

Debtor in Possession Financing

- Parties to a DIP Financing
- Lending and the Bankruptcy Code
- The DIP Loan Agreement
- Carve-Outs
- Collateral Surcharge
- Extraordinary Provisions
- Strategic DIPs
- Promissory Note
- Guaranty
- DIP Security Agreement
- Pledge Agreement
- Court of Approval of DIP Financing

Plan of Reorganization and Disclosure Statement

- Who May File a Plan
- Contents of a Chapter 11 Plan
- Disclosure Statement
- Acceptance Process
- Voting on a Plan
- Confirmation
- Modification of Plan
- Securities Law Issues
- Tax Law Issues

Prepackaged Bankruptcy

- Basic Principles
- Examining the Business
- The Plan Support Agreement
- Local Procedural Guidelines
- Initiating the Chapter 11 Case

Asset Purchase Agreements

- Comparison of 363 Sale with Out of Court Sales
- Comparison of 363 Sale to a Plan of Reorganization
- Types of Assets That Can Be Sold in Bankruptcy
- Court Guidelines
- Sale Process
- Sales Free and Clear
- Sale to Insiders
- Special Assets
- Credit Bidding
- Papering the Transaction
- Post-Sale Issues

Bankruptcy Issues from a Lender's Perspective

- Collateral Review
- Review of Borrower's/Debtor's Other Liabilities
- Bankruptcy Issues

Proofs of Claim

- Using the Correct Form
- Elements of the Claim
- Calculating the Claim
- Required Supporting Documents
- Where/When to File the Claim
- Technical Defects
- Who Can Sign the Claim
- Should a Claim Be Filed
- Withdrawing and Objecting to a Proof of Claim

Claims Trading

- Reasons for Purchasing Claims
- Elements of a Bankruptcy Claims Trade
- Disclosure Issues/Proof of Claim Filing
- Special Cases
- Potential Concerns
- Potential Restrictions on Trades

Cash Collateral

- Use of Cash Collateral Under Section 363

Out of Court Corporate Restructuring

- Business Workout
- Comparison to Bankruptcy
- Receivership
- Assignment for the Benefit of Creditors
- Compositions and Extensions

Loan and Other Debt Workouts

- What is a Workout?
- Overall Goals of a Workout
- Deciding Between Out-of-Court Workout or Bankruptcy
- Prenegotiation Preparation
- Overview of Potential Advisors
- Key Areas of Potential Default
- Waivers
- Forbearance Agreements
- Amendments

- Subordination Agreements/ Intercreditor Issues
- Waivers of Automatic Stay
- Pre-solicitation Lockup Agreements
- Acceleration of Debt
- Debtor-in-Possession Financing
- Use of Cash Collateral
- Potential Preference Exposure
- Tax Issues
- Exchange Offers

Corporate Governance

- Fiduciary Duties
- Corporate Governance in Insolvent Corporations
- Claims to Enforce Corporate Governance Obligations

Exit Financing

- Overview of Exit Financing
- Strategies to Reduce or Eliminate Need for Exit Financing
- Forms of Exit Financing

Post-Confirmation Trust Agreements

- The Trustee
- The Trust
- Distributions

Lender Liability

- Contract Claims
- Tort Claims
- Bankruptcy Claims
- Statutory Claims
- Minimizing Risk
- Common Defense Issues

State Law Lender Remedies

- Article 9 Sales
- Foreclosure of Real Property
- Bankruptcy Considerations

Chapter 15

- Background of Chapter 15
- Key Terms and Concepts
- Chapter 15 Pre-Filing Considerations
- Chapter 15 Case Commencement
- The Recognition Motion and Provisional Relief
- Relief Available Upon Final Recognition of a Foreign Proceeding

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