

Recovery Ratings



NEW YORK
April 17, 2007
June 8, 2007
September 10, 2007

Course offers participants:

- ◆ A thorough understanding of Standard & Poor's ratings criteria and methodology
- ◆ Direct access to Standard & Poor's leading analysts and industry professionals
- ◆ The ability to acquire the necessary skill sets to develop their own framework of analysis
- ◆ Valuable insight into key current credit-related issues

Who Should Attend:

This course is designed for corporate debt issuers and financial professionals who invest in bank loans and other forms of secured debt, including direct lenders in securitized instruments, credit risk portfolio managers and loan arrangers.

Standard & Poor's has long led the market in developing a systematic approach to rating bank loans and secured debt. Building on its experience, Standard & Poor's introduced its Recovery Rating in 2003 employing a robust methodology that provides issuers and investors with assessments of specific recovery values for corporate debt instruments, with no relative ties to the underlying default likelihood of the issuer. This one-day course provides an explanation of the Recovery Ratings analytical criteria, which includes approximating conditions that would lead a corporate issuer into a default scenario, establishing expected post-default valuations, and reviewing related topics such as bankruptcy practices and documentation issues that can affect ultimate recovery.

COURSE AGENDA

DAY 1

Bank Loan Ratings and Recovery Ratings

- Background and Business Context

Methodology for Recovery Ratings

- Fundamental S&P Analysis (versus Recovery Analysis)
- Simulated Payment Default Scenario
- Insolvency Proxy
- Methodologies for Recovery Valuation
- Recovery Ratings

Credit Structuring: *The Banker's Perspective*

- Overview of Bank Lending Process
- Objectives of Credit Structuring
- Transaction Analysis
- Financial Projections

Overview of Selected Documentation

- Key Features of Bank Credit Agreements
- Control Mechanisms
- Loan Agreement
- Security Agreement
- Intercreditor Agreement
- Subordinated Debt
- 2nd Lien Loans

Common Issues

- Borrower Related or Transaction Specific
- Bank Lender
- Syndicated Bank Group and Agent Bank
- "The Trade" and Other Debt Providers
- Other Priority Liabilities

Chapter 11 Bankruptcy

- Parties to the Case
- Procedure
- Debtor In Possession Financing
- "Pre-Packaged" Chapter 11

Case Studies: Recovery Reports

Standard & Poor's has one of the most highly experienced team of analysts and industry professionals worldwide.

PRINCIPAL FACULTY

The company's senior analysts offer course participants a mix of academic excellence, real-world experience, and practical applications.

The faculty conducts courses using a variety of methods including lecture, case study, small group discussion and stimulations in a multimedia environment to enhance the learning experience.

John Newcomb

Director, Standard & Poor's

John Newcomb is a Director within the Credit & Risk Training group of Standard & Poor's. He is a seasoned practitioner of corporate finance and credit, who has held professional and management positions principally with major financial institutions in New York and Boston. Prior to joining Standard & Poor's in 2001, Mr. Newcomb was Director of Credit & Capital Markets Training for BankBoston, responsible for supporting corporate banking operations worldwide. For most of his career, he has been engaged in commercial and investment banking functions involving debt syndication, lending, and corporate financial consulting while at Irving Trust Company in New York and at BankBoston.

Mr. Newcomb holds a BA from Loyola University, New Orleans, and has completed executive curricula at Columbia University (the Arden House Bank Management Program) and at the University of Southwestern Louisiana (the Oil Drilling & Exploration Industry Survey Program). He has also served as an adjunct instructor in finance & economics at the School of Management of Boston University.

Jack Harcourt

Director, Standard & Poor's

Jack Harcourt is a Director within Credit & Risk Training group of Standard & Poor's. Prior to joining Standard & Poor's, Jack was the Principal of Harcourt & Associates, a consulting firm specializing in professional education for financial institutions. Prior to establishing his firm, Jack was a Managing Director at Fleet Bank, where his 24-year career at the bank originated with one of Fleet's antecedent institutions, The First National Bank of Boston.

During his career, he had leadership roles in a wide variety of domestic and international corporate banking units, including the following: Automotive & Industrial Machinery, U.S. Multinational, Foreign Multinational, High Technology and the bank's branch in Hong Kong. His staff positions included serving as an instructor and manager in the bank's Loan Officer Development Program. Prior to joining the bank, Jack served as a U.S. Peace Corps Volunteer in Malaysia, attached to the Agricultural Bank of Malaysia. Jack earned his B.S. and M.B.A. degrees at Indiana University.

DATE:

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**COURSE
DETAILS**

LOCATION:

New York City

PRICE:

US\$1,000

VENUE:

Standard & Poor's
Conference Center

55 Water Street
37th Floor
New York, NY 10041

**Registration/Questions/
Inquiries may be sent to:**

John Newcomb
212.438.2060

Daphne Pena
212.438.2774

MAIL:

55 Water Street
46 Floor
New York, NY 10041; USA

FAX:

1.212.438.6515

E-MAIL:

credit_training@
standardandpoors.com

To Register:

Please complete and fax the registration form included to 1.212.438.6515 or if you prefer to register online visit www.standardandpoors.com, under Research & Knowledge, select Training.

Venue Procedure:

All participants are required to present two forms of identification (i.e. driver's license, corporation, passport) in order to gain access to the 55 Water Street location. At least one of these two identifications must include a current photo. Upon arrival at the visitor's entrance, participants will be screened for identification by Standard & Poor's Security who will then direct you to the Standard & Poor's concierge desk in the lobby.

Course Schedule:

Registration on Day 1 will begin at 8:00 a.m. and instruction will commence at 8:30 a.m. and end at 5:00 p.m. A light continental breakfast, lunch, and morning and afternoon refreshments are provided.

Course Materials:

Course materials will be distributed on the day of the course. Participants should bring a calculator to class daily.

Attire:

Participants are encouraged to wear business casual attire.

Accommodations:

Participants are responsible for making their own hotel reservations and other accommodation arrangements. For a list of suggested hotels within close proximity of our 55 Water Street office contact Standard & Poor's at 1.212.438.2060.

Discounts:

Participants may qualify for a 10% discount if they meet any of the following (discounts can not be combined with any other offer):

- Three or more attendees from the same organization will receive the discount off the listed course fees, provided registration for all individuals is done at one time and for the same course on the same date.
- Individuals registering for two or more different topics will also receive the discount, provided registration for all courses are done at the same time.
- Credit & Risk Training alumni will receive the discount for any future course attended within one year from the 1st course completion date.

Cancellations:

Please Note: Course fees must be received in full prior to the start of the course.

Fees will be fully refunded (less a \$350 administration fee) for cancellations received at least 30 days prior to the course start date. A refund of 50% will be given for cancellations received 16-29 days prior to the course start date. We regret no refunds will be given for cancellations received after that time, and all cancellations must be made in writing. Participants unable to attend a course for which they are registered are welcome to send a substitute in their place. Standard & Poor's reserves the right without further liability to cancel a program at any time, in which case all course fees will be refunded.



Credit & Risk Training

COURSE REGISTRATION FORM

**STANDARD
& POOR'S**

TO REGISTER PLEASE COMPLETE THIS REGISTRATION FORM AND FAX TO NEW YORK: 1.212.438.6515

I wish to attend the following course (Please check the appropriate box).

Recovery Ratings \$1,000

April 17, 2007 **New York** **June 8, 2007** **New York**

September 10, 2007 **New York**

How did you hear about the course? Advertisement Colleague Manager Email S&P Website

3rd Party Website CreditWeek RatingsDirect S&P event Other – please specify _____

Delegate Details (Please print)

First name (Mr/Ms/Mrs/Miss): _____ Surname: _____

Job title: _____ Department: _____

Company name: _____

Company address: _____

City: _____ State: _____ Post/zipcode: _____ Country: _____

E-mail: _____

Telephone: _____ Fax: _____

Signature: _____ Date: _____

Payment Details (Please print)

Please invoice my company Please charge my credit card American Express MasterCard Visa

Card number: _____ Expiration date (MM/YY) : _____

Name as on card: _____ *Per transaction limit: _____

Billing address: _____ City/state: _____ Postcode/zipcode: _____ Country: _____

Telephone: _____

Cardholder signature: _____ Date: _____

*Please check that the course fee and applicable tax does not exceed your credit card per transaction limit.

Check and Wire Transfers

- ◆ Payment required in US\$ bank check for all courses; made payable to Standard & Poor's.
- ◆ Please indicate attendee's name and course date on the back of the check.
- ◆ Please contact Standard & Poor's for wire transfer details

Please note: Course fees must be received in full prior to the start of the course

Cancellation Policy

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For more information regarding administrative policies such as registration, complaint and refund, please contact John Newcomb at credit_training@standardandpoors.com.

Discount Policy

Attendees may qualify for a 10% discount if they meet any of the following (**discounts cannot be combined with any other offer**):

- ◆ Three or more attendees from the same organization will receive 10% discount off the listed course fees, provided registration for all individuals are done at one time and for the same course on the same date.
- ◆ Individuals registering for two or more different topics will receive a 10% discount, provided registration for all courses are done at the same time.
- ◆ Credit & Risk Training alumni will receive a 10% discount for any future course attended within one year from the 1st course completion date.

Transfer Policy

Attendees who wish to change their originally registered course to another course date or topic area will be allowed to do so, room permitting. Every course change will incur a US\$350 fee. Excluded from this fee are attendee substitutions, from the same company for the same course and date.

A list of course participants' contact information will be distributed to all attendees at each course.

- Please check this box if you don't want to be included on this class contact list and would like to limit access to your contact data to the McGraw-Hill companies.

Privacy Notice

We use billing and contact data collected from you for billing and order fulfillment purposes, for product development and/or enhancement purposes, and to inform you about products or services from Standard & Poor's and other reputable companies within The McGraw-Hill Companies, that may be of interest to you. All information is processed and stored in a secure database within the U.S. If you would prefer not to have your information shared as outlined in this notice, or if you wish to review your information for accuracy, or for more information on our privacy practices, please contact us at credit_training@standardandpoors.com

If you do not wish to receive further solicitations of this type from Standard & Poor's, send an e-mail to credit_training@standardandpoors.com, write: Standard & Poor's Credit & Risk Training, 55 Water Street, 39th Floor, New York, NY 10041, or call 1-212-438-6512. View our Corporate Privacy Policy at www.mcgraw-hill.com/privacy.html. To learn more about how Standard & Poor's applies this policy, you can contact Deirdre Gregg at credit_training@standardandpoors.com.

Early course registration is strongly encouraged, as interest in these classes is extremely high and class size is limited. We will continually post new course schedule information as details become available.



To view our schedule of course and curriculum log on to www.standardandpoors.com

Standard & Poor's Credit & Risk Training is registered with the National Association of State Boards of Accountancy (NASBA) as a sponsor of continuing professional education on the National Registry of CPE Sponsors. State boards of accountancy have final authority on the acceptance of individual courses for CPE credit. Complaints regarding registered sponsors may be addressed to the National Registry of CPE Sponsors, 150 Fourth Avenue North, Suite 700, Nashville, TN, 37219-2417. Web site: www.nasba.org

Prerequisite: Knowledge of business and financial analysis, **CPE Credit Awarded: 7**