

# Transformation Management Model (TMM) – Designing change processes holistically

WPTS services

# WPTS designs transformations holistically



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WPTS Services



# Reasons for transformation

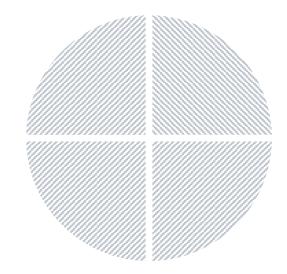


WPTS leads complex transformations to success with a multidisciplinary approach



# Succession planning

→ personal suitability, growth, financial flexibility





Spin-off/acquisition of individual business areas,

# Reorganization of corporate structure

→ financial, accounting, sustainable continuation



# Structural adjustments to the business model

→ Customers, suppliers, technological innovations



# Sustainability of the business model

→ financial, strategic, technical, regulatory, political



# Stakeholders in a transformation



We know the different stakeholder interests in a transformation

**Example: Restructuring** 

### **EMPLOYEES | WORKS COUNCIL**

- Job security
- Long-term corporate perspective
- Industry-appropriate remuneration

#### **PREVIOUS OWNER**

- Avoid loss of ownership position
- Limited equity supply
- Emotional attachment and social role in the environment

### **MANAGEMENT | BOARD**

- Strategic perspective
- Transformation competence
- Avoiding liability risks

## **CUSTOMERS | SUPPLIERS**

- Ensuring product supply
- Avoiding payment defaults
- Avoiding high renovation costs
- No participation in restructuring costs with positive going concern forecast



## STATE | SOCIETY

- Job security and taxes
- Socially acceptable restructuring
- Fair and transparent processes

#### **DEBT PROVIDERS**

- Minimizing financing risk
- Avoiding Haircut
- Financial inclusion of as many stakeholders as possible

#### POTENTIAL NEW EQUITY PROVIDER

- Value generation through restructuring or sale/exit (financial investors)
- Growth with technology, customers, markets (strategic investors)

#### LIQUIDATOR

- Satisfaction of creditors' interests
- Fast processing in asset deals
- Plannable production with customers



# Transformation Management Model – TMM



We support the individual transformation event – also operationally in the implementation

**Example: Spin-off of parts of a group** 









# Occasions for TMM

- Separation of strategic parts of the group that are no longer relevant
- Crisis | Insolvency
- Off-balance sheet financing
- ESG Covenants

# Implementation

- MBO, Carve out -Asset/Share Deal (New Co)
- Fiduciary SPV (e.g. with ShaaS)

# Role of WPTS

- Temporary shareholder of the NewCo until target investor can take over
- Trustee or coinvestor of the SPV

## **Investors**

- Strategic investors, financial investors (VC, PE, family offices, ...)
- Trust group holding company, insolvency administrator if necessary



## WPTS helps at all project interfaces to make transformations a success.

We act as independent transformation managers in transformation situations. With our network of experts, we develop tailor-made solutions and help with efficient implementation.

# Transformation Management Model – TMM



We define the tailor-made process framework and provide operational support for the projects

Coordination of goal definition

with all stakeholders

# **Development of decision basis**

under economic and technological criteria (option analysis)

## Legal implementation

including antitrust law, labour law, corporate law, inheritance law, individual contractual regulations

# financing

including negotiation, ongoing liquidity planning, collateral structuring

# Tax implementation

including inheritance tax, real estate transfer tax, valuation effects

## **Organisational implementation**

Restructuring competence, overall process management, capacity for implementation

#### staff

including filling competency gaps (also ad interim ), internal communication , crisis coaching

Conceptual design and development of decision-making basis

Derivation of structured approach and implementation

**Decision** 

Service orovider

step

**Process** 

WPTS

business consultant

WPTS

tax | legal

business consultant

Personnel consultant (WP Group)



# WPTS - Service offering



We act as an independent transformation manager within a holistic approach - or support individual stakeholders

Shareholder as a Service | Carve out

Investor search | MBO | MBI

Recommended investment opportunities

HR – Permanent position

HR – Interim Management

Support restructuring

Support debt financing

Recommendation cooperation partner

Career Advice, Board seats

Mandate initiation

## TMM - Transformation Management Model

(fiduciary) assumption of the shareholder position within or outside of a financial crisis => Shareholding as a Service

Support in finding suitable strategic industrial or financial investors (VC, PE, family offices, debt funds, ...)

Support with desired respec. required carve out | MBO structures

Holistic approach, if necessary provision of individual services during the project



# **WPTS - Services**



# Benefits and advantages of working with WPTS for ...

#### ... companies with transformation needs

- Support in reorganizing the corporate structure |
   Carve outs Shareholding as a Service
- Investor search
- Filling vacancies for managers or experts in a new structure
- Interim manager for interim solutions
- Coordination of required consulting services
- Holistic approach (project management) or individual services

## ... banks (risk management)

- Risk reduction of engagement with distressed companies through WPTS services or holistic approach (TMM)
- Securing the customer and supplier base through TMM
- Building trust among employees, unions and the public through TMM

#### ... companies in restructuring

- Support in the preparation of going concern forecasts (IBR, S 6 reports)
- Support in the sale of assets including carve outs
   Shareholding as a Service
- Filling vacancies for managers or experts
- Interim manager for interim solutions
- Coordination of required consulting services
- Holistic approach (TMM) or individual services

#### ... investors

- Identification of appropriate targets
- Filling vacancies for managers or experts in a new structure
- Interim manager for interim solutions
- Coordination of desired consulting services
- Holistic approach (TMM) or individual services

## ... Customers | Suppliers of crisis-hit companies

- Stabilization or risk reduction in the supply or sales relationship through TMM
- Securing the financing basis through TMM, avoiding payment defaults

#### ... managers, experts

- Support in finding suitable investors for MBO | MBI opportunities
- Identification and support in filling relevant vacancies
- Identification and support in filling suitable interim mandates

#### ... employees, public

- Building trust among employees, unions and the public through TMM
- Reducing job losses and taxes



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