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Introduction to Operational Restructurings

Santtu Pöyhönen, CFA Senior Portfolio Manager SOS Event (Helsinki) / June 2024



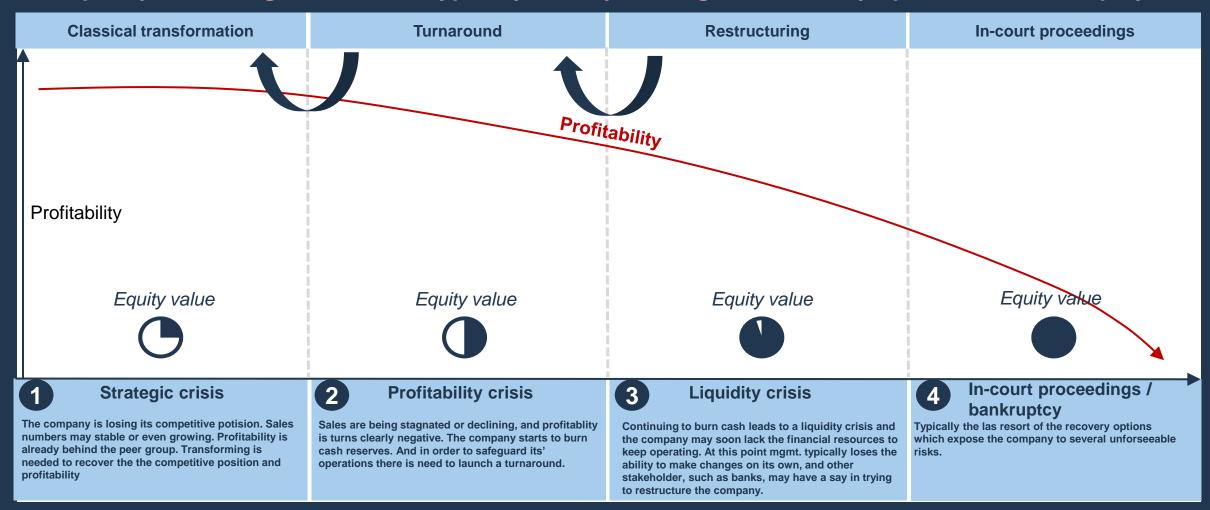
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Why operational restructurings matter?

In liquidity crisis stage owners are typically already holding out-of-money option instead of equity





The difference between operational and financial restructurings

Nothing will change if you just fix the balance sheet

Management and/or Board of Directors' Decision

Financiers' and Other Stakeholders' Concept Required

Operational restructuring

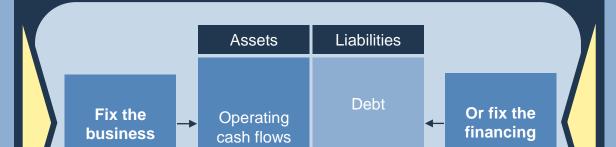
Strategy and business focus

Operating model and planning

Non-core assets and cost structure

Working capital and liquidity

Asset integrity and CAPEX needs



How can corporate and financial restructuring create value?

Strategic Realignment

Equity

Financial restructuring

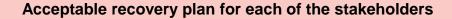
Sustainable capital structure (equity/debt mix)

Cost of capital and interest burden

Optimal capital structure (short- and long-term debt)

Debt service and maturity profile

Ability to generate free cash flow



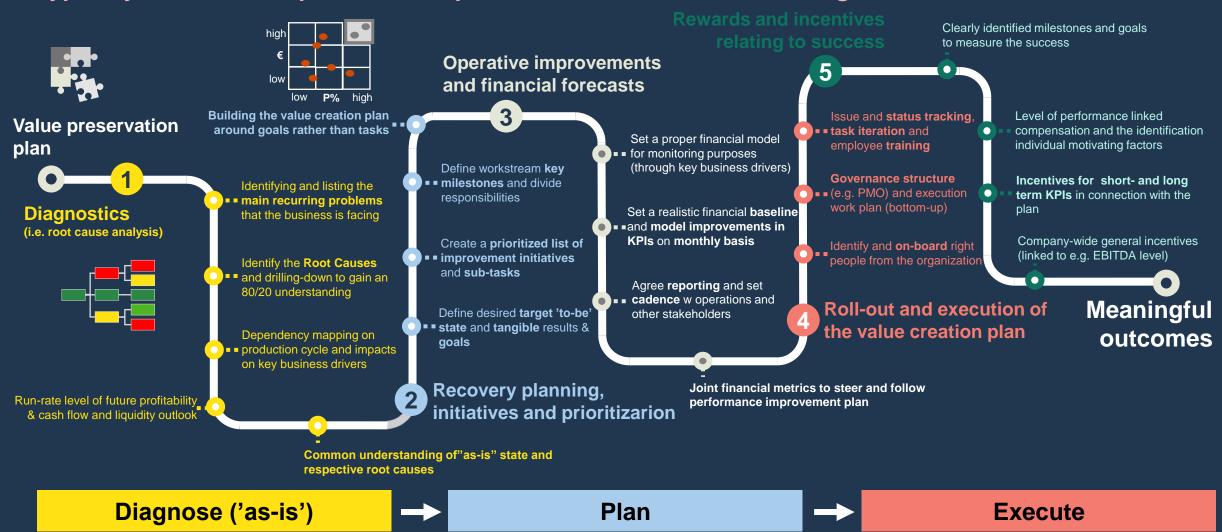
The cash flows from the firm exceed the fixed cash outflows payable to the financial markets with reasonable certainty

Requirements to serve external capital providers



Example of building operational restructuring roadmap

Typically standardized process is required to minimize the value leakage and maximize the outcome



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Source: Santtu Pöyhönen / PwC Finland

Different stages of the operational recovery process

The aim is that everyone's nose is pointing to the same direction



- 1. Agree on diagnostics of the root causes
- 2. Establish restructuring /value creation blueprint (top-down)
- Prioritization initiatives, identify right people, set up proper governance organization and joint KPIs and monitoring
- 4. Bottom-down verificiation of value potential and reiteration of the related tasks
- 5. Concentration of "quick wins", pilots and execution of prioritized initiatives' action plans
- 6. Start to realize the company-wide full potential of improved processes, systems and operational excellence
- 7. Readiness to evaluate new strategic or scale-up opportunities in the market space

Source: Santtu Pöyhönen

Lessons learned

My key takeaways and principles for operational restructuring situations

1. Strategy needs to be right – growth and profitability seldomly fit to the same picture

2. Financing is based on business plan and strategy – not overall creditworthiness

- 3. What will change is the most crucial question otherwise no change
- 4. External forces too easy to plame root causes are typically internal
- 5. Prioritization is crucial it is about what you don't do rather than what you do



THANK YOU





Santtu Pöyhönen, CFA Senior Portfolio Manager Special Operations

+358 400 297 011 santtu.poyhonen@finnfund.fi Finnfund plc.



Do not hesitate to contact if you need further insights how to apply the framework

FULL PRESENTATION ->

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Introduction to Operational Restructurings and Case Study

Santtu Pöyhönen, CFA Senior Portfolio Manager SOS Event (Helsinki) / June 2024



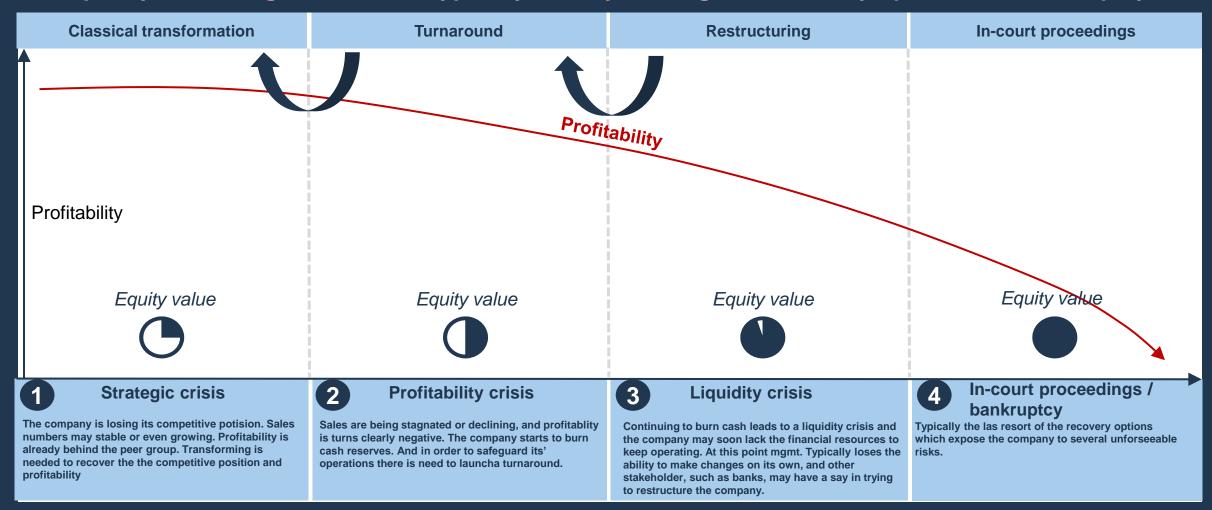
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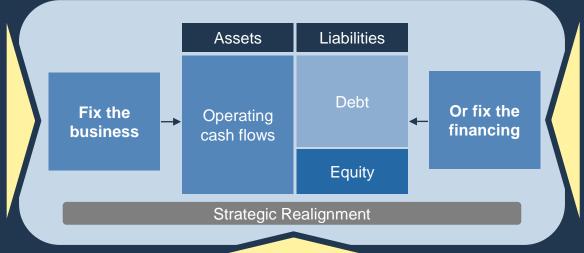
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Financial restructuring

Sustainable capital structure (equity/debt mix)

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Debt service and maturity profile

Ability to generate free cash flow

Acceptable recovery plan for each of the stakeholders

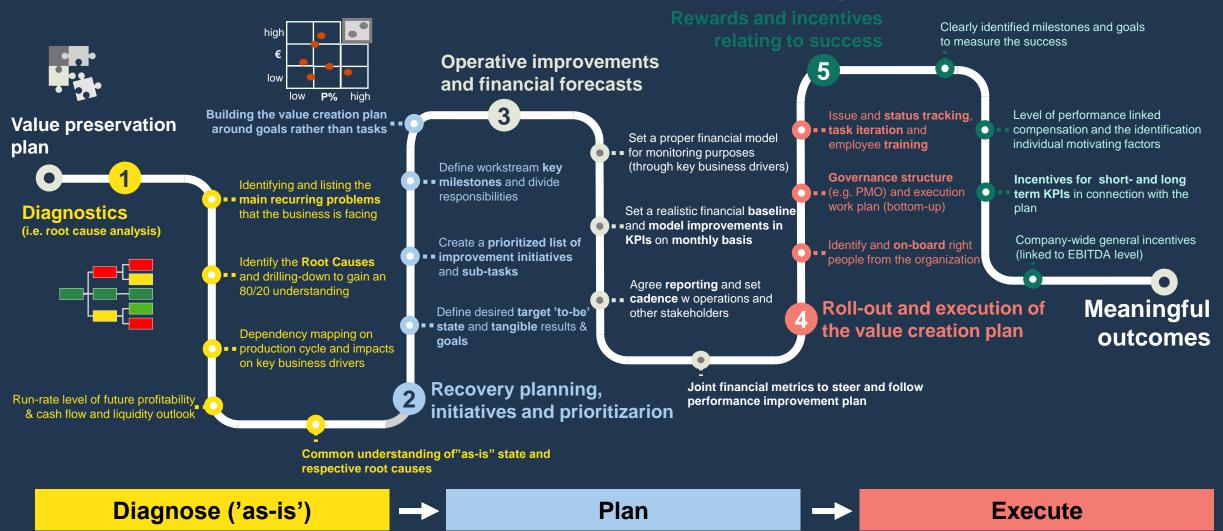
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Typically standardized process is required to minimize the value leakage and maximize the outcome



Strictly private and confidential

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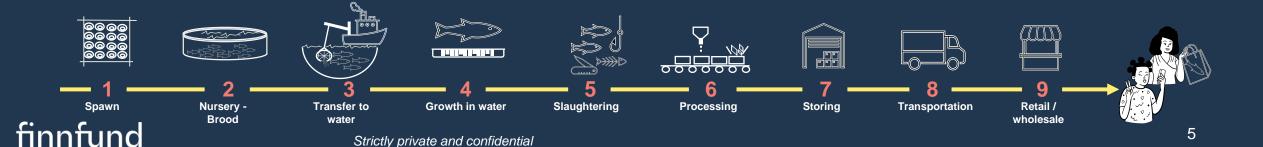


Background - Aguaculture value chain operational restructuring

In this example financial restructuring was completed first followed by operational restructuring

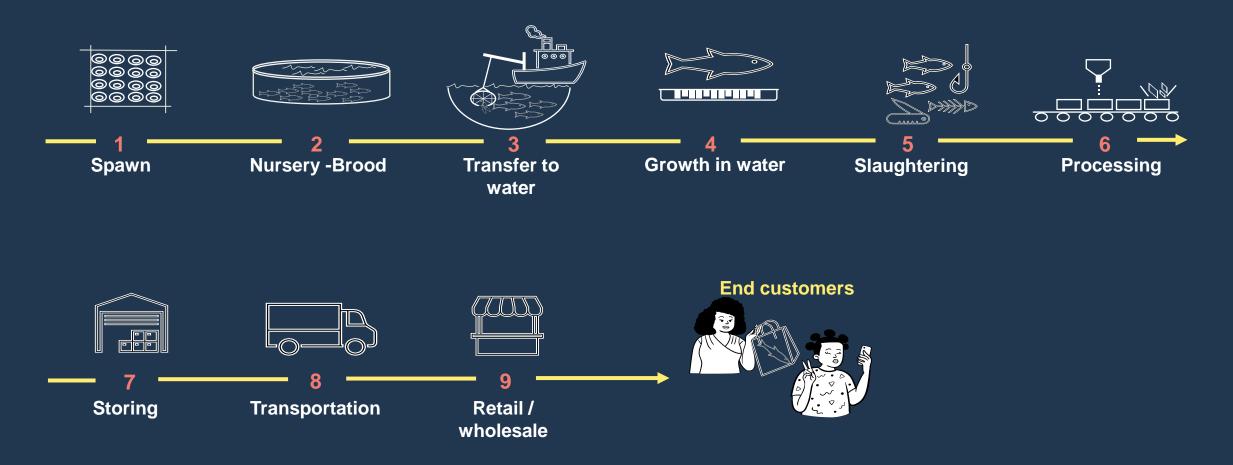
- Vertically integrated aguaculture company controlling full value chain (operating three opcos)
- Revenue more than USD 50 million with more than 1500 FTEs
- Complex capital structure with USD 65 million debt
- Financial restructuring done in fall 2022 (incl. recapitalization and debt-to-equity swap)
 - Original founders were forced to exit as a part of financial restructuring
- Finnfund with other lenders became common shareholder at Holco level
- Converting lenders agreed that Finnfund will take a lead to interact with new majority shareholder and support in operational restructuring efforts
- Operational restructuring started Jan 2023 and still continues
 - New majority owner has shown exceptional ownership and skills to drive the change
- Finnfund time spent on financial restructuring 150 hrs in Q4/2022 and operational restructuring 300 hrs in 2023





The life of fish or production cycle (approx. 12 months)

Identifying the root causes and creating similar buffers through out the value chain





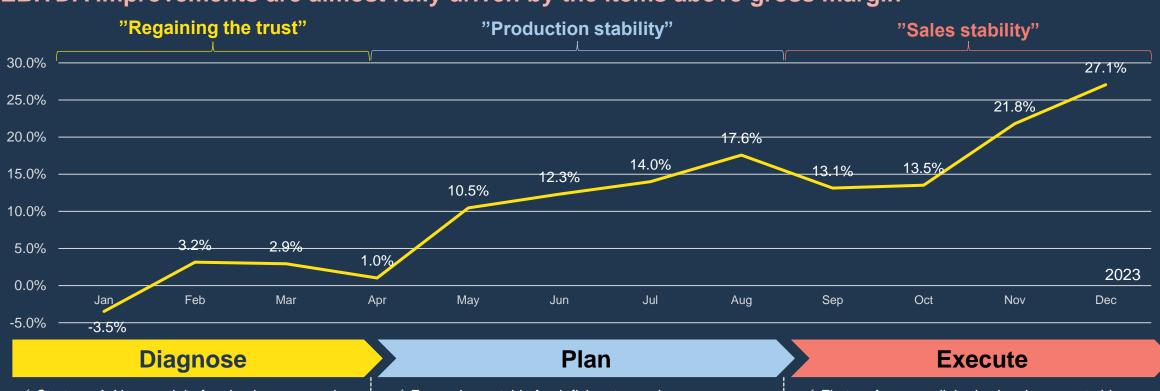
Selected initiatives to become aquaculture and cold chain experts

All these initiatives boil down to company's competitive advantage and its' reason to exist

External situation	Business impact	Internal response	Outcome
Seasonal fluctuation in water level	Lower production & harvesting volumes (nets broke etc.)		
Freezing and ice capacity constrains and broke downs	Production bottleneck resulting second grade fish		
Fish disappear in value chain (e.g. Thefts)	Value chain losses >7 %		
Fluctuating end market demand	Sales people were giving guidance to production		
Weakening FX againts USD	ASP per kilo in dollares fluctuated with FX		

Monthly performance by EBITDA margin and actions

EBITDA improvements are almost fully driven by the items above gross margin



- ✓ Strategy → No growth before business operations are stabilized
- ✓ Linking improvement initiatives to business drivers, P&L and build up of monitoring metrics (PowerBI)
- Evaluating risk buffer levels across value chain

- ✓ Expansion outside fresh fish category i.e. new product segments with longer shelflife (e.g. frozen)
- ✓ Production plan and respective guidelines for freezing the fish
- ✓ Ability to control daily supply volumes to the markets

- ✓ First performance linked salary increase to blue collar workers in September
- ✓ Ability to control price and sales footprint expansion
- Realistic baseline and budgets for year 2024



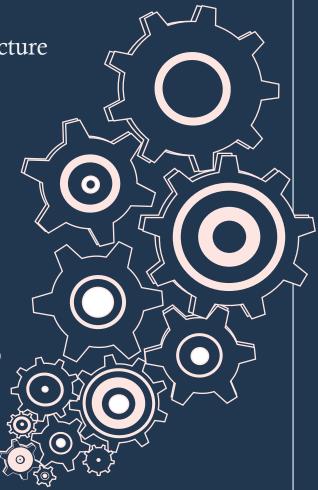
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