

**Notice of administrator's  
appointment****R2.19****Pursuant to paragraph 46 of Schedule B1 to the Insolvency Act 1986 and  
Rule 2.19 of the Insolvency (Scotland) Rules 1986**

Name of Company

Paper Innovation Limited

Company number

SC150034

(a) Insert full  
name(s) and

address(es)

We (a)  
Anthony Collier  
FRP Advisory LLP  
98 King Street  
7<sup>th</sup> Floor Ship Canal House  
Manchester  
M2 4WU

Thomas MacLennan  
FRP Advisory LLP  
Apex 3  
95 Haymarket Terrace  
Edinburgh  
EH12 5HD

give notice that we were appointed as Joint administrator(s) of the above company on:

(b) Insert date

(b) 30 July 2018

and attach a copy of the administration order/notice of appointment

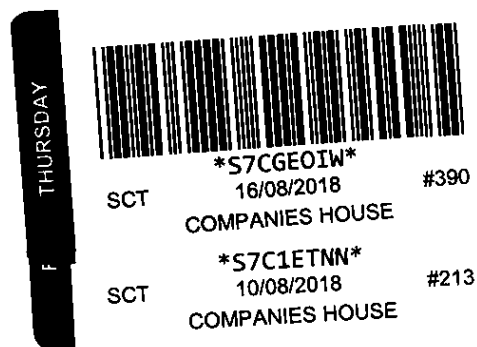
Signed

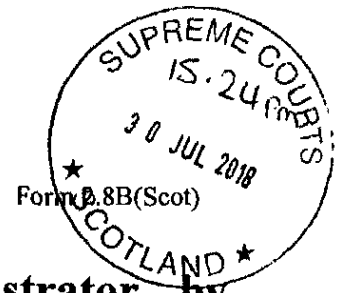
*A Collier*

Dated

30 July 2018

Anthony Collier Joint Administrator IP No 18910





## Notice of appointment of an administrator by company or director(s)

(Where a notice of intention to appoint has been issued)

Pursuant to paragraphs 22 and 29 of Schedule B1 to the Insolvency Act 1986 and Rule 2.16 of the Insolvency (Scotland) Rules 1986

Name of Company: Paper Innovation Limited

Company number: SC150034

(a) Name and address

(b) (five name(s) and

\*Delete as applicable

1. Notice is given that, in respect of (a) Paper Innovation Limited, having its Registered Office at Stanley House, 69/71 Hamilton Road, Motherwell, Lanarkshire, ML1 3DG ("the company") ~~\*the company/the~~ director of the company ("the appointor") hereby appoints (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as administrator(s) of the company.

2. The amount of the company's share capital paid up or credited as paid up is £20,000

\*Delete as applicable

3. The statement(s) of the proposed administrator(s) ~~\*is/are~~ attached.

4. The appointor is entitled to make an appointment under paragraph 22 of Schedule B1 to the Insolvency Act 1986.

5. The appointment is in accordance with Schedule B1 to the Insolvency Act 1986.

\*Delete as applicable

6. The company ~~\*is/is~~ not ~~\*an~~ insurance undertaking/a credit institution/an investment undertaking providing services involving the holding of funds or securities for third parties/a collective investment undertaking under Article 1.2 of the EC Regulation.

(c) State whether main, secondary or territorial proceedings

7. For the following reasons it is considered that the EC Regulation ~~\*will/will not~~ apply. If it does, these proceedings will be (c) main proceedings as defined in Article 3 of the Regulation: Administration is an "insolvency proceeding" within the meaning of Article 2(a) of the EC Regulation and the Company does not fall within any of the excepted categories in Article 1(2) of the EC Regulation. The Company is registered in Scotland and it is considered that it has its centre of main interest in the United Kingdom.

8. Where there are joint administrators, a statement for the purposes of paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 is attached.

(d) Insert date

9. The appointor has given at least five business days' written notice of the intention to appoint in accordance with paragraph 26(1) of Schedule B1 to the Insolvency Act 1986 and a copy of that notice was lodged in The Court of Session, Parliament Square, Edinburgh on (d) 18 July 2018 and ~~(a) five business days have elapsed from the date of the notice or~~ (b) each person to whom the notice was sent has consented to this appointment

(e) Insert name and address of person making declaration

10. (e) STEVE JOHNSTON (DIRECTOR) OAK BARN  
BYERLJORTH LANE, GARSTANG, PRESTON  
PR3 1QA

(If making the declaration on behalf of appointor indicate capacity e.g. director/solicitor)

do solemnly and sincerely declare that—

- (i) the information provided in this notice; and
- (ii) the statement made and information given in the notice of intention to appoint,

are, and remain, to the best of my knowledge and belief, true,

**AND I making this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.**

Declared at GLASGOW IN THE COUNTY OF DUNDEE

Signed S. P. John

This 26 day of July 2018

before me M. J. L. L. L. L.

A Notary Public or Justice of the Peace or Solicitor

A COMMISSIONER FOR OATHS

MG Legal Solicitors

7 Pringle Court

Garstang

PR3 1LN

**Endorsement to be completed by the court**

This notice was lodged on (d) 30th July 2018 at 15.25pm

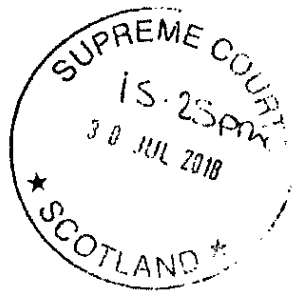
Gillian Quinn

MG Legal Solicitors

7 Pringle Court

Garstang

PR3 1LN



(f) Insert date and time

# THE INSOLVENCY ACT 1986

## Statement Pursuant to paragraph 100(2) of Schedule B1 to the Insolvency Act 1986

Name of Company:	Company number:
Paper Innovation Limited (Company)	SC150034

Whereas, Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU each a licensed insolvency practitioner are to be appointed as Joint Administrators of the Company (**Joint Administrators**). I, the sole director of the Company, being the appointor of the Joint Administrators, hereby declare pursuant to paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 that all and/or any of the powers which are conferred on the Joint Administrators by the Insolvency Act 1986 may be done by each and/or both of the Joint Administrators acting jointly or alone.

Signed for and on behalf of the sole director of  
**Paper Innovation Limited**

Signed SP John

Capacity C.E.O

Full Name STEVEN PETER JOHNSTON

Dated 26 JULY 2018



Rule 2.2  
Rule 2.4  
Rule 2.10  
Rule 2.16  
Rule 2.53

The Insolvency Act 1986

Form 2.1B (Scot)

## Statement of proposed administrator

Pursuant to paragraph 18(3) or 29(3) of Schedule B1 to the Insolvency Act 1986 and Rule 2.2, 2.4(2), 2.10(2), 2.16(3) or 2.53(1) of the Insolvency (Scotland) Rules 1986

Name of company: Paper Innovation Limited	Company number: SC150034
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(a) Insert name and address of proposed administrator

1. I (a) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD hereby certify that I am authorised under the provisions of Part XIII of the Insolvency Act 1986 to act as an insolvency practitioner.

I.P. No.: 8209

(b) Insert name of company

\* Delete as applicable

Name of Regulatory Body: Institute of Chartered Accountants in Scotland

act as administrator of (b) Paper Innovation Limited ("the company")

in accordance with the \*application / notice of appointment of

(c) Insert name of person presenting administration application or making the appointment

(d) Insert date of application or notice of appointment

\* Delete as applicable

(c) the director of the company

dated (d) 26 JULY 2018



3. I am of the opinion that the purpose of administration is reasonably likely to be achieved.

4. I ~~\*have~~/ have not had any prior professional relationship with the company.

5. ~~I attach to this Statement a short summary of any prior professional relationship(s) with the company.~~

Signed

TDM

Dated

26 JULY 2018

Rule 2.2  
Rule 2.4  
Rule 2.10  
Rule 2.16  
Rule 2.53

The Insolvency Act 1986

Form 2.1B (Scot)

## Statement of proposed administrator

Pursuant to paragraph 18(3) or 29(3) of Schedule B1 to the Insolvency Act 1986 and Rule 2.2, 2.4(2), 2.10(2), 2.16(3) or 2.53(1) of the Insolvency (Scotland) Rules 1986

Name of company: Paper Innovation Limited	Company number: SC150034
---	-----------------------------

(a) Insert name and address of proposed administrator

1. I (a) Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU hereby certify that I am authorised under the provisions of Part XIII of the Insolvency Act 1986 to act as an insolvency practitioner.

I.P. No.: 18910

(b) Insert name of company

Name of Regulatory Body: Institute of Chartered Accountants in England and Wales

\* Delete as applicable

act as administrator of (b) Paper Innovation Limited ("the company")

in accordance with the ~~\*application~~ / notice of appointment of

(c) Insert name of person presenting administration application or making the appointment

(c) the director of the company

(d) Insert date of application or notice of appointment

dated (d) 26 JULY 2018

\* Delete as applicable

3. I am of the opinion that the purpose of administration is reasonably likely to be achieved.

4. I ~~\*have~~ / have not had any prior professional relationship with the company.

5. I ~~attach to this Statement a short summary of any prior professional relationship(s) with the company.~~

Signed A Collier

Dated 26 JULY 2018



## Notice of intention to appoint an administrator by company or director(s)

Pursuant to paragraph 26 of Schedule B1 to the Insolvency Act 1986 and Rule 2.13 of the Insolvency (Scotland) Rules 1986

Name of Company: Paper Innovation Limited

Company number: SC150034

a) Insert name and address

(b) Give name(s) and

\*Delete as applicable

1. Notice is given that, in respect of (a) Paper Innovation Limited, having its Registered Office at Stanley House, 69/71 Hamilton Road, Motherwell, Lanarkshire, ML1 3DG ("the company") \*the company/the director of the company ("the appointor") intends to appoint (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as administrator(s) of the company.

2. The amount of the company's share capital paid up or credited as paid up is £20,000

3. This notice is being given to the following person(s), being person(s) who is/are or may be entitled to appoint an administrative receiver of the company or an administrator of the company under paragraph 14 of Schedule B1 to the Insolvency Act 1986:

(c) Insert name and address of each person to whom notice is given

(c) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL, holder of a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital.

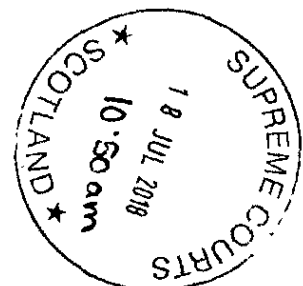
4. The company has not, within the last twelve months—

- (i) been in administration;
- (ii) been the subject of a moratorium under Schedule A1 to the Insolvency Act 1986 which has ended on a date when no voluntary arrangement was in force; or
- (iii) been the subject of a voluntary arrangement which was made during a moratorium for the company under Schedule A1 to the Insolvency Act 1986 and which ended prematurely within the meaning of section 7B of the Insolvency Act 1986.

5. In relation to the company there is no—

- (i) petition for winding up which has been presented but not yet disposed of;
- (ii) administration application which has not yet been disposed of; or
- (iii) administrative receiver in office,

\*Delete as applicable



6. The company ~~\*is/is not~~ ~~\*an insurance undertaking/a credit institution/an investment undertaking providing services involving the holding of funds or securities for third parties/a collective investment undertaking under Article 1.2 of the EC Regulation.~~

(d) Insert whether main,  
secondary or territorial  
proceedings

7. For the following reasons it is considered that the EC Regulation ~~\*will/will not~~ apply. If it does, these proceedings will be (d) main proceedings as defined in Article 3 of the Regulation: Administration is an "insolvency proceeding" within the meaning of Article 2(a) of the EC Regulation and the Company does not fall within any of the excepted categories in Article 1(2) of the EC Regulation. The Company is registered in Scotland and it is considered that it has its centre of main interest in the United Kingdom.

8. Attached to this notice is ~~\*a copy of the resolution of the company to appoint an administrator/a record of the decision of the director to appoint an administrator.~~

(e) Insert full name of court

9. This notice is to be lodged in (e) The Court of Session, Parliament Square, Edinburgh. Any enquiries should be addressed not to the court but to the appointor at the address stated in this form.

(f) Insert name and  
address of person making  
declaration

10. I STEVE JOHNSTON (DIRECTOR) OAK BARN  
BYERWORTH LANE, GARSTANG, PRISTON PR3 1QA  
(If making the declaration on behalf of appointor indicate capacity e.g. director/solicitor)

hereby do solemnly and sincerely declare that:

- (i) the company is or is likely to become unable to pay its debts;
- (ii) the company is not in liquidation; and
- (iii) the statements in paragraphs 4 and 5 are, so far as I am able to ascertain, true,

and that the information provided in this notice is to the best of my knowledge and belief true,

AND I making this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at GARSTANG IN THE COUNTY OF LANCAIRSHIRE

Signed S. P. Johnston

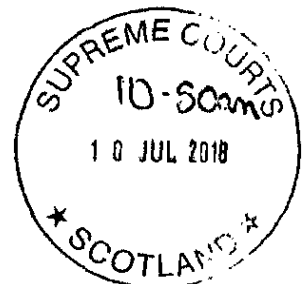
This 17 day of JULY 2018

before me MAIR (MICHAEL J. ACHAM)

Note: this form now to be  
sent to all those required to  
be sent the forms by  
Rule 2.13(2)

A Notary Public or Justice of the Peace or Solicitor A COMMISSIONER FOR OATHS

MG Legal Solicitors  
7 Pringle Court  
Garstang  
PR3 1LN



(g) Appointor to insert  
address

(h) Insert name and  
address



**Consent of Floating Charge Holder to Appointment of Administrator**

(Do not detach this part of the form)

If, having read this notice, you have no objection to the making of this appointment you should complete the details in the box below and return a copy of this notice as soon as possible, and within five business days from receipt of this notice, to the appointor at the following address:

(g) c/o Addleshaw Goddard LLP, Exchange Tower, 19 Canning Street, Edinburgh EH3 8EH

If your consent has not been given within five business days the appointor may make the appointment notwithstanding that you have not notified your consent to the appointment.

(h) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL

being the holder of the following floating charges over the Company's property:

(i) a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital,

consents to the appointment of the administrator(s) in accordance with the details of this notice.

Signed \_\_\_\_\_

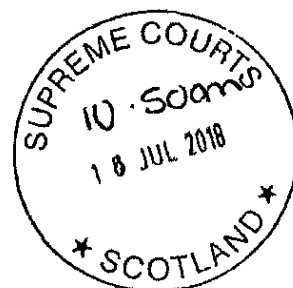
(If signing on behalf of a firm or company state position or office held)

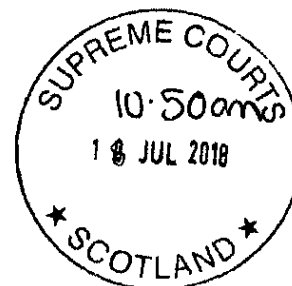
Dated \_\_\_\_\_

**Endorsement to be completed by the court**

This notice was lodged on (i) Wednesday 18th July 2018 at 10.50am

*Gillian Quin*





Company No. SC150034

**Company Name: Paper Innovation Limited (Company)**

Resolution of the sole director of the Company made at <sup>P</sup> on 16/7/18 at 7.30am/pm.

PRESTON

## 1. Purpose

It was noted that the purpose of the resolution was to consider the present financial difficulties of the Company and the appropriate action to take in light of those financial difficulties. In particular, it was noted that it was appropriate to appoint administrators to the Company. It was the opinion of the sole director that the contents of the Documents (as defined below) are true and accurate and that the Company is insolvent and unable to pay its debts as they fall due.

It was noted that Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU, licensed insolvency practitioners, had agreed in principle to act as joint administrators of the Company.

It was further noted that the director of the Company filed a Form 2.7B (Scot) "Notice of intention to appoint an administrator by company or its directors" in respect of the Company in the Court of Session on 4 July 2018. Since then, the director and the proposed administrators have been working to agree the terms of a sale of the business and assets of the Company with a view to completing on a pre-pack administration basis. The terms of the sale are still to be finalised and so it is considered to be in the interests of the Company and its creditors for another Form 2.7B (Scot) to be filed at the Court of Session in order to extend the moratorium and give sufficient time for a sale to be agreed.

## 2. Documents considered

Copies of the following documents were considered by the sole director:

- (a) a Form 2.7B (Scot) prescribed by the Insolvency (Scotland) Rules 1986 (as amended) - "Notice of intention to appoint an administrator by company or its directors";
- (b) a Form 2.8B (Scot) prescribed by the Insolvency (Scotland) Rules 1986 (as amended) - "Notice of appointment of an administrator by company or its directors";
- (c) a statement for the purposes of paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 (as amended); and
- (d) irrevocable instruction letter from the sole director to Addleshaw Goddard LLP (**Addleshaw Goddard**) confirming the extent of Addleshaw Goddard's role for the purposes of any appointment of administrators by the sole director;

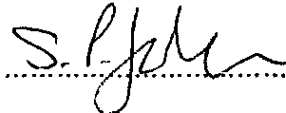
(together the Documents).

### 3. Resolutions

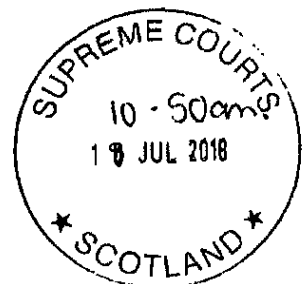
After consideration, **IT WAS RESOLVED THAT:**

- (a) Having regarding to the financial position of the Company, it would be in the best interests of the Company and its creditors for the sole director to place the Company into administration and appoint Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as joint administrators of the Company.
- (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU be appointed as joint administrators of the Company by the sole director.
- (c) The form of the Documents be approved.
- (d) The sole director be authorised to complete and make the statutory declarations on the prescribed forms and to complete and sign any such other documentation as may be required to effect the appointment of the administrators to the Company.
- (e) The sole director authorise Addleshaw Goddard on his behalf to sign the Documents (and all other documents required to effect the appointment) and notify on a Form 2.7B (Scot) Lloyds Bank Commercial Finance Limited (Lender) of his intention to appoint administrators to the Company.
- (f) Addleshaw Goddard lodge at the Court of Session and serve a copy of the Form 2.7B (Scot) on the Company on behalf of the sole director.
- (g) On the earlier of either:
  - (i) the Lender consenting to the making of the proposed appointment; or
  - (ii) a period of five business days elapsing from the Form 2.7B (Scot) being served on the Lender without the Lender appointing their own preferred administrator(s) of the Company

Addleshaw Goddard be instructed to file with the Court of Session the requisite Form 2.8B (Scot) and such other documentation as may be required in respect of the directors' appointment of the proposed administrators of the Company.

  
.....

Sole Director



## Notice of intention to appoint an administrator by company or director(s)

Pursuant to paragraph 26 of Schedule B1 to the Insolvency Act 1986 and Rule 2.13 of the Insolvency (Scotland) Rules 1986

Name of Company: Paper Innovation Limited	Company number: SC150034
---	--------------------------



(a) Insert name and address of registered office of company

SY M

\*Delete as applicable  
1

1. Notice is given that, in respect of (a) Paper Innovation Limited, having its Registered Office at Stanley House, 69/71 Hamilton Road, Motherwell, Lanarkshire, ML1 3DG ("the company") ~~the company~~ the director of the company ("the appointor") intends to appoint (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as administrator(s) of the company.

2. The amount of the company's share capital paid up or credited as paid up is £20,000

3. This notice is being given to the following person(s), being person(s) who is/are or may be entitled to appoint an administrative receiver of the company or an administrator of the company under paragraph 14 of Schedule B1 to the Insolvency Act 1986:

(c) Insert name and address of each person to whom notice is given

(c) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL, holder of a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital.

4. The company has not, within the last twelve months—

- (i) been in administration;
- (ii) been the subject of a moratorium under Schedule A1 to the Insolvency Act 1986 which has ended on a date when no voluntary arrangement was in force; or
- (iii) been the subject of a voluntary arrangement which was made during a moratorium for the company under Schedule A1 to the Insolvency Act 1986 and which ended prematurely within the meaning of section 7B of the Insolvency Act 1986.

5. In relation to the company there is no—

- (i) petition for winding up which has been presented but not yet disposed of;
- (ii) administration application which has not yet been disposed of; or
- (iii) administrative receiver in office,

Form 2.7B(Scot) continued

\*Delete as applicable

6. The company ~~is/is not~~ an insurance undertaking/a credit institution/an investment undertaking providing services involving the holding of funds or securities for third parties/a collective investment undertaking under Article 1.2 of the EC Regulation.

(d) Insert whether main, secondary or territorial proceedings

7. For the following reasons it is considered that the EC Regulation ~~will~~/will not apply. If it does, these proceedings will be (d) main proceedings as defined in Article 3 of the Regulation: Administration is an "insolvency proceeding" within the meaning of Article 2(a) of the EC Regulation and the Company does not fall within any of the excepted categories in Article 1(2) of the EC Regulation. The Company is registered in Scotland and it is considered that it has its centre of main

8. Attached to this notice is ~~\*a copy of the resolution of the company to appoint an administrator/a~~  
record of the decision of the director to appoint an administrator.

9. This notice is to be lodged in (e) The Court of Session, Parliament Square, Edinburgh. Any enquiries should be addressed not to the court but to the appointor at the address stated in this form.

STEVE JOHNSTON - DIRECTOR  
OAK BARN, BYERWORTH LANE, GARSTANG,  
PRESTON PR3 1QA

(f) Insert name and address of person making declaration 10. I(f)

(If making the declaration on behalf of appointor indicate capacity e.g. director/solicitor)

- (i) the company is or is likely to become unable to pay its debts;
- (ii) the company is not in liquidation; and
- (iii) the statements in paragraphs 4 and 5 are, so far as I am able to ascertain, true.

and that the information provided in this notice is to the best of my knowledge and belief true,

AND I making this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at FAA/144 IN THE COURT OF LANCASHIRE

Signed

This 3<sup>rd</sup> day of July 2018

before me MARY J. (MARILYN JAMES) GLENN, A COMMISSIONER FOR OREGON

note: this form now to be sent  
all those required to be sent  
the forms by Rule 2.13(2) **A Notary Public or Justice of the Peace or Solicitor**

**MG Legal Solicitors**  
7 Pringle Court  
Garstang  
PR3 1LN

**Consent of Floating Charge Holder to Appointment of Administrator**  
(Do not detach this part of the form)

If, having read this notice, you have no objection to the making of this appointment you should complete the details in the box below and return a copy of this notice as soon as possible, and within five business days from receipt of this notice, to the appointor at the following address:

(g) Appointor to invest address (g) c/o Addleshaw Goddard LLP, Exchange Tower, 19 Canning Street, Edinburgh EH3 8EH

If your consent has not been given within five business days the appointor may make the appointment notwithstanding that you have not notified your consent to the appointment.

1) Insert name and address

(h) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL

being the holder of the following floating charges over the Company's property:

(1) Give details of charge, date registered and financial limit (if any)

(i) a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital,

consents to the appointment of the administrator(s) in accordance with the details of this notice.

**Signed**

(If signing on behalf of a firm or company state position or office held)

Dated

**Endorsement to be completed by the court**

(i) Insert date and time

This notice was lodged on (i)

Wednesday 4th July 2018  
at 12.40 pm

*Gillian Gunn*

Active-16872505-1



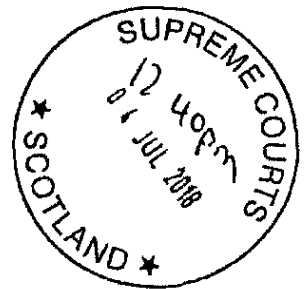
Company No. SC150034

**COMPANY NAME: PAPER INNOVATION LIMITED (COMPANY)**

Resolution of the sole director of the Company made at <sup>PRESTON</sup> on <sup>3 JUL 2018</sup> at <sup>9:15 am</sup> am/pm.

## 1 Purpose

It was noted that the purpose of the resolution was to consider the present financial difficulties of the Company and the appropriate action to take in light of those financial difficulties. In particular, it was noted that it was appropriate to appoint administrators to the Company. It was the opinion of the sole director that the contents of the Documents (as defined below) are true and accurate and that the Company is insolvent and unable to pay its debts as they fall due. It was noted that Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU, licensed insolvency practitioners, had agreed in principle to act as joint administrators of the Company.



## 2 Documents considered

Copies of the following documents were considered by the sole director:

- (a) a Form 2.7B (Scot) prescribed by the Insolvency (Scotland) Rules 1986 (as amended) - "Notice of intention to appoint an administrator by company or its directors";
- (b) a Form 2.8B (Scot) prescribed by the Insolvency (Scotland) Rules 1986 (as amended) - "Notice of appointment of an administrator by company or its directors";
- (c) a statement for the purposes of paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 (as amended); and
- (d) irrevocable instruction letter from the sole director to Addleshaw Goddard LLP (**Addleshaw Goddard**) confirming the extent of Addleshaw Goddard's role for the purposes of

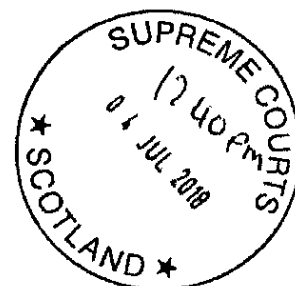
any appointment of administrators by the sole director;

(together the **Documents**).

### **3 Resolutions**

After consideration, **IT WAS RESOLVED THAT:**

- (a) Having regard to the financial position of the Company, it would be in the best interests of the Company and its creditors for the sole director to place the Company into administration and appoint Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as joint administrators of the Company.
- (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU be appointed as joint administrators of the Company by the sole director.
- (c) The form of the Documents be approved.
- (d) The sole director be authorised to complete and make the statutory declarations on the prescribed forms and to complete and sign any such other documentation as may be required to effect the appointment of the administrators to the Company.
- (e) The sole director authorise Addleshaw Goddard on his behalf to sign the Documents (and all other documents required to effect the appointment) and notify on a Form 2.7B (Scot) Lloyds Bank Commercial Finance Limited (**Lender**) of his intention to appoint administrators to the Company.
- (f) Addleshaw Goddard lodge at the Court of Session and serve a copy of the Form 2.7B (Scot) on the Company on behalf of the sole director.
- (g) On the earlier of either:



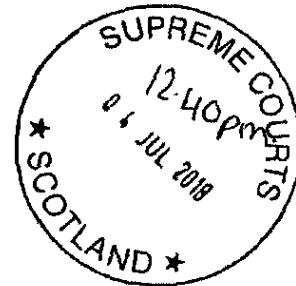


- (i) the Lender consenting to the making of the proposed appointment; or
- (ii) a period of five business days elapsing from the Form 2.7B (Scot) being served on the Lender without the Lender appointing their own preferred administrator(s) of the Company

Addleshaw Goddard be instructed to file with the Court of Session the requisite Form 2.8B (Scot) and such other documentation as may be required in respect of the directors' appointment of the proposed administrators of the Company.

.....S.P. John

Sole Director



## Notice of intention to appoint an administrator by company or director(s)

Pursuant to paragraph 26 of Schedule B1 to the Insolvency Act 1986 and Rule 2.13 of the Insolvency (Scotland) Rules 1986

Name of Company: Paper Innovation Limited

Company number: SC150034

a) Insert name and address

(b) Give name(s) and

\*Delete as applicable

1. Notice is given that, in respect of (a) Paper Innovation Limited, having its Registered Office at Stanley House, 69/71 Hamilton Road, Motherwell, Lanarkshire, ML1 3DG ("the company") \*the company/the director of the company ("the appointor") intends to appoint (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as administrator(s) of the company.

2. The amount of the company's share capital paid up or credited as paid up is £20,000

3. This notice is being given to the following person(s), being person(s) who is/are or may be entitled to appoint an administrative receiver of the company or an administrator of the company under paragraph 14 of Schedule B1 to the Insolvency Act 1986:

(c) Insert name and address  
of each person to whom  
notice is given

(c) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL, holder of a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital.

4. The company has not, within the last twelve months—

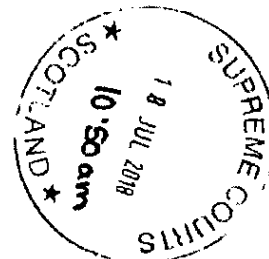
- (i) been in administration;
- (ii) been the subject of a moratorium under Schedule A1 to the Insolvency Act 1986 which has ended on a date when no voluntary arrangement was in force; or
- (iii) been the subject of a voluntary arrangement which was made during a moratorium for the company under Schedule A1 to the Insolvency Act 1986 and which ended prematurely within the meaning of section 7B of the Insolvency Act 1986.

5. In relation to the company there is no—

- (i) petition for winding up which has been presented but not yet disposed of;
- (ii) administration application which has not yet been disposed of; or
- (iii) administrative receiver in office,

\*Delete as applicable

Active-16872505-1



6. The company ~~is~~ is not ~~an~~ an insurance undertaking/a credit institution/an investment undertaking providing services involving the holding of funds or securities for third parties/a collective investment undertaking under Article 1.2 of the EC Regulation.

(d) Insert whether main, secondary or territorial proceedings

7. For the following reasons it is considered that the EC Regulation ~~will~~ will not apply. If it does, these proceedings will be (d) main proceedings as defined in Article 3 of the Regulation: Administration is an "insolvency proceeding" within the meaning of Article 2(a) of the EC Regulation and the Company does not fall within any of the excepted categories in Article 1(2) of the EC Regulation. The Company is registered in Scotland and it is considered that it has its centre of main interest in the United Kingdom.

8 1

8. Attached to this notice is ~~a copy of the resolution of the company to appoint an administrator/a~~ record of the decision of the director to appoint an administrator.

(e) Insert full name of court

9. This notice is to be lodged in (e) The Court of Session, Parliament Square, Edinburgh. Any enquiries should be addressed not to the court but to the appointor at the address stated in this form.

(f) Insert name and address of person making declaration

10. I (f) STEVE JOHNSTON (DIRECTOR) OAK BARN  
BYERWORTH LANE, GARSTANG, PRESTON PR3 1QA  
(If making the declaration on behalf of appointor indicate capacity e.g. director/solicitor)

hereby do solemnly and sincerely declare that:

- (i) the company is or is likely to become unable to pay its debts;
- (ii) the company is not in liquidation; and
- (iii) the statements in paragraphs 4 and 5 are, so far as I am able to ascertain, true,

and that the information provided in this notice is to the best of my knowledge and belief true,

AND I making this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at GARSTANG IN THE COUNTY OF LANCASHIRE

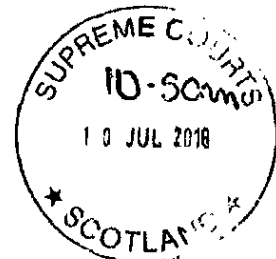
Signed S. E. Johnston

This 17 day of JULY 2018

before me M. J. (MICHAEL J. KIRBY)

Note: this form now to be sent to all those required to be sent the forms by Rule 2.13(2)

A Notary Public or Justice of the Peace or Solicitor A Commissioner for Oaths



(g) Appointor to insert address

(h) Insert name and address

**Consent of Floating Charge Holder to Appointment of Administrator**  
(Do not detach this part of the form)

If, having read this notice, you have no objection to the making of this appointment you should complete the details in the box below and return a copy of this notice as soon as possible, and within five business days from receipt of this notice, to the appointor at the following address:

(g) c/o Addleshaw Goddard LLP, Exchange Tower, 19 Canning Street, Edinburgh EH3 8EH

If your consent has not been given within five business days the appointor may make the appointment notwithstanding that you have not notified your consent to the appointment.

(h) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL

being the holder of the following floating charges over the Company's property:

(i) a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital,

consents to the appointment of the administrator(s) in accordance with the details of this notice.

Signed

(If signing on behalf of a firm or company state position or office held)

Dated

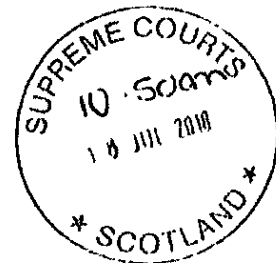
20/7/18

*S. J. Conway*  
*CREDIT MANAGER*

**Endorsement to be completed by the court**

This notice was lodged on (i) Wednesday 18th July 2018 at 10.50am

*Gillian Quinn*





Our reference FLEMK/355320-85

18 July 2018

**SPECIAL DELIVERY**

Paper Innovation Limited  
Stanley House  
69/71 Hamilton Road  
Motherwell  
Lanarkshire  
ML1 3DG

Dear Sirs

**Paper Innovation Limited (Company)**

Please find enclosed copy Notice of Intention to Appoint an Administrator by the sole director of the Company under paragraph 22 of Schedule B1 of the Insolvency Act 1986 (as amended).

Please sign this letter where indicated below and return to acknowledge receipt of this notice, and to confirm, as applicable, that the Company consents to short notice and to the immediate appointment of administrators pursuant to the Notice of Intention.

Yours faithfully



**Kirsten Fleming**  
Associate  
For Addleshaw Goddard LLP

Direct line 0131 222 9527  
Email [kirsten.fleming@addleshawgoddard.com](mailto:kirsten.fleming@addleshawgoddard.com)

We hereby acknowledge receipt of the copy Notice of Intention to Appoint an Administrator by the sole director of the Company under paragraph 22 of Schedule B1 of the Insolvency Act 1986 (as amended). We further confirm that the Company consents to the immediate appointment of administrators and without further notice.



.....  
For and on behalf of **Paper Innovation Limited**

Dated: 26 July 2018

16872630\_1.DOCX (Active-16872630-1)

Addleshaw Goddard LLP, Exchange Tower, 19 Canning Street, Edinburgh EH3 8EH  
Tel +44 (0)131 228 2400 Fax +44 (0)131 222 9800 DX ED27 Edinburgh  
[www.addleshawgoddard.com](http://www.addleshawgoddard.com)

Addleshaw Goddard LLP is a limited liability partnership registered in England and Wales (with registered number OC318149) and is authorised and regulated by the Solicitors Regulation Authority and the Law Society of Scotland. A list of members is open to inspection at our registered office, Milton Gate, 60 Chiswell Street, London EC1Y 4AG. The term partner refers to any individual who is a member of any Addleshaw Goddard entity or association or an employee or consultant with equivalent standing and qualifications.

## Notice of intention to appoint an administrator by company or director(s)

Pursuant to paragraph 26 of Schedule B1 to the Insolvency Act 1986 and Rule 2.13 of the Insolvency (Scotland) Rules 1986

Name of Company: Paper Innovation Limited

Company number: SC150034

a) Insert name and address

(b) Give name(s) and

\*Delete as applicable

1. Notice is given that, in respect of (a) Paper Innovation Limited, having its Registered Office at Stanley House, 69/71 Hamilton Road, Motherwell, Lanarkshire, ML1 3DG ("the company") \*the company/the director of the company ("the appointor") intends to appoint (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as administrator(s) of the company.

2. The amount of the company's share capital paid up or credited as paid up is £20,000

3. This notice is being given to the following person(s), being person(s) who is/are or may be entitled to appoint an administrative receiver of the company or an administrator of the company under paragraph 14 of Schedule B1 to the Insolvency Act 1986:

(c) Insert names and addresses of each person to whom notice is given

(c) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL, holder of a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital.

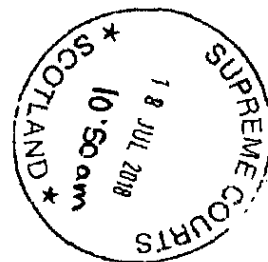
4. The company has not, within the last twelve months—

- (i) been in administration;
- (ii) been the subject of a moratorium under Schedule A1 to the Insolvency Act 1986 which has ended on a date when no voluntary arrangement was in force; or
- (iii) been the subject of a voluntary arrangement which was made during a moratorium for the company under Schedule A1 to the Insolvency Act 1986 and which ended prematurely within the meaning of section 7B of the Insolvency Act 1986.

5. In relation to the company there is no—

- (i) petition for winding up which has been presented but not yet disposed of;
- (ii) administration application which has not yet been disposed of; or
- (iii) administrative receiver in office,

\*Delete as applicable



6. The company ~~is/is not~~ ~~an insurance undertaking/a credit institution/an investment undertaking providing services involving the holding of funds or securities for third parties/a collective investment undertaking under Article 1.2 of the EC Regulation.~~

(d) Insert whether main, secondary or territorial proceedings

7. For the following reasons it is considered that the EC Regulation ~~will/will not~~ apply. If it does, those proceedings will be (d) main proceedings as defined in Article 3 of the Regulation: Administration is an "insolvency proceeding" within the meaning of Article 2(a) of the EC Regulation and the Company does not fall within any of the excepted categories in Article 1(2) of the EC Regulation. The Company is registered in Scotland and it is considered that it has its centre of main interest in the United Kingdom.

8. Attached to this notice is ~~a copy of the resolution of the company to appoint an administrator/a record of the decision of the director to appoint an administrator.~~

(e) Insert full name of court

9. This notice is to be lodged in (e) The Court of Session, Parliament Square, Edinburgh. Any enquiries should be addressed not to the court but to the appointor at the address stated in this form.

(f) Insert name and address of person making declaration

10. I (f) STEVE JOHNSTON (DIRECTOR) OAK BARN  
BYERWORTH LANE, GARSTANG, PRISTON PR3 1QA  
(If making the declaration on behalf of appointor indicate capacity e.g. director/solicitor)

hereby do solemnly and sincerely declare that:

- (i) the company is or is likely to become unable to pay its debts;
- (ii) the company is not in liquidation; and
- (iii) the statements in paragraphs 4 and 5 are, so far as I am able to ascertain, true,

and that the information provided in this notice is to the best of my knowledge and belief true,

AND I making this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at GARSTANG IN THE COUNTY OF LANCAIRE

Signed S. P. John

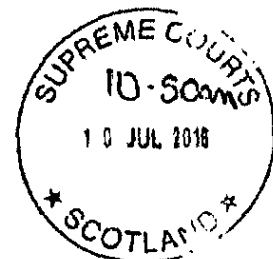
This 17 day of JULY 2018

before me MUR (MICHAEL J. KERR)

Note: this form now to be sent to all those required to be sent the forms by Rule 2.13(2)

A Notary Public or Justice of the Peace or Solicitor A Commissioner for Oaths

MG Legal Solicitors  
7 Pringle Court  
Garstang  
PR3 1LN



(g) Appointor to insert address

(h) Insert name and address

**Consent of Floating Charge Holder to Appointment of Administrator**  
(Do not detach this part of the form)

If, having read this notice, you have no objection to the making of this appointment you should complete the details in the box below and return a copy of this notice as soon as possible, and within five business days from receipt of this notice, to the appointor at the following address:

(g) c/o Addleshaw Goddard LLP, Exchange Tower, 19 Canning Street, Edinburgh EH3 8EH

If your consent has not been given within five business days the appointor may make the appointment notwithstanding that you have not notified your consent to the appointment.

(h) Lloyds Bank Commercial Finance Limited, a company incorporated under the Companies Acts with Company Number 00733011 and having its Registered Office at No 1 Brookhill Way, Banbury, Oxon, OX16 3EL

being the holder of the following floating charges over the Company's property:

(i) a floating charge granted by the Company in its favour dated 2 December 2015 and registered at Companies House on 8 December 2015 for all sums due and to become due over the undertaking and all property and assets present and future of the Company, including uncalled capital,

consents to the appointment of the administrator(s) in accordance with the details of this notice.

Signed \_\_\_\_\_

(If signing on behalf of a firm or company state position or office held)

Dated \_\_\_\_\_

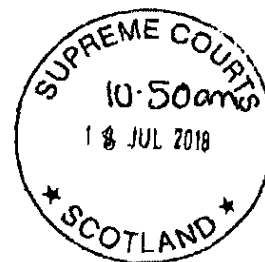
**Endorsement to be completed by the court**

This notice was lodged on (i) Wednesday 18th July 2018 at 10.50am

*Gillian Quen*







Company No. SC150034

Company Name: Paper Innovation Limited (Company)

Resolution of the sole director of the Company made at <sup>P</sup> on 16/7/18 at 7.30am/pm.

PRESTON

**1. Purpose**

It was noted that the purpose of the resolution was to consider the present financial difficulties of the Company and the appropriate action to take in light of those financial difficulties. In particular, it was noted that it was appropriate to appoint administrators to the Company. It was the opinion of the sole director that the contents of the Documents (as defined below) are true and accurate and that the Company is insolvent and unable to pay its debts as they fall due.

It was noted that Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU, licensed insolvency practitioners, had agreed in principle to act as joint administrators of the Company.

It was further noted that the director of the Company filed a Form 2.7B (Scot) "Notice of intention to appoint an administrator by company or its directors" in respect of the Company in the Court of Session on 4 July 2018. Since then, the director and the proposed administrators have been working to agree the terms of a sale of the business and assets of the Company with a view to completing on a pre-pack administration basis. The terms of the sale are still to be finalised and so it is considered to be in the interests of the Company and its creditors for another Form 2.7B (Scot) to be filed at the Court of Session in order to extend the moratorium and give sufficient time for a sale to be agreed.

**2. Documents considered**

Copies of the following documents were considered by the sole director:

- (a) a Form 2.7B (Scot) prescribed by the Insolvency (Scotland) Rules 1986 (as amended) - "Notice of intention to appoint an administrator by company or its directors";
- (b) a Form 2.8B (Scot) prescribed by the Insolvency (Scotland) Rules 1986 (as amended) - "Notice of appointment of an administrator by company or its directors";
- (c) a statement for the purposes of paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 (as amended); and
- (d) irrevocable instruction letter from the sole director to Addleshaw Goddard LLP (Addleshaw Goddard) confirming the extent of Addleshaw Goddard's role for the purposes of any appointment of administrators by the sole director;


(together the Documents).

### 3. Resolutions

After consideration, IT WAS RESOLVED THAT:

- (a) Having regarding to the financial position of the Company, it would be in the best interests of the Company and its creditors for the sole director to place the Company into administration and appoint Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU as joint administrators of the Company.
- (b) Thomas Campbell MacLennan of FRP Advisory LLP, Apex 3, 95 Haymarket Terrace, Edinburgh EH12 5HD and Anthony Collier of FRP Advisory LLP, 7th Floor, Ship Canal House, 98 King Street, Manchester M2 4WU be appointed as joint administrators of the Company by the sole director.
- (c) The form of the Documents be approved.
- (d) The sole director be authorised to complete and make the statutory declarations on the prescribed forms and to complete and sign any such other documentation as may be required to effect the appointment of the administrators to the Company.
- (e) The sole director authorise Addleshaw Goddard on his behalf to sign the Documents (and all other documents required to effect the appointment) and notify on a Form 2.7B (Scot) Lloyds Bank Commercial Finance Limited (Lender) of his intention to appoint administrators to the Company.
- (f) Addleshaw Goddard lodge at the Court of Session and serve a copy of the Form 2.7B (Scot) on the Company on behalf of the sole director.
- (g) On the earlier of either:
  - (i) the Lender consenting to the making of the proposed appointment; or
  - (ii) a period of five business days elapsing from the Form 2.7B (Scot) being served on the Lender without the Lender appointing their own preferred administrator(s) of the Company

Addleshaw Goddard be instructed to file with the Court of Session the requisite Form 2.8B (Scot) and such other documentation as may be required in respect of the directors' appointment of the proposed administrators of the Company.



Sole Director

