

BBL

BBL - Obernstraße 39/43, 28195 Bremen

Justus von Buchwaldt LL.M.
Rechtsanwalt
Fachanwalt für Insolvenzrecht

Obernstraße 39/43
28195 Bremen

Tabellenabteilung
E-Mail: gpg-tabelle@bbl-law.de
Internet: www.bbl-law.de

Bremen, 1. Juni 2021

Your reference: _____

Our reference: **21-630007-GIS-GPG/TAB**

**Insolvency proceedings concerning the assets of the Dolphin Capital 80. Projekt GmbH & Co. KG
District Court of Bremen - 531 IN 2/20 –**

Dear Sir/Madam,

The District Court of Bremen has opened insolvency proceedings over the assets of the above-mentioned debtor on 12. May 2021 and has appointed me as the insolvency administrator. I am attaching a **copy** of the **opening decision** to this letter.

You have the possibility to file any claims existing at the time of opening the proceedings against the insolvency debtor up to **23. July 2021** with the insolvency administrator in writing, stating the reason and amount (**in EUR**) of the claim.

Please **only** use the attached claim registration form for your filing. If you do **not comply with the time limit for filing claims**, you will be liable for **fixed fee for costs** in accordance with § 177 InsO. For further information on the filing process I refer to the attached fact sheet on the filing of claims in insolvency proceedings (in accordance with § 174 InsO).

After the examination date, you will only receive an extract from the table of creditors in the event that an objection against your claim is (partially) raised by either the insolvency administrator or one of the insolvency creditors.

On the website **www.gpg-inso.de** you can find additional information on the status of the insolvency proceedings.

Yours sincerely,

J. v. Buchwaldt LL.M.
Lawyer as insolvency administrator

This letter shall be deemed to be service in accordance with § 30 para. 2 in conjunction with § 8 paras. 1 and 2 InsO. This document was created electronically and is valid without a signature.

BBL Brockdorff Insolvenz- und Zwangsverwalter GbR

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Dear Investor

Following the court order of the Local Court in Bremen, dated 12 May 2021, I am the appointed Insolvency Administrator (“Administrator”) of Dolphin Capital 80 GmbH & Co. KG (“DC 80”).

Further I have been appointed in the past not only as Preliminary Insolvency Administrator (“PIA”) in a number of companies that are part of the Dolphin Structure (“Group”), but I also hold the role of the Administrator of AS German Property Group GmbH (“ASGPG”) as well as in various other companies within the Group.

Introduction

As an Administrator, I have legal rights and obligations contained in the German Insolvency Code (“Insolvenzordnung – InsO”). As part of this, I have a legal obligation according to sec. 1 of the InsO as follows: *“The insolvency proceedings shall serve the purpose of equally satisfaction of a debtor's creditors by liquidation of the debtor's assets and by distribution of the proceeds.”* In other words, I will realise the company's assets and distribute them to creditors, in a similar way to an administrator or liquidator in the UK.

My team and I have decades of experience in German and foreign insolvency proceedings and are willing and eager to fulfil this obligation and seek to maximize asset value in order to be able to equally satisfy the creditors to the best possible extent.

This is a challenging situation since the complexity of the proceeding is not to be underestimated. There are roughly 200 companies involved across the globe in the Group or connected to it. But in order to maximize value we have set up a team that is not only working together with experts in real estate, cash flow analysis and obviously national and international law. We are and will be working closely with other stakeholders involved such as in the UK for example the FSCS, the FCA and the law enforcement authorities.

With this team we are in a position to identify assets, liabilities and claims that arise in an insolvency proceeding. Due to the international and complex nature of this proceeding, this will take some time. There are factual and legal hurdles – such as data protection – that we have and will obey to in order to achieve the best outcome for the creditors.

Procedure

The procedure in Germany can be loosely compared to insolvency procedures under the laws of England & Wales or Ireland.

After a preliminary phase of the proceeding with a PIA in place by the order of the court, the insolvency proceeding starts with an Administrator appointed by court order. Especially in large cases like this a Creditor Committee (“CC”) is put in place by the court. The Administrator has to get consent from the CC in respect of certain decisions, for example whether or not the Administrator should invest company funds in bringing legal proceedings.

We are also obliged to undertake certain investigations, for example to review any and all security put in place, payments made from the insolvent estate to third parties, regardless if this was tax paid to the authorities, related companies, other stakeholders or even creditors.

You will all appreciate that this is a massive task and we have engaged counsel to assist on the findings and have invested in IT systems in order to review security and cash flow.

In order to be able to do this properly we do depend to a certain extent on the information that investors give us when they lodge their claims in the insolvency proceeding. We appreciate that there are some creditors that have German lawyers representing them. In this case we would normally get the information via their lawyer.

For all those investors who do not have a lawyer in Germany we have set up a web page: www.gpg-inso.de. We hope this website will provide you with information and answer any frequently asked questions.

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A. Lodging of claims

Due to feedback from creditors on other companies within the Group, we will not ask for claims to be lodged on our website, but instead ask that you post your claims to us. If you would prefer, you can lodge them electronically.

We have put up claim form and an explanatory letter on the above mentioned webpage www.gpg-inso.de and would hope that this is easy to follow. We have also attached a copy.

We have asked the court to extend the normal deadlines for filing in order to give the creditors some more time. If this deadline is not met due to any circumstances, a filing is still possible but the court will issue an invoice to the creditor for late filing. This will be an amount of EUR 22. This amount must be paid to the court directly. The Administrator is not allowed to collect the money and this amount will not be part of the assets of the insolvent estate. It is a statutory fee that has to be paid to the court.

PLEASE NOTE: Neither the Administrator nor BBL will ever ask you to pay a fee to lodge a claim or receive a payment from the estate. Any request asking for funds purportedly coming from the Administrator or BBL is most likely to be fraudulent and you should report the same to your local police authorities.

The court has set the due date for filing to be on: **23.07.2021**. Further the first date for the review of the claims in order to decide if they are accepted, rejected because of missing information or fully rejected is: 23.09.2021. Whilst we will review and assess claims as quickly as we can, that is likely to be some time before any claims can be properly determined. As part of this process, we may ask for further information, and we would be grateful for your prompt assistance if you receive such a request.

B. Information

We understand your desire for regular updates. We also understand that the limited amount of information we are able to provide publicly may not satisfy that desire. However, please be assured that we would very much like to tell everybody what is happening, but an insolvency proceeding in Germany is not public, so information sent out must be of a general nature or it is a breach of German law. Further we are engaging – as mentioned above – with the relevant authorities and undertaking investigations. It would be to the disadvantage of all of the creditors if we would tell the world what we are doing or planning to do.

Once we are in a position to accept investors that have lodged their claims as creditors we will allow access to a Creditor Information System (Gläubigerinformationssystem "GIS") which will grant those creditors access to the internal site of the webpage with some more information to the process. This again will be confidential information by law and so no one is allowed to share this information. Sharing this information is limited to an attorney client privilege. For the avoidance of doubt, what this means is that if a creditor shares this information from the confidential part of the website with someone other than their lawyer, this would be a breach of German law.

We therefore ask for your understanding, patience and trust.

Yours sincerely,

J. v. Buchwaldt LL.M.
Lawyer as insolvency administrator

Filing of claims in insolvency proceedings (§ 174 InsO/[Insolvenzordnung] (Insolvency Code))

After the opening of the insolvency proceedings, the insolvency creditors must file their claims with the insolvency administrator. Incorrect claims can delay the procedure. Creditors should, therefore, pay attention to the following instructions and the information on the registration form carefully in their own interest. Further details are contained in the Insolvency Code/[Insolvenzordnung], particularly in §§ 38-52 and 174-186 InsO. Legal advice for specific issues may not be granted by the court. This is a matter for lawyers, notaries and authorised legal advisers.

Filing of claims

1) Claims by insolvency creditors must **not** be filed with the court, but with the insolvency administrator **Justus v. Buchwaldt, Obernstr. 39/43, 28195 Bremen**.

2) Insolvency creditors are people who have a justified financial claim against the debtor at the time of the opening of the insolvency proceedings (§ 38 InsO).

Exact name of the creditor with postal address.

3) In the case of companies (GmbH, OHG, Ltd.), the legal representative (managing director, board member, CEO) must specify their title.

4) The commissioning of a German lawyer is optional. The German lawyer must hold a power that must explicitly extend to insolvency matters and, if necessary, contain power of attorney to receive funds.

Exact name of the creditor representative with postal address, in the case of companies with details of the legal representative (managing director, board member, etc.)

5) Extended information on the recipient of the correspondence (e.g. creditor representative)

6) Please provide a reference file number, if available. Possible reference number: Contract number, customer ID, invoice number, e-mail subject.

7) Please provide an e-mail address for inquiries or information from the insolvency administrator.

8) For the payment of any distributions by the Administrator, an account of the creditor or their representative must be indicated: account holder, IBAN, reference, BIC.

Possible references are: client/creditor, customer ID, file number.

If a lawyer account is specified, a power of attorney to receive funds must be submitted.

9) Each independent claim is to be stated separately. If the space on this form is not sufficient, then the further claims are to be detailed in an annex and should contain all the information requested.

10) All claims must be asserted in fixed amounts in the domestic currency (use the EUR conversion rate on 12 May 2021) and then summarised in a total amount.

Non-monetary claims or claims for which the amount is unspecified, must be registered with an estimated value.

Interest on capital forms part of the main claim.

11) Interest for late payments may only be declared for the period up to the opening of the proceedings [12 May 2021]. Interest amounts must be calculated with information on the interest rate and time span and specified as a fixed amount. See also in this regard www.basiszinsatz.de.

12) Costs incurred up to the date of the opening of insolvency [12 May 2021] must be stated in total. A list of costs and substantiating documents should be attached to the application.

13) In the filing, the reason for the claim must be specified, e.g. delivery of goods, rent, loans, repairs, wages, bills of exchange, compensation for damages.

14) **Documentary evidence** and other documents from which the claim arises must be attached– only as a **copy**. Authorised representatives of creditors should attach a special (funds receipt) power of attorney for the insolvency procedure.

15) Please indicate, if the claim is an enforceable debt instrument or a final judgment, e.g. an enforcement order, a court judgement or a notarial deed with an enforcement clause. The deed must be enclosed – only as a copy.

16) Creditors who can claim separate satisfaction in a collateral asset (i.e. security interest) on the basis of a lien or other security right are insolvency creditors, insofar as the debtor is also personally liable to them.

The object on which the lien is claimed, the type and the reason for its origin, must be enclosed with the invoice copies and the general terms and conditions from which the property right is to be derived. Without this

information, there is a risk of loss of rights (§ 28 II InsO). Any rights to segregation or separate satisfaction be reported immediately.

17) A handwritten signature is required to file a claim. A filing document without a signature can be rejected as inadmissible.

Late claim

Claims which are filed only after the expiry of the period allowed for filing by the insolvency court can require an additional examination procedure under certain circumstances. The court costs for the additional examination shall be borne by the defaulting creditor (§ 177 para. 1 sentence 2 InsO), currently EUR 22.00.

Verification of the claims

The claims will filed with the insolvency administrator be verified (agreed or rejected) on the (possibly subsequent, special) examination date. The insolvency administrator, the debtor and each insolvency creditor are authorised to raise objections against the claims. The objection can refer to the full amount or o parts of a claim or its rank. A claim is deemed to be accepted insofar as no objection is raised against it (§ 178 InsO).

Determining disputed claims

In the verification procedure, the insolvency court only has to certify the declarations of the participants. If a claim has not been (fully) accepted in the verification procedure, the determination must be pursued by the creditor by making an application to the German court through legal action (§§ 180, 185 InsO). For the application the general rules according to German Law apply, the insolvency court is not responsible in this respect. For the further procedural details of the procedure for the determination of disputed claims, see §§ 179-185 InsO.

Information on the result of the claim examination

After the examination date, the court informs only those creditors whose claims have been disputed in whole or in part (§ 179 para. 3 InsO). This is done with an official information by the court by means of an extract from the so called table of creditors.

FAQ/fact sheets

For more information, see www.gpg-inso.de, including the fact sheets.

If you invested through a UK regulated financial adviser and/or SIPP Operator which is no longer trading:

- you may be eligible for compensation from the Financial Services Compensation Scheme (FSCS) – visit www.fscs.org.uk/failed-firms/german-property-group/ for more details.
- If you have been compensated by FSCS for losses associated with the GPG investment, and FSCS took an assignment of any rights you have to claim against GPG, you should not file a claim in the GPG insolvency proceedings. In the event that distributions are paid to FSCS, FSCS will pass these distributions on to partially compensated investors (or their SIPPs) in respect of which FSCS claimed in the administration of GPG to the extent necessary to ensure that they are not disadvantaged by their earlier acceptance of compensation from FSCS.

Creditor information system – procedural information

Please refrain from requesting status information in writing or by telephone and use the following information pages:

General procedural information can be found www.gpg-inso.de.

- Ausfertigung -



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17. MAI 2021			
BBL Brockdorff Insolvenz- und Zwangsverwalter GbR			
Frist:			

Amtsgericht Bremen Beschluss

531 IN 2/20

12.05.2021

In dem Insolvenzverfahren über das Vermögen der

Dolphin Capital 80. Projekt GmbH & Co. KG, In den Kolkwiesen 58, 30851 Langenhagen
(AG Hannover, HRA 202273),

vertreten durch:

1. AS DT Projektholding GmbH, Kleine Waagestraße 1, 28195 Bremen, (persönlich haftende
Gesellschafterin),

vertreten durch:

1.1. Falk Holtmann, Kleine Waagestr. 1, 28195 Bremen, (Geschäftsführer),

wird heute, am 12.05.2021 um 12:25 Uhr das Insolvenzverfahren gemäß §§ 2, 3, 11,
16 ff. InsO eröffnet.

Zum Insolvenzverwalter wird bestellt:

**Rechtsanwalt Justus von Buchwaldt, Obernstraße 39-43, 28195 Bremen, Tel.: 0421 -
430 59 39 0, Fax: 0421 - 430 59 39-29, Internet: www.bbl-law.de**

Der Schuldnerin wird die Verfügung über ihr zur Insolvenzmasse gehörendes gegenwärtiges
und zukünftiges Vermögen für die Dauer des Insolvenzverfahrens verboten. Die
Verfügungsbefugnis wird dem Insolvenzverwalter übertragen.

Schuldbefreiende Leistungen an die Schuldnerin können nach dem Eröffnungszeitpunkt nicht
mehr erfolgen. Wird gleichwohl an die Schuldnerin geleistet und gelangen die Mittel nicht zur
Masse, besteht die Gefahr der nochmaligen Leistungsverpflichtung gegenüber dem
Insolvenzverwalter.

Der Insolvenzverwalter wird mit der Durchführung der Zustellungen gemäß § 8 Abs. 3 InsO
beauftragt.

Die Gläubiger werden aufgefordert:

a) Insolvenzforderungen (§ 38 InsO) und nachrangige Forderungen nach § 39 InsO bei dem
Insolvenzverwalter schriftlich unter Beifügung von Urkunden, Rechnungen und ggf.

weiteren über die Forderung bestehenden Unterlagen unter Beachtung des § 174 InsO anzumelden bis: **23.07.2021**,

- b) dem Insolvenzverwalter unverzüglich mitzuteilen, welche Sicherungsrechte sie an beweglichen Sachen oder an Rechten der Schuldnerin in Anspruch nehmen. Der Gegenstand, an dem das Sicherungsrecht beansprucht wird, die Art und der Entstehungsgrund des Sicherungsrechts sowie die gesicherte Forderung sind zu bezeichnen. Wer die Mitteilung schuldhaft unterlässt oder verzögert, haftet für den daraus entstehenden Schaden (§ 28 Abs. 2 InsO).

Personen, die Verpflichtungen gegenüber der Schuldnerin haben, werden aufgefordert, nicht mehr an die Schuldnerin, sondern an den Insolvenzverwalter zu leisten (§ 28 Abs. 3 InsO).

Vor dem Insolvenzgericht wird am **Dienstag, 10.08.2021, 09:00 Uhr, Saal 250/251** eine Gläubigerversammlung zur Berichterstattung durch den Insolvenzverwalter (**Berichtstermin**) abgehalten;

der Termin dient zugleich der Entscheidung der Gläubiger über

- die Person des Insolvenzverwalters (§ 57 InsO),
- die Einsetzung bzw. Beibehaltung und Besetzung eines Gläubigerausschusses (§ 68 InsO)

sowie gegebenenfalls über:

- die Wirksamkeit der Verwaltererklärung zu Vermögen aus selbstständiger Tätigkeit (§ 35 Abs. 2 InsO),
- Zwischenrechnungslegungen gegenüber der Gläubigerversammlung (§ 66 Abs. 3 InsO),
- eine Hinterlegungsstelle und Bedingungen zur Anlage und Hinterlegung von Geld, Wertpapieren und Kostbarkeiten (§ 149 InsO),
- den Fortgang des Verfahrens (§ 157 InsO); z. B. Unternehmensstilllegung, vorläufige Fortführung oder Insolvenzplan,
- die Verwertung der Insolvenzmasse (§ 159 InsO),
- besonders bedeutsame Rechtshandlungen des Insolvenzverwalters (§ 160 InsO); insbesondere: Veräußerung des Unternehmens oder des Betriebs der Schuldnerin, des Warenlagers im Ganzen, eines unbeweglichen Gegenstandes aus freier Hand, einer Beteiligung der Schuldnerin an einem anderen Unternehmen, die der Herstellung einer dauernden Verbindung zu diesem Unternehmen dienen soll, die Aufnahme eines Darlehens, das die Masse erheblich belasten würde, Anhängigmachung, Aufnahme, Beilegung oder Vermeidung eines Rechtsstreits mit erheblichem Streitwert,
- eine Betriebsveräußerung an besonders Interessierte oder eine Betriebsveräußerung unter Wert (§§ 162, 163 InsO),
- eine Beantragung der Anordnung einer Eigenverwaltung (§ 271 InsO),
- Zahlung von Unterhalt aus der Insolvenzmasse (§§ 100, 101 InsO),
- eine Einstellung des Verfahrens durch das Gericht gem. § 207 InsO ohne Einberufung einer besonderen Gläubigerversammlung,

Es wird darauf hingewiesen, dass Einlasskontrollen stattfinden. Rechtzeitiges Erscheinen vor dem Termin ist deshalb zwingend erforderlich.

Gläubiger, die zu dem mündlichen Berichtstermin erscheinen wollen, werden angesichts der andauernden Pandemielage (COVID-19) gebeten, ihr beabsichtigtes Erscheinen bis spätestens 03.08.2021 gegenüber dem Insolvenzverwalter mitzuteilen.

Die Forderungen werden gemäß § 5 Abs. 2 InsO am **23.09.2021** im schriftlichen Verfahren geprüft. **Widersprüche, mit denen Forderungen bestritten werden, müssen dem Insolvenzgericht schriftlich bis spätestens einen Tag vor diesem Termin vorliegen.**

Hinweise:

- Zustimmungen der Gläubiger zu besonders bedeutsamen Rechtshandlungen nach § 160 InsO gelten als erteilt, auch wenn eine einberufene Gläubigerversammlung nicht beschlussfähig ist.
- Gläubiger, deren Forderungen festgestellt werden, werden nicht benachrichtigt.

Löschungsfristen:

Die Löschung von Veröffentlichungen in einem elektronischen Informations- und Kommunikationssystem erfolgt nach § 3 InsoBekV. Die Lösungsfristen sind folgende:

- Veröffentlichungen, die im Antrags- oder Insolvenzverfahren erfolgt sind, werden spätestens sechs Monate nach der Aufhebung oder der Rechtskraft der Einstellung des Insolvenzverfahrens gelöscht. Wird das Verfahren nicht eröffnet, beginnt die Frist mit der Aufhebung der veröffentlichten Sicherungsmaßnahmen.
- Sonstige Veröffentlichungen nach der Insolvenzordnung werden einen Monat nach dem ersten Tag der Veröffentlichung gelöscht.

G r ü n d e :

Die Schuldnerin ist zahlungsunfähig und überschuldet. Dies steht zur Überzeugung des Gerichts fest aufgrund der durchgeführten Ermittlungen, insbesondere aufgrund des Gutachtens des Sachverständigen Rechtsanwalt Prof. Dr. Gerrit Hölzle vom 26.04.2021.

Die internationale Zuständigkeit des Amtsgerichts Bremen ergibt sich aus Art. 3 Abs. 2 der Verordnung (EU) 2015/848. Zwar liegt der Mittelpunkt der hauptsächlichen Interessen der Schuldnerin im ausländischen Hoheitsgebiet, jedoch verfügt sie über eine Niederlassung in der Bundesrepublik Deutschland. Die Wirkung dieses Verfahrens ist auf das im deutschen Hoheitsgebiet befindliche Vermögen der Schuldnerin beschränkt.

Rechtsmittelbelehrung

Die Entscheidung kann von der Schuldnerin, dem Pensions-Sicherungsverein, der Bundesanstalt für Finanzdienstleistungsaufsicht sowie bei juristischen Personen und Gesellschaften ohne Rechtspersönlichkeit von jedem Mitglied des Vertretungsorgans bzw. jedem persönlich haftenden Gesellschafter mit der sofortigen Beschwerde angefochten werden. Darüber hinaus kann, wenn nach Art. 5 Abs. 1 der Verordnung (EU) 2015/848 das Fehlen der internationalen Zuständigkeit für die Eröffnung des Hauptinsolvenzverfahrens gerügt werden soll, die sofortige Beschwerde auch von jedem Gläubiger eingelegt werden.

Sie ist innerhalb einer Notfrist von 2 Wochen bei dem Amtsgericht Bremen, Ostertorstr. 25 - 31, 28195 Bremen einzulegen.

Die Frist beginnt mit der Zustellung bzw. mit der Verkündung der Entscheidung. Soweit die Zustellung durch öffentliche Bekanntmachung erfolgt ist, beginnt sie, sobald nach dem Tage der Veröffentlichung zwei weitere Tage verstrichen sind. Erfolgt die öffentliche Bekanntmachung neben der Zustellung ist für den Beginn der Frist das frühere Ereignis maßgebend.

Die Beschwerde kann durch Einreichung einer Beschwerdeschrift bei dem o. g. Gericht eingelegt oder auch zu Protokoll der Geschäftsstelle eines jeden Amtsgerichts erklärt werden, wobei es für die Einhaltung der Frist auf den Eingang bei dem o. g. Gericht ankommt. Sie ist von dem Beschwerdeführer oder seinem Bevollmächtigten zu unterzeichnen. Die Beschwerde muss die Bezeichnung des angefochtenen Beschlusses sowie die Erklärung enthalten, dass Beschwerde gegen diesen Beschluss eingelegt wird. Soll die Entscheidung nur zum Teil angefochten werden, so ist der Umfang der Anfechtung zu bezeichnen.

Die Beschwerde soll begründet werden.

Biederbeck
Richter am Amtsgericht

Ausgefertigt
Bremen, den 12.05.2021

B. Buschmann

Buschmann, Justizangestellte
als Urkundsbeamtin der Geschäftsstelle

