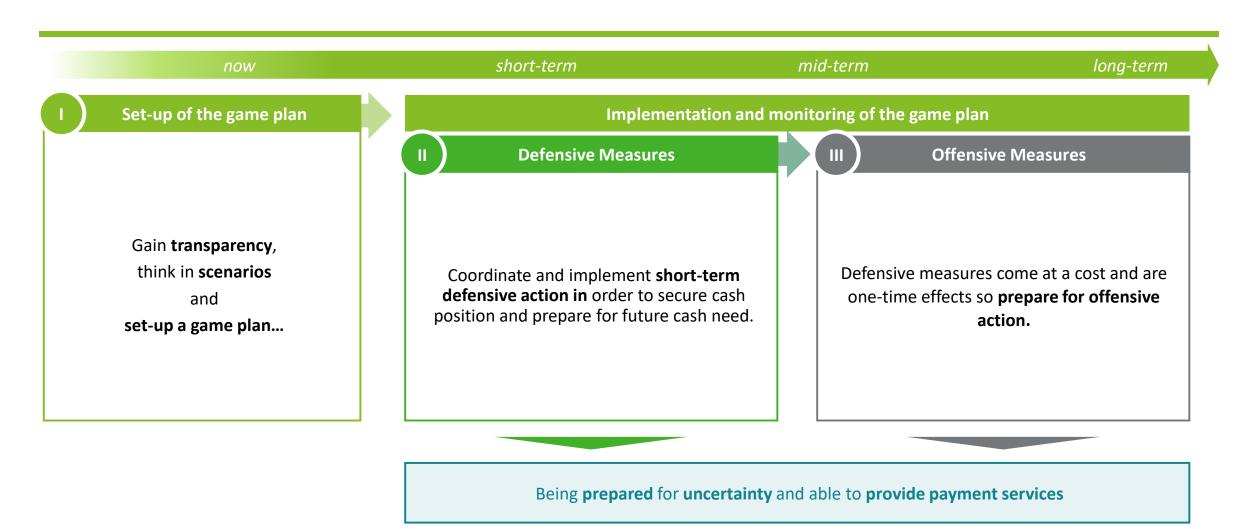
Can the requirements for cash management still be met in times of uncertainty?





How to deal with uncertainty? The Deloitte approach

Three-staged approach adapted to the current situation and with one superior goal: Secure in the short-term and prepare for the long-term.





Game plan – Gain transparency

Gaining transparency is split in a fixed day assessment and prognostic estimate.

	now	short-term mid-	term long-term
What?	Financial status (asses current available liquidity)	Liquidity planning	
		Direct 13w cash forecast	Indirect cash forecast
How?	 Based on facts Comparison available cash and due liabilities Bank deposit/cash + Available credit line = Available liquid funds - Due liabilities = Excess funding/funding gap 	 Mostly based on facts Granular level details, e.g. single-purchase orders or billings 	 Mostly based on assumptions Applying scenarios to address uncertainty
When?	Monthly Weekly, depending on the current situation	MonthlyWeekly, depending on the current situation	 At least 1x per year Event-related, indicators for a significant change in planning assumptions
Who?	Cash Management Office to constantly monitor, steer and improve liquidity position		

Game plan – Set-up an effective Cash Management Office

In times of great uncertainty, the establishment of an efficient cash management office is essential to adequately react to changing economic conditions.

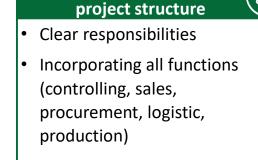
781)





Objectives

Frequency



Setting up

• At project start

Quality and transparency

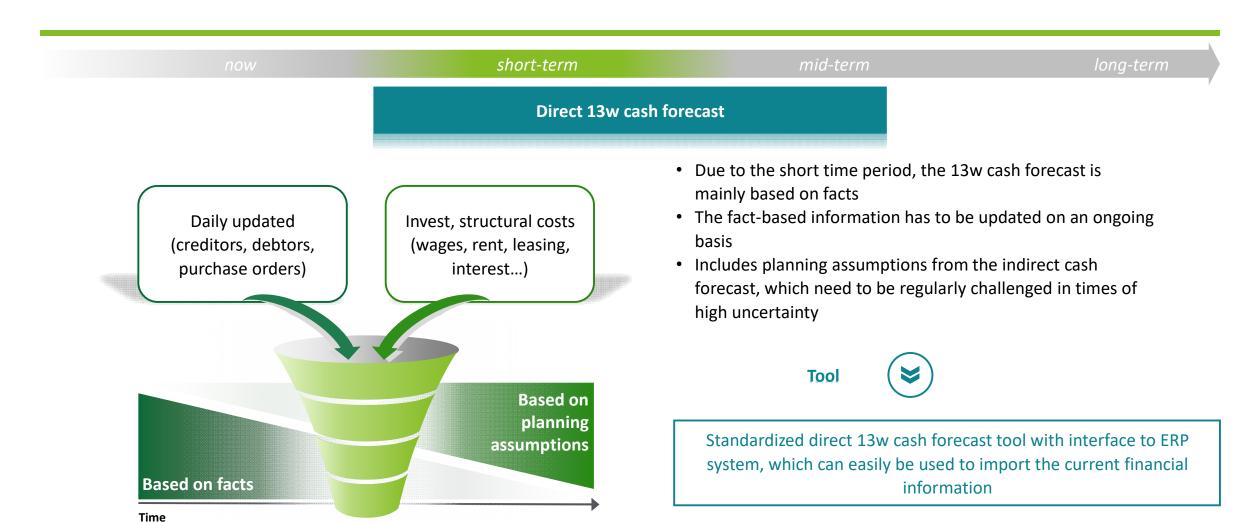
- Monitoring of liquidity
- Ongoing evaluation of planning assumptions
- · Plan vs. actuals
- Approval of plannings
- Regular meetings at the beginning of each week

Measure implementation

- Definition of actions (defensive, offensive)
- Consequent realization of liquidity potentials
- Regular meetings at the end of each week

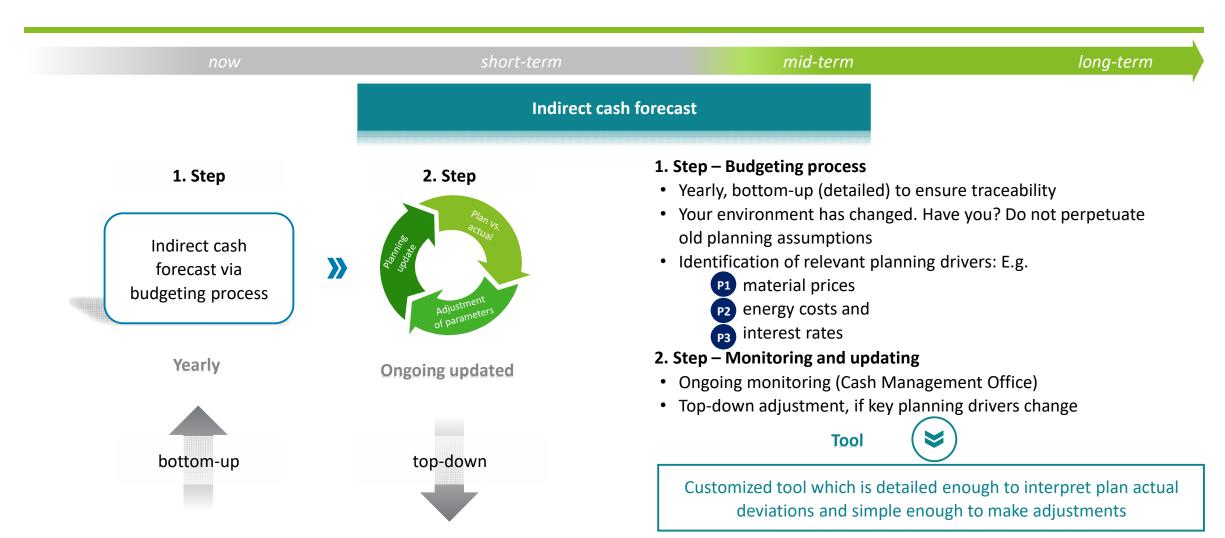
Game plan – Liquidity planning process

The uncertainty in the business environment has also changed the requirements for the planning process.



Game plan – Liquidity planning process

The uncertainty in the business environment has also changed the requirements for the planning process.

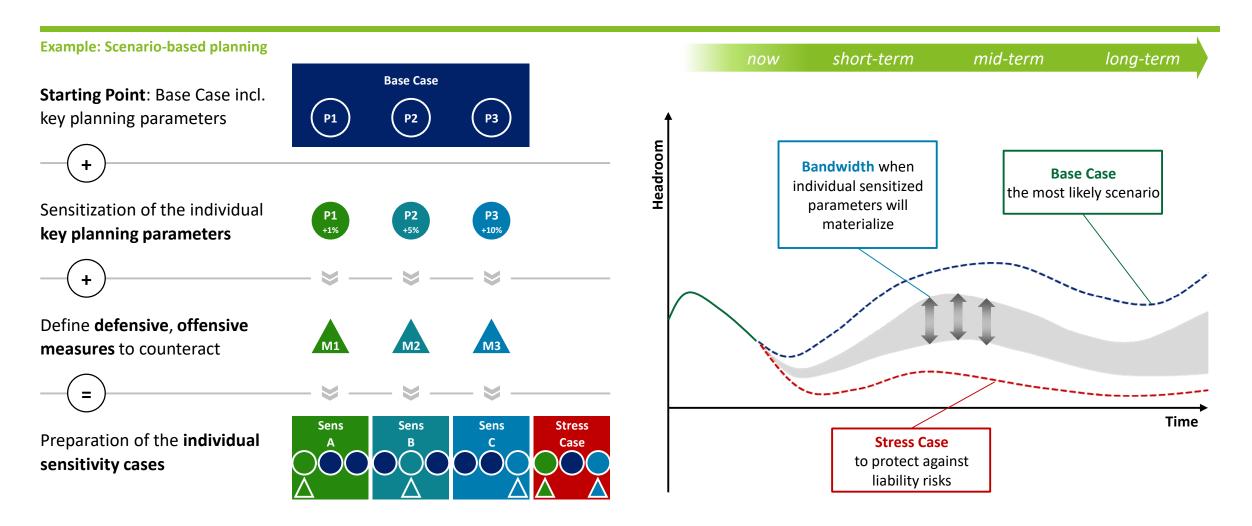


Deloitte 2023 15



Game plan – Scenario-based planning

In order to address the uncertainty in the planning process, a bundle of scenarios is required to reflect and assess a certain range of future developments.



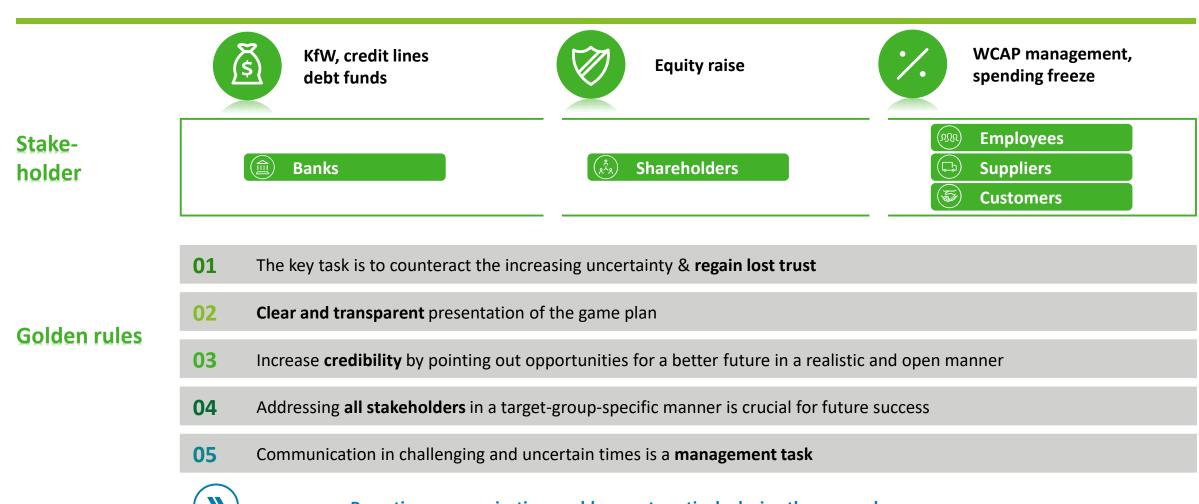
Defensive Measures – "Short-Term" toolkit

Original restructuring approaches do not work because the downturn came too quickly. Defensive measures are the only way out.

short-term **Defensive Measures (short-term) ...no time to adapt** • The current economic downturn exacerbated by the crises (COVID, Ukraine war), is forcing companies to act quickly in the short-term Why? Thus, regular (offensive) measures cannot be implemented Regular Quick wins are often not sufficient to cover the liquidity gap WCAP management, KfW, credit lines **Equity raise** spending freeze debt funds Quick access to additional liquidity New debt Equity injection to cover short-term How? via short-term WCAP Management liquidity needs and savings from spending freeze

Defensive Measures – Stakeholdermanagement

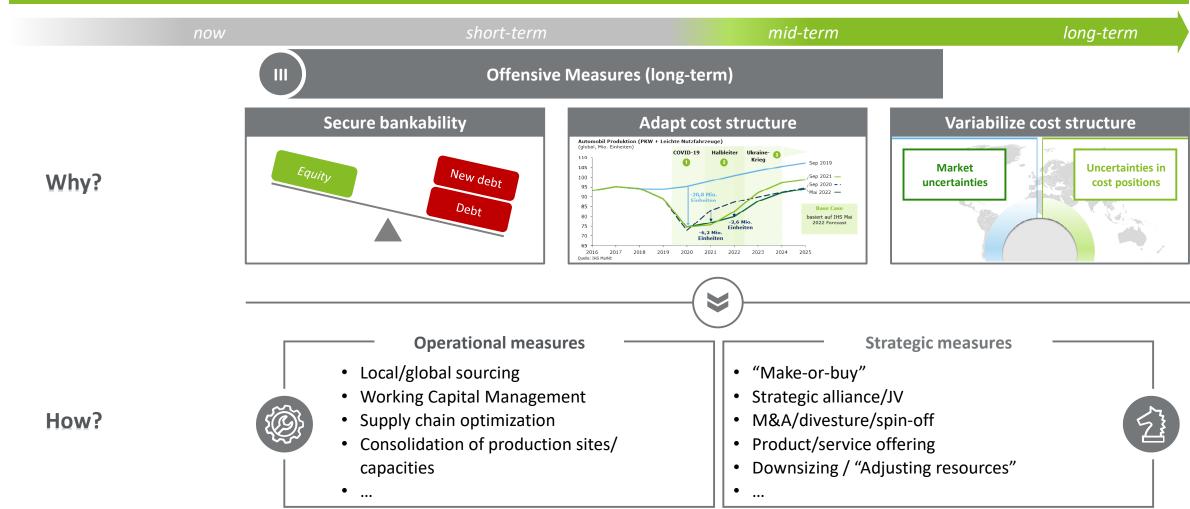
There are 5 crucial rules in stakeholder communication that need to be considered for a successful business track.



Proactive communication enables you to actively design the game plan

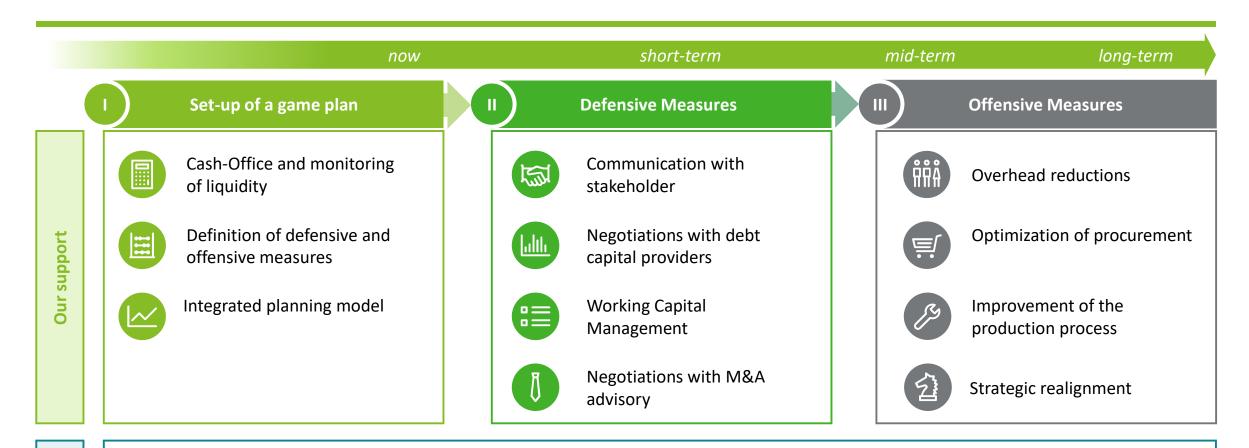
Offensive Measures – "Long-Term" toolkit

The world will have changed. Prepare a Game Plan, adapt and emerge stronger out of the crisis.



Our instruments for stabilizing the company's liquidity situation

Having stabilized the company's situation through defensive measures, a sustainable road to success can be established with offensive measures.



Goal

Helping you to assess the starting point, assist you in making choices when it matters and preparing you for a successful road ahead.

Deep dive – Debt & Capital Advisory

Analysis of the status quo is the key to raising liquidity or stabilizing of current financing.

Status quo Financing concept Consideration for action

- Liquidity needs?
- Going-concern?
- Shareholder contributions?
- Asset protection of existing lenders
- Asset overview (assets available for new financing?)
- · Review of each loan document

- Development of a comprehensive financing concept taking into account the current status quo
- Plan B is necessary to maximize the success of the transaction (dual track) and can be used as a leverage with the incumbent lenders
- Involvement of alternative investors (debt funds, asset financing etc.)

- High risk investors (special situation lenders) are willing to take higher risk, albeit for higher returns
- The products that emerge from the communication and process, especially LOIs and term sheets, should be used to document the going-concern
- When is the value of the company broken?
- Bilateral communication is the key

Plan B is important for reasons of documentation and transaction success

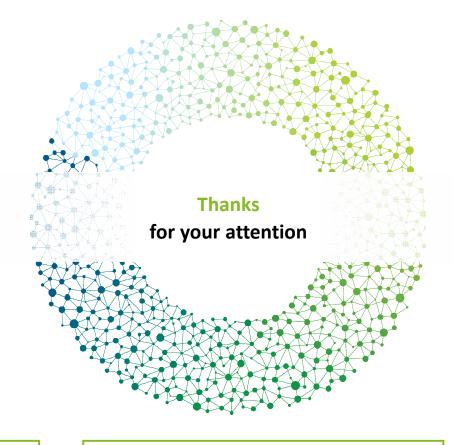
Deep dive – Debt & Capital Advisory

Case studies.

Situation	Problem	Solution
 Automotive supplier €250m sales Massive business plan deviation due to overall economic downturn 	 Running out of liquidity Potential event of default Repeated representations not possible Rollover and additional drawings not possible despite available commitments Usage of RCF instead of available tooling line for tooling capex Cross default 	 Standstill and waiver for (potential) Event of Defaults S6 report to enable financing partners to provide bridge financing Value break analysis Analysis of loan protection Plan B scenario as leverage: debt fund vs. existing lenders to finance the liquidity gap
 Construction company €500m sales Business plan deviation due to the economic crisis Problems with large projects leading to substantial liquidity shortages 	 Condition to source mezzanine capital (SFA). Factoring provider cancelled its commitments Potential event of default Cross default No adequate project controlling and liquidity reporting available Complex financing structure with syndicated loan, several bilateral loans worldwide 	 Standstill and waiver for (potential) Event of Defaults S6 report to enable financing partners to provide bridge financing Special situation lenders as Plan B Term sheets and LOIs to support going-concern assumption Implementation of new factoring provider Bridge financing by banks CRO team established by banks

Recommendation to set-up and manage the process to avoid a bank-led restructuring process

Deloitte.





Isabelle Pernegger, Wirtschaftsprüfer, Steuerberater
Partner | M&A Transaction Services

Germany, Nuremberg

Tel.: +49 911 23074 62 Mobile: +49 151 1268 4000 Mail: ipernegger@deloitte.de



Jens von Loos, Diplom-Betriebswirt

Managing Director | Debt & Capital Advisory

Germany, Frankfurt am Main

Tel.: +49 69 75695 7759 Mobile: +49 151 1917 5521 Mail: jloos@deloitte.de



Daniel Montanus, LL.M. corp. restruc.

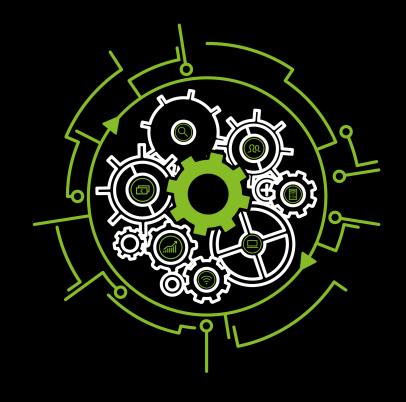
Director | Turnaround & RestructuringGermany, Frankfurt am Main

Tel.: +49 69 75695 7155 Mobile: +49 151 5800 3237 Mail: dmontanus@deloitte.de

Q&A

Sie haben nun die Möglichkeit, Ihre Fragen zu stellen.

Freuen Sie sich auf das nächste CxO-Forum im Mai 2023 in Präsenz!



Deloitte.

Deloitte refers to one or more of Deloitte Touche Tohmatsu Limited ("DTTL"), its global network of member firms, and their related entities (collectively, the "Deloitte organization").

DTTL (also referred to as "Deloitte Global") and each of its member firms and related entities are legally separate and independent entities, which cannot obligate or bind each other in respect of third parties. DTTL and each DTTL member firm and related entity is liable only for its own acts and omissions, and not those of each other. DTTL does not provide services to clients. Please see www.deloitte.com/de/UeberUns to learn more.

Deloitte provides industry-leading audit and assurance, tax and legal, consulting, financial advisory, and risk advisory services to nearly 90% of the Fortune Global 500® and thousands of private companies; legal advisory services in Germany are provided by Deloitte Legal. Our professionals deliver measurable and lasting results that help reinforce public trust in capital markets, enable clients to transform and thrive, and lead the way toward a stronger economy, a more equitable society and a sustainable world. Building on its 175-plus year history, Deloitte spans more than 150 countries and territories. Learn how Deloitte's more than 345,000 people worldwide make an impact that matters at www.deloitte.com/de.

This communication contains general information only, and none of Deloitte GmbH Wirtschaftsprüfungsgesellschaft or Deloitte Touche Tohmatsu Limited ("DTTL"), its global network of member firms or their related entities (collectively, the "Deloitte organization") is, by means of this communication, rendering professional advice or services. Before making any decision or taking any action that may affect your finances or your business, you should consult a qualified professional adviser.

No representations, warranties or undertakings (express or implied) are given as to the accuracy or completeness of the information in this communication, and none of DTTL, its member firms, related entities, employees or agents shall be liable or responsible for any loss or damage whatsoever arising directly or indirectly in connection with any person relying on this communication. DTTL and each of its member firms, and their related entities, are legally separate and independent entities.