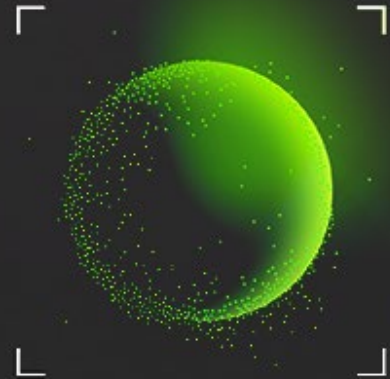




# Turnaround & Restructuring Newsletter

September/October 2025



## Views from our leaders

[Tom Bibby, Managing Director](#)

**Deloitte Turnaround & Restructuring (Deloitte T&R)**

Deloitte Transactions and Business Analytics LLP

**Distressed M&A: In-Court Sales vs. Out-of-Court M&A**



[\*Finding the Right Path Forward in Challenging Times\*](#)

Navigating the world of distressed mergers and acquisitions (M&A) can feel daunting, especially when the stakes are high and time is of the essence. Whether you're a business owner, investor, or advisor, understanding the key differences between in-court and out-of-court M&A transactions is key to making informed decisions and achieving the best possible outcomes.

Let's break down the main distinctions—along with some guidance to help you understand the process.

#### Timing: Speed vs. Flexibility

- **In-Court Sales:** These transactions, often conducted under Section 363 or a Chapter 11 plan, can move quickly thanks to court-ordered processes that discharge many liabilities. However, the timeline can still vary based on the complexity of the case and liquidity of the company.
- **Out-of-Court M&A:** Typically allows for more time to conduct thorough due diligence, giving buyers and sellers a chance to get comfortable with the deal.

#### Public Process & Auctions: Transparency vs. Privacy

- **In-Court Sales:** Frequently involve public auctions, especially for larger deals. This can help maximize value but also means more eyes and potential bidders on the process.
- **Out-of-Court M&A:** May be conducted privately, with or without a formal auction, offering more discretion.

#### Approvals: Who Gets a Say?

- **In-Court Sales:** Require approval from the Bankruptcy Court and the company's board—no need for shareholder votes.
- **Out-of-Court M&A:** Board approval is a must, and shareholder approval may also be required, depending on the structure.

#### Asset vs. Equity Sale: What's Changing Hands?

- **In-Court:** Almost always asset sales, allowing buyers to pick and choose what they acquire which may include executory contracts and agreements.

- Out-of-Court: Can be asset sales, equity sales, or mergers, offering more flexibility.

Consideration: How Are Deals Funded?

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## Our latest eminence



### [Unlocking capital efficiency: Unveiling 2024 working capital trends](#)

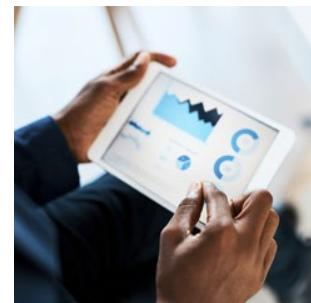
Listen to our audiogram to discover the latest trends and shifts within the working capital landscape that offer insight into the overall financial health of the core industries.

[READ MORE](#)

## Recent engagements

### **Deloitte T&R offered insights for performance optimization to a health care staffing company**

Deloitte T&R's Cash & Working Capital team was engaged by a PE-backed health care staffing company to perform an order-to-cash (O2C) assessment across the parent and a recent acquisition as both the companies had experienced significant delays in their receivables collection process. Deloitte's T&R team conducted a qualitative and quantitative review of their end-to-end O2C processes and



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highlighted specific opportunities to improve time-to-bill and collections effectiveness.

### **Deloitte T&R offered insights to a PE-backed cloud-based process automation company**

Deloitte T&R's Cash & Working Capital team was engaged by a PE-backed cloud-based process automation company to assess and improve collections processes, with the goal of reducing outstanding accounts receivable balances and strengthening the company's cash position. The company was experiencing challenges with delayed customer payments, leading to elevated AR balances and cash flow pressures. Deloitte is assisting the client by identifying root causes for collection delays, implementing leading practices, and accelerating cash conversion to enhance overall financial health and operational efficiency. Additionally, Deloitte has assisted the client with short-term cash flow forecasting support to improve liquidity visibility and planning.



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### **Upcoming Dbriefs Webcast**



#### **Unlocking profitability: Enhancing performance with data and technology**

September 25, Thursday | 2:00 PM ET

Participants will recognize how companies are leveraging new analytical models and technology to inform decisions and elevate business strategies.

[Register](#) to learn more.

### **Additional insights**

Curious to find out more about Deloitte T&R? [Read our latest insights](#) to find out.

### **About Deloitte T&R**

Deloitte T&R is a leading provider of financial and operational restructuring services, turnaround and performance management, and bankruptcy administrative services to underperforming companies and their advisers, lenders, investors, courts, and other stakeholders. We specialize in helping both large multinational organizations and midmarket companies overcome challenges, from enhancing the performance of healthy companies to complex bankruptcy reorganizations.

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[30 Rockefeller Plaza](#)  
[New York, NY 10112-0015](#)  
[United States](#)

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