



Part of the C5:

Private
Equity

S E R I E S

Business Information
In A Global Context

*“C5 is an institution for private equity
in Central and Eastern Europe”*

– Dan Lynch, Managing Partner, 3TS Capital

26 – 27 November 2012 | The Bloomsbury Hotel | London, UK

19th Private Equity

C E E

Strategies for Capturing Alpha and Gearing up for Growth

Hear from the Region's Leading Investors, Fund Managers and Advisors:

Acanthus Advisers	CapitalDynamics	Erste Group Bank AG	Mezzanine Management	Resource Partners
Advent International	Credit Suisse	European Investment Fund	Montana Capital Partners	Robeco Private Equity
Akina Partners	CVC Capital Partners	Flag Capital Management	Morgan Stanley	Salford Capital
Alpha Associates	Darby Private Equity	HarbourVest	Nord Holding	Salomon Equity Partners
ARX Equity Partners	Eastbridge Group	IMF	Nomura International	StepStone Group Europe LLP
Blackstone	EBRD	Intel Capital	Pantheon	Sturgeon Capital
Bosphera	EMSA Capital	Innova Capital	Penta Investments	Unicredit Bank
BZ WBK	Enterprise Investors	LitCapital	Raiffeisen Bank	V4C
				Wilshire Private Markets

Over 50 industry experts will provide you with insider information on how to:

- ✓ Capitalise on the opportunities arising from the current economic situation and the fragmentation of the CEE region
- ✓ Improve your fundraising ability and make successful exits
- ✓ Achieve a mutually beneficial relationship between LPs and GPs
- ✓ Efficiently structure your and deals, avoid tax risks learn about the most important fund and holding jurisdictions, their advantages and disadvantages and their practical use
- ✓ Secure financing from banks and other financial institutions

Moreover, get the latest information on:

- ✓ Investment opportunities in Poland, Russia, Turkey and SEE
- ✓ What the new regulatory changes in the CEE mean for your investment strategy
- ✓ Insight into the secondary market: mezzanine, venture capital, distressed debt and turnaround
- ✓ Over 10 recent deals, through in-depth practical case studies

Enhance your Experience by Attending our Highly Practical and Comprehensive Workshops:

A: Valuation in private equity: Making the theory relevant and developing a methodology for the valuation of growth companies and troubled companies

B: Deal structuring in practice: Tax aspects of deal structuring, implications on financing and practical inside in CEE tax environment and reality.

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“This forum draws the opinion leaders and shapes the future of the asset class in the region”

— Brian Wardrop, ARX Equity Partners

The private equity industry in Central and Eastern Europe is undergoing a notable recovery of optimism with a considerable number of investors looking to channel their capital into the region. However, following the difficult macroeconomic situation in Central and Eastern Europe, Limited Partners are becoming more demanding when choosing the right fund managers. With fierce competition, tightened regulations, and the absence of debt financing it is extremely important for both investors and GPs to receive up-to-date information about the CEE private equity industry.

The 19th CEE Private Equity Forum in London will help CEE private equity deal makers to learn about the current situation in the market, latest trends and practical examples of recent successful deals and to stay ahead of their competitors.

The Forum will provide you with answers to many burning questions, including: What will be the key growth markets and sectors in the region in 2013? How does the region compare to other emerging markets? What are the most recent fundraising trends in the region? What are the opportunities and challenges when investing in Poland, SEE, Turkey and Russia? How will the debt market evolve in the CEE region in 2013? How to efficiently structure your deals? What impact do new regulatory changes in the CEE have on your company? What are the opportunities in other alternative investments?

This is a sell-out event – please book your place early to avoid disappointment.

Make the most out of your experience by attending highly practical and interactive **workshops**:

WORKSHOP A: Valuation in Private Equity: Making the Theory Relevant and Developing a Methodology for the Valuation of Growth Companies and Troubled Companies

WORKSHOP B: Deal Structuring in Practice: Tax Aspects of Deal Structuring, Implications on Financing and Practical Inside in CEE Tax Environment and Reality

Register today by **CALLING +44 (0)20 7878 6888**;
ONLINE www.c5-online.com/PrivateEquity or complete and return the registration form on the last page by **FAX on +44 (0)20 7878 6885**.

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- Mid-market firms

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- Software solution providers
- Stock exchanges
- Investment banks, asset management firms
- Accountants
- Agents, distressed/turnaround managers
- Appraisers
- Consultants

WORKSHOP A | 8:00 – 10:30

Valuation in Private Equity: Making the Theory Relevant and Developing a Methodology for the Valuation of Growth Companies and Troubled Companies

This workshop will give an overview of valuation theory and consider how to make it relevant to private equity. The life cycle curve of a company (start up, venture, expansion, maturity, decline, distress) will be analysed from a valuation perspective and delegates will understand which parts of the theory are relevant and which are not. A specific set of valuation methodologies for valuing growth venture and growth companies will be illustrated with case studies. A valuation approach for troubled companies will also be presented. Attendees will come out of the workshop with a refreshed overall knowledge and some new ideas for valuing private equity investments.

The course will cover:

- A quick review of the theory and its limits
- The “classic” VC approach to growth valuation
- Presentation of an articulated valuation growth model
- Case study of the valuation of two CEE growth companies
- The different valuation practitioners and their agendas
- The essential distinction: decline or distress?
- A valuation framework for the different types of troubled companies
- Considerations regarding administration and bankruptcy
- Case study of two troubled European companies and their valuation

Gavin Ryan has over 25 years’ experience in finance, almost all of it relating to private equity investment. He has been a private equity fund manager and professional for the last 12 years. Gavin has been involved in both equity and mezzanine transactions and in many growth company transactions. He has 15 years’ experience of Emerging Markets, in Emerging Europe, MENA and sub Saharan Africa. He is currently a Principal of Salomon Equity Partners, a private equity firm focussing on renewable energy investments in CEE. Gavin has been working as a professional trainer for twelve years, teaching courses to financial executives in the areas of private equity, corporate finance and valuation. He has an MBA (Finance) from McGill University and an MA from Cambridge University.

10:30 Registration, Refreshments and Networking

11:00 **Chairman’s Opening Remarks**

Garret Byrne
Partner, M&A Transaction Service Leader
Deloitte Central Europe

11:15 **How will the Macroeconomic and Political Environment in CEE Impact the Regional Private Equity Industry**

- Current macroeconomic situation in the region and expectations for 2013 (GDP, debt, industrial output and export)
- The impact of the Euro debt crisis on the CEE and how investors are protecting themselves
- Uncertainties arising from economic reforms in Europe: what countries are more private equity investor-friendly?
- How will the economic situation affect private equity return expectations in 2013
- The expected political volatility and the impact this will have on your investment strategy

Rodolphe Blavy
Senior Economist, IMF

Ian Stewart
Chief Economist, Deloitte

12:00 **What will be the Key Growth Markets and Sectors in the CEE Region in 2013?**

- Overcoming imminent challenges related to investing in CEE (Poland vs Czech Republic vs Serbia vs Croatia vs Turkey vs Ukraine)
- What industries in CEE are the most attractive? Uncovering new investment opportunities in manufacturing, food & beverage, retail, TMT, real estate and IT sectors
- What are the reasons for certain CEE countries being left behind by investors and how can the situation be changed? Opportunities arising from the fragmentation of the CEE market

Moderator:

Zarko Iankov
Partner, Salans

Panelists include:

Brian Wardrop
Managing Partner, ARX Private Equity

Richard Seewald
Partner, Alpha Associates

Stephen T. Skrenta
Managing Director, Blackstone

Taco A. Sieburgh Sjoerdsma
Managing Director, Sturgeon Capital

13:00 **Networking Lunch**

14:00 **Staying Ahead in Poland; What Made Poland the Most Resilient Private Equity Economy in CEE in 2012, and What does the Future Hold?**

- Assessing the latest developments and changes in the Polish private equity industry
- The reasons Poland remains attractive for investors
- How will Poland sustain long term growth?

- Case study: the success growth story and Zabka Polska exit of Penta Investments
 - The market — pre-requisites & dynamics over the life of the investment
 - The company — what is the winning formula
 - The growth — how to expand by maintaining profitability
 - Management — essential part of the story
 - Exit — when is the ideal time to cash out and leave the table?
- Case study: Public tender offer for EM&F shares

Moderator:

Beata Gessel-Kalinowska vel Kalisz
Managing Partner, **Gessel**

Panelists include:

Maciej Dyjas
CEO, **Eastbridge Group**

Jozef Janov
Investment Director, **Penta Investments**

Mark Jung
Partner, **Deloitte**

Krzysztof Kulig
Managing Partner, **Innova Capital**

14:45

Advantages of Investing in CEE: Understand How Investors are Assessing the Attractiveness of the CEE Market in 2013?

- Comparing and contrasting CEE with the other emerging markets(CEE vs Brazil, India, China and Sub-Saharan Africa)
 - how do the size and quality of GP teams in CEE compare to other developed and emerging markets
- What can be done to give confidence to investors to commit money to CEE?
- What types of investors are the most active on the CEE market and globally?
- How have CEE returns fared relative to other developed and emerging markets
- The role of local pension funds and financial institutions in stimulating PE in CEE

Moderator:

Armando D'Amico
Managing Partner, **Acanthus Advisers**

Panelists include:

Anne Fossemalle
Director, **Equity Funds EBRD**

Janusz Heath
Managing Director, Investment Management
Capital Dynamics

Natalia Popova
Principal, **Akina Partners**

Scott Penwell
Principal, **StepStone Group Europe LLP**

Neil W. Harper
Managing Director
Morgan Stanley Alternative Investment Funding

LP Panel Session

15:45

Latest Insight from Market Leading GPs on How They are Successfully Fundraising in CEE?

- How GPs make money in the region: Diverse strategies for a divergent market
- What measures should GPs be putting in place to win the fight for investors' funds
- The fundraising environment, expectations
- Analysing the situation on the global fundraising market
- What criteria helps funds to attract investors
- The changing fundraising environment: Brand name GPs vs emerging groups. Practical case studies

Moderator:

Bill Watson
Principal, **V4C**

Panelists include:

Leon Hadass
Principal, **Pantheon**

Piotr Nocoń
Managing Partner, **Resource Partners**

16:30

Coffee and Networking

17:00

How to Achieve a Mutually Beneficial Relationship Between LPs and GPs

- What is the state of the relationship between GPs and LPs and what should we expect in 2013?
- “Transparency” in the LP-GP relationship
- Accountability of GPs to LPs
- Co-investing between LPs and GPs: advantages and disadvantages
- Tips for LPs to select the best fund managers
- Fund terms and conditions between LPs and GPs: the alignment of interests
 - Management fees
 - Carry structure
 - Larger commitments from GPs

Panelists include:

Arnaud Lipkowitz
Partner, Customised Fund Investment Group
Credit Suisse

Jean-Philippe Burcklen
Head Equity Fund of Funds Investments
European Investment Fund

Erwin Quartel
Investment Director, **Robeco Private Equity**

Anna Koscielecka
Associate, **Flag Capital Management**

Ilona Brom
Managing Director, **Wilshire Private Markets**

LP Panel Session

18:00 **International Venture Philanthropy Award:
Investing in Social Enterprise in CEE**

Moderator:

Istvan Szoke
Partner, CVC Capital Partners

Panelists include:

Loic Comolli
Co-CEO, NESsT

Andreea Constantinescu
Investment Director, CVC Capital Partners

Roxana Damaschin-Tecu
Enterprise Development Director, NESsT

18:30 **Drinks Reception hosted by:**



DAY TWO: Tuesday, November 27, 2012

8:30 **Refreshments and Networking**

9:00 **Chairman's Opening Remarks**

Oliver Murphy
Partner, Financial Advisory Services, Deloitte

9:15 **Breaking Down Recent Successful Exits
in the Region and the Forecast for the
Coming Year**

- Overview of exits in the CEE region in 2012. What are the reasons for exits still being difficult?
- Which exit strategy to choose: Examples of recent successful exits by GPs in CEE
 - AVG and Kruk exiting via IPO
 - Tips from GPs on how to make a successful transaction based on their experience, successful IPOs
 - The process of structuring the transaction
 - Cornerstones of the transaction
- Netretail Holding B.V. exit of Intel Capital
- Organising effective trade sales
- Forecast for exits in 2013

Moderator:

Richard Clegg
Partner, Wolf Theiss

Panelists include:

Dariusz Pronczuk
Managing Partner, Enterprise Investors

Marcin Hejka
Managing Director, Intel Capital

John-Paul Warszewski
Managing Director, Investment Banking
Nomura International plc

10:15 **Coffee and Networking**

10:45 **How the Leading Financial Institutions
in CEE Evaluate the Debt Market 2012-2013**

- Forecasts regarding the availability of debt and leverage transactions on the market in 2013; reflections from 2012
- The main issues in the debt market
- New regulations in the debt market
- Strategies for GPs to receive debt financing
- Financing opportunities from banks:
 - How interested are local banks now and how interested will they be in 2013 in financing the GPs' new acquisitions in CEE?
 - Overcoming challenges related to finding enough leverage by GPs. In which conditions will the banks be willing to finance leveraged buyouts?
 - What is the deal flow in CEE in the current economic crisis

Panelists include:

Barbara Ericson-Peichl
Head of Acquisition, Project & Structured Finance
Raiffeisen Bank International

Markus Kriegler
Managing Director, Merchant Banking
Erste Group Bank AG

Supriya Saxena
Director, Leveraged Loan Syndication – Central and Eastern Europe, Unicredit Bank

Juan Matias Sottile
Director, GBM Loan Markets Department, BZ WBK

12:00 **The Increasing Popularity of Alternative
Investments in CEE; Understanding the
Opportunities and Building these Asset
Classes into Your Portfolio**

- Assessing the mezzanine market in the CEE region
 - which of the Central and Emerging Europe countries is the most interesting market for mezzanine?
 - uses of mezzanine funding – LBOs, expansion financing and recapitalisation
 - how are deals being structured and priced, and how does this differ across the region?
- Growing venture capital opportunities in CEE
 - Supply: Market Maturity Progress
 - Demand: Solid EC/EIF, country specific initiatives
- Turnaround investments and special situations

Moderator:

Claire Scott-Priestley
Partner, Squire Sanders

Panelists include:

Parham Pouladdej
Managing Partner, **EMSA Capital**

Sarunas Siugzda
Founder & Managing Partner, **LitCapital** & Chairman
Lithuanian Venture Capital Association

Christian Stix
Investment Manager, **Mezzanine Management**

13:00 **Networking Lunch**

14:00 **How the New Regulatory Changes in CEE will Impact Your Private Equity Investment Strategy**

- Outcome of the AIFM Directive for LPs, GPs
- The impact of the legislative changes in CEE on the overall fundraising environment. What is being done to attract investments through legislative changes?
- Opportunities for investors arising from the division of CEE states into EU and non-EU
- Venture Capital Regulation
- Solvency II and Basel III

Panelists include:

Richard Clegg
Partner, **Wolf Theiss**

Barbara Nowakowska
Managing Director, **Polish Private Equity Association**

14:45 **Identifying the Opportunities and Overcoming Challenges to Capitalise from Growing Secondary Private Equity Sales in CEE**

- The role of secondaries in the market
- The level of transacted secondary deals in 2012 and beyond
- Trends concerning returns on secondary investments in CEE. Expectations for 2013
- How can the secondary transaction deal flow be increased? Identifying and overcoming challenges in secondary transactions

Speakers include:

David Atterbury
Managing Director, **HarbourVest**

Marco Wulff
Partner, **Montana Capital Partners**

15:30 **How to Achieve Consistently Superior Returns in Russia; The Investment Strategies of the Top Performing Fund Managers**

- The situation in the Russian private equity market
What is the forecast for the future?
- What can be done for Russia to become more attractive for investors?
- Active capital invested across Russia and the CIS
- Deals and exits in the past 12 months

- How do Russian and CIS returns compare with Central Europe and other emerging markets?
- Where private equity funds are putting their bets going forward
- Deal origination at a time of increased competition
- Recent examples of notable deals

Panelists include:

Christopher Rose
Partner, **Squire Sanders**

16:15 **Coffee and Networking**

16:30 **Learning from the Deals Fuelling the Private Equity Boom in Turkey. Successful Investment Strategies and What is in the Pipeline for 2013?**

- Is the Turkish market overcrowded and is there pressure on pricing?
- Deal flow by market segment: trends and the forecast for 2013
- Is regulation an issue when investing in Turkey?
- What does the PE universe in Turkey need to develop to continue its growth?
- Can the financing sector provide all of the tools needed for PE investors?
- What is the reason of the lengthening time periods for transaction processes?

Panelists include:

Kim Schneider
Senior Investment Manager, **NORD Holding**

Ihsan Sancay
Partner, **Bosphera**

Burak Dalgin
Director, **Darby Private Equity**

17:00 **Challenges and Opportunities in the Private Equity Industry of SEE**

- How can private equities compete against strategic players in the region?
- How PE can generate value and return for investors through active ownership in an environment of zero growth and restricted credit
- Case study of KAI Group in Bulgaria
- Case study of Imlek deal: challenges on the way

Moderator:

Mirna Marovic
President, **CVCA**, Croatia

Panelists include:

Tamas Nagy
Managing Director, **Advent International**

Eugene Jaffe
CEO, **Salford Capital**

17:30 **Chairman's Closing Remarks**



Wednesday, November 28, 2012

WORKSHOP B | 9:00 – 12:30

Deal Structuring in Practice: Tax Aspects of Deal Structuring, Implications on Financing and Practical Inside in CEE Tax Environment and Reality

This interactive and practical working session will consider the elementary tax structuring objectives of PE deals, focussing on both buy-side and sell-side aspects. Workshop attendees will be able to follow the key features of the structuring exercise, including the cash flows, the tax burden and its reduction or elimination and the principles which underpin corporate structures. They will learn about the most important fund and holding jurisdictions, their advantages and disadvantages and their practical use for CEE deals.

The workshop will include case studies and practical examples from recent deals, an interactive discussion with tax specialists from London and CEE and a Q&A session.

The agenda will cover:

- Introduction of key objectives – non-resident taxation, acquisition financing relief, withholding tax elimination
- Doing deals through holding jurisdictions – examples Luxembourg, the Netherlands, Cyprus, Malta, ...
- Development of tax systems in CEE and emerging tax risks – financing costs, non-resident taxation, capital gains tax and exemptions, substance requirements, tax administration in general
- Management equity and management incentives and their structural consequences
- Senior and mezzanine debt in the structure
- Financing security requirements and their impact on the structuring
- Repatriation issues – refinancing, partial exit, exit
- Exit considerations – IPO, trade sale, secondary buyout

Mike Taylor, a Tax M&A partner from Deloitte UK, based in London, UK.

Miroslav Svoboda, a Tax M&A partner and CE Tax M&A leader for Deloitte Central Europe, based in Prague, Czech Republic.

Deloitte

Deloitte Central Europe serves organisations across the private and public sector communities

with world class Audit, Tax, Consulting and Financial Advisory services. Operating seamlessly across the 17 countries of Central Europe, we operate as an integrated regional unit, drawing upon local and regional professional resources to deliver the best possible service team for each assignment. Our regional Financial Advisory Services practice combines a powerful mix of highly experienced local and international experts in the areas of Corporate Finance & Advisory Services, M&A Transaction Services, Valuation, Services and Reorganisation Services. Our regional Private Equity team holds an outstanding track record in serving the specific needs of PE funds. Since 1990, Deloitte Central Europe has advised on hundreds of transactions, and has built a number of market leading service lines and an excellent client base. Our strength is in our international network and most importantly in our dedicated and highly talented people.

SQUIRE SANDERS

Squire Sanders has lawyers in 37 offices and 18 countries around the world. On the ground in seven CEE countries, and backed by the global expertise of our Emerging Markets

Private Equity Group, our tightly integrated CEE Private Equity Team works together to seamlessly serve our clients' transactional needs – whether the deal is undertaken in one of our resident countries or across multiple borders. We advise on all types of private equity investments and exits and have a deep understanding of the issues peculiar to key industry sectors including chemicals, communications, energy, food and beverage, financial services, hospitality and leisure, logistics and infrastructure, media, natural resources, real estate and technology.

WOLF THEISS

Founded in 1957, **Wolf Theiss** is one of the leading European law firms

in Central and Eastern Europe focusing on international business law. Its 12 offices employ more than 325 lawyers, working for local and international industrial, trade and service companies as well as banks and insurance companies. Combining law and business, Wolf Theiss develops comprehensive and constructive solutions on the basis of legal, fiscal and business know-how.

SALANS

A different approach

Salans is an international, full service law firm operating from 20 offices across 17 countries.

Our Global Private Equity Group has been active for over 20 years, leveraging experience, resources, and knowledge to assist clients in highly specialised private equity transactions. We represent numerous private equity funds, management teams, and investors. We handle all aspects of structuring and operating private equity funds, from the creation of investment structures to the disposal of investments. We mainly operate in Western Europe, CEE and the CIS with further reach in Northern Africa.

GESSEL

GESSEL is one of the leading Polish law firms, with eighteen years of experience. We specialise in M&A, private equity, venture capital, capital

market transactions and investment funds. GESSEL's expertise includes over 200 M&A and PE/VC transactions effected between 1993 and 2010 and covers different sectors of the economy: power generation, construction, food processing, pharmaceutical, transport, retail, media, real estate, IT, finance, and others. Our M&A team has acted as a lead counsel in many cross border transactions, providing its clients with comprehensive one shop advice on multinational transactions. GESSEL is member of the Polish Private Equity Association.

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For more information about this program or our global portfolio, please contact: Denis Kalyapin on +44 (0)20 7878 6955 or email d.kalyapin@C5-Online.com



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19th Private Equity

26 – 27 November 2012
The Bloomsbury Hotel
London, UK

C E E

Strategies for Capturing Alpha and Gearing up for Growth

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ADMINISTRATIVE DETAILS

Date: 26 – 27 November 2012

Time: 8:00 – 17:30

Venue: The Bloomsbury Hotel

Address: 16-22 Great Russell Street, London WC1B 3NN, UK

Telephone: +44 (0)207 347 1000

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