



ENTRY PACKET

Transaction of the Year Award

Entry Due: Thursday, February 14, 2019 at 11:59 PM PST

The Award

TRANSACTION OF THE YEAR AWARD

Recognizes the individuals who orchestrate a non-operational restructuring, including merger and acquisition, sale, loan, liquidation, debt restructuring, or other capital reorganization (typically within a court process), to preserve value in a struggling business.

Transaction of the Year

Transaction entries must be submitted in one of the categories listed below.

Small Company Transaction

Company revenue at time of transaction was less than \$50 million USD

Mid-Size Company Transaction

Company revenue at time of transaction was \$50 million to \$299 million USD

Large Company Transaction

Company revenue at time of transaction was \$300 million to \$1 billion USD

Mega Company Transaction

Company revenue at time of transaction was at least \$1 billion USD

International Company Transaction

Company with significant cross-border operations

Pro Bono Transaction

No fees in exchange for services; entry must demonstrate financial stability

Non-Profit Transaction

A tax-exempt organization without shareholders that uses its surplus net assets to achieve its mission

Requirements Checklist

Entries absent any mandatory component will not be accepted. Carefully check your submission. Please assemble your PDF in the order listed below, beginning with Entry Form.

- ❑ **Submitting Your Entry: There will be no extensions or exceptions to the Thursday, February 14, 2019 deadline.** Late, incomplete, or noncompliant entries, including optional attachments, will not be accepted. Email your completed entry to Crystal Killeen at ckilleen@turnaround.org, subject line: [Award Category] – [Company Name of Transaction], e.g., Small Company Transaction – XYZ Manufacturing. If someone other than the nominator will be emailing the application, please make sure to copy the nominator. **DO NOT SUBMIT MORE THAN ONE FILE.**
- ❑ **PDF:** Email one PDF file inclusive of all entry components (including all attachments, financials and confirmed plan of reorganization) and free of security restrictions. No other vehicle of submission will be accepted. The PDF file should be named as: Award Category – Company Name of Transaction, for instance, “Small Transaction – XYZ Manufacturing.” Do not submit more than one file.

Please note that your entry will not be altered before being given to the judging committee. It is up to the applicant to ensure the entry is legible. Please make sure all pages are facing the correct direction and the financials are easy to read. If the information is difficult to read, this may weigh negatively against your entry during judging.

- ❑ **Entry Form:** Category selection, public/private company selection, revenue amount, nominator information, and entry information must be completed.
- ❑ **List of Key Contacts:** Nominators must provide a key contact for each firm that was crucial to the success of the transaction. Key contacts must be individuals who can verify the information contained within the entry. Providing key contacts is a mandatory entry component. The Awards Committee may call and interview these key contacts. The key contacts do not automatically become the award recipients if the entry wins. The Awards Committee will choose the individual nominees during due diligence. There are typically eight or less winners per entry.
- ❑ **Narrative Descriptions/Completed Questions**
- ❑ **Timeline:** The majority of the transaction must have been completed between January 1, 2018, and December 31, 2018. Timeline must cover all major events of the transaction.

- ❑ **Financial Performance:** The company must be generating positive cash flow from operations. Historical Financial Statement Form must be included (use of this form specifically is required).
- ❑ **Information Release Forms:** Signed by nominators. Nominators must obtain information release forms from nominees after the Awards Committee has selected the individual nominees.
- ❑ **Key Contact Confirmation Forms:** Minimum of two forms signed by key contacts.
- ❑ **Optional Attachments:** Attachments may be submitted consistent with these guidelines:
 - Allowable attachments in written format include brochures, booklets, newspaper clippings, newsletters, annual reports, press releases, awards and distinctions, and correspondences. Digital format attachments are not allowed as part of the entry (e.g., video recording, audio recording, web links). Each attachment may not exceed 20 pages.
 - Question 7 requests, in the case of a bankruptcy, that you please attach no more than 30 pages of the final disclosure statement and confirmed plan of reorganization. Please include only the relevant components of these files, such as recoveries, claims, and financial projections.

Nominator's Signature to Acknowledge All Requirements Have Been Met

Judging

The Awards Committee is carefully composed to represent the diversity of the TMA membership. Entries are judged on individual merit; not all award categories will derive a winner in a given year. As judges review all components of the entry, they look for well-defined, measurable outcomes.

Notification

Confirmation of receipt of each entry will be emailed within one business day. Confirmation that the application has met requirements will be emailed within three business days. All nominees will be notified of the judging outcome by June 2019. Award recipients will be recognized at The 2019 TMA Annual, September 25-27 at the Hilton Cleveland Downtown in Cleveland, Ohio.

Representation at The Annual conference to accept the award is expected. If a nominee selected by the Awards Committee is unable to attend, the nominee's firm is expected to send an appropriate representative.

Publicity

TMA will distribute a national press release of the 2019 award recipients. Recipients will receive a copy of this release, at which time they are encouraged to customize and distribute their own release to local media outlets.

TMA requests that award recipients refrain from distributing press releases in advance of TMA's national release. Members of the press are invited to attend The TMA Annual.

Questions

Contact Crystal Killeen at ckilleen@turnaround.org or 312-578-2034.

Transaction of the Year

ENTRY FORM

AWARD CATEGORY

Please select the category in which the award is being submitted. Each company may only be submitted to one category, and either transaction or transaction, but not both. It is the applicant's responsibility to choose the right category. If the application is not categorized correctly, it may not be accepted.

- Small Company Transaction Company revenue at time of transaction was less than \$50 million USD
- Mid-Size Company Transaction Company revenue at time of transaction was \$50 million to \$299 million USD
- Large Company Transaction Company revenue at time of transaction was \$300 million to \$1 billion USD
- Mega Company Transaction Company revenue at time of transaction was at least \$1 billion USD
- International Company Transaction Company with significant cross-border operations
- Pro Bono Transaction No fees in exchange for services; entry must demonstrate financial stability
- Non-Profit Transaction A tax exempt organization without shareholders that uses its surplus net assets to achieve its mission

Select One:

- Public Company
- Private Company

REVENUE AMOUNT

Please enter revenue amount to confirm submission category:

Mandatory. Revenue amount should tie to financials.

NOMINATOR

Name Company

Address

City State ZIP Country

Telephone number Fax number

Email address

TRANSACTION ENTRY INFORMATION

Name of company involved in transaction

Address

City State ZIP Country

Contact name

Contact telephone Contact email address

Dun & Bradstreet rating SIC Code

Ownership: NYSE, NASD, AMEX, or Private. List ticker number if possible.

KEY CONTACT LIST

- Nominators must list one key contact for each firm that was crucial to the success of the transaction. If all key participants are not included (e.g., only providing key contacts for one or two firms when several were crucial to the outcome), then this will negatively impact the entry during judging.
- Key contacts should be individuals who can verify the information contained within the entry. Examples of such individuals are listed in the categories below. The Awards Committee may call and interview these key contacts. The key contacts do not automatically become the award recipients if the entry wins. The Awards Committee will choose the individual nominees during due diligence. There are typically 8 or less individual winners per entry.
- Providing key contacts is a mandatory entry component.
- Entrants are strongly encouraged, but not required, to submit a statement from a representative of each key constituency in the case, e.g., lender, unsecured creditor, equity holder, to allow judges to better understand how the transaction was viewed by the constituents affected. Statements or letters should be addressed to TMA Awards Committee.

Key contacts are not limited to but should include up to eight individuals from the following categories.

- CRO
- Interim CEO
- Interim CFO
- Investment Banker
- Attorney/Legal
- Financial Advisor
- Accountant
- Creditors Committee Counsel
- Debtors Counsel
- Lender

Key Contact	Key Firm		
Title	Address		
City	State	ZIP	Country
Telephone number	Fax number		
Email address			
Briefly summarize the firm's contribution			

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A. NARRATIVE DESCRIPTIONS

Please answer the questions on the following 8 pages in the space provided. Responses may not exceed 500 words per question (or more than the allotted space).

1. Provide a summary of the transaction in 500 words or less. This summary will be used in promotions if the entry is selected as an award winner.

2. Describe the company (e.g., financial condition, capital structure, etc.) prior to the transaction. Do not include details about the transaction. That information will be discussed separately.

3. What were the company's problems leading up to the involvement of the transactional team?

4. What actions did the transactional team take?

5. What was the outcome of the transaction and how did the transaction improve the company's financial situation? Please connect this to the previous questions regarding the state of the company prior to the transaction and the problems it faced.

6. If applicable for this transaction, how many jobs were saved? (Please distinguish between temporary or part-time positions and permanent, full-time positions.)



7. Please provide information on one of the following:

If this was a bankruptcy case, please attach no more than 30 pages of the final disclosure statement and confirmed plan of reorganization, and include a key point summary, such as recovery to each class. Please include only the relevant components of these files, such as recoveries, claims, and financial projections.

In the case of an out-of-court restructuring, please describe how stakeholders were impacted relative to similar components.



8. *Optional*: How was the community and/or industry affected by this transaction?



B. TIMELINE

The transaction must have been completed between January 1, 2018 and December 31, 2018. Please provide a timeline of major events and the period during which each occurred. If applicable, please cover the five stages of a transaction. Data should be included to demonstrate all stages, especially stage 5, return to normal/return to growth/or transaction complete. The timeline, along with the financial statements in section C., must show the company is generating positive cash flow from operations at the time the transaction was completed. Timelines may be submitted in narrative form, not to exceed 500 words.

Project start date: _____

Project end date: _____

- (1) Evaluation
 - (2) Management change
 - (3) Emergency action/execution
 - (4) Stabilization
 - (5) Return to normal/return to growth/or transaction complete.
-

C. HISTORICAL FINANCIAL STATEMENT INFORMATION FORM

Please complete the Historical Financial Statement Form in its entirety. This form is a mandatory requirement for both the Turnaround and Transaction entries.

The form is an Excel file and contains two tabs; Tab One is "Instructions"; Tab Two contains the "Historical Financial Statements". The Excel file can be saved like a regular document so that it can be completed at any time.

The financial results at the time the transaction was completed (per the timeline) must show that the company is generating positive cash flow from operations. If you would like to submit additional financial information, such as different ratios, statements or charts/graphs, please include it immediately following the required Historical Financial Statement Form.

If you are not able to obtain current financial statements, please provide historical financial statements along with a projection and as many quantifiable measures of success as you can, including, but not limited to: financial information as it relates to recoveries and the constituents who were at risk.

For your convenience, the form can be accessed by clicking [here](#).

INFORMATION RELEASE FORM

All nominators must complete and submit this form; duplicate the form as needed. Nominators must obtain information release forms from nominees once the Awards Committee has selected the individual nominees.

To the best of my knowledge, the information provided on the entry form is true and complete. I understand that all detailed financial information shall remain confidential unless I agree to its release. By submitting this entry, I acknowledge that I accept the Awards Committee's decision as final. If I am selected as an award recipient, I hereby authorize the use of the following (in connection with the TMA Awards Program): my name; my company/organization name; non-financial information; photographs; video and audio recordings of myself or others related to the award from the awards ceremony or an alternate source. I agree that no compensation shall be due to me or my company for such usage.

By selecting the box to the left and providing my name and the date below, I indicate my understanding and compliance with the terms of this information release.

Name _____ Date _____

Title or role in the Transaction _____

Award category and name of company that was involved in transaction (e.g., Small Company Transaction for XYZ Manufacturing) _____

Please direct questions or concerns about this form to Crystal Killeen
at ckilleen@turnaround.org or 312-578-2034.

KEY CONTACT CONFIRMATION FORM

Each entry must contain at least two completed Key Contact Confirmation Forms supporting the nomination. At least two of the individuals listed under Key Contacts on pages 5-7 should complete this form. This form must be used; duplicate it as needed.

I was and am aware of the many challenges and circumstances of the transaction. I have reviewed the nomination of the company listed below for the TMA award category listed below, and I fully support the nomination.

If any member of the TMA Awards Committee has additional questions or would like to discuss this nomination further, I am willing to be contacted.

Name of company that was involved in transaction

Title or role in the transaction

Award category (e.g., Small Company Transaction)

My signature is indicated by selecting the box to the left and my name and the date below.

Name

Date

Please direct questions or concerns about this form to Crystal Killeen at ckilleen@turnaround.org or 312-578-2034.