

Mergers, Acquisitions and Separations

Australia's Best
Program Delivery Company



Major Sponsor of the



CommBank
MATILDAS



SEVEN CONSULTING
OPALS

1. Program Delivery



We deliver some of Australia's most complex and challenging agile, traditional and hybrid programs. We work with our clients to understand their organisational and program characteristics. These inform how we design our delivery approach to produce the best outcome for our clients. The majority of our Consultants are scaled agile (SAFe) certified and manage billions of dollars of transformation programs that range in size from <\$1m to >\$500m.

2. PMO Services



We provide PMO establishment and management, PMO analysis and scheduling services, and tools for some of the largest organisations in Australia.

3. Delivery Consulting



We provide delivery capability uplift, sponsor and project manager training, portfolio and program reviews to assist our clients improve their program delivery.

All of our clients are reference sites

Our Clients

Seven Consulting has a proven track record delivering critical outcomes for Australian organisations across industries and domains. 100% of our clients are reference sites.

 Commonwealth Bank Client Since 2005	 Woolworths <i>Australia's fresh food people</i> Client Since 2012	 AMP Client Since 2012	 nab Client Since 2013	 MACQUARIE Client Since 2014	 Colonial First State Client Since 2015	 futurefund <i>Australia's Sovereign Wealth Fund</i> Client Since 2015
 agl Client Since 2017	 NSW GOVERNMENT Communities & Justice Client Since 2017	 BNP PARIBAS Client Since 2018	 ASX AUSTRALIAN SECURITIES EXCHANGE Client Since 2019	 THE UNIVERSITY OF SYDNEY Client Since 2019	 InvoCare Innovation Vocation Care Client Since 2020	 airservices Client Since 2020
 Coca-Cola EUROPACIFIC PARTNERS — AUSTRALIA — Client Since 2021	 NSW GOVERNMENT Client Since 2021	 COURT SERVICES VICTORIA Client Since 2022	 DIGISTOR Now create Client Since 2022	 ipSCAPE Client Since 2022	 dexus Client Since 2022	 phn EASTERN MELBOURNE An Australian Government Initiative Client Since 2022

Our clients and team are our top priority

Client Satisfaction Survey Results

Year	Satisfaction rating	Survey questions
Jan-Jun 2022	99.67%	6,733
2021	99.15%	15,932
2020	98.87%	14,455
2019	99.08%	14,949
2018	98.65%	15,450
2017	99.08%	9,691
2016	98.94%	10,336

100% of our clients are reference sites

Team Satisfaction Survey Results

Survey Date	Satisfaction rating
Jun'22	98.20%
Dec'21	97.92%
Jun'21	98.40%
Dec'20	97.90%
Jun'20	98.51%
Dec'19	98.30%



"Bright and solutions focused consultants, with whom it has been a pleasure to work with."



"No fuss, just good, honest and consistent project delivery"



"Very professional"
"Great consulting skills"



"Seven have gone above and beyond to make this implementation a success. With short notice their consultants jumped in and made a significant impact."



"Consistent high quality of project management consultants."
"All consultants are highly professional, and delivery focused."



How do we get 98%+ client satisfaction?

Why all our clients are reference sites.



Hands-on ownership



High employee engagement, low turnover with no contractors



At a minimum, there is a monthly Quality Assurance review of the consultant's work.



Bench support available to all consultants at no cost to the client



Extensive mentoring and training support strong IP and knowledge sharing including internal project training, majority of our team are SAFe certified.



Holiday and sick leave cover for assignments



Strong in-house tooling to support consultants, clients and quality assurance

How our values impact our delivery?



Teamwork

Teamwork has to be at the core because you can't deliver big projects without great teamwork – we focus on ensuring that the Seven team, the client team and vendors work seamlessly together.



Transparency








Assumptions and poor communications kill projects, whereas openness is the foundation of good relationships and reliable delivery. We remain a completely independent consultancy.












Delivery

A strong emphasis on outcomes focuses the team and grows confidence. With a confident attitude, expert personnel and effective teams we always deliver to our client's high expectations.

Our Merger, Acquisition and Separation Experience

Organisation	Engagement description
	<p>Program management of the Link Groups acquisition of Superpartners and the major funds which Superpartners was administering. The scope of the program involved the migration of MTAA Super, Hesta, Hostplus, Cbus and AustralianSuper funds from Superpartners to Link.</p>
	<p>Transition management for 17 fund migrations.</p>
	<p>PMO management services across 3 demerger programs including the sale of CommInsure to AIA and the sale of Colonial First State Global Asset Management to Mitsubishi Trust and Banking Corp.</p>
	<p>Program management of the separation of NAB Wealth/MLC from NAB.</p>
	<p>Program management of the due diligence phase of the sale of MLC Life Insurance by NAB to Nippon Life.</p>
	<p>Program management and PMO of the separation of AMP Life from AMP Limited.</p>
	<p>PMO management for BNP to transition some of AMP's portfolio to Resolution Life and the simplification of AMP Wealth's Master Trust superannuation investment.</p>

Our Merger, Acquisition and Separation Experience

Organisation	Engagement description
 Commonwealth Bank 	<p>Program management of the technology exit of Colonial First State (CFS) from the Commonwealth Bank, focused in the areas of CRM, complaints, data and analytics.</p>
	<p>PMO management for the divestment of Woolworths Liquor.</p>
	<p>Mobilisation and delivery services, setting up the governance framework to manage the separation and manage the delivery of the technology separation for Woolworths Fuel (which included approx. 530 service stations).</p>
	<p>Program management of the IT integration of Vodafone and Hutchinson including new head office site, integrate corporate desktop, call centre and retail store platforms.</p>
	<p>Program management of the Anaplan Optimisation program (for planning and reporting) and SOX compliance.</p>
	<p>Program management of the separation of core components of the shared IT services model, and transition of these back into the business units.</p>
	<p>Interim Program Management (new business stream) of the of One Path insurance acquisition from ANZ.</p>
	<p>In January 2021, NAB announced its intention to acquire 86 400 and in May 2021 the acquisition was completed. Seven Consulting provided five consultants to the program including 2 program directors, a program manager, a senior project manager and a senior PMO consultant/scheduler.</p>

AMP Life separation



PMO to manage the complex separation of AMP Life to Resolution Life



In July 2020 AMP announced the sale of its life insurance business to Resolution Life. This was their first enterprise in Australia, requiring a new legal entity and the separation of the business and members from the parent company



Seven Consulting provided three consultants to establish the PMO and the separation specific elements required for a complex separation. Included management of all of the specialist demerger activities.



Seven's team built and established the frameworks, standardised separation patterns, financial tracking and Transition Service Arrangement controls. The team also established the master schedule including its regular update cadence and governance.

CBA . CommInsure Separation



Providing the PMO services used to transition the CommInsure employees and services to AIA



The Program comprised the Separation of CommInsure from CBA through enablement of the transition of employees and services to AIA



Seven Consulting provided two consultants for the setup and management of the PMO for the IT stream covering HR and Finance core applications and being responsible for the separation of Finance and HR systems that will remain in CBA but also go over to AIA.

The PMO services include, setting up and maintaining the stream's Governance cycle in alignment with the Program including Scheduling, Risk and Issue Management and Status Reporting; bottom up forecasting and ongoing management of financials as well as the set-up of a project directory



Seven's team contributed to the successful separation of CommInsure without impacting CBA or AIA customers, and without interrupting business operations in CBA or AIA through detailed planning and tracking, transparent reporting, adherence to Project Management Best Practices and Hygiene Minimum Standards

Link Group – Superpartners Integration



Transition of over 5 million superannuation members from Superpartners to Link Group



Link Group is a market leading provider of superannuation administration solutions across 11 countries and its clients include some of Australia’s largest superannuation funds. Link Group acquired Superpartners in 2014 and as a result of this, needed to integrate the two businesses and migrate all of Superpartners client data onto Link systems within an agreed timeframe and according to defined quality criteria.



The transition program was responsible for migrating over 5 million members’ data and \$200 billion funds under management for the following major funds: MTAA Super, Hesta, Hostplus, Cbus and AustralianSuper. The program was closely monitored by regulators (e.g. ASIC, ATO), external auditors and share market investors. The success of the integration would be a key factor in the Link Group IPO in 2015. Seven Consulting provided a Program Director, a PMO Manager and a Senior Project Manager to manage the transition team which peaked at over 200 resources.



The program successfully transitioned the 5 major funds from Superpartners processes and systems to Link Group (AAS) within the time, budget and agreed quality criteria. The success of the transition program was well received by the market and had a positive impact on the Link Group IPO.

Link Group – Superannuation Transitions



Transitioning superannuation funds from other administrators onto the LINK Group management platform



LINK Group is the largest provider of retirement and superannuation administration services in Australia, also operating across ten other countries. Its clients include some of Australia's largest superannuation funds. LINK Group's offering in this space is based around its proprietary technology platform that delivers a comprehensive member and employee fund administration service.



The transition team was responsible for migrating funds from their previous administration service providers onto the administration platform. In a highly regulated but low margin environment, this needed to be achieved at minimum cost and with no opportunity for delay. Seven Consulting provided a team of four program and project managers, supported by project administrators, to assist LINK in managing this service, accountable for the migration of 10 funds.



Key challenges on the transition projects were the configuration of the proprietary platform to support the multitude of proprietary services offered by each fund to its members, whilst still complying to a stringent, standardised regulatory framework. Migrations were highly complex due to the amount (millions of members) and type (members details, accumulation, pension, and defined benefits accounts and insurances) of data being migrated and the zero tolerance of reconciliation issues. In a number of instances, new operations teams needed to be stood up.

Wealth Transformation



Program Management for separation of MLC Insurance from NAB



In 2015, NAB entered into an agreement to sell 80% of its MLC insurance business to Nippon Life. The sale required the establishment of a new organisation, MLC Life, and the separation of the new legal entity from NAB.



Seven Consulting provided five consultants to the Transformation Program undertaking corporate restructuring & employee communications, procurement transitioning, delivery assurance and project scheduling.



Seven's team contributed to the completion of the prerequisite Successor Funds Transfer ensuring key personnel & workforce offers for MLCL were in place; and ensuring operational readiness activities were completed and assured by Day 1. The program met all the required contractual obligations to allow the sale of MLC Life to be completed on schedule.

VHA Applications Transition



Transforming Vodafone Applications



The newly merged Vodafone Hutchison Australia needed to rationalize their core applications and produce cost savings from a consolidated application sourcing and support strategy.



Seven Consulting managed the sourcing program to create a new panel of world class providers, and deliver the transition meeting aggressive time, cost and quality targets.



A step change in applications cost for development, support and operations, with keen competitive tension driving increasing benefits for the business.

Woolworths fuel separation



Program management of the Day 1 separation and development of the TSA's.



Woolworths sale of its 540 fuel and convenience sites to EG Group. In the process they retained the existing discount scheme, loyalty scheme and wholesale product supply.



Seven provided the Program Director. This included the early planning of the change, analysis and compilation of the list of systems to be moved, which systems could be moved early, which systems and services would be shared and for how long, and the development of the the detailed Transition Service Agreements.



The separation was delivered within the timeframe and budget. Day 1 separation was successful, with both organisations being able to trade and operate without any issues.

Digital Banking Integration Program



NAB acquisition of 86 400 and merge with UBank



In January 2021, NAB announced its intention to acquire 86 400 and in May 2021 the acquisition was completed. UBank and 86 400 continue to operate as separate businesses under the NAB umbrella. The challenges with the UBank technology environment meant the UBank business needed a new technology and business platform. 86 400 is that platform. The new business (UBank 2.0) will be built on the technology foundations of 86 400. Digital Banking Integration Program (DBI) refers to the integration between UBank (“UBank 1.0”) and new bank 86 400 into the one business - UBank (“UBank 2.0”).



Seven Consulting provided five consultants to the program including 2 program directors, a program manager, a senior project manager and a senior PMO consultant/scheduler.



Key milestones for FY22 include:

- Transfer of Banking Assets and Liabilities from 86 400 to NAB
- Return of 86 400 ADI (Banking License) to APRA and AFSL to ASIC
- Launch of new UBank brand to the market (and retirement of 86 400 brand)
- Integration of 86 400 platform to NAB core systems

Our Approach - Strategic decisions and context

There are a number of strategic decisions which are relevant to Mergers, Acquisitions and Separations:

Strategic Decisions

Commercial Structure

Target Operating Model

Processes

Systems

People

Organisational and Product Gap Analysis

Implementation Approach

Business Case

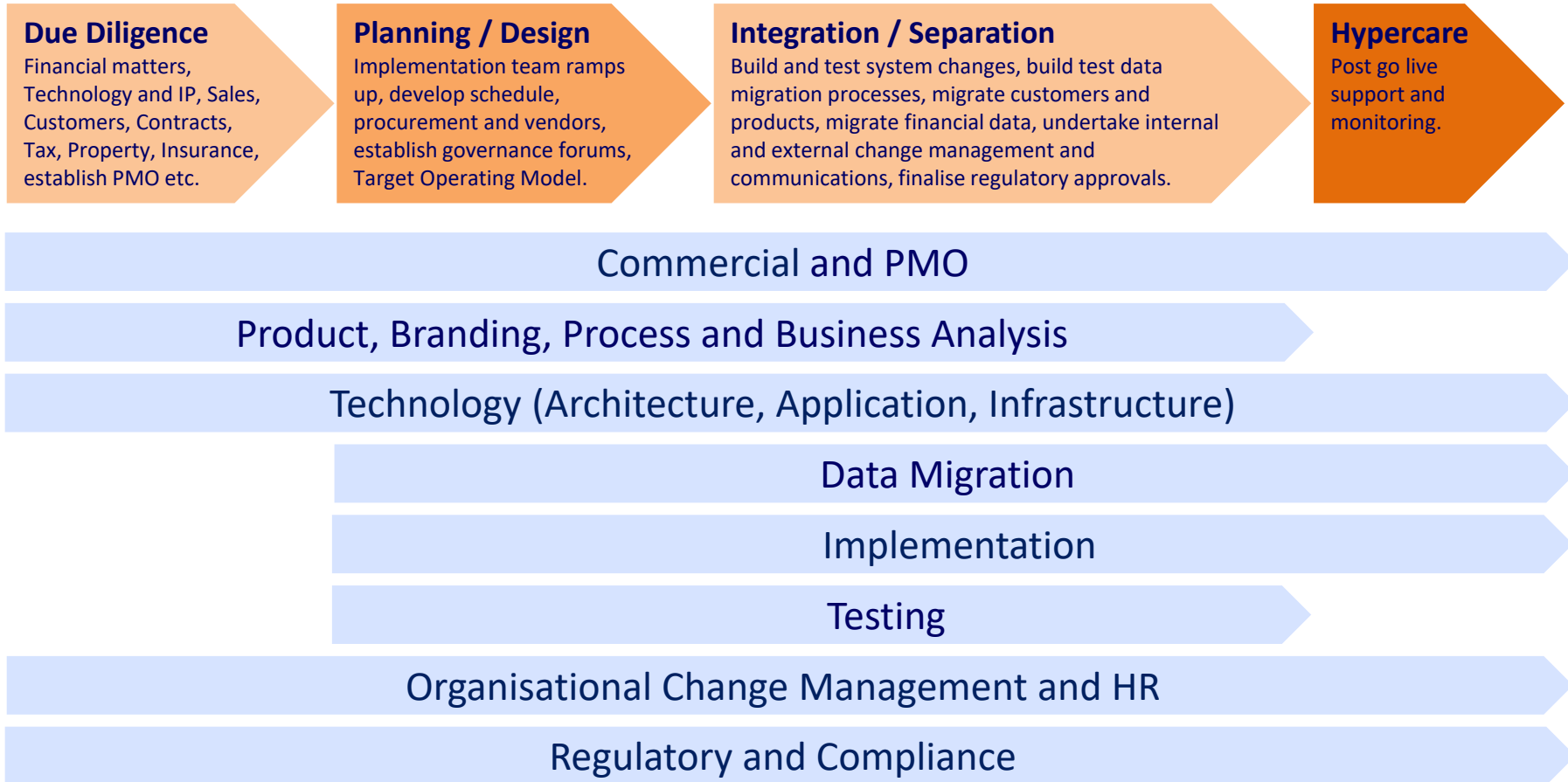
Explanation

- New organisation, the sale agreement including the TSA should cover key aspects between the organisations.
- Ensure any regulatory and compliance issues are covered.
- Target processes.
- Target systems and infrastructure.
- Target people structure and change management approach.
- What activity is required to close the gap from the current state to achieve the future state.
- Ensure all activity fits within the parameters set by the TSA.
- Implementation considering BU, product and geography.
- Consideration of customer, staff, accounting, processes, systems and data migrations.
- Determine migration cost, determine target operating costs, confirm if business case stacks up (i.e. benefits > cost of migration).

Our approach – Phases and Workstreams

Our approach to consolidation is broadly based on 8 parallel workstreams running across 4 phases. Each phase is not normally entirely sequential.

Phases



Our Approach - Workstream objectives

The objective of each workstream is outlined below:

Workstreams

Objectives

Commercial and PMO

Product, Branding, Process and Business Analysis

Technology

Data Migration

Implementation

Testing

Organisational Change Mngt. / HR

Regulatory and Compliance

- Type of merger, commercial agreements, the integration program and stakeholders.
- Specify all product, process and reporting gaps, define a TOM, develop IT and business requirements.
- Design/build/test of any changes required to the technology solution including online portals, interfaces, core systems, vendor dependencies, product changes. Upgrade infrastructure / capacity.
- Design/build/test of the data migration of customers, quality source data, employers, complexity of financial reconciliation, data storage and testing environments.
- Prepare detailed business implementation plan and run sheets.
- Preparation/execution testing of integration including system, e2e, UAT, performance testing, reconciliations, reports and letters.
- Internal/external CM, communications, training, staff engagement and planning.
- Manage relationship with regulators, ensure program compliance.

Illustrative example of where the majority of the integration work is likely to be in a merger/acquisition

Workstream	Being Acquired (Source)	Acquiring (Target)
Commercial and PMO	Medium	Medium
Process and Business Analysis	Medium	High
Technology (Architecture, Application, Infrastructure)	Low	High
Data Migration	High	High
Implementation	Low	High
Testing	Low	High
Organisational Change Mngt. / HR	Medium	Medium
Regulatory and Compliance	Low	Medium

Legend: Low Medium High

Key Risks and Mitigants

Key Risk	Description	Mitigant
TSA's are unrealistic.	TSA's are agreed without input from delivery teams resulting in expectation setting in the TSA which is unrealistic and without conscious decisions made with regards to straight transition, or transition and transformation.	Ensure delivery teams from both organisations are engaged as part of the transaction and money is invested in planning. Ensure TSA allows for reasonable timeline extension (contingency) and conditions under which these may be exercised.
Roles and responsibilities are not clear between organisations.	Responsibilities and clear expectations from both organisations are not clear regarding deliverables, SLA's, and effort. This results in expectation misalignments, conflict, impacts to deliverables and timelines.	Ensure the organisations have joint program forums, joint schedule, clear deliverables with owners, resource plan and roles and responsibilities. Ensure clear ownership of systems and data.
Key staff disengaged / Loss of IP.	Once the merger or acquisition is announced, staff fear for their job security and may seek alternative employment or disengage. This can result in the loss of key resourcing and IP, or a lack of commitment to outcomes making transition challenging.	Ensure change activities include focus on staff cultural integration and WOW, early and transparent engagement, and frequent updates on progress and status to staff. Potentially introduce financial or other retention incentives, ideally linked to outcomes. Consider reskilling, redeployment support where possible.
Poor product fit / gap analysis.	Inadequate analysis is done during the due diligence phase resulting in subsequent challenges, or an inability to successfully incorporate these into the TOM. This can result in adverse impacts to benefits/revenue, and customer, stakeholder and shareholder expectations.	Ensure key product and related business/technical staff are fully engaged in the due diligence phase and a clear gap analysis is available.

Key Risks and Mitigants

Key Risk	Description	Mitigant
Post live support from the acquired/source company.	Despite best endeavours, a hard cutover of all services from the source company is difficult to achieve, and some interim arrangements may be required until the target company is fully up to speed.	Ensure post live support and a transition phase is built into contractual agreements and staff retention/resource plans.
Market visibility and external scrutiny.	Mergers and acquisitions are often highly visible in the market to customers and shareholders alike. This focus on protecting share price and retaining customers can result in decisions which adversely impact such as ad-hoc changes to deliverables and timelines. Uninformed decision making often creates adverse impacts to quality and outputs.	Focus on quality rather than a date is king approach. Introduce a balanced scorecard, change process and cost/benefit analysis to decision making.
Customer attrition.	Potential loss of customers who are vested in the status quo and wont wait for the future iteration, or who will see this as a trigger to explore alternative options. Also impacted by misalignment of CVP between source and destination organisations.	Strong focus on external communication and change management, optimise customer experience. Include specific assumptions in the business case around attrition.
Data migration strategy not clearly defined.	Data migration is often the critical path in a merger, and strategy frequently fails to clearly define the how, when, impacts and sequencing of the data migration. Impacts to timeline and deliverables result.	Ensure this is treated as a critical deliverable to overall program success, and migration experts are engaged to support this stream.

Key Risks and Mitigants

Key Risk	Description	Mitigant
Lack of consideration around performance requirements.	Lack of consideration given to performance requirements of key systems post transition resulting in value destruction.	Transition and target state business and tech architecture designed as an input into timelines and TSA design.
External risk assessment.	Risk assessment may not adequately consider the impact of external factors on timelines (impending regulatory requirements etc.)	Planning should include dedicated time to internal and external risk management and requirements gathering.
Impacts on Executive Mind share	Executive mind share can get diverted away from strategic decision for the organisation, to operational decision making required to support issue management around migration / integration.	Organisation/s must articulate clear guardrails for MVP, and delegate decision making authority (within guardrails) to Product Owners.

Our projects so far:

2007
Villawood Detention Centre
(Sydney)

2008
South Australian Detention Centre
(Sydney)

Seven Consulting regularly gives back to the wider community, supporting our team and their families in voluntary projects to assist those who find themselves in need of help.

2011
Cambodian School Build (Sydney)



2012
Barnardos Kingston House (Sydney)



2013
Youth off the Streets (Sydney)



2015

- Jesuit Refugee House – Blaiket (Syd)
- Hanover Crisis Centre (Melb)



2019

- Avalon Centre (Melbourne)
- Dignity.org.au (Sydney)
- Bahay San Jose –House with No Steps Foundation (Manila)



2018

- Erin's Place (Sydney)
- Concordia Childrens Services (Manila)
- Mad Women Foundation (Melb)



2017

- Launch Housing (Melbourne)
- Cerebral Palsy Foundation (MNL)



2016
Marian Villa (Sydney)



2020 – DONATION DRIVE

Although physical volunteering was no longer an option due to health concerns, Project 7 gave back to the community, by donating \$104,000 across 29 charities, enabling these organisations to create real change in the lives of those who need it most.



2021 – Mini Project 7

In 2021, Seven Consulting continued to acknowledge the importance of fostering a community presence. Despite the restrictions brought on by the COVID-19 pandemic, the Project 7 initiative was able to provide help to those community causes that needed it most. Seven Consulting team members across three cities were able to participate in multiple mini projects this year to see our Project 7 commitment through.

Seven Consulting is a proud sponsor of Australia's National Football side, the CommBank Matildas and Australia's Women's Basketball team, the Seven Consulting Opals

We are extremely proud to be official sponsors of Australia's best teams. The CommBank Matildas and the Seven Consulting Opals.

We are also providing paid internships for a number of the Matildas (Tameka Yallop, and Elise Kellond-Knight), to support their post-sporting careers.

CONGRATULATIONS

Seven Consulting looks forward to both the CommBank Matildas and the Seven Consulting Opals welcoming the world to Australia.



Tameka Yallop

Elise Kellond-Knight





Australia's Best Program Delivery Company

Award Winning Company

WOOLWORTHS GROUP

Woolworths Group IT
Exceptional Services Award
Winner 2018



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