

Information Agent Services



Epiq's Balloting and Solicitation team assists companies with consent solicitations, exchange offers, negotiated tender offers, and prepackaged plans with or without an exchange offer.

Consent Solicitations, like other complex transactions, require a thorough dissemination of the consent documents to the banks and brokerage firms holding the underlying bonds, as well as effective communication throughout the consent period. Careful records of consent payments must be kept, and cooperation with the paying agent is crucial to the process. Procedures are exacting, since the "record date" for a consent transaction is generally the consent deadline. Direct communication with known bondholders can be key.

Exchange Offers, which are often completed in conjunction with a vote on a prepackaged plan, may be used to restructure the company's debt and avoid bankruptcy altogether. In that instance, the prepackaged plan is also solicited as a form of insurance, should a bankruptcy filing be required. Epiq acts as information agent on the exchange offer, and as solicitation agent for the prepackaged plan.

Tender Offers, which typically operate outside of the bankruptcy arena, require specialized knowledge of dissemination of offer materials and extensive communication with the banks and brokers to ensure successful, timely completion. Epiq's expertise in transaction mechanics and its strong relationships with the Street make it an ideal Information Agent for a tender offer.

Subscription Rights Offers may take place as part of a bankruptcy plan or as an independent transaction. In a subscription, special challenges arise due to the mechanics needed by the bank and brokerage firms, and the rights allocation and exercise through The Depository Trust Company (DTC).

Epiq Systems is an approved on-line agent with DTC's Automated Tender Offer Program (ATOP) and Automated Subscription Offer Program (ASOP). We act as agent for a subscription rights offer, election, exchange offer or tender offer.

In "prepackaged" plans, security holders may be the key constituency voting on the plan. In this case, even greater care must be taken to follow established voting procedures for both bankruptcy solicitations (and other securities votes), since there is no judge to approve the voting procedures. Epiq provides valuable guidance to ensure that procedures are as ironclad as possible.