Notice of auction of immovable in bankruptcy proceedings

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Indrek Lepsoo, a trustee in bankruptcy of AS Tallinna Moekombinaat (bankrupt) (registry code: [11474184](https://ariregister.rik.ee/ettevotja.py?ark=11474184)) publishes the notice under [subsection 136 (1) of the Bankruptcy Act and subsection 153 (2) of the Code of Enforcement Procedure](https://www.riigiteataja.ee/akt/121062014020?leiaKehtiv%23para136).

The trustee in bankruptcy is selling the following bankruptcy estate in the auction environment of the Estonian Chamber of Bailiffs and Trustees in Bankruptcy at the address<https://www.oksjonikeskus.ee> by way of public electronic auction:

The trustees in bankruptcy Kristo Teder and Indrek Lepsoo are selling a business owned by AS Tallinna Moekombinaat (bankrupt), namely the immovable at Peterburi tee 2, Tallinn (register part 3259201) together with the shopping centre operated on the immovable (T1 Mall Of Tallinn) (hereinafter referred to as the Business). The Business is sold together with the items, rights and obligations being part of the Business and related to and serving the operation of the Business, including the contracts involving the Business. The detailed composition of the Business being sold is announced via the relevant data space under the conditions and pursuant to the procedure specified in the auction notice. The Business being sold does not include, among other things, other movable property encumbered with a commercial pledge or any trademarks owned by the debtor.

The debtor’s Business includes the immovable at Peterburi 2, Tallinn, register part 3259201, concerning which the following current entries have been made in the Land Register:

Division I – Register part 3259201, business land 100%, Peterburi tee 2, Lasnamäe District, Tallinn, Harju County, 43568 m2 in total, cadastral code 78403:315:2020. Land Cadastre information taken over on 24 December 2018.

Division II – Owner AS Tallinna Moekombinaat (registry code 11474184). Entered on 18 April 2008 on the basis of a real right contract dated 7 April 2008. Assistant Judge Eha Soots.

Division III – Personal right of use in favour of the City of Tallinn. The personal right of use has been established in the course of reconstruction of the Ülemiste junction for the construction, ownership, repair and use of the connecting road between Peterburi tee and Ülemiste tee, the left-turn tunnel, the pavement and other facilities in the areas covered by the right of use, which are marked on the map appended to the contract of 29 October 2013, with the content agreed on in clauses 3 and 4 of the contract of 29 October 2013. The personal right of use is free of charge and has been established on Area II of the right of use for an indefinite period and on Area I of the right of use until the transfer to the entitled person of the separate immovable formed of Area I. Entered on 8 November 2013 on the basis of a real right contract dated 29 October 2013. Assistant Judge Mare Tomingas.

Personal right of use for the establishment of a utility network or utility work for the benefit of Elektrilevi OÜ (registry code 11050857). A personal right of use for an indefinite period under section 158.1 of the Law of Property Act according to clauses 3 and 4 and the map appended as Annex 2 (two) to the contract of 17 January 2017. Entered on 20 January 2017 on the basis of a registration application dated 17 January 2017. Assistant judge Kariina Orr.

Personal right of use for the benefit of Tallinna Linnatranspordi Aktsiaselts (registry code 10312960). A personal right of use free of charge and for an indefinite period for the construction, repair, maintenance, use and liquidation of a tramway track and the related facilities in the area covered by the right of use, the location of which is marked as an area hatched in pink on the map appended to the contract of 11 October 2017, according to clause 2 and the map appended as an annex to the contract of 11 October 2017. Entered on 25 October 2017 on the basis of a registration application dated 11 October 2017. Assistant Judge Ilona Kirm.

Notation on a lease contract (party to the lease contract: Taevapark OÜ (registry code 14137798)). A lease contract dated 5 December 2017 (an entertainment centre with a catering area) for a term of ten years from the date of opening of the shopping centre to the public. Entered on 13 December 2017 on the basis of a registration application dated 5 December 2017. Assistant Judge Sigrid Orumets.

Notation on a lease contract (party to the lease contract: Taevapark OÜ (registry code 14137798)). A lease contract dated 5 December 2017 (a Ferris wheel) for a term of ten years from the date of opening of the shopping centre to the public. Entered on 13 December 2017 on the basis of a registration application dated 5 December 2017. Assistant Judge Sigrid Orumets.

Personal right of use for the benefit of Energiaturu Võrguehitus OÜ (registry code 12737355). A personal right of use for an indefinite period for the ownership, construction, replacement as necessary of the existing substations, restoration, repair, maintenance, improvement, reconstruction, use, putting into use and other operation of three substations, electrical installations and network connections according to clauses 1.6, 4.1, 4.2, 5, 6.1, 6.3, 8.1-8.3, 8.5-8.8, 9, 11.2.2, 11.2.3, 11.3-11.7, 11.11, 12.1, 12.2, 12.3, 12.5, 13.1, 13.2, 14.5 and 14.6 and the map appended as Annex 2 to the contract of 7 August 2018. Entered on 14 August 2018 on the basis of a registration application dated 7 August 2018. Assistant Judge Siiri Lend.

Personal right of use for a term of 20 years for the benefit of Adven Eesti AS (registry code 10066299). A personal right of use free of charge for the production and supply of cooling and heating energy in accordance with clause 2 (two) and the map appended as Annex 2 to the contract of 21 March 2019. Entered on 27 March 2019 on the basis of a registration application dated 21 March 2019 and an amended registration application dated 27 March 2019. Assistant Judge Tiina Adoberg.

Personal right of use for the establishment of a utility network or utility work for the benefit of Telia Eesti AS (registry code 10234957). A personal right of use under section 1581 of the Law of Property Act for the construction, use, maintenance, reconstruction and demolition of a communications structure and electronic communication network in accordance with clauses 3 and 4 and the map appended to the contract of 22 December 2020. Entered on 29 December 2020 on the basis of a registration application dated 22 December 2020. Assistant Judge Ester Kärtner.

Notation on the declaration of the owner of the immovable bankrupt. By order of Harju County Court of 2 June 2021 in civil matter No. 2-20-4917, the court declared AS Tallinna Moekombinaat (registry code 11474184) bankrupt at 15:00 on 2 June 2021. Entered on 9 June 2021 on the basis of an application by the trustee in bankruptcy dated 4 June 2021 and the court order of 2 June 2021. Assistant judge Elle Lumiste.

Division IV – Mortgage in the amount of 84,500,000.00 in favour of Lintgen Adjacent Investments S.a.r.l. (registration number B208848). The actual owner of the registered immovable is required to be subject to immediate compulsory enforcement for the satisfaction of the claim secured by the mortgage. Entered on 27 December 2016 on the basis of a registration application dated 19 December 2016. Assistant Judge Tiiu Karu.

In the event of a successful auction, entries 4, 5 and 9 in Division III and entry 5 in Division IV will be deleted.

The general information of the State Register of Construction Works related to register part 3259201, information on current detailed plans and other details are available in the annexes to the auction notice at [www.oksjonikeskus.ee](file:///data/atis/tmp/tmpd40hEo/www.oksjonikeskus.ee) and in the data space.

The debtor’s Business will be sold as is (including in the legal and physical state it is in) at the time of the auction and the acquirer of the property cannot present any claims or complaints against the debtor or the trustees is bankruptcy concerning the state and functionality of the debtor’s Business. Upon the sale of the debtor’s Business, neither the debtor nor the trustees in bankruptcy shall be liable for any deficiencies, including hidden deficiencies in the debtor’s Business regardless of the time of emergence of such deficiencies.

Any security deposits, prepayments and other deposits paid to the debtor under lease contracts shall not be transferred to the acquirer of the property, and the acquirer of the property cannot present any claims or complaints to the debtor or the trustees in bankruptcy in this regard.

The acquirer of the property shall not acquire any assets of third parties located in the immovable being part of the Business, or assets to be excluded by the trustees in bankruptcy during the bankruptcy proceedings.

As of the sale of the debtor’s Business, the acquirer of the property shall be liable for performing any current obligations relating to the debtor’s Business, including the debtor’s obligations under lease contracts. The acquirer of the debtor’s Business shall be liable for such obligations also within relations between the debtor and the trustees in bankruptcy and the acquirer of the debtor’s Business. The acquirer of the Business shall not have the right to present any claims arising therefrom against the debtor and/or the trustees in bankruptcy.

Any administration, maintenance and other service contracts which are necessary for the daily operation of the Business and have been assumed for performance or signed by the trustees in bankruptcy of AS Tallinna Moekombinaat (bankrupt), including any current lease contracts signed by the debtor, shall transfer to the acquirer of the Business in accordance with the provisions of such contracts, unless otherwise agreed with the relevant administration, maintenance or other service provider. Employment contracts shall transfer in accordance with the law.

The acquirer of the Business has the obligation to continue to recalculate input value added tax on the real estate investment. The acquirer of the debtor’s Business shall be liable for the consequences of violating this obligation.

Obligations under contracts assumed for performance by the trustees in bankruptcy during the bankruptcy proceedings which have become collectible before the sale of the debtor’s Business shall not transfer to the acquirer of the debtor’s Business. Nor shall the obligation to meet the claims filed in the bankruptcy proceedings by the debtor’s creditors against the debtor transfer to the acquirer of the debtor’s Business. The debtor’s claims and other assets included in the list of the bankruptcy estate which are not part of the Business shall not transfer to the acquirer of the Business.

Registration for the auction, payment of the security deposit and signing a confidentiality agreement with the trustees in bankruptcy are required to obtain more detailed information about the debtor’s Business.

The immovable being part of the debtor’s Business can be examined at the location of the immovable and via the digital data space. Persons wanting to buy the bankruptcy estate shall not be compensated for the costs of examining the estate, making a bid or other activities.

Starting price: 85,000,000 euros. The price does not include VAT and VAT shall not be added thereto. The object being sold is a business (clause 4 (2) 1) of the Value Added Tax Act).

Owner: Indrek Lepsoo, a trustee in bankruptcy of AS Tallinna Moekombinaat (bankrupt) (registry code: [11474184](https://ariregister.rik.ee/ettevotja.py?ark=11474184))

Prospective participants in the auction are required to register in the auction environment on the page for the property specified in this notice, the permanent link for which is: [https://www.oksjonikeskus.ee/oksjon/view/?okid=62303,](https://www.oksjonikeskus.ee/oksjon/view/?okid=62303) and transfer a security deposit of 500,000 euros to the bank account of AS Tallinna Moekombinaat (bankrupt) No. EE567700771004686681 (LHV Pank AS). Purpose of payment: ‘Security deposit for participating in auction ID62303 at 12:00 on 27 August 2021. Immovable property: Peterburi tee 2, Tallinn, Harju County’. The security deposit is deemed paid at the moment of its receipt in the bank account. The security deposit must be received by 12:00 on 27 August 2021 at the latest. Amounts received later will be disregarded. The security deposit paid by the buyer will be included in the purchase price, while the security deposits paid by other participants in the auction will be refunded on the working day following the day of the auction.

Registration for the auction begins at 16:00 on 28 July 2021 and ends at 12:00 on 27 August 2021.

A person is registered as a participant in the auction if the registration application and any necessary annexes thereto comply with the conditions of the auction, the security deposit has been paid and the person is allowed to participate in the auction as a bidder.

The auction will begin at 12:00 on 30 August 2021 and end at 12:00 on 20 September 2021. The prolongation period is 30 minutes.

The bid increment is 500,000 euros.

Bids can only be placed in the auction environment in accordance with the conditions provided for in the auction environment.

The winner of an electronic auction must pay the purchase price on the working day following the conclusion of the auction as required under subsection 93 (3) of the Code of Enforcement Procedure. If the purchase price exceeds 12,700 euros, one tenth of the purchase price must be paid on the working day following the auction and the remainder of the price must be paid within 15 days.

THIRD-PARTY RIGHTS

Persons must inform the trustee in bankruptcy of their rights concerning the object to be sold before the start of the auction if the trustee in bankruptcy has not yet been notified of such rights, and the respective rights must be reasoned and justified at the request of the trustee in bankruptcy.

EXAMINATION OF ASSETS. ADDITIONAL INFORMATION

Additional information is available by e-mailing kristo@mmab.ee and indrek@pankrotihaldur.ee.

Proceedings No: 2-20-4917

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