

Adjourned Hearing Date: March 12, 2019 at 11:00 a.m. (Prevailing Eastern Time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Lisa Laukitis  
Christine A. Okike  
Four Times Square  
New York, New York 10036-6522  
Telephone: (212) 735-3000  
Fax: (212) 735-2000

TOGUT, SEGAL & SEGAL LLP  
Albert Togut  
Neil M. Berger  
Kyle J. Ortiz  
One Penn Plaza  
Suite 3335  
New York, New York 10119  
Telephone: (212) 594-5000  
Fax: (212) 967-4258

– and –

Ron E. Meisler (admitted *pro hac vice*)  
Christopher M. Dressel (admitted *pro hac vice*)  
Jennifer Madden (admitted *pro hac vice*)  
155 North Wacker Drive  
Chicago, Illinois 60606-1720  
Telephone: (312) 407-0700  
Fax: (312) 407-0411

*Counsel to Debtors  
and Debtors-in-Possession*

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

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

*In re*

**SYNERGY PHARMACEUTICALS INC., et al.,  
Debtors.<sup>1</sup>**

:  
: **Chapter 11**  
:  
: **Case No. 18-14010 (JLG)**  
:  
: **Jointly Administered**  
:

**NOTICE OF ADJOURNMENT OF HEARING ON DEBTORS’ MOTION FOR ORDER  
(I) APPROVING THE FORM AND MANNER OF NOTICE OF THE DISCLOSURE  
STATEMENT HEARING; (II) APPROVING DISCLOSURE STATEMENT; (III)  
SCHEDULING HEARING ON CONFIRMATION OF PLAN; (IV) ESTABLISHING  
DEADLINES AND PROCEDURES FOR FILING OBJECTIONS TO CONFIRMATION  
OF PLAN; (V) ESTABLISHING DEADLINES AND PROCEDURES FOR VOTING ON  
THE PLAN; (VI) APPROVING SOLICITATION PROCEDURES; (VII)  
ESTABLISHING PROCEDURES FOR TABULATION OF VOTES; AND (VIII)  
GRANTING RELATED RELIEF**

<sup>1</sup> 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.

**PLEASE TAKE NOTICE** that on January 25, 2019, Synergy Pharmaceuticals Inc. and its affiliate the debtors and debtors-in-possession in the above-captioned cases (collectively, the “**Debtors**”) filed the *Debtors’ Motion for Order (I) Approving the Form and Manner of Notice of the Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Scheduling Hearing on Confirmation of Plan; (IV) Establishing Deadlines and Procedures for Filing Objections to Confirmation of Plan; (V) Establishing Deadlines and Procedures for Voting on the Plan; (VI) Approving Solicitation Procedures; (VII) Establishing Procedures for Tabulation of Votes; and (VIII) Granting Related Relief* (the “**Motion**”) [Docket No. 271].

**PLEASE TAKE FURTHER NOTICE** that a hearing on the Motion previously scheduled to be heard on March 1, 2019 at 11:00 a.m. has been adjourned to **March 12, 2019 at 11:00 a.m. (Prevailing Eastern Time)**, or as soon thereafter as counsel may be heard. The hearing will be held before the Honorable James L. Garrity Jr., United States Bankruptcy Judge in the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom 601, New York, New York 10004.

**PLEASE TAKE FURTHER NOTICE** that responses or objections, if any, to the Motion and the relief requested therein, must be made in writing and (a) filed with the Bankruptcy Court no later than **4:00 p.m. (Prevailing Eastern Time) on March 4, 2019** (the “**Objection Deadline**”) and (b) served so as to be actually received by the following parties by the Objection Deadline:

(i) the Debtors, Synergy Pharmaceuticals Inc., 420 Lexington Avenue, Suite 2012, New York, New York 10170;

(ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036, Attn: Lisa Laukitis (Lisa.Laukitis@skadden.com) and Christine A. Okike (Christine.Okike@skadden.com), and 155 North Wacker Drive, Chicago, IL 60606, Attn: Ron E. Meisler (Ron.Meisler@skadden.com), Christopher M. Dressel (Christopher.dressel@skadden.com), and Jennifer Madden (Jennifer.Madden@skadden.com);

(iii) proposed co-counsel to the Debtors, Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, New York 10119, Attn: Albert Togut (altogut@teamtogut.com), Neil M. Berger (neilberger@teamtogut.com), and Kyle J. Ortiz (kortiz@teamtogut.com);

(iv) William K. Harrington, United States Trustee For Region 2, United States Department of Justice, Office of the United States Trustee, 201 Varick Street, Room 1006, New York, New York 10014, Attn: Greg Zipes, Esq. (Greg.Zipes@usdoj.gov) and Benjamin J. Higgins, Esq. (Benjamin.j.higgins@usdoj.gov);

(v) counsel to the administrative agent under the Debtors' prepetition term loan facility and DIP facility, Venable LLP, 1270 Avenue of the Americas, New York, New York 10020, Attn: Jeffrey S. Sabin (jssabin@venable.com);

(vi) counsel to the indenture trustee under the Debtors' prepetition senior notes, Pryor Cashman LLP, 7 Times Square, New York, New York 10036, Attn: Seth H. Lieberman (slieberman@pryorcashman.com), Patrick Sibley (psibley@pryorcashman.com), and Matthew W. Silverman (msilverman@pryorcashman.com);

(vii) the Securities and Exchange Commission, 200 Vesey Street, Suite 400, New York, New York 10281, Attn: Bankruptcy Department (bankruptcynoticeschr@sec.gov and nyrobankruptcy@sec.gov);

(viii) the Office of the United States Attorney for the Southern District of New York, 86 Chambers Street, 3rd Floor, New York, New York 10007;

(ix) the Food and Drug Administration, 10903 New Hampshire Avenue, Silver Spring, Maryland, 20993-0002, Attn: Legal Department;

(x) proposed counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, Illinois 60611, Attn: Richard A. Levy (Richard.Levy@lw.com) and Matthew Warren (Matthew.Warren@lw.com), and 885 Third Avenue, New York, New York 10022, Attn: Jeffrey Mispagel (Jeffrey.Mispagel@lw.com); and

(xi) proposed counsel for the Official Committee of Equity Security Holders; Gibson, Dunn & Crutcher, 200 Park Avenue, New York, New York 10166-0193, Attn: David Feldman (dfeldman@gibsondunn.com) and Alan Moskowitz (amoskowitz@gibsondunn.com).

**PLEASE TAKE FURTHER NOTICE** that unless a written objection to the Motion, with proof of service, is filed with the Bankruptcy Court and two single-sided courtesy copies delivered to the Honorable James L. Garrity Jr.'s chambers by the Objection Deadline, the Debtors may, on or after the Objection Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order attached to the Motion, which order may be entered with no further notice or opportunity to be heard.

**PLEASE TAKE FURTHER NOTICE** that copies of the Motion can be viewed and/or obtained by: (i) accessing the Court's website at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov), (ii) contacting the Office of the Clerk of the Court at United States Bankruptcy Court, Southern District of New York, One Bowling Green, New York, NY 10004, or (iii) from the Debtors' notice and claims

agent, Prime Clerk, LLC, at <https://cases.primeclerk.com/Synergy> or by calling 1-855-388-4579 (toll free from the U.S. and Canada); or 1-646-795-6978 (international) or by e-mail at [synergyinfo@primeclerk.com](mailto:synergyinfo@primeclerk.com). Note that a PACER password is needed to access documents on the Court's website.

Dated: New York, New York  
February 25, 2019

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

/s/ Ron E. Meisler

Lisa Laukitis  
Christine A. Okike  
Four Times Square  
New York, New York 10036-6522  
Telephone: (212) 735-3000  
Fax: (212) 735-2000

– and –

Ron E. Meisler (admitted *pro hac vice*)  
Christopher M. Dressel (admitted *pro hac vice*)  
Jennifer Madden (admitted *pro hac vice*)  
155 North Wacker Drive  
Chicago, Illinois 60606-1720  
Telephone: (312) 407-0700  
Fax: (312) 407-0411

TOGUT, SEGAL & SEGAL LLP

Albert Togut  
Neil M. Berger  
Kyle J. Ortiz  
One Penn Plaza  
Suite 3335  
New York, New York 10119  
Telephone: (212) 594-5000  
Fax: (212) 967-4258

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