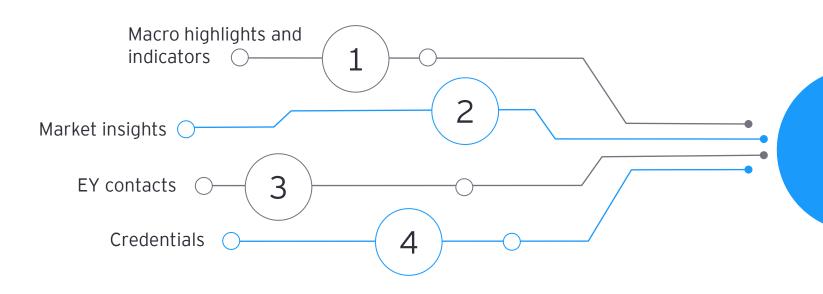


# Agenda





# Financial Services Corporate Finance and Restructuring

This publication was created by the EY Financial Services Corporate Finance and Restructuring team who can support your business through any stage of the economic cycle.

#### M&A

- ► Identify suitable M&A opportunities and confidently navigate a transaction process
- ▶ Prepare for future value realisation and develop an exit strategy
- Provide tailored advice to specific acquisition needs including part-time board-level advice, structured solutions and acting as transaction advisor

#### Debt Advisory

- ▶ Broad spectrum of transaction advisory services relating to multiple debt markets and securitisation
- ► Significant knowledge of the speciality finance sector across a broad range of asset classes

# Integrated market-leading solution

#### Loan Portfolio Solutions

- ► Market intelligence and end-to-end support at any stage of a competitive process
- ▶ Loan book analysis, sale strategy and full process execution to improve key sale objectives

#### Restructuring

- ► In-depth regulatory knowledge used to support every stage of the Recovery and Resolution Planning agenda
- ► Extensive experience in execution of restructuring and insolvency projects and helping improve value for key stakeholders

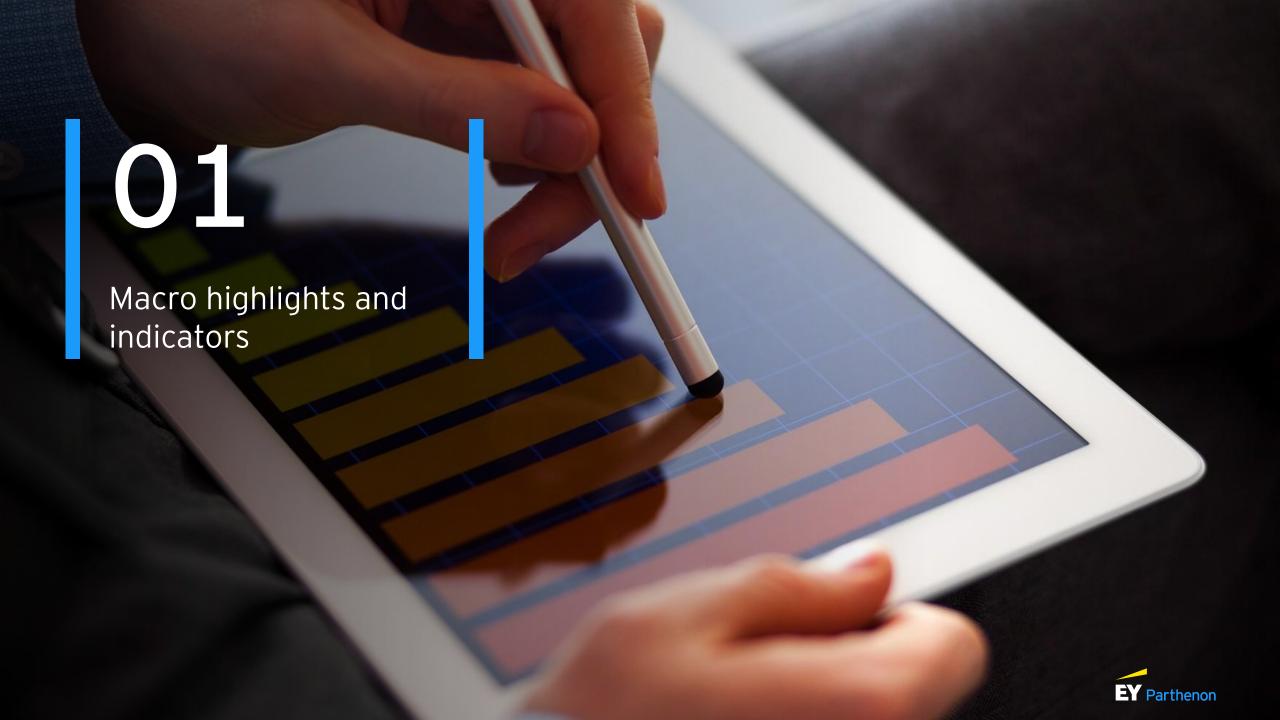
#### **Due Diligence**

- ► Extensive experience advising a range of sellers, investors and funders in identifying key value drivers in a transaction
- ▶ Ability to support both buy-side and sell-side of a transaction, and offer a wide range of support services around data and reviews

#### Crisis Management

Support for businesses in crisis using a multi-competency team to provide leadership and decision making, actively prioritise and provide action plans and advise on stakeholder engagement





# Macro highlights and themes

#### Key themes

- ► Inflation remains high but is unchanged from April
- Housing prices have shown a slight decrease month-onmonth
- Net borrowing and mortgage approvals are declining
- Despite reports of cost-of-living crisis, we are yet to see the real underlying stress due to fixed costs or energy rates, etc.
- Employment remains high, however increasing corporate insolvencies may point to upcoming redundancies which would drive consumer default increase

Inflation 8.7%

- As per the data published by ONS, the Consumer Prices Index (CPI) rose by 8.7% in the 12 months to May 2023, unchanged from April 2023. On a monthly basis, it rose by 0.7% in May 2023, compared with a rise of 0.7% in May 2022.
- ➤ The Consumer Prices Index including owner occupiers' housing costs (CPIH) rose by 7.9% in the 12 months to May 2023, up from 7.8% in April 2023. On a monthly basis, it rose by 0.6% in May 2023, compared with a rise of 0.6% in May 2022.



- ► The average price of a used car increased by 2.8% YoY (on a like-for-like basis) to £17,815 in May 2023 (38th consecutive month of YoY retail price growth), according to the Auto Trader Retail Price Index.
- ➤ As per the Society of Motor Manufacturers and Traders, the UK new car registrations grew 16.7% in May 2023 to 145,204 registered units in the tenth consecutive month of year-on-year growth as supply continues to improve. BEV remained the second most popular fuel type, with registrations up by more than half to 24,513 in May 2023 and 16.9% of the market.

Unemployment 3.8%

- ► The unemployment rate for February to April 2023 increased by 0.1 percentage points on the quarter to 3.8%, as per ONS.
- Redundancies decreased by 0.1 per 1000 employees, compared to the previous quarter, to 3.3 per 1000 employees in February to April 2023.
- ➤ The number of job vacancies in March May 2023 fell by 79,000 on the previous quarter to 1,051,000. Quarterly growth fell for the 11th consecutive period to negative 7.0% in March May 2023, with vacancies falling in 13 out of 18 industry sectors.



- ▶ As per the HPI report published by Nationwide Building Society, annual UK house price growth slipped back to -3.4% in May 2023 (from -2.7% in April 2023) after showing tentative signs of improvement in April.
- Prices declined by 0.1% month-on-month in May 2023.
- ► The price of a typical UK home was £260,736 in May 2023, down by around £9,180 YoY.
- While activity is likely to remain subdued in the near term, healthy rates of nominal income growth, together with modestly lower house prices, should help to improve housing affordability over time, especially if mortgage rates moderate once Bank Rate peaks.

 According to the Barclays UK Consumer Spending Report, card spending grew 3.6% YoY in May 2023, down from 4.3% in April 2023.

3.6%

-5.4%

- Essential card spending grew by 4.9% in May 2023, up from 3.6% in April 2023 as food inflation and Coronation Day celebrations drive strong Supermarket growth at 9.4%.
- ➤ Non-essential card spending grew 3.0% in May 2023, the lowest growth seen this year driven by reduced growth in the Clothing and Household categories, at -5.1% and -4.2% respectively. However, Bars, Pubs & Clubs had a strong month with 6.4% YoY growth, as consumers enjoyed the extra May bank holiday weekend this year.

Net borrowing and mortgage approvals

Consumer spending

According to the Bank of England, borrowing of mortgage debt by individuals continued to decline from net zero in March to £1.4bn of net repayments in April 2023. This was the lowest level since July 2021. And, if the period since the onset of the COVID-19 pandemic is excluded, net borrowing of mortgage debt was at its lowest level on record (series beginning in April 1993).

- ► Mortgage approvals for house purchases fell to 48,700 in April 2023 (-5.4% MoM) from 51,500 in March 2023.
- ► The effective interest rate the actual interest rate paid - on newly drawn mortgages increased by 5 basis points, to 4.46% in April 2023.

Arrears, defaults and provisioning

12.5%

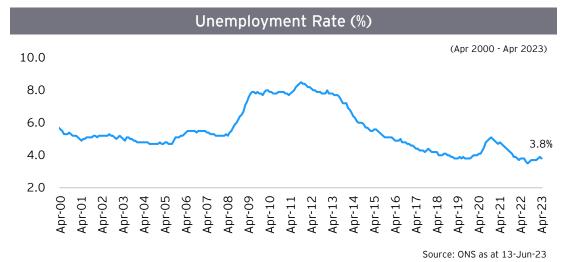
- As per the Bank of England, the value of outstanding balances with arrears increased by 9.5% over the quarter and 12.5% over the year, to £14.9bn in Q1 2023.
- ➤ The proportion of total loan balances with arrears increased on the quarter to 0.89% in Q1 2023 from 0.81% in the last quarter.
- The share of gross mortgage advances with interest rates less than 2% above Bank Rate was 93.9% in Q1 2023, 7.7 percentage points higher than a year ago, and the highest observed since Q2 2008.

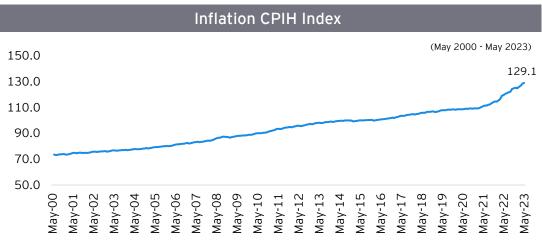
Insolvencies and market stress 40.0%

- As per the monthly insolvency statistics published by the UK government, the number of company insolvencies in May 2023 was 2,552, 40% higher than in May 2022. This was also higher than prepandemic numbers.
- ► In May 2023, there were 2,181 Creditors'
  Voluntary Liquidations, 38% higher than May
  2022
- ► There were 189 compulsory liquidations in May 2023. 34% higher than in May 2022.
- ► For individuals, 617 bankruptcies were registered in May 2023, which was 5% higher than in May 2022 and around half of pre-2020 levels.

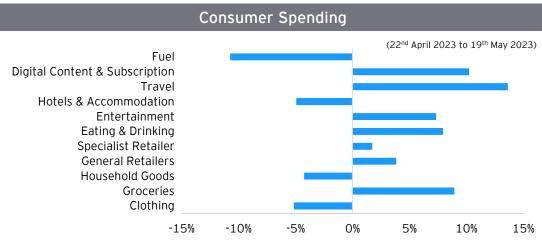


### Macroeconomic indicators





Source: ONS as at 21-Jun-23



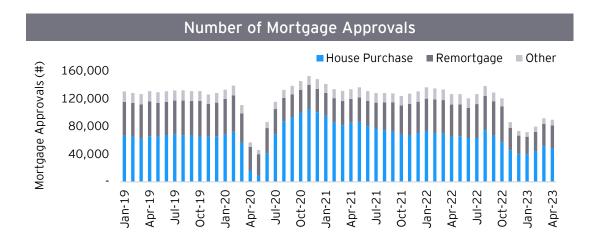




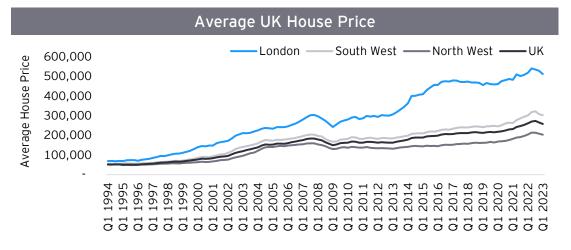




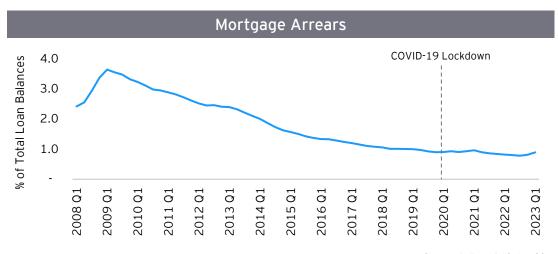
### Mortgage and housing market snapshot



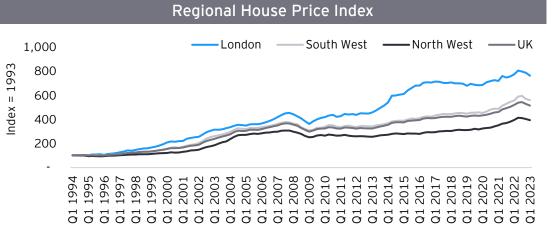
Source: BoE as at 01-Jun-23



Source: Nationwide as at 31-Mar-23



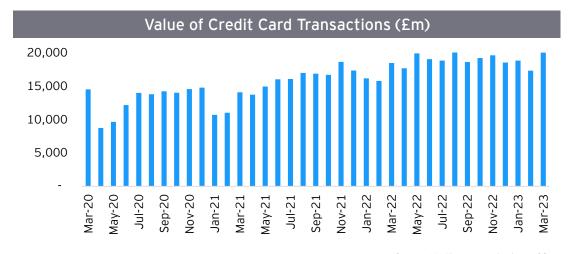
Source: BoE as at 13-Jun-23



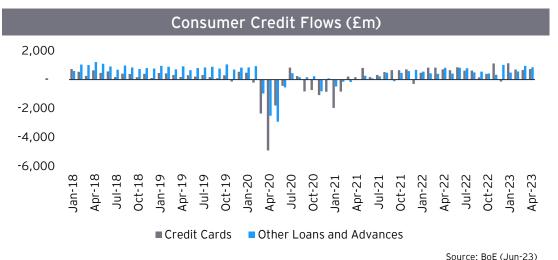
Source: Nationwide as at 31-Mar-23

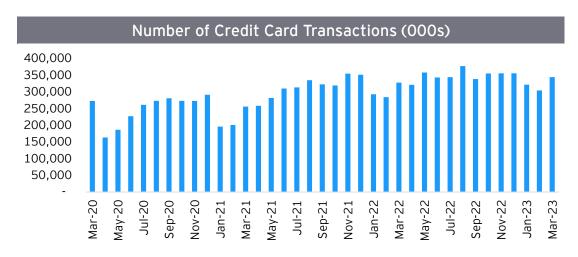


### Consumer borrowing market snapshot

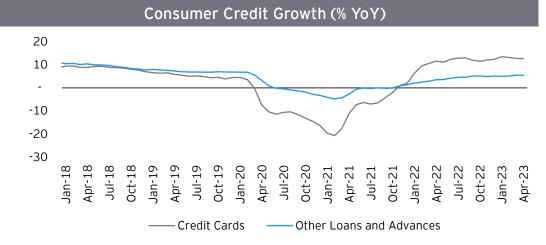


Source: UK Finance as at 16-Jun-23





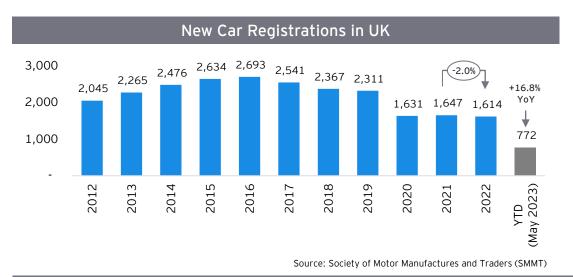
Source: UK Finance as at 16-Jun-23

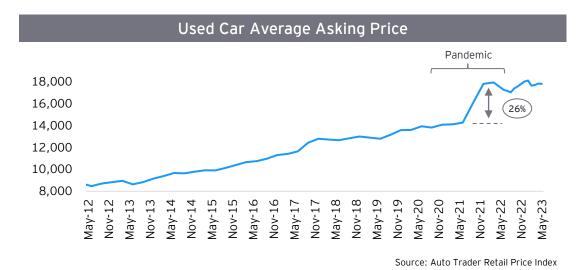


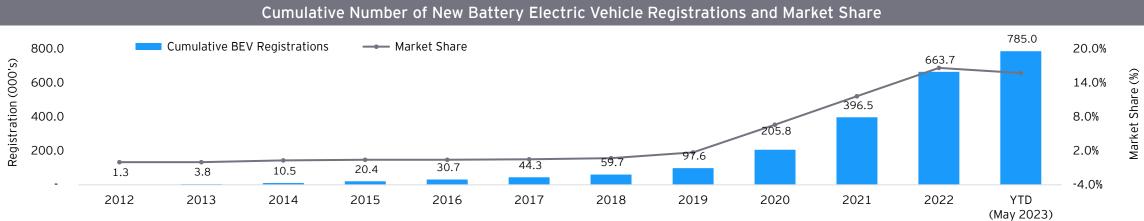
Source: BoE (Jun-23)



## Auto-finance market snapshot



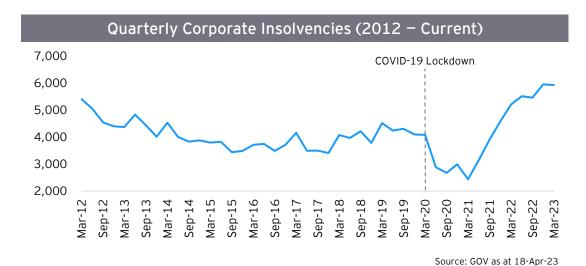


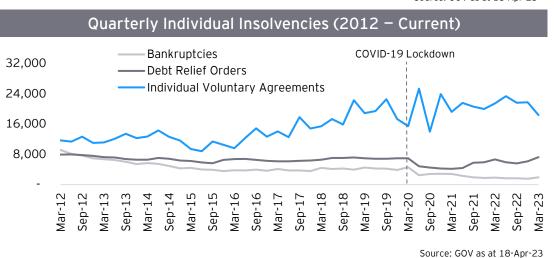


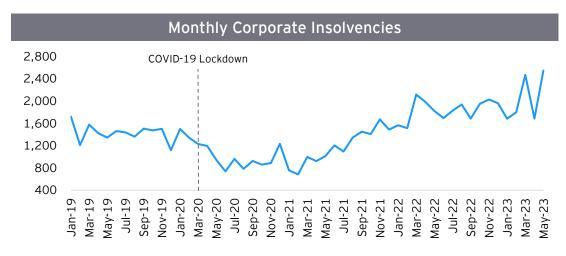
Source: Society of Motor Manufactures and Traders (SMMT)



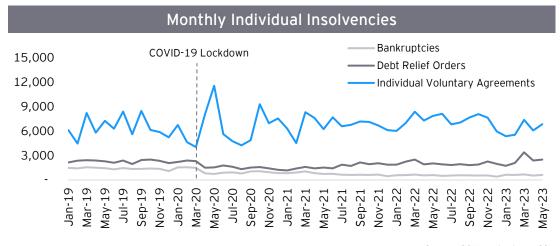
### UK corporate and consumer insolvency snapshot







Source: GOV as at 16-Jun-23



Source: GOV as at 16-Jun-23





### Banking and Capital Markets: Loan Portfolio Sales – UK Market Overview

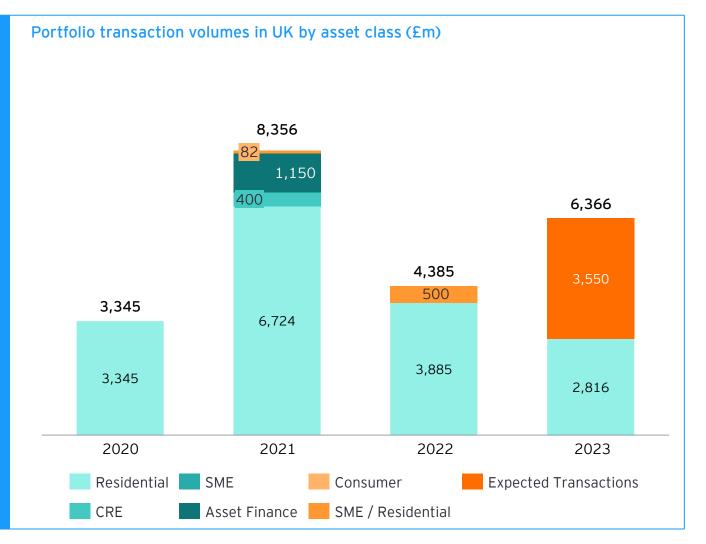
#### Market overview

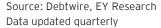
As seen across the majority of transactional markets over the prior two years, the onset of the COVID-19 pandemic resulted in the UK portfolio market grinding to a halt in early 2020. A number of processes were placed on hold as both financial and non-financial lenders pivoted their attention away from portfolio disposals and onto in-house strategic programmes as they looked to assist their customers in tackling the pandemic.

Following the provision of the various support schemes – both government and organisation-led (capital repayment holidays, debt restructurings, etc.) – a number of lenders have spent a large part of the prior two years enhancing and future-proofing their internal collections infrastructure in preparation of the anticipated surge in collections and recoveries activity. As government and organisation-led support schemes have begun to mature, more focus is being placed on which elements of lenders offerings are deemed non-core, or which elements are proving to be a drag on RWAs and capital ratios, and hence portfolio disposals are being discussed in order to address this.

While 2021 transaction volume rebounded strongly, this trend did not continue into 2022, with only c.£0.4bn of assets being successfully traded in the second half of the year. Trades came to market, but sellers struggled to find acceptable levels of pricing in the face of high uncertainty and deteriorating economic conditions, with projects such as Littleton, Cambridge and Dulwich, all falling away in Phase II.

We have been seeing plain vanilla outright sales for PL/NPLs and the use of securitisation structures (RMBS, equity release portfolios from non-bank lenders). Further, we are observing forward flow and spot sale trade approach between banks and their debt purchasers panel becoming more prominent (predominantly unsecured-consumer debt).







### Banking and Capital Markets: Loan Portfolio Sales – UK Market Overview

#### Market overview

Notwithstanding previous challenges, given the theme of consolidation which we are seeing across the UK banking market amongst the challenger and smaller lenders, we are expecting an increased number of portfolios to be brought to market as a result of banks reassessing their core activities. The highest profile example of this seen thus far was Project Hazel, which was AIB's sale of its UK SME book to Allica Bank. This was driven by their strategic decision to exit the commercial business market in Great Britain, whilst Starling Bank acquired a residential and SME portfolio from Masthaven earlier this year following it's classification as being non-core. More recently, we have seen Barclays agree to acquire the UK specialist lender Kensington Group.

With regards to the outlook of future portfolio activity within the UK, we are anticipating an extremely busy few years ahead, with a strong 2023 pipeline expected. Borrowers within the UK are facing an unprecedented squeeze on their incomes – several interdependent factors, including an increase in the cost of living, higher national insurance contributions, energy costs, interest rates and fuel prices, have resulted in a perfect storm for borrowers - many of whom are still dealing with the impact of the COVID-19 pandemic. With inflation continuing to run at historic levels combined with the unwinding of COVID-19 relief measures and in many cases, a return to the repayment of said relief measures – never before have customers felt the pinch across so many different elements of their income and expenditure. One thing is certain - while this will likely result in significant distress across all asset classes, it is only a matter of time before banks and non-bank landers begin to explore how they could look to offload these portfolios. However, the key question to answer is whether they will seek to outsource collections to specialist local services. or whether they'd prefer to recognise these NPLs via large-scale portfolio disposals as we saw in the post global financial crisis era.

Selected recent transactions									
Date	Vendor	Project	Buyer(s)	Asset Type	GBV (£m)				
Q1 2023	LBG	Typhoon	Undisclosed	Resi PL	2,816				
Q4 2022	BOI	-	Undisclosed	Resi RPL/NPL	520				
Q4 2022	Arrow Global	-	Intrum	Resi NPL/Platform	158				
Q2 2022	Kensington group	) -	Barclays Bank	Resi PL/Platform	2,300				
Q2 2022	Masthaven	-	Starling Bank	PL	500				
Q2 2022	Confidential	-	Hoist Finance	NPL	223				
Q1 2022	Just Group	-	Rothesay Life	Resi PL/Platform	772				
Q3 2021	NatWest	Mercatus	Attestor/Octane/Ellandi	CRE NPL	400				
Q3 2021	Confidential	Mdomus	Undisclosed	PL/UTP	150				
Q3 2021	Santander	Blitzen	Undisclosed	ABS (resi PL)	570				
Q3 2021	NewDay	-	Undisclosed	Consumer Loans	95				
Q3 2021	Just Retirement	-	Phoneix Group	Resi PL/Platform	300				
Q3 2021	AIB	Hazel	Allica Bank	SME PL	600				
Q2 2021	Barclays	-	PEAC/HPS	Asset Fin. Platf.	1,150				
Q1 2021	Axis Bank	Abacus	Morgan Stanley	ABS (resi PL)	306				
Q1 2021	UKAR	-	Citi/DK	Resi PL/Platform	5,000				

Source: Debtwire, EY Research Data updated monthly



### Banking and Capital Markets: Securitisation and Debt Markets

#### **Market Activity**

Issuers retaining volume in light of banking failures During April, 16 transactions were priced and/or issued, totalling €29.1bn, of which €21.0bn of volume came from two fully retained European RMBS transactions. The period saw an increase in issuers coming to market as spreads stabilised and a positive issuance window emerged for regular and repeat issuers, following earlier disruption from the high profile failures in the banking sector in March. Despite this, 11 transactions were priced and/or issued during March, totalling €15.8bn (albeit mostly driven by a large €6.5bn German RMBS transaction).

Investor demand is continuing to absorb higher levels of supply, with strong subscription levels down the stack, particularly for prime names. Some of the more specialist asset classes have seen slightly weaker demand in the most senior notes, where investors are more cautious. Whilst issuance volume has been elevated in the last two months, private placement and issuer retention of notes continued to be a theme, as caution persists particularly amongst RMBS issuers.

UK issuers coming back to the market March and April saw a number of UK specialist lenders returning to the securitisation market. Specialist mortgage lender West One brought Elstree Funding No.3 to market, and saw the transaction marketing in the midst of the SVB failure and Credit Suisse acquisition. The transaction was successfully placed during this difficult time, demonstrating there was still a market in spite of the volatility.

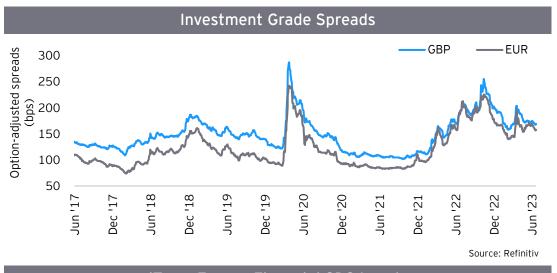
April saw the return of Premium Credit to the market with a new issuance from their PCL Funding Master Trust. The transaction, structured against a £1.25bn portfolio of non-life insurance premium financing and fee payment loans saw healthy coverage levels down the stack, after having upsized the deal size from an initial £300m to £450m given strong oversubscription across all tranches.

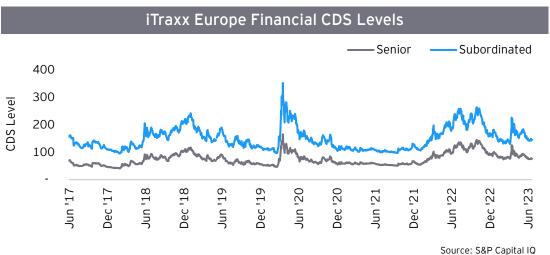
Some weakening performance starting to be seen Looking to performance trends, some Auto ABS transactions have been experiencing a deterioration in performance in recent months, likely due to the worsening macroeconomic environment and rising interest rates. However, higher recoveries from strong prices of used cars have suppressed losses from defaults, and voluntary termination rates have dropped significantly due to high equity for borrowers.

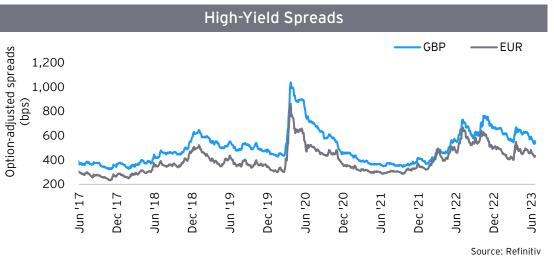
Consumer loans and credit card transactions are also seeing a slight upward tick in arrears over recent months but the real impact of the cost of living crisis remains to be seen.

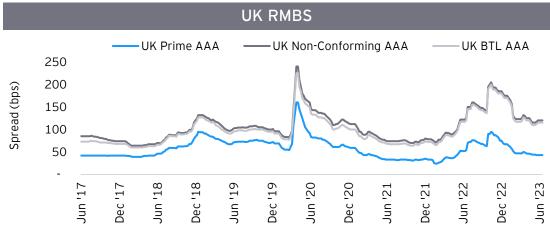


## Banking and Capital Markets: Securitisation and Debt Market Overview





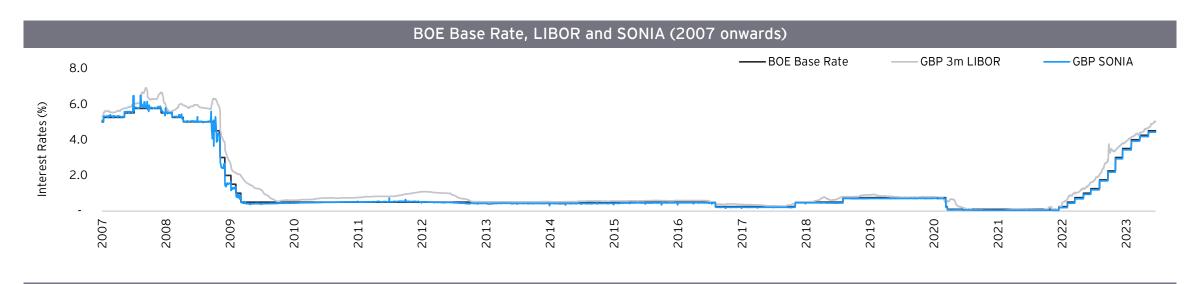


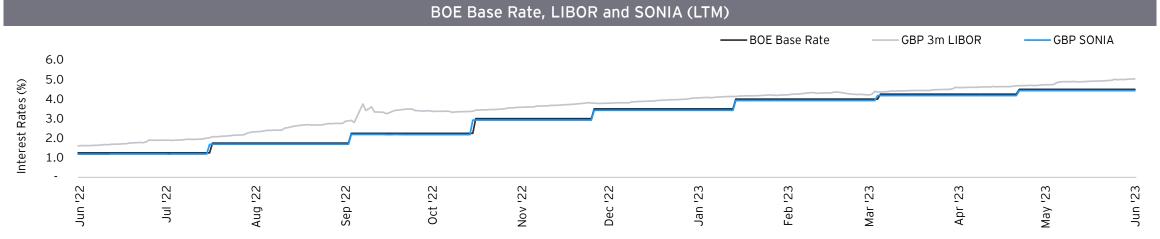


Source: J.P. Morgan International ABS & CB Research



# Banking and Capital Markets: Securitisation and Debt Market Overview







### M&A - UK market overview

#### Market Activity



Specialist lending businesses in the UK are facing a myriad of headwinds, including persistently high inflation and sustained interest rates rises. There is however some noise in the data, leading to uncertainty and challenges in forming a consensus on how the economic situation will develop. The picture is also mixed at a company level, with many positive signs of increased originations and passing on of rate rises to customers, offset by squeezed bottom line performance. One of the biggest questions on lenders' minds at present is when borrower distress will start to impact portfolio performance and whether asset management teams are set up to deal with arrears.



M&A activity has remained slow throughout 2023, driven largely by adverse macroeconomic conditions and the resulting cautious market sentiment. This has led to depressed deal activity, including a number of stalled or failed transactions this year. For deals that have continued, there has been a noticeable change in how processes are run from structured auctions to an environment of more bilateral discussions where buyer and seller jointly determine a mutually workable deal structure. To address the valuation gap, some buyers and sellers are structuring deals to include earn outs or stock for stock transactions, which can also avoid overleveraging balance sheets.



The uncertainty caused by the macroeconomic environment is creating a gap in value expectations between buyers and sellers and adding complexity to getting deals across the line. Sellers are thinking carefully about when to launch new processes, with many new deals, as well as the re-launch of failed deals, being planned for Q4 2023 or even 2024.

# Key listed entity metrics as at 20 June 2023

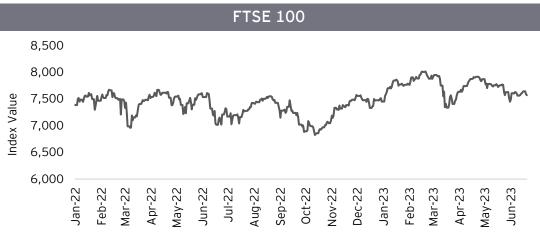
		Share Price (GBP)		Market Cap P/E			P/TBV			ROE			Dividend Yield		
		20-Jun-23	52 wk High	52 wk Low	(GBPm)	LTM	FY22	FY21	LTM	FY22	FY21	LTM	FY22	FY21	Current
	Burford Capital Limited	10.0	11.4	4.8	2,180.8	9.3x	71.5x	NM	1.5x	1.4x	1.4x	13.7%	4.3%	NM	1.0%
	Provident Financial plc	1.9	2.5	1.3	485.8	6.3x	6.3x	NM	1.0x	1.0x	1.0x	13.3%	13.3%	21.0%	10.6%
	Funding Circle Holdings Limited	0.6	0.7	0.3	217.2	NM	NM	3.5x	0.7x	0.7x	0.8x	NM	NM	24.2%	0.0%
	S&U plc	23.1	25.7	19.0	280.7	8.3x	7.4x	19.2x	1.2x	1.4x	1.6x	15.6%	19.6%	8.1%	5.8%
ance	International Personal Finance plc	1.2	1.2	0.6	265.4	4.7x	4.7x	6.3x	0.7x	0.7x	0.8x	14.0%	14.0%	11.4%	7.8%
/ Fin	H&T Group plc	4.4	5.1	3.1	192.7	12.9x	12.9x	31.9x	1.4x	1.4x	1.5x	9.9%	9.9%	4.5%	3.4%
Speciality Finance	LendInvest plc	0.7	1.7	0.5	101.3	6.8x	9.3x	26.7x	1.9x	1.1x	1.5x	18.0%	14.8%	12.7%	3.5%
	Amigo Holdings PLC	0.0	0.1	0.0	2.3	0.0x	0.0x	NM	0.1x	0.0x	NM	NM	NM	NM	0.0%
	1pm plc	0.3	0.3	0.2	24.6	15.9x	26.7x	13.8x	0.8x	0.8x	0.9x	3.2%	2.2%	3.3%	0.0%
	Non-Standard Finance plc	0.0	0.0	0.0	0.5	NM	NM	NM	NM	NM	NM	NM	NM	NM	0.0%
	Orchard Funding Group plc	0.4	0.6	0.4	9.1	5.3x	6.0x	10.8x	0.5x	0.5x	0.6x	10.3%	9.3%	5.3%	7.1%
	Median	0.7	1.2	0.5	192.7	6.8x	7.4x	13.8x	0.9x	0.9x	1.0x	13.5%	11.6%	9.7%	3.4%
Challenger Banks	Close Brothers Group plc	9.2	11.7	8.4	1,371.9	17.5x	8.3x	6.8x	1.0x	1.0x	1.0x	4.9%	10.2%	13.4%	7.2%
	OneSavings Bank Plc	5.1	6.0	3.7	2,164.5	5.3x	5.3x	6.3x	1.1x	1.1x	1.2x	19.4%	19.4%	18.7%	6.0%
	Virgin Money UK PLC	1.6	2.0	1.2	2,147.1	5.1x	4.6x	5.4x	0.4x	0.4x	0.4x	8.6%	9.1%	9.1%	6.9%
	Paragon Banking Group PLC	5.7	6.2	3.6	1,264.0	5.2x	4.0x	7.7x	1.1x	1.1x	1.3x	18.4%	23.6%	13.7%	5.3%
	Secure Trust Bank Plc	6.4	13.0	6.1	119.0	3.5x	3.5x	2.6x	0.4x	0.4x	0.4x	6.6%	6.6%	10.8%	7.1%
	Metro Bank PLC	1.2	1.6	0.7	205.4	NM	NM	NM	0.3x	0.3x	0.3x	NM	NM	NM	0.0%
	Manx Financial Group PLC	0.2	0.3	0.1	25.3	5.8x	5.8x	9.1x	1.6x	1.6x	1.6x	17.1%	17.1%	11.8%	1.7%
	Median	5.1	6.0	3.6	1,264.0	5.2x	4.9x	6.5x	1.0x	1.0x	1.0x	12.8%	13.7%	12.6%	6.0%

**EY** Parthenor

Source: CapIQ

# Equity market trends

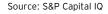




Source: S&P Capital IQ











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# Global M&A league table for Q1 2023

Ranking by Value		Q1 2023					
Advisor Nama	Dank	Value	No Doole	Dank	Value	No Doole	YoY
Adviser Name	Rank	(\$bn)	No. Deals	Rank	(\$bn)	No. Deals	Change
Centerview Partners	1	76	9	20	21	17	257.5%
Goldman Sachs	2	70	36	1	236	79	-70.2%
Guggenheim Partners	3	59	10	55	4	13	-
Bank of America	4	52	28	3	103	41	-49.8%
JPMorgan	5	44	31	2	122	66	-64.0%
MTS Securities	6	44	2	-	0	2	-
RBC Capital Markets	7	28	18	13	30	31	-6.2%
Evercore	8	28	28	12	31	44	-8.6%
Lazard	9	26	25	6	78	42	-66.3%
UBS	10	26	32	25	15	26	75.3%
Moelis & Company	11	22	23	18	24	31	-6.7%
Morgan Stanley	12	22	23	8	61	56	-64.5%
Citi	13	19	18	4	95	37	-80,0%
BMO Capital Markets	14	19	15	39	8	8	134.1%
Credit Suisse	15	19	7	9	54	22	-65.1%
Jefferies	16	14	29	21	19	39	-25.4%
Wells Fargo	17	14	7	29	13	11	2.8%
BNP Paribas	18	13	9	15	28	14	-53.6%
Barclays	19	12	18	7	63	39	-81.3%
Truist Financial Corp	20	10	8	-	1	9	-

Ranking by Volume		Q1 2023			Q1 2022			
Adviser Name	Rank	No. Deals	Value (\$bn)	Rank	No. Deals	Value (\$bn)	YoY Change	
Houlihan Lokey	1	52	2	2	106	9	-50.9%	
Rothschild &Co	2	51	8	1	109	37	-53.2%	
PwC	3	51	1	5	63	14	-19.0%	
KPMG	4	40	2	8	54	8	-25.9%	
Goldman Sachs	5	36	70	3	79	236	-54.4%	
UBS	6	32	26	22	26	15	23.1%	
JPMorgan	7	31	44	4	66	122	-53.0%	
Jefferies	8	29	14	14	39	19	-25.6%	
Bank of America	9	28	52	12	41	103	-31.7%	
Evercore	10	28	28	9	44	31	-36.4%	
Ernst & Young	11	28	0	7	56	14	-50.0%	
Clearwater International	12	28	0	19	33	0	-15.2%	
Lazard	13	25	26	11	42	78	-40.5%	
PiperSandler	14	24	6	25	25	1	-4.0%	
Deloitte	15	24	1	10	44	6	-45.5%	
Moelis & Company	16	23	22	21	31	24	-25.8%	
Morgan Stanley	17	23	22	6	56	61	-58.9%	
William Blair	18	22	3	18	33	2	-33.3%	
Raymond James Financial	19	22	3	15	39	1	-43.6%	
Stifel/KBW	20	22	0	17	37	5	-40.5%	

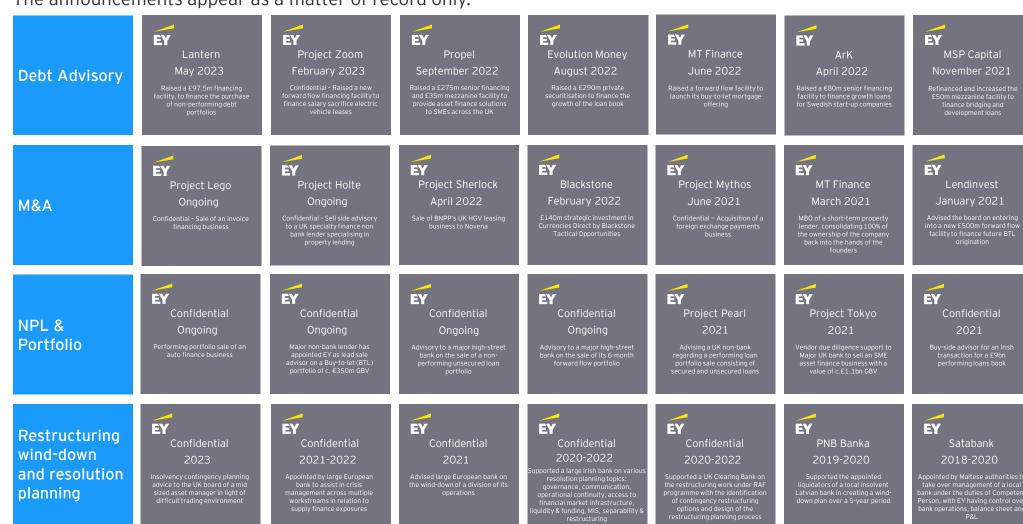


#### Credentials

planning

#### The announcements appear as a matter of record only.

workstreams in relation to supply finance exposures



uidity & funding, MIS, separability & restructuring



take over management of a local ank under the duties of Competer

Person, with EY having control ove bank operations, balance sheet and P&L

EY

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118118 Money

September 2021

securitisation facilities to finance personal credit cards personal consumer loans, raising £370m and £130m respectively

**PayPoint** 

October 2020

Project Peak

Supported a UK Clearing Bank on the disposal of its leasing business

ABLV

Assisted appointed liquidators of ABLV, a pre-eminent Latvian bank, to perform high level

analysis procedures on the overview of the wind-down pla submitted to the liquidators

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