

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

SYNERGY PHARMACEUTICALS INC., *et al.*,
Debtors.¹

Chapter 11

Case No. 18-14010 (JLG)

Jointly Administered

NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM

**(GENERAL BAR DATE IS FEBRUARY 8, 2019, AT 5:00 P.M.
EASTERN TIME)**

**TO ALL PERSONS AND ENTITIES WITH CLAIMS
AGAINST ANY OF THE DEBTOR ENTITIES LISTED ON
APPENDIX A ATTACHED HERETO:**

On January 4, 2019 the United States Bankruptcy Court for the Southern District of New York (the “**Court**”) entered an order (the “**Bar Date Order**”) establishing certain deadlines for the filing of proofs of claim in the chapter 11 cases of the above-captioned debtors and debtors-in-possession (the “**Debtors**”). A list of all of the Debtors and their respective case numbers is attached as Appendix A.

By the Bar Date Order, the court established February 8, 2019, at 5:00 p.m. prevailing Eastern Time (the “**General Bar Date**”) as the general claims bar date for filing proofs of claim in the Debtors’ cases. As described below, the Bar Date Order also establishes different bar dates for other categories of claims. Among other exceptions described below, the General Bar Date does not apply to claims of creditors with a foreign address or any governmental unit.

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Synergy Pharmaceuticals Inc. (5269); Synergy Advanced Pharmaceuticals, Inc. (4596). The address of the Debtors’ corporate headquarters is 420 Lexington Avenue, Suite 2012, New York, New York 10170.

For your convenience, enclosed with this notice (this “**Notice**”) is a proof of claim form, which identifies on its face the amount, nature, and classification of your claim(s), if any, listed in the Debtors’ schedules of assets and liabilities and statements of financial affairs filed in these cases (collectively, the “**Schedules and Statements**”).

As used in this Notice, the term “claim” means, as to or against any of the Debtors and in accordance with section 101(5) of title 11 of the United States Code (the “**Bankruptcy Code**”):

(a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

I. The Bar Dates

The Bar Date Order establishes the following bar dates for filing proofs of claim in these cases (collectively, the “**Bar Dates**”).

- (a) **General Bar Date.** Pursuant to the Bar Date Order, except as described below, all entities holding claims against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases are required to file proofs of claim by **February 8, 2019, at 5:00 p.m. prevailing Eastern Time** (the “**General Bar Date**”). These cases were commenced on December 12, 2018 (the “**Petition Date**”). The General Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims, and unsecured nonpriority claims.

- (b) **Foreign Creditors Bar Date.** Pursuant to the Bar Date Order, all entities with foreign addresses holding claims against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases are required to file proofs of claim by **February 8, 2019, at 5:00 p.m. prevailing Eastern Time** (the “**Foreign Creditors Bar Date**”). The Foreign Creditors Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims, and unsecured nonpriority claims.
- (c) **Governmental Bar Date.** Pursuant to the Bar Date Order, all governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date (including secured claims, unsecured priority claims, and unsecured nonpriority claims) are required to file proofs of claim by **June 10, 2019, at 5:00 p.m. prevailing Eastern Time** (the “**Governmental Bar Date**”).
- (d) **Amended Schedules Bar Date.** Pursuant to the Bar Date Order, if subsequent to the date of this Notice, a Debtor amends or supplements its Schedules, the affected claimant is required to file a proof of claim or amend any previously filed proof of claim in respect of the amended scheduled claim on or before the later of (i) the General Bar Date and (ii) 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days after the date that notice of the applicable amendment or supplement to the Schedules and Statements are served on the claimant. The later of these dates is referred to in this Notice as the “**Amended Schedules Bar Date.**”

(e) **Rejection Bar Date.** Pursuant to the Bar Date Order, any entity asserting claims arising from or relating to the rejection of executory contracts or unexpired leases, in accordance with section 365 of the Bankruptcy Code and pursuant to an order entered prior to the confirmation of a chapter 11 plan in the applicable Debtor's chapter 11 case (any such order, a "**Rejection Order**"), or claims otherwise related to such rejected agreements, (the "**Rejection Damage Claims**") are required to file proofs of claim by the later of (a) the General Bar Date and (b) 5:00 p.m. prevailing Eastern Time on the date that is thirty (30) days after the entry of the relevant Rejection Order. The later of these dates is referred to in this Notice as the "**Rejection Bar Date.**" For the avoidance of doubt, all prepetition and postpetition claims of any kind or nature arising from or relating to executory contracts or unexpired leases rejected by a Rejection Order must be filed by the Rejection Bar Date.

II. Who Must File A Proof of Claim

Unless one of the exceptions described in Section 5 below applies, if you have a claim that arose or is deemed to have arisen prior to the Petition Date, you **MUST** file a proof of claim to vote on a chapter 11 plan or to share in distributions from the Debtors' bankruptcy estates. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the applicable Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date.

Except where the Rejection Bar Date, the Amended Schedules Bar Date, the Foreign Creditors Bar Date, or the Governmental Bar Date apply to establish a different deadline or one of the exceptions in Section 5 applies, the following entities must file proofs of claim on or before the General Bar Date:

- (a) any Claimant whose Claim against a Debtor is not listed in the applicable Debtors' Schedules or is listed as any of disputed, contingent, or unliquidated, if the holder of such Claim desires to share in any distribution of these bankruptcy cases;
- (b) any Claimant who believes that its Claim is improperly classified in the Claim Schedules, is listed in an incorrect amount, or who desires to have its Claim allowed to a classification or amount other than that identified in the Schedules;
- (c) any Claimant who believes that its prepetition Claims as listed in the Schedules is not an obligation of the specific Debtor against which the claim is listed and that desires to have its Claim allowed against a Debtor other than that identified in the Schedules; and
- (d) any entity holding a Claim that is allowable under Bankruptcy Code section 503(b)(9) as an administrative expense in the Chapter 11 Cases.

III. What To File

The Debtors are enclosing a proof of claim form for use in these cases. Additional proof of claim forms may be obtained at the following website:

<https://cases.primeclerk.com/Synergy/EPOC-Index>.

All proof of claim forms must be signed by the claimant, or, if the claimant is not an individual, by an authorized agent of the claimant. The proof of claim form must be written in English and be denominated in United States currency. You should attach to your completed proof of claim form any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

All entities asserting claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor. In addition, any entity filing a proof of claim must identify on its proof of claim form the particular Debtor against which its claim is asserted. A list of the Debtors, together with their respective case numbers, is set forth on **Appendix A**. Any claim filed in the joint administration case number or that otherwise fails to identify a Debtor shall be deemed as filed only against Synergy Pharmaceuticals Inc. If more than one Debtor is listed on the form, the proof of claim will be treated as filed only against the first listed Debtor.

IV. When and Where To File

IF BY MAIL:

Synergy Pharmaceuticals Inc.
Claims Processing Center
c/o Prime Clerk LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232
T: (855) 388-4579

IF DELIVERED BY HAND:

Synergy Pharmaceuticals Inc.
Claims Processing Center
c/o Prime Clerk LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232
T: (855) 388-4579

**IF FILED
ELECTRONICALLY:**

[https://cases.primeclerk.com/
Synergy/EPOC-Index](https://cases.primeclerk.com/Synergy/EPOC-Index)

Proofs of claim may NOT be delivered by facsimile or electronic mail

transmission. Proofs of claim will be deemed filed only when **actually received** on or before the applicable Bar Date.

V. Who Need Not File A Proof of Claim

The Bar Date Order further provides that the following entities, whose claims otherwise would be subject to the General Bar Date, need not file proofs of claim:

- (a) any Claimant that already has filed a signed Proof of Claim against the applicable Debtor(s) with the Clerk of the Bankruptcy Court for the Southern District of New York or Prime Clerk in a form substantially similar to Official Bankruptcy Form 410;

- (b) any Claimant whose Claim is listed on the Schedules if (i) the Claim is not scheduled as “disputed,” “contingent,” or “unliquidated,” (ii) the Claimant agrees with the amount, nature, and priority of the Claim as set forth in the Schedules, and (iii) the Claimant does not dispute that the Claim is an obligation of the Debtor as set forth in the Schedules;
- (c) a holder of a Claim that previously has been allowed by order of this Court;
- (d) any entity who holds a Claim that has been paid in full by any of the Debtors or any other party;
- (e) any entity who holds a Claim that is subject to specific deadlines, aside from those established pursuant to the Bar Date Order, fixed by this Court by separate order;
- (f) any Debtor having a Claim against another Debtor;
- (g) any holder of a Claim allowable under section 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration (other than any Claim allowable under section 503(b)(9) of the Bankruptcy Code); and
- (h) any person or entity that holds an equity security interest in the Debtors, which interest is based exclusively upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants, options, or rights to purchase, sell or subscribe to such a security or interest; *provided, however*, that if any such holder asserts a Claim (as opposed to an ownership interest) against the Debtors (including a Claim relating to an equity interest or the purchase or sale of

such equity interest), a Proof of Claim must be filed on or before the applicable Bar Date pursuant to the Bar Date Order.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim or that the Debtors or the Court believe that you have a claim against the Debtors.

VI. Executory Contracts and Unexpired Leases

As described in Section 1 above, any entity wishing to assert a Rejection Damage Claim must file a proof of claim for any prepetition or postpetition damages caused by such rejection, or any other prepetition or postpetition claims of any kind or nature whatsoever relating to the rejected agreement, by the Rejection Bar Date.

VII. Consequences of Failure To File A Proof of Claim by The Applicable Bar Date

Any entity that is required to file a proof of claim with respect to a particular claim against a Debtor, but that fails to do so by the applicable bar date described in this notice, **shall be forever barred, estopped and enjoined from the following:** (a) asserting any claim against the Debtors or their estates or property that (i) is in an amount that exceeds the amount, if any, that is identified in the schedules on behalf of such entity as undisputed, noncontingent and liquidated or (ii) is of a different nature or a different classification than any claim identified in the schedules on behalf of such entity (any such claim being referred to in this notice as an “unscheduled claim”); or (b) voting upon, or receiving distributions under, any chapter 11 plan in these chapter 11 cases in respect of an unscheduled claim.

VIII. The Debtors' Schedules and Access Thereto

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of claim form(s) regarding the nature, amount and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the information on the enclosed proof of claim form may reflect the net remaining amount of your claims. If the Debtors believe that you may hold claims against more than one Debtor, you will receive multiple proof of claim forms, each of which will reflect the nature and amount of your claim against one Debtor, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. If you agree with the nature, amount and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors in the Schedules, and if your claim is not described in the Schedules as "disputed," "contingent" or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

IX. Reservation of Rights

The Debtors reserve the right to (a) dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, priority, classification or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (c) otherwise amend or supplement the Schedules. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

X. Additional Information

Copies of the Debtors' Schedules are available for inspection on the Court's website at www.nysb.uscourts.gov. A login and password to the Court's Public Access to Court Electronic Records ("**PACER**") are required to access this information and can be obtained through the PACER Service Center at www.pacer.gov. Copies of the Schedules may also be examined between the hours of 9:00 a.m. and 4:30 p.m., Monday through Friday at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, New York, NY 10004-1408.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.

Dated: New York, New York
January 4, 2019

BY ORDER OF THE COURT

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*Proposed Counsel for Debtors
and Debtors-in-Possession*

Appendix A

Debtors	Case Number	Employee Identification Number (EIN)
Synergy Pharmaceuticals Inc.	18-14010	33-0505269
Synergy Advanced Pharmaceuticals, Inc.	18-14011	26-1124596