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In This Issue:

[DSI Founder & Chairman
Receives 2022 Harvey Miller
Award](#)

[Experts Assess Initial Impact of
FTX Collapse](#)

 Click on a title below to
jump to that section 

Research Report:
[Who's Who in Endo
International plc](#)
Page 6 →

Research Report:
[Who's Who in Altera
Infrastructure L.P.](#)
Page 16 →

Special Report:
[The Nation's Largest Claims
Agents](#)
Page 19 →

Worth Reading:
[The Luckiest Guy in the World](#)
Page 21 →

Special Report:
[Outstanding Turnaround Firms
2022](#)
Page 22 →

Bill Brandt Recognized for Contributions to Restructuring Industry

By Christopher Patalinghug

The client comes first. This is one cardinal rule William (Bill) Brandt, Jr., the founder and executive chairman of Development Specialists, Inc., upholds.

“You will be just fine and do very well in this business if you always and forever remember one cardinal rule; that the client comes first,” Mr. Brandt tells *Turnarounds & Workouts* of the advice he'd give someone who's new to the corporate restructuring industry.

“The same advice I would've given someone 45 years ago.”

“Nothing after that will be a problem for you in the industry if you're known by all to truly and actually live up to that standard.”

Mr. Brandt is this year's recipient of the Harvey R. Miller Award for Outstanding

[Continue on page 2 →](#)

FTX Fallout: More Regulatory Action and ... Turf War?

By Carlo Fernandez and Christopher Patalinghug

The sudden and spectacular crash of crypto-exchange FTX will send long-lasting tremors through both the nation's financial regulatory and bankruptcy landscapes, partners at international law firm O'Melveny & Myers, LLP told editors of *Troubled Company Reporter*.

FTX was the world's second-largest cryptocurrency firm. On Nov. 10, 2022, the Securities Commission of The Bahamas froze assets of FTX Digital Markets Ltd. and related parties, suspended their registration, and applied to the Supreme Court of The Bahamas for the appointment of a provisional liquidator for FDM. Brian Simms, K.C. (Lennox Paton Counsel and Attorney-at Law) was appointed as provisional liquidator.

[Continue on page 13 →](#)

Brandt, from page 1

Service to the Restructuring Industry. The award will be presented at the 29th Annual Distressed Investing Conference on November 28 in New York.



William (Bill) Brandt, Jr.

Side Gig

An unfortunate incident in the family business thrust Mr. Brandt into the corporate restructuring world. His extended family had a long history of involvement (over 110 years) in the coal mining and distribution business. While in college, an explosion and fire occurred at one of the family's mines in the very early 1970's in Kentucky that resulted in a loss of life. The specific entity that owned the particular mine was forced to file bankruptcy in Chicago (where the mining entity was headquartered) under Chapter XI of the old Bankruptcy Act of 1938, also called the Chandler Act.

"At that time, and because of my substantial academic background in mathematical forecasting and statistical analysis, members of my family prevailed upon me to lend a hand to the small team that was

working to restructure and reorganize the mining operation," Mr. Brandt recounts. "After about a year of part-time work (prior to and up to my graduation from college) successfully doing so and, as well, during the process becoming more and more drawn into and involved with the more central and strategic decisions that are customarily involved in the restructuring process, the mine was successfully reorganized and sold to a new entity through the bankruptcy process."

As a result of the work, Mr. Brandt became friends with bankruptcy practitioners in the Chicago area. "A number of them complimented me on my efforts in helping to resolve the case and also on my growing knowledge of the bankruptcy process acquired during it, and asked if they might call upon me again in the future should the need arise. This was 1972, and the corporate restructuring industry had yet to be born."

He explains, "At that time, under the old Chandler Act, and because of how debtors were able to generally insulate themselves from a challenge to their stewardship during the duration of the case, the bankruptcy lawyers really almost exclusively ran the process. Further, the old Chandler Act mandated severe fee limitations on counsel and any other professionals and, because of these severe fee limitations, there were really no professionals involved, other than the respective bankruptcy counsel who would routinely be engaged in the bankruptcy process."

"But, as a young man, heading to graduate school on a full scholarship at the University of Chicago and without much in the way of a need for an outside income, I was more intrigued by the intellectual challenge presented by the prospect of what it took to effectively organize a true business restructuring, rather than viewing it as a career path, especially given the limitations on fees contained in the old Bankruptcy Act."

Mr. Brandt was then finishing his Ph.D. at the University of Chicago and planned to be a college professor teaching both statistics and demography. He viewed his restructuring work as more of a side gig.

In 1973-1974, a friend sought his advice on yet another significant bankruptcy matter. "I found myself getting more and more involved in bankruptcy work and, when I finished my course work for the Ph.D., meaning my scholarship money and related stipends had run their course, I began depending on the income I was getting from my continuing work in bankruptcy matters to make ends meet while I worked on writing the dissertation for my Ph.D."

DSI

Mr. Brandt continued to be involved in a growing number of bankruptcy matters from the early to mid-1970's and, seeing his business evolve, started hiring a few employees to help with the work flow. "Remember at this time there was no such things as a 'corporate restructuring industry,'"

Brandt, from page 2

he notes.

Mr. Brandt realized a more structured entity is needed to both deal with the growing workload and better provide a structure and benefits to his staff. In late 1976, he began the process of establishing the formal entity known as Development Specialists, Inc., generally known as DSI. The full incorporation of the corporate structure was completed in April of the following year.

Because of the so-called “oil embargo” and its aftershocks beginning in 1973, Mr. Brandt saw a significant uptick in follow-on bankruptcy work in the years following, especially in 1975 and 1976. A large number of these cases were real estate related, and were related to a new investment concept and vehicle which had come about in the early 1970’s, “Real Estate Investment Trusts”.

“As a large volume of these cases began to steadily come in, and to assist in likely future marketing, we specifically chose a real estate-themed name for our business such that we might continue to attract these matters. Hence, that explains the moniker ‘Development Specialists, Inc.’ for the company,” he shares.

Challenging Situations

Today, Mr. Brandt is widely recognized as one of the foremost practitioners in the corporate restructuring field. His work includes 3dfx, Aéropostale, Binder & Binder,

Bernie Ebbers Settlement Trust, Capital Coin Funds, China Fishery Group, Coudert Brothers, Dewey & LeBoeuf, Florida Park Banks, Longview Aluminum, Keck, Mahin & Cate, Malden Mills, Mercury Finance, San Luis & Rio Grande Railroad, Shape, Sonoma Valley Bancorp and Southeast Banking Corporation.

“With literally thousands of cases under our belt, we have long come to terms with the fact that, in each and every one of our cases, there have always been certain unique challenges,” Mr. Brandt relates, when asked to describe the most challenging situations he’s encountered.

“When your experience spans the better part of four decades, it’s certainly hard to pick an individual matter, whether it be the Chicago crime-syndicate driven cases of the late 1970’s and early 1980’s which involved corporate ‘bust out’ schemes, the defense contractor cases in the 1980’s which potentially impacted national security and military preparedness, the banking and manufacturing cases of the 1990’s and our growing involvement in international matters which, although beginning in the 1990’s, really blossomed in the past 20 years.”

One memorable case is Shape, Inc., from the late 1980’s and early 1990’s. As the Chapter 11 Trustee, Mr. Brandt reorganized the largest industrial concern in Maine, which also had significant operations in the United Kingdom, Hong Kong, Japan and Mexico. “In that case I not only reorganized the company, but

I paid the creditors in full and was then able to give the company back to its shareholders through a Plan of Reorganization,” he notes.

Shortly thereafter Mr. Brandt was named Chapter 7 Trustee for the holding company of the fifth largest bank ever to fail, Southeast Banking Corporation. “Although a very contentious case, before I departed the case, I was able to ensure that not only were the creditors of the subsidiary bank paid in full but, as well, I managed to pay the creditors at the holding company level the full amount of the principal of their debt, a combined sum approaching \$1 billion,” he continues.

Most recently, Mr. Brandt served as the Chapter 11 Trustee in one of the largest and most complex international bankruptcy cases ever filed, the matter of CFG Peru Investments Pte. Limited (Singapore), which has primary operations in Peru and significant operations and issues in at least 10 other separate sovereign nations, including Singapore, Hong Kong, the U.K., Norway, Spain and Samoa, among others. Mr. Brandt became the first Chapter 11 Trustee from the United States ever recognized by the Singapore Court in the capacity of an foreign operating Trustee for a Singaporean entity.

“The company operated the 12th largest fishing fleet in the world and, after five years of extremely hard and extensive work during and despite constant continuing political turmoil in Peru, I was able to successfully revive and return the operations

Brandt, from page 3

to both stability and profitability. I was then able to finish the case through a successful joint Plan of Reorganization filed with the major creditors,” according to Mr. Brandt.

Wild West No More

Mr. Brandt is witness to the corporate restructuring industry’s transformation. “What was once an industry at its start that once resembled the ‘wild west,’ with little or no structure or guidelines for practice, has now become very mature and stratified,” according to Mr. Brandt.

“While the industry has changed measurably over the past 45 years, I attribute most of the growth to the fact that the introduction of the Bankruptcy Code in 1980, replacing the Chandler Act and its severe restrictions on the payment of fees in bankruptcy cases, allowed for substantial growth in the industry as the Code specifically recognized that fees that could be paid in bankruptcy matters should be on a par with what could be paid for legal and professional fees in non-bankruptcy cases.

“That, plus the stunningly fast growth of firms, since the mid-1990’s, raising capital for investments in the area of distressed debt and enterprises, has resulted in the creation and maturation of an industry that we couldn’t have conceived of at the very beginning in the mid-1970’s.”

Mr. Brandt has advised Congress on matters of insolvency and

bankruptcy policy, and in that capacity was the principal author of the amendment to the Bankruptcy Code permitting the election of trustees in Chapter 11 cases. He was also involved in drafting several of the amendments to the Bankruptcy Code which became part of the revisions enacted into law in April 2005 as part of the Bankruptcy Abuse Prevention and Consumer Protection Act. He also served as a member of the Commission empaneled by the American Bankruptcy Institute to address the reform of Chapter 11 of the Bankruptcy Code and the nation’s corporate restructuring regime.

Mentors

Mr. Brandt counts industry pioneers and bankruptcy judges as his mentors. And, there were too many to mention, he adds.

“Early on in my career, I sought out the best and most established bankruptcy attorneys I could find, and I asked them to educate me on the history of the practical and political developments in the business,” Mr. Brandt shares. “Folks such as Norman Nachman, Gerald Munitz and, yes, Harvey Miller, all who were both pioneers and legends in the field, were patient enough and cared enough to educate me as to how the industry was born and then developed. All this information and tutelage helped me be a better practitioner, as I came to understand the context and perspective that was needed when attempting to see each and every competing stakeholder’s motivation

as they asserted their interests in attempting to resolve a complex financial situation.”

Mr. Brandt admits also looking to a number of bankruptcy judges for advice and guidance as the industry has evolved. “So many of them were such a help over the years that there are too many to mention,” he says. “But, importantly, I still look to Judges for guidance and inspiration, and four judges of note who have been more of a mentor than they realize over the recent years are Judges Bob Drain and Cecelia Morris of the Southern District of New York, Michael Williamson (just deceased) of the Middle District of Florida, Orlando Division and Judge Bill Lafferty of the Northern District of California, Oakland Division.”

On Harvey Miller, Mr. Brandt bares that, while they worked in a few cases together over the years, he mostly knew him from their mutually extensive involvement in industry organizations and events and charities frequented by those in the restructuring field.

“In the early 2000’s, when I was named Program Chair of the California Bankruptcy Forum’s annual conference in Napa Valley, I prevailed upon my friend Harvey to fly out and to be the keynote speaker,” he recalls. “As those who knew Harvey only-too-well will appreciate, I suspect one of the reasons he said yes to my entreaty was more the fact that I was also able to get he and others a reservation at the famous Napa Valley restaurant, The French Laundry, for

Brandt, from page 4

the same evening.”

“Given the reputation of Harvey, and obvious the prestige of the Award as well, I can truly say that receiving this award is certainly one of the greatest honors in my almost half-century of professional life.”

Client’s Best Interest

Mr. Brandt was given the best advice early in his career. He explains, “Then, and because the industry was so new, the lines between what a fiduciary did and what others might do in a case were not fully-formed and certainly a bit blurred. Often, in the 1970’s, some who offered their services to struggling businesses were really doing so in connection with their desire to buy the business or at least wrest control of the enterprise away from the present owners. As a fiduciary, I realized from the start that I could never cross the line into having a personal investment or involvement in any of the matters I was working on or in.”

“Given the hazy practices described above, and the then rarity of filing for bankruptcy, I often found that when I first met with management or owners of a business, they were occasionally suspicious of my motives. One attorney then mentioned to me that, at the outset, prospective clients really needed to know and be assured as to whether you were there to buy or to save them. From then on, and for the last 40 years, I’ve always made it clear from the beginning of any new matter that, from the get-go, as true

fiduciaries, we will have no other interest than that of our client’s best interest.”

Other Endeavors

Apart from his involvement in the restructuring industry, Mr. Brandt is also active in the civic and political arenas. Among others, he served as Chair of the Illinois Finance Authority for three full terms or nine years in total.

“During my tenure I was able to design and implement a program to allow the Authority, and through it the State of Illinois, to offer low interest graduate student loans to children of undocumented immigrants, or what are known as DACA kids, such that they could attend medical or dental school in Illinois,” Mr. Brandt shares. “In exchange, and with the further incentive that the loan’s interest would be forgiven, the students agreed that upon completion of their residency following medical or dental school, they would return to Illinois and practice in a medically-underserved area of the state for at least three years. The program still exists and the first few classes of graduates are just now returning to Illinois to get a start on their three-year commitment.”

Mr. Brandt was a member of the President’s National Finance Board during the Clinton administration, and was elected a Delegate from the State of Florida to the 1996 Democratic National Convention. In 2000, he was a member of the Democratic Party’s National Convention Platform Committee, and in 2002, he served on

the Illinois Gubernatorial Transition Team, as well as on the State of California’s business delegation dispatched to Cuba to discuss politics, business and trade potential. In 2008, he was again elected a Delegate to the Democratic National Convention, this time from the State of Illinois.

Mr. Brandt also chaired the National Advisory Council for the Institute of Governmental Studies at the University of California at Berkeley, serving a total of 12 years, from 2006 to 2018, as a member or chair of that board. He was a member of the Board of Trustees of Loyola University Chicago from 2007 to 2016, and is a Life Trustee of Fenwick High School in Oak Park, Illinois. Commemorating his work while both Chair of the Illinois Finance Authority and a Trustee of Loyola University of Chicago, Mr. Brandt was a recipient of Alpha Sigma Nu’s Magis Medal Award in 2020. He is also a member of the Board of Directors of New York-based The Honorable Tina Brozman Foundation for Ovarian Cancer Research (Tina’s Wish).

Several years ago, a media outlet referred to Mr. Brandt as one of the ten most influential political figures in Illinois,

“Although I’d like to think if I’d ever actually finished the dissertation to get my Ph.D., I’d be off teaching at university somewhere and generally enjoying the academic life, in reality, I suspect if I hadn’t found a home in this industry, I would have wound up in the world of politics,” he says. □

Research Report

Who's Who in Endo International's Bankruptcy Cases

by Carlo Fernandez

Endo International plc, based in Malvern, Pennsylvania, is one of the nation's largest opioid makers, and one of the country's leading specialty pharmaceutical companies.

Endo International commenced operations in 1997 by acquiring certain pharmaceutical products, related rights, and assets from The DuPont Merck Pharmaceutical Company. Today, Endo develops, manufactures, and sells life-enhancing branded and generic products to customers in a wide range of medical fields, including endocrinology, orthopedics, urology, oncology, neurology, and other specialty areas.

Endo International is an Irish public limited company and is the publicly-traded, ultimate parent of Endo's global enterprise headquartered in Dublin, Ireland.

As of the bankruptcy filing date, Endo International and its affiliates had 1,560 employees.

The Company has four principal operating segments: branded pharmaceuticals, sterile injectables, generic pharmaceuticals, and international pharmaceuticals. The branded pharmaceuticals include (i) Xiaflex, Supprelin LA, Nascobal, and Aveed in the medical therapeutics category, (ii) Qwo in the medical aesthetics category, and (iii) Percocet, Testopel, Edex, and Lidoderm in its

established products category. Key products in the sterile injectables segment are Vasopstrict, Adrenalin, Ertapenem for injection, Aplisol, and Ephedrine sulfate injection.

Road to Bankruptcy

The Company's recent financial performance has deteriorated due to the precipitous drop in sales of Vasopstrict, which accounted for 30% of the Company's 2021 revenue. The drop in Vasopstrict sales is primarily attributable to increased generic competition as a result of the Company losing a recent lawsuit in the U.S. District Court for the District of Delaware. For the first half of this year, Vasopstrict revenue declined 55 percent (or \$230 million) year-over-year.

In addition, certain of the Debtors have been named as defendants in over 3,500 lawsuits seeking to hold such Debtors liable for their marketing and sale of certain FDA-approved opioid products, including, without limitation, Opana and Opana ER, which were approved by the FDA in 2006.

In 2016, the Company ceased promoting the Opana medications and all other opioid products to healthcare providers in the U.S., eliminated its entire U.S. pain salesforce, and discontinued all R&D of new opioid

products. In 2017, at the request of the FDA, the Company voluntarily removed Opana ER from the market. Since June 2019, the Debtors have not sold any Opana medications. However, certain of the Debtors continue to manufacture and sell generic opioid medication.

The majority of the opioid lawsuits are filed on behalf of governmental entities, including states, counties, municipalities, and other political subdivisions; plaintiffs also include private hospitals, individuals seeking damages for alleged personal injuries, and third-party payors seeking damages for alleged economic injuries.

On Aug. 16, 2022, Endo International and certain of its subsidiaries initiated voluntary prearranged Chapter 11 proceedings (Bankr. S.D.N.Y. Lead Case No. 22-22549).

The Company had \$6.33 billion in assets against \$9.53 billion in total liabilities as of June 30, 2022. As of the Petition Date, the Debtors' consolidated long-term debt obligations totaled \$8.15 billion arising under:

* a first-lien credit agreement, which consists of \$277 million outstanding under a revolving credit facility and \$1.97 billion due under a term loan facility,

Research Report

Who's Who in Endo International's Bankruptcy Cases

Continued from page 6

* \$3.60 billion owed under three series of first lien notes (\$1.29 billion of 6.125% senior secured notes, \$1.50 billion of 7.500% senior secured notes due on April 1, 2027, and \$300 million of 5.875% senior secured notes due Oct. 15, 2024),

* \$940 million due under second lien notes due 2027, and

* four series of unsecured notes (\$6.10 million outstanding under 5.375% senior notes due 2023, \$1.26 billion outstanding under 6.000% senior notes due 2028, \$21.6 million of 6.000% senior notes due 2025, and \$56.4 million of 6.000% senior notes due 2023).

Restructuring Support Agreement

Endo International filed for Chapter 11 protection after entering into a restructuring support agreement with holders of more than a majority of Endo's first lien debt on a sale transaction that would substantially reduce outstanding indebtedness, address remaining opioid and other litigation-related claims, and best position Endo for the future.

Under the RSA, the Ad Hoc First Lien Group has committed to providing total purchase consideration of \$6 billion in the form of a credit bid, plus assumption of certain liabilities, for substantially all of the Company's

assets. The transaction contemplates that the purchaser will:

* Offer employment to all of Endo's active team members;

* Establish voluntary trusts, to be funded with \$550 million over 10 years, whereby future proceeds will be set aside for certain opioid claims; and

* Have net funded leverage in an amount no greater than 4.5x.

As to the Opioid plaintiffs, Endo International reached a \$450 million agreement in principle with more than 30 states to resolve their lawsuits. As of the Petition Date, a total of 34 states (including the States comprising the State AG Committee) and the District of Columbia reached an agreement with the Ad Hoc First Lien Group regarding the terms of the Public Trust.

Other state and local governments, including Florida and West Virginia, had previously settled their opioid claims against Endo.

The RSA contemplates that the Purchaser will furnish an avenue for certain holders of opioid-related claims against the Company to voluntarily elect to receive consideration. Following the sale closing, the Purchaser will establish and fund trusts in the aggregate amount of \$550 million over ten years for the benefit of opioid claimants: \$450 million for a trust for governmental opioid

claimants; \$85 million for private opioid claimants; and \$15 million for Native American Tribe claimants.

The Debtors have engaged in extensive and constructive discussions with the State AG Committee regarding consensual injunctive terms that would govern the conduct of the Debtors and their successors as it relates to opioid products. Notably, as of the Petition Date, the Ad Hoc First Lien Group, the Debtors, and 34 States and the District of Columbia (the same parties that have reached an agreement on the terms of the Public Trust) reached an agreement with respect to the terms of the Voluntary Operating Injunction.

Endo still faces litigation risk from state and local governments that have not agreed to participate in the settlement.

While discussions were held with the Ad Hoc Cross-Holder Group, the group is not part of the RSA reached with the Ad Hoc First Lien Group. The RSA provides other bidders, including the Ad Hoc Cross-Holder Group, with the opportunity to submit higher or better bids.

DEBTORS

Skadden, Arps, Slate, Meagher & Flom LLP is serving as Endo International's primary restructuring counsel. Skadden is lead counsel and

Research Report

Who's Who in Endo International's Bankruptcy Cases

Continued from page 7

will have the primary responsibility for advising and representing the Debtors. Restructuring partners **Paul D. Leake, Lisa Laukitis, Shana A. Elberg, and Joseph O. Larkin** and counsel **Evan A. Hill** are the primary professionals involved in the case. Partners **Brandon Van Dyke** and **Maxim Mayer-Cesiano** (mergers and acquisitions); **Albert Hogan III, John Beisner, Geoffrey Wyatt, and Abigail Sheehan-Davis** (litigation); **B. Chase Wink** and **Royce Tidwell** (tax); **Steven Messina and Danielle Li** (banking); and **Michael Zeidel** (capital markets) are also participating in the representation of the Debtors.

Togut, Segal & Segal LLP is serving as secondary restructuring counsel and conflicts counsel to the Debtors. Partners **Albert Togut, Frank A. Oswald, and Kyle J. Ortiz**, and counsel **Bryan M. Kotliar** are the attorneys involved in the case. Mr. Kotliar worked at Skadden from April 2018 through January 2020. The Togut Firm has represented Endo in connection with (i) the chapter 11 cases In re Mallinckrodt PLC in the Bankruptcy Court for the District of Delaware (Case No. 21-12522 (JTD)), (ii) Purdue Pharma L.P.'s Canadian recognition proceeding and numerous opioid related actions filed against the Debtors in various state and federal courts, and (iii)

a preference recovery action tiled Advisory Trust Group, LLC, as Trustee of the RDC Liquidating Trust v. Endo Pharmaceuticals, Inc. (Adv. Pro. No. 22-2026 (PRW)), commenced in connection with In re Rochester Drug Co-Operative, Inc. (Bankr. N.D.N.Y. Case No. 20-20230 (PRW)).

PJT Partners LP is the Debtors' investment banker. **Mark Buschmann**, a partner in the Restructuring and Special Situations Group at PJT, leads the engagement.

Alvarez & Marsal North America, LLC, is serving as the Debtors' financial advisor. **Ray Dombrowski**, a managing director with A&M, leads the engagement.

O'Melveny & Myers LLP, led by partner **Brett J. Williamson**, is serving as special counsel to the Debtors. O'Melveny will primarily represent Endo Ventures Limited in connection with investigating and litigating claims against Nevakar, Inc., and Nevakar Injectibles Inc. arising from disputes over the 2018 Development, License and Commercial Agreement and the 2022 Asset Purchase between the parties; and OMM will serve as lead counsel of record in the adversary proceeding captioned Endo Ventures Limited v. Nevakar, Inc., et al., Adv. Proc. No. 22-07034 (JLG).

Latham & Watkins LLP, led by partner **Daniel G. Brown**, is serving as lead counsel to the Debtors for representation related to opioid-related matters that involve the United States Department of Justice.

Kroll Restructuring Administration LLC, formerly known as Prime Clerk LLC, is the claims agent and administrative advisor.

PricewaterhouseCoopers LLP is the Debtors' accounting advisor. **J. Gray Lambe**, a partner of PwC, leads the engagement.

KPMG LLP is providing tax compliance and tax consulting services to the Debtors. **Rupali Amin**, a CPA and a partner of KPMG, leads the engagement.

A&L Goodbody LLP is serving as the Debtors' their special counsel to, among other things, provide advice on Irish law matters. **David Baxter**, a partner at A&L, leads the engagement.

PricewaterhouseCoopers Ireland is performing statutory audit services to Endo Designated Activity Company and Endo Finance IV Unlimited Company. **Gareth Hynes**, a partner of PwC Ireland, leads the engagement.

AGENTS & TRUSTEES

JPMorgan Chase Bank, N.A., is the swing line lender, issuing bank, and administrative agent

Research Report

Who's Who in Endo International's Bankruptcy Cases

Continued from page 8

under the first-lien credit facility. **Computershare Trust Company, National Association**, is the trustee for the first-lien notes. **Wilmington Savings Fund Society, FSB**, is the trustee for the second-lien notes. **Wilmington Trust, N.A.**, is the collateral trustee under the second lien collateral trust agreement. **U.S. Bank Trust Company, National Association**, succeeded **Wells Fargo** as the indenture trustee under the 5.375% senior unsecured notes due 2023 and 6.000% senior unsecured notes due 2028. **UMB Bank, National Association**, succeeded **Wells Fargo** as indenture trustee for the 6.00% senior unsecured notes due 2023 and 6.00% senior unsecured notes due 2025.

Simpson Thacher & Bartlett LLP, led by **Sandeep Qusba, Alan Turner, and Dov Gottlieb**, is representing JPMorgan.

Arentfox Schiff LLP, led by **Andrew I. Silfen, Beth M. Brownstein, and Nicholas A. Marten**, is counsel for **Computershare Trust Company**.

Wilmer Cutler Pickering Hale and Dorr LLP, led by **Andrew N. Goldman, and Benjamin W. Loveland**, is representing **Wilmington Savings Fund Society**.

Alston & Bird LLP, led by **Gerard S. Catalanello, James J.**

Vincequerra, William Hao, and Kimberly Schiffman, is counsel to **Wilmington Trust**.

Seward & Kissel LLP, led by **John R. Ashmead, Kalyan Das, Robert J. Gayda, and Andrew J. Matott**, is representing **U.S. Bank Trust Company**.

Kelley Drye & Warren LLP, led by **Eric R. Wilson, and Kristin S. Elliott**, is representing **UMB Bank**.

FIRST LIEN GROUP

Gibson, Dunn & Crutcher LLP, led by partners **Michael J. Cohen, Joshua K. Brody, Jason Zachary Goldstein, and Christina M. Brown**, is representing the **Ad Hoc First Lien Group**.

The **Ad Hoc First Lien Group** is comprised of the beneficial holders or the investment advisors or managers for certain beneficial holders in their capacities as lenders under the **Credit Agreement** and holders of senior secured notes.

As of Aug. 17, 2022, members of the **Ad Hoc First Lien Group** are **140 Summer Partners Master Fund L.P., Aegon USA Investment Management, LLC, Amundi Asset Management US, Inc., Arena Capital Advisors, LLC, Aristeia Capital, L.L.C., Assured Investment Management, LLC, et al., Aurelius Capital Management, LP, Bain**

Capital Credit, LP, Balyasny Asset Management L.P., Bardin Hill Loan Management LLC, BlackRock Financial Management, Inc., Brevan Howard Alpha Strategies Master Fund Limited, Cetus Capital VI, L.P., CIFC Asset Management LLC, Credit Suisse Loan Funding LLC, et al., Credit Suisse Asset Management, LLC, Davidson Kempner Capital Management LP, D.E. Shaw Galvanic Portfolios, L.L.C., Diameter Capital Partners LP, Eaton Vance Management, et al., FFI Fund Ltd., et al., GoldenTree Asset Management LP, Greywolf Loan Management LP, Guggenheim Investments, HPS Investment Partners, LLC, Hudson Bay Capital Management LP, Invesco Advisers, Inc., North America Credit Trading group of J.P. Morgan Chase Bank, N.A. and J.P. Morgan Securities LLC, MacKay Shields LLC, Macquarie Investment Management Business Trust, Mariner Investment Group, LLC, MidOcean Credit Fund Management, LP, Nuveen Asset Management, LLC, Octagon Credit Investors, LLC, Owl Creek Asset Management, L.P., PGIM, Inc., P. Schoenfeld Asset Management LP, Pentwater Capital Management LP, Redwood Capital Management, LLC, Rokos Capital Management

Research Report

Who's Who in Endo International's Bankruptcy Cases

Continued from page 9

(US) LP, Shenkman Capital Management, Inc., Silver Point Capital, L.P., Sixth Street Partners, LLC, Susquehanna Advisors Group, Inc., System 2 Master Fund Limited, Taconic Capital Advisors L.P., Third Point LLC, UBS O'Connor LLC, and Varde Partners, Inc.

NON-RSA FIRST LIEN LENDERS

Jones Day, led by partners Michael C. Schneidreit and Bruce Bennett, are representing the Non-RSA First Lien Lenders, comprised of holders of first-lien loans and secured notes that are not parties to the RSA.

As of Oct. 19, 2022, the Non-RSA First Lien Lenders are comprised of Canyon Capital Advisors LLC, Capital Research and Management Company, Glenview Capital Management, LLC, Marathon Asset Management LP, and Oaktree Capital Management, L.P.

CROSS-HOLDER GROUP

Paul, Weiss, Rifkind, Wharton & Garrison LLP, led by partners Andrew N. Rosenberg, Alice Belisle Eaton and Andrew M. Parlen, and counsel Alexander Woolverton, is representing the Ad Hoc Cross-Holder Group.

The Ad Hoc Cross-Holder Group

is comprised primarily of holders of second lien notes and unsecured notes. There are also some prepetition first lien lenders and prepetition first lien noteholders in the Cross-Holder Group.

As of Oct. 11, 2022, members of the are Bank of America, N.A., BofA Securities, Inc., Banc of America Credit Products, Inc., BlackRock Financial Management, Inc., Brigade Capital Management, LP, Canyon Capital Advisors LLC, Ellington Management Group, Franklin Advisers Inc., Glenview Capital Management, LLC, Invictus Global Management, LLC, J.P. Morgan Investment Management Inc., Livello Capital Management, Marathon Asset Management LP, Nomura Corporate Research and Asset Management, Oaktree Capital Management, L.P., O'Brien Staley Partners, Western Asset Management Company, LLC, and Whitebox Advisors LLC.

CREDITORS' COMMITTEE

The U.S. Trustee for Region 2 appointed an official committee of unsecured creditors on Sept. 2, 2022. The committee members are (1) AmerisourceBergen Drug Corporation, (2) Bayer AG, (3) U.S. Bank Trust Company, National Association, (4) UMB Bank,

National Association, (5) CQS Directional Opportunities Master Fund Limited, (6) AFSCME District Council 47 Health & Welfare Fund, and (7) Catherine Brewster.

Kramer Levin Naftalis & Frankel, LLP, is the Creditors Committee's legal counsel. Kenneth Eckstein, a partner at Kramer Levin, leads the engagement. Partners Amy Caton, Rachael L. Ringer, and David E. Blabey Jr., and associate Megan M. Wasson are part of the team handling the engagement.

Lazard Freres & Co., LLC, is the Committee's investment banker. David Kurtz, vice chairman and Vice Chairman and Global Head of Restructuring & Capital Solutions of the firm of Lazard, leads the engagement.

Berkeley Research Group, LLC, is the Committee's co-financial advisor to assess and monitor the Debtors' restructuring efforts and advise the Committee with respect to the Debtors' operational performance. Managing directors David Galfus, Christopher Kearns, Edward Butusiem and Ron Zaidman are the Berkeley professionals assigned to the engagement.

Dundon Advisers, LLC, is co-financial advisor to the Committee focusing on analyzing and evaluating the Debtors' class action, tort,

Research Report

Who's Who in Endo International's Bankruptcy Cases

Continued from page 10

environmental, and commercial liabilities, only excluding tax, and ordinary course commercial liabilities. **Matthew Dundon**, a principal at Dundon Advisers, leads the engagement.

OPIOID CLAIMANTS COMMITTEE

On Sept. 2, 2022, the United States Trustee appointed seven of the Debtors' opioid claimants to serve as members of the Official Committee of Opioid Claimants. The OCC is the fiduciary for the interests of opioid claimants seeking compensation for opioid-related losses and injuries caused by the Debtors.

The OCC currently comprises (i) Robert Asbury as Guardian Ad Litem for certain NAS Infants; (ii) Sabrina Barry; (iii) Blue Cross and Blue Shield Association; (iv) Erie County Medical Center Corporation; (v) Sean Higginbotham; (vi) Alan MacDonald; and (vii) Michael Masiowski, M.D.

Cooley, LLP, is the lead and general counsel to the official committee representing opioid claimants. **Cullen D. Speckhart**, a partner, is the lead attorney working on the case. Partner **Michael Klein**, and associates **Summer M. McKee** and **Evan Lazerowitz** are also involved in the engagement.

Jefferies, LLC, is the opioid

committee's investment banker. **Leon Szlezinger**, a managing director and joint global head of Debt Advisory & Restructuring at Jefferies, leads the engagement.

Province, LLC, is the opioid committee's financial advisor. **Michael Atkinson**, a principal with Province, leads the engagement.

Akin Gump Strauss Hauer & Feld, LLP, is the OCC's special counsel, tasked to, among other things, advise the OCC on opioid related matters. Partners **Arik Preis** and **Mitchell P. Hurley**, counsels **Kate Doorley** and **Theodore James Salwen**, and associate **Brooks Barker** are the attorneys involved in the case. Preis has led Akin Gump's representations of opioid claimants' interests through its service to the official committees appointed in Insys Therapeutics, Inc., Purdue Pharma L.P. and Mallinckrodt plc, and as proposed special counsel to the Endo OCC.

The U.S. Trustee has opposed the retention of Akin Gump because of the firm's representation of GoldenTree, a member of the 49-member first lien ad hoc group.

PI VICTIMS

ASK LLP, led by co-managing partner **Edward E. Neiger** and partners **Jennifer A. Christian**, and

Marianna Udem, is representing the Ad Hoc Group of Personal Injury Victims. As of Sept. 26, 2022, members of the Ad Hoc Group are Kathleen Scarpone, Julie Strickler, Lindsey Arrington, Diana Yoder, and Jill Cichowicz.

NAS CHILDREN

The law firm of **Branstetter, Stranch & Jennings, PLLC**, led by managing partner **J. Gerard Stranch, IV**, and **Tricia R. Herzfeld**, is representing the Ad Hoc Committee of DDLA NAS Children. The DDLA NAS Committee is comprised of scores of Tennessee parents and guardians advocating on behalf of children born with Neonatal Abstinence Syndrome who have claims under the Drug Dealer Liability Acts of various states.

The law firms of **Tarter Krinsky & Drogin LLP**, led by **Scott S. Markowitz** and **Rocco A. Cavaliere; Martzell, Bickford & Centola, Creadore Law Firm PC**, led by **Scott R. Bickford**; and the Law Offices of **Kent Harrison Robbins, P.A.**; and **Levenfeld Pearlstein, LLC**, led by **Harold D. Israel**, are representing the Ad Hoc Committee of NAS Children. The NAS Committee is comprised of parents and guardians advocating on behalf of children born with Neonatal Abstinence Syndrome. The NAS Committee has appeared

Research Report

Who's Who in Endo International's Bankruptcy Cases

Continued from page 11

in other bankruptcy cases involving claims pertaining to the opioid crisis, including *In re Purdue Pharma LP, et al.*, Case No. 19-23649, *In re Mallinckrodt*, Case No. 20-12522, and *In re Insys Therapeutics, Inc.*, Case No. 19-11292.

PUTATIVE CLAIMANTS

Stevens & Lee, P.C., led by **Nicholas F. Kajon**, **Constantine D. Pourakis**, and **Andreas D. Milliaressis**; and **Keller Postman LLC**, led by **Ashley Keller**, **Seth Meyer**, and **Alex Dravillas**, are representing Eric Hestrup and the Private Insurance Class Claimants in Endo International's bankruptcy cases. Mr. Hestrup is the lead claimant in a nationwide class action complaint in the United States District Court for the Northern District of Illinois, *Hestrup v. Mallinckrodt PLC, et al.*, Case No. 19-cv-08453.

FCR

Roger Frankel is the legal representative for future claimants in the Chapter 11 cases.

Young Conaway Stargatt & Taylor, LLP, is the FCR's counsel. Partners **Edwin J. Harron**, **James L. Patton, Jr.**, **Robert S. Brady**, and **Sean T. Greecher** are the attorneys involved in the case.

The FCR also tapped his own firm,

Frankel Wyron LLP, as counsel. Mr. Frankel and **Richard H. Wyron**; they are the only partners, and the only lawyers, in FW LLP. Prior to founding FW LLP, Mr. Wyron was a partner in the Global Restructuring Group at Orrick, Herrington & Sutcliffe LLP.

Ducera Partners, LLC, is the FCR's investment banker. **Agnes K. Tang**, a partner at Ducera, leads the engagement.

Marsh & McLennan Companies, Inc.'s National Economic Research Associates, Inc., is the FCR's economic and claims estimation consultant. **Stephanie Planchich**, a director with NERA, leads the engagement.

MULTI-STATE ENDO EXECUTIVE COMMITTEE

Pillsbury Winthrop Shaw Pittman LLP, led by partners **Andrew M. Troop** and **Hugh M. McDonald**, and senior associate **Andrew V. Alfano**, is representing the Multi-State Endo Executive Committee. The Endo EC currently is comprised of seven states: Maine, Massachusetts, New Hampshire, Pennsylvania, Tennessee, Vermont and Virginia who act as a steering committee and evaluate, in the first instance, strategic options and implement strategies in connection with opioid-related claims against the Debtors for certain state Attorneys

General that have not otherwise resolved their state's claims against the Debtors as of the commencement of the Chapter 11 cases.

In August 2022, the Endo EC reached an agreement in principle with the Debtors and the Debtors' first lien secured lenders on financial and injunctive relief, including, among other things, a commitment that financial recoveries be dedicated to efforts to abate the opioid crisis.

Pillsbury is also representing a substantial number of non-settling states that have indicated support for the settlement with the Endo EC. As of Aug. 26, 2022, the states are Arizona, Colorado, Connecticut, Delaware, District of Columbia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Maryland, Michigan, Minnesota, Missouri, Montana, Nebraska, New Jersey, Nevada, North Carolina, North Dakota, Rhode Island, South Carolina, Utah, Washington, Wisconsin, and Wyoming. Additional states, namely, Alaska, Georgia, and Ohio, later joined the settlement.

U.S. JUDGE

The Hon. **James L. Garrity, Jr.** is the Chapter 11 case judge. □

FTX, from page 1

Also on Nov. 10, 2022, FTX Trading Ltd (d/b/a FTX.com), West Realm Shires Services Inc. (d/b/a FTX US), Alameda Research Ltd. and about 130 additional affiliated companies commenced voluntary Chapter 11 bankruptcy proceedings (Bankr. D. Del. Lead Case No. 22-11068) in the U.S. Bankruptcy Court for the District of Delaware. Each of the filing entities listed \$10 billion to \$50 billion in assets and liabilities. Following the bankruptcy announcement, Sam Bankman-Fried resigned his role as CEO and was replaced by John J. Ray III.

O'Melveny's William Pao and Daniel Shamah believe regulators — including at the U.S. Securities and Exchange Commission and the Commodity Futures Trading Commission — will be emboldened to shine a light on everything that touched FTX and its former CEO while using FTX's dramatic demise as justification for expanding federal protection of crypto investors. Bankruptcy courts, meanwhile, will be tied up for years in a closely watched process of untangling FTX's collapse, with billions of dollars in investor funds at stake.

Mr. Pao is head of O'Melveny's Fintech Group. Based in Los Angeles, he is a trusted advisor to cryptocurrency and blockchain companies, emerging financial and technology businesses,

as well as traditional banks.

According to Mr. Pao, "Regulators will be emboldened by what happened to FTX. After all, the crypto industry has lost two-thirds of its value. Consumers and investors are hurting. Very few people will be in position to push back. Be prepared for some very aggressive tactics."

"This is not Terra or Celsius. FTX had so many touchpoints that its collapse will very likely have a ripple effect on the industry. Regulators will be active as never before. They will investigate FTX, Sam Bankman-Fried and everything he has touched. And if you had anything to do with FTX or SBF, there's a good chance you are going to get a subpoena, too, because regulators will want to understand what happened here."

"For years, we've been talking about jurisdiction and which agency will be responsible for what. Regulators will be aggressive in expanding their jurisdiction now. American consumers and investors have been significantly affected by the FTX collapse. A lot of people lost a lot of money. No agency is going to wait to investigate."

"Enforcement is quicker and easier than new regulation. And any criticism of enforcement-as-regulation will be softened now because of the scope of this disaster."

"The agencies have been trying to balance protecting consumers with encouraging innovation. This may

disrupt that. With so many people losing so much money, regulators will swing way over to the protection side."

Mr. Shamah is co-head of O'Melveny's Bankruptcy Litigation Group. Based in New York, he advises financial institutions, private equity sponsors, hedge funds, and public and private companies in navigating a host of bankruptcy and restructuring issues.

Mr. Shamah notes, "This is a naked, freefall bankruptcy. For a company of this size to fall into bankruptcy this precipitously is highly unusual. It will likely take years in bankruptcy court to sort through the fallout."

"The regulatory and litigation scrutiny FTX was already under now shifts to the Delaware bankruptcy court, home of some of the most complex, contested bankruptcies in history. It will take years to figure out what happened, and some of the people who will be tasked with that investigation work — think an examiner, a creditors' committee, or potentially even a trustee or liquidator — haven't even been appointed yet."

"Bankruptcy court is a fishbowl. Every decision FTX made in recent weeks will be highly scrutinized by a litany of players — committees, potentially an examiner or a trustee, other investors — with a range of tools at their disposal. Expect this to be a long, expensive process that will

FTX, from page 13

take years to play out.”

Turf War?

The Securities Commission of The Bahamas has directed the transfer of all digital assets of FTX Digital Markets Ltd. to a digital wallet controlled by the Commission, for safekeeping. The Commission explains that under the Digital Assets and Registered Exchanges Act, 2020, it has the authority to apply for a judicial order to protect the interests of clients or customers of a registrant of the Commission under the DARE Act.

“Over the coming days and weeks, the Commission will engage with other regulators and authorities, in multiple jurisdictions, to address matters affecting the creditors, clients and stakeholders of FDM globally to obtain the best possible outcome,” the Commission said.

FDM is not a party to the U.S. bankruptcy proceedings.

According to Matt Gold and Dov Kleiner, bankruptcy partners at Kleinberg Kaplan, the real underlying questions are:

- do the assets of the FTX companies belong to FDM (a Bahamian company) or to the companies in US bankruptcy?
- who currently has control of the FTX digital assets?

Messrs. Gold and Kleiner believe the Commission’s move may give legal cover to Bankman-Fried to transfer assets to the Bahamian authorities, with whom he is reportedly cooperating, for transfers

already made.

According to Messrs. Gold and Kleiner:

- It looks like the Bahamian regulators are trying to prevent the U.S. Bankruptcy Court from effectively administering the Global FTX insolvency. This is consistent with what Bankman-Fried has also said was his plan, though we have no way of knowing yet if they are connected.
- This would be unusual in a non-crypto case.
- This appears to be part of turf battle between Bahamian authorities and the U.S. bankruptcy proceedings.
- These acts could conflict with U.S. Bankruptcy law (automatic stay).

On Nov. 15, FDM filed a Chapter 15 Petition for Recognition of a Foreign Proceeding (Bankr. S.D.N.Y. Case No.22-11516) in the U.S. Bankruptcy Court for the Southern District of New York. The petition was filed by FDM’s liquidators, Messrs. Brian Simms, Kevin Cambridge and Peter Greaves, to seek recognition of the proceedings in the Bahamas. Lawyers at Holland & Knight LLP, led by Warren E. Gluck and Marie E. Larsen, argued on behalf of the Liquidators that the Bahamian proceedings is consistent with, and clearly not manifestly contrary to, the public policy of the United States. “The discovery and other relief requested under Section 1521(a) of the Bankruptcy Code is crucial to accurately identify and protect FTX Digital’s asset position in the United States, and thus to the

efficient administration of its estate.”

FDM’s counsel says venue is proper in the Southern District of New York pursuant to 28 U.S.C. §§ 109(a) and 1410(1) because FDM’s principal (and indeed only) assets in the United States are in New York. The assets? FDM’s interest in \$15,000 deposited with Holland & Knight as retainer. The fund is held by the firm in a non-interest bearing client trust account located in New York.

On Nov. 22, at the behest of FTX’s new CEO Ray, the Honorable John T. Dorsey signed on an agreed order trans-ferring the venue of the Chapter 15 case to the District of Delaware. FDM’s liquidators consented to the venue transfer.

Ray said it was distressing that FDM’s Liquidators appointed by the Bahamas Court chose to file the Chapter 15 Case in New York rather than Delaware, where the Chapter 11 Cases are pending, pointing out that the JPLs and the Bahamas Securities Commission “were well aware” of the pendency and location of the Chapter 11 Cases when they filed the Chapter 15 Case. Ray further pointed out that “enormous efforts are underway to bring some semblance of order to a chaotic environment. It is critical to the efforts to end the chaos and to ensure that assets can be secured and marshalled in an orderly process that all proceedings related to the Debtors and their affiliates — including the Chapter 15 Case — take place in a single venue.” The venue is Delaware Bankruptcy Court, he insisted.

Ray called the filing of the Chapter 15 Case without advance notice and in New York “a blatant attempt to avoid

FTX, from page 14

the supervision of [the Delaware Bankruptcy] Court and to keep FTX DM isolated from the administration of the rest of the Debtors, which constitute the vast majority of the remainder of the FTX group. Under normal circumstances, that would be inappropriate and grounds for transfer to this Court. But these are not normal circumstances.”

Ray also revealed they have “credible evidence that the Bahamian government is responsible for directing unauthorized access to the Debtors’ systems for the purpose of obtaining digital assets of the Debtors — that took place after the commencement of these cases.” He continued, “The appointment of the JPLs and recognition of the Chapter 15 Case are thus in serious question. It appears that the automatic stay has been flaunted, by a government actor no less. This is no time to be arguing over venue.”

Ray is advised by a team of lawyers at Sullivan & Cromwell LLP led by Andrew G. Dietderich, James L. Bromley, Brian D. Glueckstein and Alexa J. Kranzley; and Landis Rath & Cobb LLP led by Adam G. Landis, Kimberly A. Brown and Matthew R. Pierce.

Ray, 63, oversaw the liquidation of Enron after its bankruptcy filing and served as the senior officer of what became Enron Creditors Recovery Corp. He also led the bankruptcy restructuring at Nortel Networks.

FTX Collapse

Just this September, FTX outbid digital asset investment firm Wave Financial for the assets of Voyager Digital. Voyager was set to seek court approval this December of its Chapter 11 plan that’s backed by a \$1.422 billion sale transaction with FTX US. Voyager account holders owed \$1.76 billion were to recover 72 cents on the dollar of their claims and were to be transitioned into the FTX platform. But Voyager has scrapped those plans following FTX’s collapse.

FTX raised \$400 million from investors in January, valuing the company at \$32 billion. It attracted money from investors such as Singapore state investor Temasek and the Ontario Teachers’ Pension Plan as well as celebrities and sports stars.

Broader Markets Spared

Ratings firm DBRS expects FTX’s Chapter 11 bankruptcy to have “only a limited impact on the broader financial markets.” DBRS explains that, unlike traditional exchanges, where client monies are segregated and strictly audited, cryptocurrency exchanges are largely unregulated and provide little or no client protection.

“The collapse of FTX has affected confidence in other cryptocurrency exchanges and cryptoassets, however systemic market participants appear to have little or no exposure to the exchange and consequently the impact on the financial system appears limited,” DBRS says, noting that some of the elements that have contributed to the collapse include

an opaque corporate structure (with FTX’s founder holding a wide range of investments including a trading firm, Alameda, which in turn invested in the FTX exchange’s FTT token), client deposits being moved from the exchange to the trading firm, as well as excessive leverage provided by non-bank sources and a weak liquidity risk management framework.

“This high profile collapse in the fast-growing crypto market could potentially dampen future cryptoasset activity and at the very least provide a clear warning to smaller retail investors of the high risks from investing in cryptocurrency,” DBRS continues.

“Global regulators have issued frequent public communications about the risks associated with cryptocurrency and have taken varied approaches regarding their level of intervention in these markets. More recently, the U.S. Federal Deposit Insurance Corporation issued an order to several cryptocurrency exchanges to cease implying to investors that their money was insured by the federal government. The crypto markets are largely unregulated, although due to concerns that cryptocurrencies could facilitate money laundering operations, a number of countries have put in place powers to supervise how cryptoasset businesses manage the risk of money laundering and counter-terrorist financing.”

“Another possible development from the failure of FTX is that it leads regulators to take more steps towards regulating the cryptocurrency markets to protect consumers and avoid systemic financial contagion. □

Research Report

Who's Who in Altera Infrastructure's Bankruptcy Cases

by Carlo Fernandez

Westhill, United Kingdom-based Altera Infrastructure L.P. (NYSE: ALIN-A) is a global energy infrastructure services partnership primarily focused on the ownership and operation of critical infrastructure assets in the offshore oil regions of the North Sea, Brazil and the East Coast of Canada.

Owned by affiliates of Brookfield Asset Management, Altera is a midstream services provider to the oil and gas industry, supplying critical infrastructure assets to its customers primarily in offshore regions of the North Sea, Brazil, and the East Coast of Canada.

Altera has 2,450 employees who either serve as crew or in onshore support roles for Altera's 41 vessels around the world.

Altera operates in five principal business segments:

(a) the processing and storage of hydrocarbons through Altera's four wholly owned and two joint-venture floating production, storage, and offloading vessels ("FPSO"), as well as the management of FPSOs owned by third parties;

(b) the provision of supplementary storage capabilities through Altera's two floating storage and off-take vessels ("FSO");

(c) the deployment of eight long-distance towage vessels to assist with, among other things, the tow from yard to operating area and installation of

large floating production facilities, storage units, exploration units, and other vessels;

(d) the operation of one unit to provide accommodations and maintenance and safety services to projects on offshore installations; and

(e) the transportation of hydrocarbons from offshore oil field installations to terminals and refineries located onshore, as well as conventional tanking operations, using Altera's 24 shuttle tanker vessels.

Altera Infrastructure L.P. ("Altera Parent"), previously named Teekay Offshore Partners L.P., was formed as a Marshall Islands limited partnership in 2006. Altera Parent was part of the Teekay Corporation group. Through a series of transactions between September 2017 and January 2020, Brookfield Business Partners L.P. acquired from Teekay a controlling position in and eventually outright ownership of the predecessor of Altera Infrastructure GP L.L.C. ("Altera GP"). Altera GP, in turn, maintains sole responsibility for Altera Parent's corporate affairs and exercises control over Altera Parent through its board of directors.

CFO Jan Rune Steinsland explained in court filings that Altera has recently faced declining revenues as a result of market headwinds, contract expirations, and the aging of its fleet, which has necessitated the recycling

or sale of certain older vessels. These challenges have been exacerbated by significant payment obligations due under various interest-rate swap arrangements. While the recent rise in energy prices has helped, Altera's ability to capture that upside is limited by the terms of its existing contracts and the fact that re-contracting its most significant assets requires substantial lead time and investment.

After agreeing to a debt-for-equity plan with bank lenders and owner Brookfield, Altera Parent and 37 affiliates sought Chapter 11 protection (Bankr. S.D. Tex. Lead Case No. 22-90130) on Aug. 12, 2022.

As of the Petition Date, the Debtors were liable for \$1.6 billion in aggregate principal amount of funded debt. The Debtors' capital structure includes: (a) \$552 million of asset-level bank debt spread across seven facilities and secured by certain of the Debtors' vessels and earnings and guaranteed by Altera Parent; (b) \$769 million of secured debt — IntermediateCo Obligations — issued at Altera Parent's 100%-owned direct subsidiary, Altera Infrastructure Holdings L.L.C., which is structurally junior to the Bank Facilities and also guaranteed by Altera Parent (and all of which is held by Brookfield); and (c) \$276 million of unsecured notes — Altera Parent Unsecured Notes — issued by Altera Parent. The Bank facilities are comprised of

Research Report

Who's Who in Altera Infrastructure's Bankruptcy Cases

Continued from page 16

\$290.6 million outstanding under the Knarr Facility, \$43.75 million under the Petrojarl I Facility, \$52.03 million under the Gina Krog Facility, \$12.5 million under the Suksan Salamander Facility, \$101.7 million under the 4x ALP Facilities, \$42.5 million under the 6x ALP Facility, and \$.85 million under the Arendal Facility. The total amount of debt guaranteed by Altera Parent is \$1.32 billion. Altera Parent also issued preferred equity with an aggregate liquidation preference of \$408 million.

Brookfield owns 97.98% of Altera Parent's common equity and is the Debtors' single largest prepetition creditor. It has agreed to provide \$50 million of new money financing to fund the Chapter 11 case.

The Debtors won approval Nov. 4 of a Plan that will deleverage the Debtors' balance sheet by equitizing more than \$1 billion in junior debt obligations, pay administrative and priority claims in full, and render general unsecured claims at subsidiary debtors unimpaired.

The Debtors sought Chapter 11 protection after reaching an agreement with Brookfield — in its capacity as equity sponsor and holder of 100% of the IntermediateCo Obligations — and 71% of the bank lenders on terms of the Debtors' restructuring. Brookfield agreed to equitize \$769 million of IntermediateCo Obligations in exchange for 100% of the common

equity in reorganized Altera Parent. Holders of Altera Parent unsecured notes were to receive 5-year warrants convertible into a portion of 7.6% of new common stock.

The Plan was later amended to provide for the unsecured bondholders to share up to 13% of the post-bankruptcy stock in Altera as well as rights to buy additional stock, part of a compromise struck in mediation late last September 2022. Brookfield, as holder of the IntermediateCo Notes, will receive (x) 87% of the new common stock of Altera, subject to dilution on account of the management incentive plan, the new warrants, and the rights offering, and (y) 100% of the new GP common stock.

The Debtors will conduct a rights offering for new common stock in an aggregate amount up to \$96.51 million. The new common stock purchased pursuant to the rights offering will be at a 40% discount to settlement plan equity value of \$363 million.

DEBTORS

Kirkland & Ellis LLP is serving as the Debtors' lead counsel. Partners **Joshua A. Sussberg**, **Brian Schartz** and **John R. Luze** are the principal attorneys handling the case.

Jackson Walker LLP is serving as the Debtors' co-counsel and conflicts counsel. Partners **Matthew D. Cavanaugh**, **Kristhy M. Peguero**

and **Rebecca Blake Chaikin**, and associate **Victoria N. Argeroplos** are the attorneys involved in the case.

Evercore Group LLC is the Debtors' investment banker. **Avinash D'Souza**, a senior managing director at Evercore Group, heads the engagement.

FTI Consulting, Inc., is the Debtors' financial advisor. **David Rush**, a senior managing director at FTI Consulting, leads the engagement.

Quinn Emanuel Urquhart & Sullivan, LLP, is serving as special counsel, providing legal counsel to the Restructuring Committee to evaluate the merits of proposed restructuring transactions. **Benjamin Finestone**, a partner at Quinn Emanuel, leads the engagement. The Debtors' Board established the Restructuring Committee on March 10, 2022 to, among other things, explore, review, evaluate, and negotiate strategic restructuring alternatives. **Carol Flaton**, formerly a managing director at AlixPartners, was appointed as a disinterested director to the Board and a member of the Restructuring Committee along with **William Transier**.

PricewaterhouseCoopers LLP in London is providing Altera tax compliance, tax consulting, and accounting advisory services. **Mark Whitehouse**, a partner at PwC UK, leads the engagement.

Stretto, Inc., is the claims, noticing

Research Report

Who's Who in Altera Infrastructure's Bankruptcy Cases

Continued from page 17

and solicitation agent.

DIP LENDERS

Paul, Weiss, Rifkind, Wharton & Garrison LLP is counsel to the DIP Lenders. **Porter & Hedges LLP** is the lenders' Texas counsel. **Ducera Partners LLC** is the DIP lenders' financial advisor.

Brookfield TK Loan 2 L.P., a Bermuda limited partnership, and **Brookfield TK Loan 3 L.P.**, a Cayman Islands limited partnership, are the DIP lenders. **U.S. Bank Trust Company, National Association**, is the administrative agent for the DIP Lenders and as collateral agent for the DIP Lenders.

TOPCO NOTEHOLDERS

Wachtell, Lipton, Rosen & Katz, led by partners **Emil A. Kleinhaus** and **Michael S. Benn**, and associates **Benjamin S. Arfa**, **Michael H. Cassel**, and **Stephanie A. Marshak**, in New York; and **Vinson & Elkins LLP**, led by partners **Paul E. Heath** and **Matthew W. Moran**, associate **Trevor G. Spears**, in Houston, Texas, are representing the Ad Hoc Group of TopCo Noteholders.

The Ad Hoc Group of TopCo Noteholders is comprised of holders of 8.50% Senior Notes issued by Altera Parent. As of Oct. 31, 2022, members of the Group are **Capital Research and Management Company**, **CastleKnight Management LP**, **CI Investments Inc.**, **Manulife**

Investment Management, and **Mesirow Financial Investment Management, Inc.**

COORDINATING COMMITTEE

Norton Rose Fulbright US LLP, led by **Kristian Gluck**, **Julie G. Harrison**, **Jason Blanchard**, **Michael Berthiaume**, **David Rosenzweig**, and **Francisco Vazquez** is representing the Coordinating Committee of Secured Lenders and Agents.

PJT Partners (UK) Ltd. is the CoCom's financial advisor.

The CoCom is made up of six financial institutions: **ABN AMRO Bank N.V.**; **Citibank N.A., London Branch**; **Credit Agricole Corporate and Investment Bank**; **DNB Capital LLC**; **National Australia Bank Limited**; and **DZ Bank AG Deutsche Zentral-Genossenschaftsbank, Frankfurt Am Main**; and two public-sector enterprises, **Eksportfinansiering Norge / Export Credit Norway** and **The Export-Import Bank of Korea**. The members of the CoCom hold financial indebtedness under the Knarr Facility; the Petrojarl I Facility; the Gina Krog Facility; the Suksan Salamander Facility; and the Arendal Facility. CACIB serves as agent and security trustee under the Knarr Facility, Citi London serves as Eksfin agent and security trustee under the Arendal Facility, and an affiliate of DNB serves as agent and security trustee under the Petrojarl I Facility

and the Suksan Salamander Facility.

CREDITORS' COMMITTEE

The U.S. Trustee for Region 7 appointed an official committee of unsecured creditors on Aug. 22, 2022. The committee members are **The Bank of New York Mellon**, **Capital Research and Management Company's American High-Income Trust**, and **CI Canadian Short-Term Bond Pool**.

Friedman Kaplan Seiler & Adelman, LLP, is serving as co-counsel to the Committee. Partners **Robert J. Lack**, **Lawrence Robbins** and **Jeffrey C. Fourmaux**, and associate **Philip J. Biegler** have primary responsibility for providing services to the Committee.

Pachulski Stang Ziehl & Jones, LLP, is serving as co-counsel to the Committee. **Michael Warner**, a partner at Pachulski, leads the engagement.

AlixPartners, LLP, is the Committee's financial advisor. **Kathryn B. McGlynn** is the managing director responsible for the overall engagement.

Houlihan Lokey Capital, Inc., is the Committee's investment banker.

JUDGE

The **Hon. Marvin Isgur** is the Chapter 11 case judge. □

Special Report

The Nation's Largest Claims Agents

Firm	Locations	Senior Professionals	Debtor
BMC GROUP, INC. bmcgroup.com	Austin, TX Chicago, IL Kansas City, KS Los Angeles, CA New York, NY San Antonio, TX Seattle, WA	Sean Allen Tinamarie Feil Jeff Kalina	Olympia Sports Acquisitions, LLC; Hamon Holdings Corporation; Retrotope, Inc.; and Lear Capital, Inc.
DONLIN RECANO & COMPANY, INC. donlinrecano.com	Brooklyn, NY Manhattan, NY	Nellwyn Voorhies Roland Tomforde Andrew P. Logan Mitch Ryan W. Lance Wickel Gus Ortega John Burlacu Calvin E. Dickson Lisa C. Terry Ed Calderon	Corsicana Bedding, LLC; Diamond Scaffold Services, LLC, Creditors' Committee; StorCentric, Inc.; Zadeh Kicks LLC dba Zadeh Kicks (Receivership); Matheson Flight Extenders, Inc.; GWG Holdings, Inc. and GWG Holdings, Inc., et al., Bondholders Committee; Ector County Energy Center LLC; Atlas Financial Holdings, Inc. (US Proceeding) and Atlas Financial Holdings, Inc. (Cayman Islands Proceeding); Activa Resources, LLC; Alliant Technologies, L.L.C. (d/b/a TenFour)
EPIQ BANKRUPTCY SOLUTIONS, LLC epiqglobal.com	New York, NY Beaverton, OR Overland Park, KS Chicago, IL Dublin, OH Tampa, FL Atlanta, GA	Brad Tuttle Deirdre O'Connor Kelly Desgrosseilliers Eric Kerwood Alicia Den Beste Jane Sullivan	Expressjet Airlines, LLC; Voyager Digital Holdings, Inc. (Unsecured Creditors' Committee); Gissing North America, LLC; Volunteer Energy Services, Inc.; Armstrong Flooring, Inc.; EYP Group Holdings, Inc.; Christian Care Centers, Inc.; Fairport Baptist Homes; Alieria Companies Inc.; Nordic Aviation Capital A/S; BHCosmetics Holdings, LLC; American Eagle Delaware Holding Company LLC; Gulf Coast Health Care, LLC; Teligent, Inc.; LTL Management, LLC; and Rockdale Marcellus, LLC
KURTZMAN CARSON CONSULTANTS LLC kcellc.com	Los Angeles, CA San Rafael, CA New York, NY Louisville, KY	Evan Gershbein Drake D. Foster Robert Jordan Albert Kass P. Joe Morrow Leanne Scott	Mariner Health Central; Borrego Community Health Foundation; Carestream Health; First Guaranty Mortgage; Zosano Pharma; Pareteum Corp; Cypress Environmental Partners, L.P.; Northwest Senior Housing Corporation; Buyk Corp.; Vewd Software USA, LLC; Semper Utilities, LLC; and Philippine Airlines, Inc.
OMNIAGENT SOLUTIONS omniagnt.com	New York, NY Los Angeles, CA	Brian K. Osborne Alison Miller Paul H. Deutch Katie Nownes Kim Steverson Sejal Kelly	Vesta Holdings; PhaseBio Pharmaceuticals; Kabbage, Inc. d/b/a KServicing; HJ Dynamic Holdings; HeartBrand Holdings; Genoclea Biosciences; Gold Standard Baking; National Realty Investment Advisors; North Richland Hills Alamo; and HBL SNF, LLC

Special Report

The Nation's Largest Claims Agents

Continued from page 19

Firm	Locations	Senior Professionals	Debtor
KROLL RESTRUCTURING ADMINISTRATION LLC formerly Prime Clerk kroll.com/restructuring-administration	New York, NY	Christina Pullo Benjamin J. Steele Adam M. Adler Saima Meyer Howard Blaustein Abigail Lerner Brad Weiland Steve Ellis Richard Allen	Cineworld Group plc; Restore POC; Endo International; Aearo Technologies LLC; Genapsys, Inc; Scandinavian Air; Revlon; Stimwave Technologies Incorporated; GT Real Estate Holdings, LLC; TPC Group Inc; Talen Energy; Sungard AS New Holdings LLC; Ruby Pipeline LLC; MD Helicopters; Footprint Power Salem Harbor Development LP; J&J Consulting Services; Major Model Management Inc; Seadrill New Finance Limited; Alto Maipo Delaware LLC; Carlson Travel, Inc; GTT Communications, Inc; Grupo Posadas SAB de CV; CalPlant I Holdco, LLC; Basic Energy Services, Inc.; Alpha Latam Management, LLC; GBG USA Inc.; Corp Group Banking S.A; Washington Prime Group Inc; and Kattera Inc
RELIABLE COMPANIES reliable-co.com	Philadelphia, PA East Norriton, PA Wilmington, DE	Justin K. Edelson Gene Matthews Matt Burns	Voting agent for 8e14 Networks, Inc., dba Ananda Networks; and Zohar III, Corp. and its affiliates
STRETTO stretto.com	Irvine, CA Denver, CO New York, NY Dayton, OH	Jonathan Carson Eric Kurtzman James Le Christopher Updike Sheryl Betance Robert Klamsner Fred Brown Travis Vandell Brian Soper Denise Kaloudis Drew Lockard Anthony Facciano	Chapter 11 Cases: Ho Wan Kwok; Arian Mowlavi, M.D.; 4E Brands Northamerica LLC; Fore Machine, LLC, et al.; Rockall Energy Holdings, LLC; CCX, Inc. (dba Braeburn Alloy Steel); Wind Down TV, LLC (f/k/a Black News Channel, LLC); HONX, Inc.; Front Sight Management, LLC; Rider Hotel, LLC; Laforta Gestao E Investimentos Sociedade Unipessoal LDA; Legacy Ejj Inc., et al. (f/k/a Enjoy Technology, Inc., et al.); Agway Farm & Home Supply, LLC; Voyager Digital Holdings, Inc. et al.; Celsius Network LLC, et al.; OSG Group Holdings, Inc., et al.; Altera Infrastructure L.P.; NewAge, Inc., et al.; Allena Pharmaceuticals, Inc.; Clarus Therapeutics Holdings, Inc., et al.; Phoenix Services Topco, LLC, et al.; Claim Jumper Acquisition Company, LLC, et al.; Vital Pharmaceuticals, Inc., et al.; Kalos Capital, Inc.; Obstetric and Gynecologic Associates of Iowa City and Coralville, P.C.; and AiBUY Holdco, Inc. Receiverships: Aequitas Capital; Direct Lending Investments, LLC; EMiniFX, Inc.; Horizon Private Equity, III, LLC; J&J Consulting Services, Inc.; Mediatrix Capital, Inc.; Merrill, Ledford, & Jezierski; Traffic Monsoon, LLC; and On Point Global, LLC

Worth Reading

The Luckiest Guy in the World

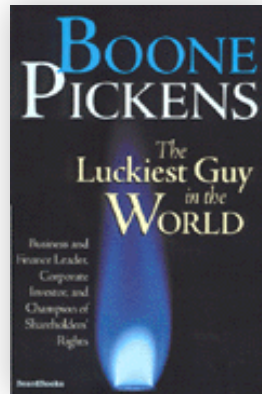
Author: Boone Pickens

Publisher: Beard Books

Paperback: 381 pages

List Price: \$34.95

[**Order This Book Online Now »**](#)



“This is the story of a man who turned a \$2,500 investment into America’s largest independent oil company in thirty years and along the way discovered that something is terribly wrong with corporate America. Mesa Petroleum is the company, and I’m the man.” Thus begins the autobiography of Boone Pickens, who prefers to be referred to without his first initial, “T.”

Mr. Pickens’ autobiography was originally published in 1987, at the end of the rollercoaster years when he was one of the most famous (or infamous, depending on your point of view) and most-feared corporate raiders during a decade known for corporate raiding. For the 2000 Beard Books edition, Pickens wrote an additional five chapters about the subsequent, equally tumultuous, 13 years, during which time he suffered corporate raiders of his own, recapitalized, and retired, only to see his beloved company merge with Pioneer. One of his few laments is being remembered mainly for the high-profile years, rather than for the company he built from virtually nothing.

Of the takeover attempts, he says:

“I saw undervalued assets in the public marketplace. My game plan with Gul, Phillips, and Unocal wasn’t to take

on Big Oil. Hell, that wasn’t my role. My role was to make money for the stockholders of Mesa. I just saw that Big Oil’s management had done a lousy job for their stockholders.”

He would prefer to be known as a champion of the shareholder rights movement, which prompted big corporations to become more responsive to the needs and demands of their stockholders. He founded the United Shareholders Association, a group that successfully lobbied for changes in corporate governance. In a memorable interview in the May/June 1986 Harvard Business Review, Pickens said, “Chief executives, who themselves own few shares of their companies, have no more feeling for the average stockholder than they do for baboons in Africa.”

Boone Pickens was born in 1928 in Holdenville, Oklahoma. His grandfather was Methodist missionary to the Indians there; his father was a lawyer and small player in the oil business. People in Holdenville worked hard and used such expressions as “Root hog or die,” meaning “Get in and compete or fail.”

The family later moved to Amarillo, Texas, where Pickens went to Texas A&M for one year, but graduated from

Oklahoma State University in 1951 with a degree in geology. He worked at Phillips Petroleum for three years, and then, despite growing family obligations, struck out on his own. His wife’s uncle told him, “Boone, you don’t have a chance. You don’t know anything.”

This book is a wonderful read. Pickens pulls no punches, and is as hard on himself as anyone else. He talks about proxy fights, Texas-Oklahoma football games, his three marriages, poker, takeover strategies, and unfair duck hunting practices, all in the same easy tone. You feel like he’s sitting right there in the room with you.

Pickens ends the introduction to this story with this:

“How I got from a little town in Eastern Oklahoma to the towers of Wall Street is an exciting, unlikely, sometimes painful story. And, if you’re young and restless, I’m hoping you’ll make a journey similar to mine.”

Root hog or die! ☐

About The Author

Thomas Boone Pickens Jr. was an American business magnate and financier. Among his lengthy accolades, Time magazine has identified him one of its 100 most influential people, Financial World named him CEO of the Decade in 1989 and Oil and Gas Investor identified him as one of the “100 Most Influential People of the Petroleum Century.” He was born in May 1928. He died September 11, 2019.

This book may be ordered by calling 888-563-4573 or by visiting www.beardbooks.com or through your favorite Internet or local bookseller.

Special Report

Outstanding Turnaround Firms – 2022

Firm	Senior Professionals	Outstanding Achievements
<p>ALIXPARTNERS, LLP 11 offices in the U.S., including New York, Boston, Chicago alixpartners.com</p>	<p>John Boken John Castellano Lisa Donahue Randall Eisenberg Holly Etlin Eric Koza David MacGreevey James Mesterharm Joff Mitchell David Orlofsky Frank Pometti Pilar Tarry</p>	<p>Company Advisor or Interim Manager: Aeero Technologies, LLC; AlphaCredit Capital, S.A. de C.V.; Avaya; Carestream Health; CHC Group; Cineworld Group; Enjoy Technology Inc.; Footprint Power Salem Harbor Development LP, US; KServicing; Lumileds Holding B.V.; MD Helicopters, LLC; Phoenix Services, LLC; Service King; and Unifin Financiera SAB</p> <p>Bondholder/Lender Advisor: Endo International plc; LATAM Airlines; and Revlon, Inc.</p> <p>UCC Advisor: Altera Infrastructure; GWG Holdings, Inc.; and Scandinavian Airlines Systems (SAS)</p>
<p>ALVAREZ & MARSAL NORTH AMERICA, LLC 17 offices in the U.S., including New York, Atlanta and Los Angeles alvarezandmarsal.com</p>	<p>Luis De Lucio James Dubow Richard Fleming Marcelo Gomes Julie Hertzberg Douglas Mcintosh Eduardo Seixas Nikhil Shah Jeffery Stegenga Stephen Wallace</p>	<p>Interim Manager: CFO for Revlon, Inc. (Total debt: \$3.6B); CRO for GTT Communications, Inc. (Total debt: \$4.1B); and CRO for GT Real Estate Holdings (Est. debt: \$100M - \$500M)</p> <p>Financial Advisor: Celsius Network, LLC (Total Debt: \$10B); Endo International plc (Total debt: \$9.5B); and Fore Machine, LLC (Est. Debt: > \$50M); UCC in Clarus Therapeutics, Inc. (Total debt: \$62M); and UCC in Corsicana Bedding, LLC (Total debt: \$260M)</p>
<p>ANKURA CONSULTING GROUP, LLC 21 offices in the U.S., including New York, Chicago, Los Angeles and Tampa ankura.com</p>	<p>M. Benjamin Jones Roy Gallagher Michael Baumkirchner William Brown Paul Crisalli Jr. Michael A. Criscito Scott Davido Stephanie Dubicki Donald Featherstone Scott A. Fowler</p>	<p>CRO to Gulf Coast Health Care, LLC (Est. debt: <\$500M); CRO to Rockall Energy Holdings, LLC (Total Debt: \$502M); Financial advisor to Pipeline Health System, LLC (Senior debt: \$603M); and Restructuring and financial consultant to Black News Channel, LLC (sold to Allen Media Group for \$11M)</p>

Special Report

Outstanding Turnaround Firms – 2022

Continued from page 22

Firm	Senior Professionals	Outstanding Achievements
<p>B. RILEY ADVISORY SERVICES Los Angeles, CA brileyfin.com</p>	<p>Tom Buck Carol Fox Jim Howard Alicia Masse Michael Thatcher Mark Shapiro Wayne Weitz Allan Barbee Tom Santoro John Sordillo Jeffrey Truitt Mike Issa</p>	<p>Christian Care Communities & Services - Non-Profit Owner Operator of Multi-Campus, 735 Bed Senior Living Communities; CRO to Millenia Products Group -Tier 1 Automotive, Aerospace and DOD Supplier; CRO to Trekker Group - Construction Equipment Rental and Sales; CRO in Sale of Tahoe Joe's Steak Houses; and Chief Liquidating Officer to Creative Extruded Products</p>
<p>CR3 PARTNERS, LLC 9 offices in the US, including Dallas, Los Angeles and New York cr3partners.com</p>	<p>Thomas O'Donoghue Jr. Dawn Ragan Jeff Armstrong Greg Baracato Rob Carringer Sean Cunningham Dennis Gerrard John Gordon William Snyder</p>	<p>CRO to Express Grain Terminals, LLC (Est. debt: <\$100M); Corsicana Bedding LLC (Total debt: \$260M); and Shops at Broad, LLC (Est. debt: <\$100M). FA to Unsecured Creditors' Committee in Fore Machine, LLC (Est. debts: <\$50M)</p>
<p>DEVELOPMENT SPECIALISTS INC. Chicago, IL dsiconsulting.com</p>	<p>William A. Brandt, Jr. Bradley D. Sharp Patrick J. O'Malley Joseph J. Luzinski Geoffrey L. Berman Steven L. Victor Rebecca R. DeMarb Thomas P. Jeremiassen A. Kyle Everett Mark T. Iammartino Yale S. Bogen Matthew P. Sorenson</p>	<p>Future Claims Representative for USA Gymnastics; Advisor to Chapter 7 Trustee for Girardi Keese; Post-Confirmation Trustee for the McClatchy Newspapers "JCK Legacy Company" Creditors' Trust, Saratoga & North Creek Railway; Chapter 11 Railroad Trustee for the San Luis & Rio Grande Railroad; Financial Advisor to Financial Advisor to Matheson Trucking Inc., Matheson Postal Services, Inc., Matheson Flight Extenders, Inc.; Post-Confirmation Trustee for Kahn IOI Consolidated Estate Trust; Chapter 128 Receiver for Hufcor, Inc. and Rock Valley Trucking Company, Inc., Hufcor Holdings, Inc., Waupaca Elevator Company; Monitor and Advisor to National Senior Insurance, Inc. dba Seeman Holtz; Assignee for the Benefit of Creditors for Optimus Ride, Inc.</p>

Special Report

Outstanding Turnaround Firms – 2022

Continued from page 23

Firm	Senior Professionals	Outstanding Achievements
<p>EISNERAMPER LLP Iselin, NJ eisneramper.com</p>	<p>Allen Wilen Anthony Calascibetta David Ringe Adeola Akinrinade Robert Katz Joe Cashel William Pederson</p>	<p>Temporary receiver to stabilize operations and oversee transfer and relocation of 358 residents at the Woodland Behavioral and Nursing Center in Andover, New Jersey. Performed contract compliance assessment for a \$1.5B international multi-jurisdictional consumer products manufacturing company, generating in excess of 10% of original contract savings. FA to the Diocese of Camden, assisting in valuing sex abuse claims to reach a settlement and preserve DOC's existence. One of four Integrity Oversight Monitors for a large quasi-government entity that received federal grant funds in excess of \$1b for repairing infrastructure damaged during a natural disaster. FA to Unsecured Creditors' Committee for Klausner Lumber 2, a non-operational sawmill in North Carolina that later sold for ~\$84M during a virtual auction, almost 3x the stalking horse bid during the peak of a global pandemic. Continued to provide consulting advice for government-administered programs such as the Employee Retention Credit and Paycheck Protection Program, totaling over \$175M in funds. Financial advisor to a diversified company specializing in acquisition and management of distribution, manufacturing, and construction services/oriented businesses serving niche markets, assisting the client in successfully paying off 100% of its debt.</p>
<p>FORCE TEN PARTNERS, LLC Los Angeles, Irvine, CA, Las Vegas and Dallas force10partners.com</p>	<p>David Goldwasser Adam Meislik Nicholas Rubin Brian Weiss Monica Blacker Jeremy Rosenthal Michael Vanderley</p>	<p>CRO to Watsonville Hospital Corporation (Total debt: \$84M), assisting in sale to the Pajaro Valley Healthcare District Project; CRO to Elite Aerospace Group, Inc. (Est. debt: <\$50M); FA to Beacon Purchasing, LLC (Est. debt: <\$10M); FA to StorCentric, Inc. (Total debt: \$42M); FA to Olympia Sports Acquisitions LLC (Total debt: \$14.7M); and FA and special board advisor to joint venture of Hamilton Zanze, Graham Street Realty, and an institutional private equity investor on \$436.5M purchase of 60-property portfolio spread across Marin and Sonoma Counties in northern California.</p>

Special Report

Outstanding Turnaround Firms – 2022

Continued from page 24

Firm	Senior Professionals	Outstanding Achievements
<p>FTI CONSULTING, INC. Locations in 23 states, including New York, Chicago, Los Angeles and Washington, D.C. fticonsulting.com</p>	<p>Michael Eisenband Carlin Adrianopoli Amir Agam Marc Bilbao Michael Buenzow Chuck Carroll Robert Del Genio Sean Harding Mike Katzenstein J. Robert Medlin Steven Simms</p>	<p>CRO to TPC Group (Total debt: \$1.9B), Ruby Pipeline (Total debt: \$746M), American Eagle Delaware Holding (Total debt: \$266M), and First Guaranty Mortgage (Total debt: \$654M). FA to SAS AB (Total debt: \$3.5B), GWG Holdings (Total debt: \$2B), Altera Infrastructure (Total debt: \$1B), OSG Group (Total debt: \$1B), Sungard AS (Total debt: \$442M), and Ion Geophysical (Total debt: \$166M). Other clients include: UCCs of Cineworld (Total debt: \$10.7B), Talen Energy Supply (Total debt: \$9.3B), Voyager Digital Holdings (\$1.5B total assets/\$465M total debt), Aearo Technologies (Total debt: \$1B), Strike LLC (Total debt: \$405M), and Gulf Coast Health Care LLC (Total debt: \$233M); and lenders in Endo International plc (Total debt: \$9.5B), Carlson Travel (Total debt: \$1B), Alto Maipo Delaware LLC (Total debt: \$3.2B), Armstrong Flooring (Total debt: \$277M), and Margaritaville Holdings, LLC</p>
<p>GETZLER HENRICH & ASSOCIATES A Hilco Global Company Boston Chicago Detroit Houston New York Philadelphia getzlerhenrich.com</p>	<p>Joel Getzler William Henrich Michael Appel David R. Campbell Robert Gorin Bob Kuhn Kevin A. Krakora Mark D. Podgainy Mark Samson Bert Weil Ed Phillips Daniel Polsky</p>	<p>93 engagements in 2022, 77% by company debtors, 13% Unsecured/others and 10% Secured. 65% of engagements on turnaround, 16% bankruptcy, 10% liquidation, 9% due diligence. Conducted orderly liquidations of 29 locations for bankrupt accessories retailer. Advised Ackerman Security Systems' senior lenders on strategic alternatives. Tapped by American Furniture Rental to improve profitability performance. FA to Webster Bank, agent to seven regional banks, in connection with \$150M loan to Barnett Paper and Pulp. COO and Treasurer to dance apparel, footwear, and costume manufacturer and distributor. FA to DIY activity kit manufacturer and distributor. FA to Elite Home Products. Guided owner of a flagged, full-service, 315-room hotel through a workout process with its senior lender. FA and Chief Accounting Officer to GVS Texas Holdings. Assisted management team of Hamon Holdings. Liquidator of small investment fund formed in 2019 to invest primarily in the film production industry. CRO for kitchen appliances manufacturer & distributor. Advised a leading woman's luxury activewear retailer. CRO and FA for Spring Mountain Vineyard. Assisted 96 Wythe Acquisition, owner of The Williamsburg Hotel. FA to Tri-Wire Engineering Solutions. Advised US-based distributor of arts & crafts, educational supplies, athletic equipment and classroom library material. Provided cash flow forecasting tools and other financial advisory support to Way Interglobal.</p>

Special Report

Outstanding Turnaround Firms – 2022

Continued from page 25

Firm	Senior Professionals	Outstanding Achievements
<p>MACCO RESTRUCTURING GROUP, LLC Houston plus 5 other U.S. locations macco.group</p>	<p>Drew McManigle Pablo Bonjour David Denbina Jerry Thompson David Weinhoffer Paul Maniscalco Adam K. Joseph Terence Cryan Brent Mills Patrick Stewart Stephen E. Judge</p>	<p>CRO to LaForta - Gestão e Investimentos, Sociedade Unipessoal, Lda, successfully assuming control of and transiting La Muralla IV, a sixth generation, semi-submersible oil drilling rig, and spearheading the sale of the debtor's primary asset (Total debt: \$1.04B). Provided operational and financial restructuring services to SLANG Worldwide Inc., a global cannabis consumer packaged goods. FA to Minerva Resources, LLC and Cronus Mineral Holdings, LLC.</p>
<p>MORRISANDERSON Chicago, IL morrissanderson.com</p>	<p>Dan Dooley Mark Welch Daniel Wiggins Colin McClary</p>	<p>Active Chapter 11 Cases: US Realm CRO (WY- \$75M debt), Stone Clinical Laboratories UCC FA (LA- \$30M debt). Confirmed Chapter 11 Plans of Reorganization in Greenpoint Tactical Income Fund as FA (WI- \$0 debt; Equity fight) and Abarta Oil & Gas as CRO (PA- \$60M debt). Out of Court CRO of \$700M Home Delivery Business (\$180M debt) and \$400M Automotive Supplier (\$200M debt). Out of Court FA for \$600M Home Care Products Manufacturer (\$250M debt), \$85M Non-Profit Industry Conference Business (\$5M debt), \$120M Automotive Transport Business (\$35M debt), \$100M Medical Practice (\$30M debt), \$80M Pharma Communications Company (\$35M debt) and \$30M Boutique Law Firm (\$2M debt). Financing of \$70M QSR Restaurant Franchisee (\$20M debt) and \$30M Solar Energy Contractor (\$10M debt). Litigation Support for Real Estate Litigation (\$100M debt). Liquidating Trustee on 4 Chapter 11 Plans on 3 Chapter 11 Plans: Perkins (DE), Fansteel (IA), Harvest Plasma PA and Swift Air (AZ).</p>
<p>PORTAGE POINT PARTNERS, LLC Chicago, New York, Dallas and Los Angeles portagepointpartners.com</p>	<p>Matthew Ray Mark Berger Jeff Gasbarra Vladimir Kasparov Erin Jones Arun Lamba Steve Bremer Jason Cohen Travis Pittman</p>	<p>Restructuring Advisor: Alamo Drafthouse Cinemas; AIM (Boeing as creditor); Bouchard Transportation Co; Ceruzzi Holdings; CFG Peru Investments (plan trustee); Compute North Holdings, LLC; Engine Group; ExpressJet; Eyecare Service Partners; Nebula Research & Development LLC (hedge fund); StorCentric (Peleus as creditor); Performance Powersports Group, LLC; Samus Therapeutics Inc.; Synergy Pharmaceuticals; Teligent, Inc.; VirTex Holdings LLC (second lien lenders).</p>

Special Report

Outstanding Turnaround Firms – 2022

Continued from page 26

Firm	Senior Professionals	Outstanding Achievements
	Sandy Ryan Zach Rose Ryan Mersch	<p>Financial Advisor: Cashman Equipment Corporation; Channel Control Merchants, LLC; Colson Group; Cozy Comfort Company LLC (The Comfy); Dermalite; Eckler's Automotive, Inc.; Edison; Endurance Environmental Solutions, LLC; Friendship Senior Options; GCR Inc.; Innovative Labs Group LLC; Intelsat S.A. Special Committee; Kognitiv; Marana Aerospace Solutions; Mount Sinai Hospital; Performance Improvement Partners; Rimkus Consulting Group; Step2 Discovery LLC; TOMS Shoes LLC (second lien lenders); Tuesday Morning Corporation</p> <p>Investment Banker: Alex and Ani; Beauty Brands; JMB Shipping, LLC; Luminator; Principle Enterprises LLC; Performance Powersports Group, LLC; Eyecare Service Partners; and Aphenia Pharmacy Solutions</p> <p>Independent Director: Pipeline Health Services, LLC and Voyager Digital</p>
R2 ADVISORS LLC Denver, CO r2llc.com	Thomas M. Kim	CRO to Avery Asphalt Inc. (\$1.12M in total assets and \$300,000 in total debts); CRO to Clearwater Collection 15, LLC and Clearwater Plainfield 15, LLC (Total debt: \$17M); and Restructuring advisor to Futurum Communications Corporation (Total debt: \$24M), assisting in the sale of Peak Internet's assets.
RIVERON 12 locations in the U.S., including Dallas, New York and Washington D.C. riveron.com	Jeff Zappone Alpesh Amin Michael Correra Rob Denious Dalton Edgecomb Aurelio Garcia-Miro Paul Jansen Kenneth Latz Shaun Martin Stuart Noyes Tim Stallkamp John T. Young Jr.	CRO to BHCosmetics Holdings, LLC (Total debt: \$38M); CRO to Gold Standard Baking, LLC (Total debt: \$130M); Chief transformation officer to Armstrong Flooring, Inc. (Total debt: \$317M); FA to Availa Bio, Inc. (Total debt: \$4.5M); FA to Unsecured Creditors' Committee in Coastal Drilling Land Company, LLC (Total debt: \$38M); FA to Unsecured Creditors' Committee in Rockall Energy Holdings, LLC (Total debt: \$502M); FA to Unsecured Creditors' Committee in Rockdale Marcellus, LLC (Total debt: \$249M); and FA to Unsecured Creditors' Committee in Basic Energy Services, Inc. (Total debt: \$549M)

Special Report

Outstanding Turnaround Firms – 2022

Continued from page 27

Firm	Senior Professionals	Outstanding Achievements
SIERRACONSTELLATION PARTNERS Los Angeles, New York and 6 other locations sierraconstellation.com	Larry Perkins Tom Lynch Curt Kroll	CRO to Mariner Health Central, Inc. (Total debt: \$195M); CRO to Clarus Therapeutics Holdings, Inc. (Total debt: \$8.4M); and FA to Zosana Pharma Corporation, a clinical-stage biopharmaceutical company (Total debt: \$13M)
SONORAN CAPITAL ADVISORS, LLC Mesa, AZ sonorancap.com	Jared Westergard Matthew Foster Bryan Perkinson Mark Byars	CRO to Advanced Reimbursement Solutions, LLC and American Surgical Development, LLC (Total debt: \$12.4M); CRO to Allena Pharmaceuticals, Inc. (\$14M in assets and \$3.4M in debts); and FA and Feasibility Expert to Sunlight River Crossing, LLC (Est. debt: <\$10M)
STOUT Houston and Chicago stout.com	Douglas Brickley Michael Gardner Bill Fasel Kate Lattner Brian Roman Josh Caldwell Eric Unverzagt Brent Nicholson	For 7 Eleven, appointed by FTC to monitor compliance related to \$21B sale and acquisition of 3,800 stores located in 36 states across the U.S., and as independent third party to monitor and report on divestiture of 300 other stores to three other buyers for ~\$1B. Testifying expert witness on whether Black Elk (Assets in excess of \$565M) was rendered insolvent as a result of ~\$170M asset sale. For Buckeye, appointed by FTC to monitor compliance related to \$435M acquisition of 26 oil & gas terminals in multiple states, and as independent third party to monitor and report on ~\$51M divestiture of 5 terminals in two states to another buyer. Assisted medical device company in dispute with insurer. Services related to Valuation Litigation Liabilities for special equipment manufacturer and specialty minerals company. Testifying expert witness regarding whether a trustee should be appointed to manage Pegasus' affairs in bankruptcy (~\$150M in assets). FA to Surgalign (\$165M in contingent liabilities). Court-appointed Receiver for Tavax. FA to Tenrgys' secured lender (~\$200MM in debt). Testifying expert witness for Von Directional regarding solvency and damages suffered as a result of insider/affiliate transactions.

In The Next Issue...

Who's Who in Cineworld Group Plc

Who's Who in Vital Pharmaceuticals, Inc.

Special Report: Sources of Debtor-in-Possession Financing

Special Report: Outstanding Restructuring Lawyers 2022

About This Publication:

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