/Carey

Septiembre de 2022

VIVOCORP REESTRUCTURA PASIVOS Y ACTIVOS MEDIANTE CAMBIO DE CONTROL Y EMISIÓN DE DEUDA

Chile's VivoCorp changes ownership through restructuring

Lily Squires

23 September 2022

Carey has helped Chilean shopping centre operator VivoCorp undergo a corporate reorganisation, in which the company transferred its ownership to new stakeholders and completed a bond swap.

The same team of Carey lawyers advised Inversiones Terra, the holding company that controls VivoCorp.

Both VivoCorp and Inversiones Terra are owned by Chilean holding company CorpGroup, which filed for Chapter 11 restructuring in June. The two subsidiaries and CorpGroup itself have faced financial difficulties recently – primarily due to the covid-19 pandemic, protests that took place in Chile in 2019 and an alleged technical default in the covenants of VivoCorp's debt.

In the reorganisation, VivoCorp amended its ownership structure which saw CorpGroup transfer all of its shares in VivoCorp to a fund operated by Chilean investor Asset AGF. The equity transfer was made via holding company Inversiones Terra. As a result, the shopping centre operator changed its name to Vivo.

As part of the agreement, Inversiones Terra also repaid existing debt to a group of lenders by transferring shares held in VivoCorp to the borrowers. The banks relied on Barros & Errázuriz Abogados.

The holding company has now rebranded to Nueva Terra.

As part of CorpGroup's wider restructuring, VivoCorp and Inversiones Terra also restructured other assets and liabilities. This included a US$201 million bond exchange by VivoCorp. To carry out the debt swap, VivoCorp issued new bonds across three series.

Esta alerta legal es proporcionada por Carey y Cía. Ltda. con fines educativos e informativos únicamente y no pretende ni debe interpretarse como asesoría legal.

Carey y Cía. Ltda.
Isidora Goyenechea 2800, Piso 43.
Las Condes, Santiago, Chile.
www.carey.cl

VivoCorp's existing noteholders enlisted Bofill Mir Abogados for the bond exchange, which closed on 23 August.

The judicial reorganisation enables the repayment of the company's short, medium and long-term debt, while also ensuring the completion of Vivo's shopping centre projects, including the Vivo Outlet in the southern Chilean city of Chillán.

VivoCorp first filed its judicial reorganisation back in October 2021, whilst the plan was approved in December last year.

Counsel to VivoCorp and Inversiones Terra

In-house counsel to VivoCorp - Fernando Moyano and Rafael Egaña

In-house counsel to Inversiones Terra - Andrés Winter Salgado

Carey

Partners Salvador Valdés and Ricardo Reveco, and associates Matías Garcés, Francisco Torm and Nicolás Alejandro Fosk

Counsel to Banco BTG Pactual Chile, BTG Pactual Deuda Privada Fondo de Inversión, Penta Vida Compañía de Seguros de Vida, Banco Internacional, Banco Consorcio and Administradora de Fondos de Pensiones Provida

Barros & Errázuriz Abogados

Partners Luis Alberto Letelier and Javier San Martín, and associates Carola Trucco, Enrique Barros Vial, Fernando Campino, María Luisa Marraccini, Juan Pablo Feliu, Joaquín Uauy and Andrés Vaccaro

Counsel to Security Compañía de Seguros de Vida, Penta Vida Seguros de Vida, Principal Compañía de Seguros de Vida, Chilena Consolidada Seguros de Vida, Larraín Vial, Credicorp Capital, Falcom Administradora General de Fondos and MBI Administradora General de Fondos

Bofill Mir Abogados

Partners Octavio Bofill, Rodrigo Saffirio and Guillermo Fonseca, director Victoria Salazar and associates Feliciano Tomarelli, Gonzalo

Barceló, Paula Donoso, Joaquín Gregorio de las Heras and Sebastián Fernández