

unija | CONSULTING

CONSULTING

FINANCIAL • BUSINESS • TAX • LEGAL



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KNOWLEDGE. QUALITY. SUCCESS.

Unija Consulting operates under the internationally recognised trademark Unija, offering a wide range of consulting services. We are committed to providing our clients with high-quality services and support, helping them to achieve long-term success and satisfaction. As external consultants, we are a source of information and assistance, and our services are based on expert knowledge and extensive experience in local and international markets. We have every confidence that, with us at their side, our clients are ready to face any challenges they might encounter in the dynamic world of business.

The story of the Unija Group began more than a decade ago with the aim of pursuing the highest standards of service based on excellent professional skills. Following our initial services, in-depth consulting and educational services were introduced almost immediately, both as necessary and integral parts of the Unija Company.

Unija Consulting and the Unija Group strive to become one of the largest consulting companies in Slovenia and the CEE region while providing their clients with effective, dynamic and customised solutions. Our team brings together experts from different fields, all with years of experience in local and international environment.

By consistently investing into education and professional training for all employees and developing advanced business methods, the attainment of the highest standards is now an inherent part of our practice, whereas knowledge is one of the main values at Unija Consulting and the Unija Group.

Our clients include companies of all sizes, sole proprietors, institutions, associations and other non-profit organisations operating in very different fields; however, they all share remarkably similar needs. Namely, they all require a trustworthy partner who can monitor and guide them in terms of the legality and (economic) efficiency of their business operations. By investing into continuous training and the development of advanced technological solutions, we are setting milestones in the field of consulting in order to optimise our clients' business operations.

OUR ADVANTAGES



PERSONAL APPROACH

All clients are equally important to us, which means that small and large clients are treated in the same way, with an equal level of commitment and due diligence. We are always ready at your service, whenever you need us – we will put forward early and effective solutions even before you detect a problem.



SECURITY

Our main guiding principle is to ensure high level of tax and legal certainty as well as financial security for our clients. This is achieved through professional consulting, which is based on periodical monitoring of our business partners' operations, enquiries of external clients as well as coordinating various interests of stakeholders in the business environment.



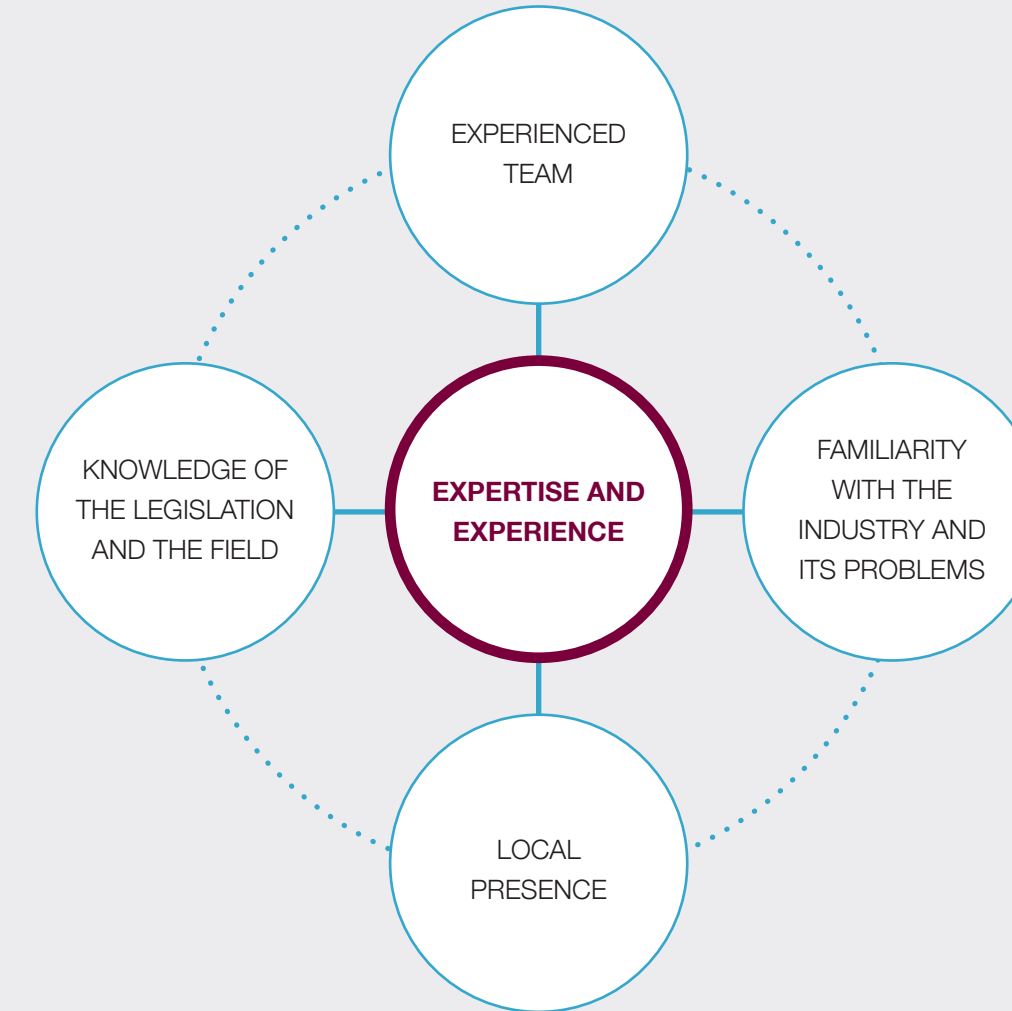
INTERNATIONAL PRESENCE

Our company is actively present in as many as 14 countries (Slovenia, Austria, Serbia, Croatia, Montenegro, Macedonia, Bosnia and Herzegovina, Poland, Slovakia, Czech Republic, Germany, Hungary, Ukraine and Romania). Our clients can thus find all the information they need for their respective regions in one place. We also offer them support in managing business in other European countries.



HIGH LEVEL OF EXPERTISE

A high level of expertise is the main factor affecting the selection of a consultant in a specific field, including the clients' trust. The associates at Unija Consulting can prove their expertise through their formal qualifications as well as continuous professional training. They complete over 100 hours of training each year, which is well above the European average of about 30 to 40 hours. We are aware that only well-trained, professional experts enable us to establish and maintain high professional standards.



FINANCIAL CONSULTING

Pecunia, si uti scis, ancilla est; si nescis, domina.

If you know how to use money, money is your slave;
if you don't, money is your master.



DEBT FINANCING

We help companies to take out new loans, convert their existing loans, replace the existing loans with more favourable loans or to find other financing options through alternative financial instruments.

Careful analysis of the existing financing structure is made and a specific proposal for an optimal financing structure for each client is prepared. We arrange all necessary documentation for banks and other financial institutions, and draw up detailed business plans and investment projects plans for our clients, including the preparation of any other required documents in cooperation with the company. Considering the optimal structure, we review the current financing and analyse, in detail, any credit or other finance providers before submitting a proposal for the selection of the optimal and most favourable financing source in the long term, i.e. a bank loan, other forms of debt financing or alternative financial instruments. Our extensive knowledge of the market and long-term experience enable us to provide representation and to conduct negotiations with banks and other financial institutions in order to achieve the best possible outcome for our clients.



ACQUIRING EQUITY AND OTHER SOURCES OF FINANCING (RECAPITALISATION, MEZZANINE FINANCING)

We search for potential investors and finalise the transactions for acquiring such sources.

We can prepare a professional business plan including a complete market analysis and market trend analysis, detailed financial analysis, financial projections and a calculation of the required financial ratios. Furthermore, we offer company valuations performed by using the state-of-the-art corporate valuation techniques and a detailed evaluation of the equity. Based on the results, we prepare a complete proposal for an optimal transaction structure and carefully analyse all potential investors and financing providers. We cooperate with our clients to create professional, modern and transparent materials for investors (brochures, advertisements), as well as to collect and prepare information for potential investors. As external professional consultants, we guide our clients through business meetings and negotiations between the owners and potential investors, advise them in the final stage by performing an analysis and assessment of the received investment offers, and help them finalise the transaction.



CONSULTATION ON POSSIBLE OPERATIONAL AND FINANCIAL IMPROVEMENTS

We conduct independent reviews and offer consultation for individual business fields.

- Analysis of business operations and the current condition of the company
- Assessment of business projections and plans
- Proposal of actions related to additional loans



PREPARATION OF BUSINESS AND FINANCIAL PLANS

A proper, high-quality and professionally prepared business and financial plan for a company or a project serves as the basis for adopting business decisions within the company, and it is of help to potential investors and banks.

Its content and structure are adapted to the specific needs of the company and the purpose for its preparation, whereby it should not be neglected that, in addition to the basic characteristics of the plan, a competitive environment should also be considered. The key risks must also be identified and minimised with a risk management action plan.

- Preparation of documentation for financing through **state funds and commercial banks**



FINANCIAL AND OPERATIONAL RESTRUCTURING

The support for implementing financial and operational restructuring includes measures of out-of-court (voluntary) restructuring and measures within the framework of insolvency legislation (preventive restructuring, compulsory settlement).

Our basic services include the preparation of detailed strategies and plans for optimal financial and operational restructuring, consultations and support for preparing the proposal and completing the disinvestment process. We analyse the existing structure and formulate a proposal for additional financing and restructuring of the existing loans. We can provide representation and conduct negotiations with the creditors both in out-of-court and in-court restructuring procedures. We advise our clients and manage all restructuring procedures until the transaction is finalised.

BUSINESS CONSULTING

**Consilio quod respuitur,
nullum subest auxilium.**

He that will not be counseled
cannot be helped.



CONSULTING AND COST OPTIMISATION

We provide consulting and cost optimisation, including daily monitoring and comparison of all types of costs as well as determining “reasonable” costs:

- Cost analysis
- Proposal of cost-reducing solutions
- Implementation of the proposed solutions
- Monitoring of cost movements



INDEPENDENT BUSINESS REVIEW (IBR) FOR LENDERS

An independent business review of the company enables creditors to obtain objective information on which they can make decisions related to the existing and new claims against the company.

- Analysis of the business operations and the current condition of the company
- Assessment of business projections and plans
- Proposal of actions related to the creditors' claims against the company
- Proposal of actions related to additional loans



BUSINESS, REAL ESTATE AND EQUIPMENT VALUATIONS

We offer services related to valuation of companies, individual business units and business activities, real estate, machines and equipment, and intangible assets. We cooperate exclusively with external certified appraisers registered with the Slovene Institute of Auditors, and all reports are prepared in accordance with international valuation standards.

- Business valuation
- Real estate valuation
- Machines and equipment valuation
- Intangible assets valuation



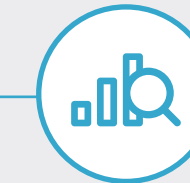
DUE DILIGENCE REVIEWS

A due diligence review or assessment gives the interested parties a complete insight into the company's legal status and financial situation, while also allowing them to identify key risks. Here, we rely on our detailed knowledge and analysis of the markets and the relevant companies.



FINANCIAL DUE DILIGENCE

We offer a detailed audit of all financial statements and other accounting records as well as an independent assessment of the company's financial situation.



TAX DUE DILIGENCE

The audit includes an analysis of tax liabilities and other taxation matters as well as a review of potential tax-related risks.



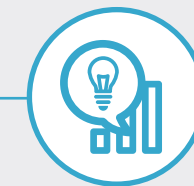
LEGAL DUE DILIGENCE

This includes a review of the company status and the signed contracts as well as a legal risk analysis.

TAX CONSULTANCY

Theoria sine praxis sicut rota sine axis.

The theory without practice is like a waggon without a wheel.



Tax consultancy services enable the companies to minimise negative tax effects, pay the optimal amount of tax and to make tax savings. The complexity of the tax legislation and the constant changes in the local and international environment make the professional tax consultancy increasingly important for businesses in all industries.

Our team of highly specialised experts with many years of experience is ready to review and optimise your tax burdens.



ONGOING TAX CONSULTANCY

Tax consultancy related to all types of taxes and contributions, including those in the international environment. We provide assistance in all tax matters for companies in various industries that operate locally or globally:

- Personal income tax
- Social security contributions
- Corporate tax
- Withholding tax
- Value added tax
- Real estate tax
- Excise duties



REPRESENTATION IN TAX INSPECTION PROCEDURES

We combine our extensive knowledge of the Slovenian and international tax legislation with the accounting and legal regulations. Therefore, we are able to prepare you for any tax inspection, in which we also participate.

- Preparation for a tax inspection
- Acting as an agent/assignee in the procedure
- Communication with tax authorities
- Preparation of comments, complaints and other legal remedies in the procedure

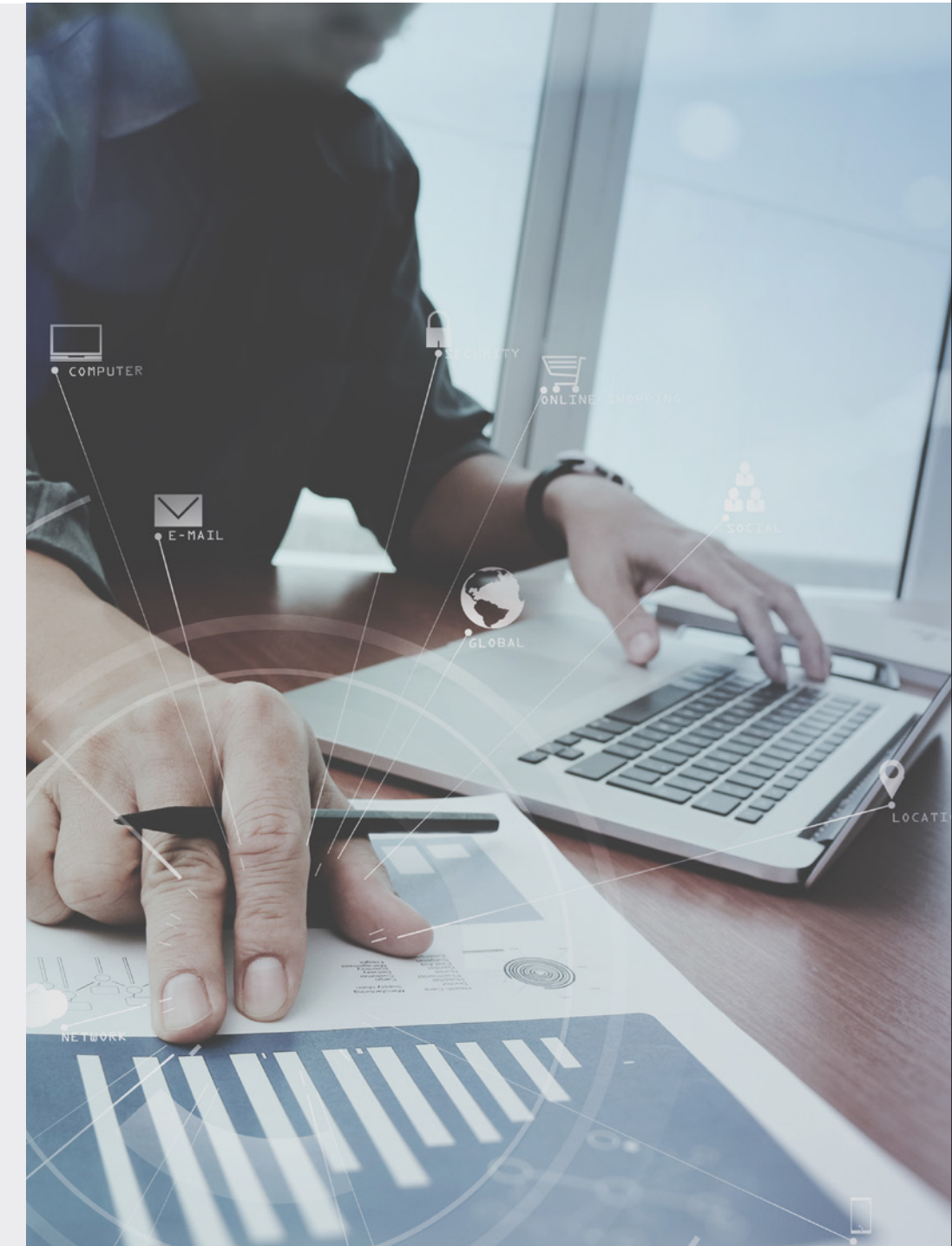


TRANSFER PRICING

Transfer pricing is one of the most important international tax issues because 70% of international trade is intra-group trade. We provide consultation when reviewing the international tax legislation and determining optimal transfer prices to achieve the best possible results in this business field.

Our services:

- Complete review of the regularity of the client's tax compliance for a specific tax year, a part of a tax year or several tax years
- Review of the regularity and legality of the application of tax laws in the client's books, contracts and other relevant documentation
- Identification of any deficiencies or tax risks in accounting and paying all types of taxes
- Preparation of a report on identified deficiencies or tax risks, including recommended measures for rectifying any detected deficiencies



LEGAL CONSULTING

Ignorantia iuris nocet.

Being ignorant of law harms.



We offer complete consulting solutions from various legal fields.



CORPORATE LAW

We provide assistance to companies and individuals with legal issues and help them prepare general acts and contracts regulating the operation of companies and other legal forms.

Our services:

- Solving legal issues relating to the functioning of companies, sole proprietors and other legal forms
- Changes in legal status (divisions, mergers) of companies, sole proprietors and other legal forms
- Preparation of general acts and contracts
- Sale of company shares, liquidation of companies



ENFORCEMENT AND INSOLVENCY PROCEDURES

We provide consultation and file legal remedies regarding financial operations, insolvency procedures and compulsory winding up.

Our services:

- Consultation regarding the restructuring of a company, and initiation and conduct of compulsory settlement or bankruptcy procedures
- Advising in the proceedings for the dissolution of legal entities, lodging claims in the procedure
- Lodging objections against the list of tested claims
- Preparation of actions for annulment and other legal remedies against decisions in insolvency proceedings



EMPLOYMENT RELATIONSHIPS, SALARIES, HUMAN RESOURCES

We help with labour issues, preparation of contracts and internal documents, and represent clients in all kinds of labour disputes.

Our services:

- Review of legislation and case-law in the field of labour law
- Preparation of employment contracts and contracts for other forms of work
- Preparation of internal documents and policies
- Performance of recruitment or layoff procedures
- Communication with trade unions
- Representation in labour court proceedings
- Representation in the event of labour inspection



REAL ESTATE

We offer consultation and preparation of legal documents for trading in real estate and any encumbrances on real estate due to rights *in rem*.

Our services:

- Consultancy on real estate trading
- Preparation of sale contracts, exchange contracts, donation contracts, handover contracts and other contracts related to the disposal of real estate
- Submitting proposals for entry into the land registry
- Consultancy on the registration of mortgage, building right, easement and other encumbrances on real estate
- Arranging tenancy relationships



CONTRACT LAW

We offer consultation and preparation of various contracts, both for companies and individuals.

Our services:

- Review of legislation and case-law in the field of contract law
- Consultation prior to signing a contract, providing advice on the appropriate contract type
- Preparation of all types of contracts
- Consultation on how to exercise rights under signed contracts



Unija Consulting, your trustworthy partner.





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