

AM01 (Scot)

Notice of administrator's appointment



Companies House

MONDAY




SCT *S9971VS2* #29
13/07/2020
COMPANIES HOUSE

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1	Company details	
Company number	S C 2 7 9 2 3 6	→ Filling in this form Please complete in typescript or in bold black capitals.
Company name in full	Syntropharma Limited	
2	Court details	
Court name	Edinburgh Sheriff Court	
Court number		
3	Administrator's name	
Full forename(s)	Duncan	
Surname	Raggett	
4	Administrator's address	
Building name/number	Kingshill View	
Street	Prime Four Business Park	
Post town	Kingswells	
County/Region	ABERDEEN	
Postcode	A B 1 5 8 P U	
Country		
5	Administrator's email address or telephone number ^①	
Email address	R2@aab.uk	① You must give an email address or telephone number. All information on this form will appear on the public record.
Telephone number	01224 625111	
6	Insolvency practitioner number	
Insolvency practitioner number	2 2 7 9 6	

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7	Administrator's name ①	
Full forename(s)		
Surname		
		① Other administrator Use this section to tell us about another administrator.
8	Administrator's address ②	
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
		② Other administrator Use this section to tell us about another administrator.
9	Administrator's email address or telephone number ③	
Email address		
Telephone number		
		③ You must give an email address or telephone number. All information on this form will appear on the public record.
10	Insolvency practitioner number	
Insolvency practitioner number		
11	Statement of appointment	
I confirm the appointment of the administrator(s) on		
Date	4 0 0 7 2 0 2 0	
12	Name of person, body or court appointing administrator	
Person, body or court name	Directors	
13	Sign and date	
Administrator's signature	Signature X  X	
Signature date	4 3 0 7 2 0 2 0	

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Duncan Raggett

Company name

Anderson Anderson & Brown LLP

Address

Kingshill View

Prime Four Business Park

Post town

Kingswells

County/Region

ABERDEEN

Postcode

A B 1 5 8 P U

Country

DX

Telephone

01224 625111



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have signed and dated the form.



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

i) Amend heading as applicable.
Rule 3.25(1)

ia) This notice is prepared for a company incorporated in Scotland under the Companies Act 2006 or under a previous Companies Act. If the company is incorporated outside the UK or is an unregistered company refer to rule 1.7 for identification requirements. (Rules 3.25(1)(a) and 1.7)

iaa) (Rule 1.26)
iaaa) (Rule 1.76)

b) Name and address of appointer. (Rule 3.25(2)(b)).

c) Insert name(s) and address(es) of person(s) appointed as administrator(s) (Rule 3.25(1)(c)).

d) Delete as applicable for sole or joint appointment (Rule 3.25(2)(c) and Paragraph 29(3) of Schedule B1).

e) (Rule 3.25(2)(d))
f) (Rule 3.25(2)(e))

g) (Rule 3.25(2)(f))

h) (Rule 3.25(2)(g))

i) Delete as applicable. An Article 1.2 undertaking is, broadly, one of the following: (a) an insurance undertaking; (b) a credit institution; (c) an investment undertaking providing services involving the holding of funds or securities for third parties; or (d) a collective investment undertaking. (Rules 3.24(1)(g) and 1.2.)

j) Delete as applicable to state whether the proceedings are main, secondary or territorial proceedings under the EU Regulation or non-EU proceedings. (Rule 3.24(1)(h))

hh) Non-EU proceedings mean insolvency proceedings which are not main, secondary or territorial proceedings. (Rule 1.2.)

ii) Insert reasons (Rule 3.25(2)(i))
(Rule 1.8)

Notice of appointment of an administrator by the directors of a company (where notice of intention to appoint has not been given) (a)

Name of Company Syntropharma Limited	(aa) Company registered number SC279236
(aaa) In Edinburgh Sheriff Court Full name of court	For court use only Court case number

(aaaa) This notice of appointment is given in accordance with the requirements of rule 3.25 of the Insolvency (Scotland) (Company Voluntary Arrangements and Administration) Rules 2018 (ISCVAAR 2018) and paragraphs 22 and 29 of Schedule B1 to the Insolvency Act 1986 (respectively, Schedule B1 and IA 1986.) References in this notice of appointment of an administrator to rules and sections are, unless expressly provided otherwise, respectively references to rules of the ISCVAAR 2018, and to sections of the IA 1986.

1. (b) Notice is given that, in respect of Syntropharma Limited, a company incorporated under the Companies Acts with company number SC279236 and having its registered office at 4th Floor, Excel House, 30 Semple Street, Edinburgh EH3 8BL ("the company"), the directors of company ("the appointer") hereby appoint the following named person as administrator:

(c) Duncan Raggett, Insolvency Practitioner of Anderson Anderson & Brown LLP, 1 Lochrin Square, 92 Fountainbridge, Edinburgh EH3 9QA.

2. (d) A copy of the administrator's consent to act accompanies this notice.

3. (e) The appointer is entitled to make an appointment under paragraph 22 of Schedule B1

4. (f) This appointment is in accordance with Schedule B1.

5. (g) The company has not within the preceding 12 months been:

- in administration;
- the subject of a moratorium under Schedule A1 to the IA 1986 which ended on a date when no CVA was in force; or
- the subject of a CVA which was made during a moratorium under Schedule A1 to the IA 1986 and which ended prematurely within the meaning of section 7B.

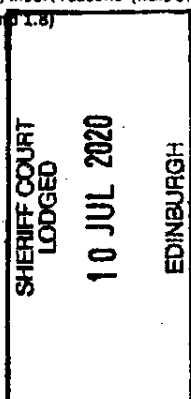
6. (h) In relation to the company there is no:

- petition for winding up which has been presented but not yet disposed of;
- administration application which has not yet been disposed of; or
- administrative receiver in office.

7. The company (i) is not an (i) Article 1.2 undertaking (as defined in rule 1.2).

8. The proceedings flowing from the appointment will be (i) main proceedings and the reasons for so stating are as follows:

(ii) The EU Regulation will apply as "Administration" falls within the definition of "Insolvency Proceedings" in Article 2(4) of the EU Regulation and the company does not fall within any of the excepted categories in Article 1.2 of the EU Regulation. The company's centre of main



(j) where the directors intend to make the appointment.
(Rule 3.25(2)(j)(ii))

(i) (Rule 3.25(2)(k))

interests is situated in the United Kingdom and the place of its registered office is situated in Scotland.

9. This notice is accompanied by (j) a record of the decision of the directors to appoint an administrator.

10. (i) The appointment by the appointer will take effect at the date and time specified below as the date and time when this notice is lodged at court.

11. (n) IAIN JONAS GOSMAN SCOTT, a director of the company, do solemnly and sincerely declare that:

- (1) the company is or is likely to become unable to pay its debts
- (2) the company is not in liquidation, and that
- (3) the statements in paragraphs 5 and 6 are, so far as I am able to ascertain, true;

and the information provided in this notice and the statements made are, and remain, to the best of my knowledge and belief, accurate and true.

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

Declared at Achillibue by way of video conference

Signed

This 10th day of July 2020

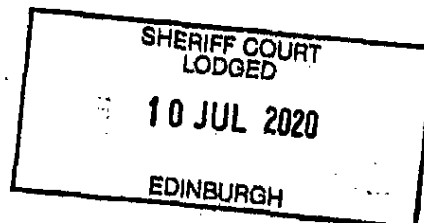
before me

LEON BRENNY, Solicitor and Notary Public,
via video conference which I attended from
Capella, 60 York
Street, Glasgow G2 8JX
A Notary Public or Justice of the Peace or solicitor or duly authorised officer.

(a) Date and time of lodging to be inserted by the court
(Rule 3.26 (3))

Endorsement to be completed by the court

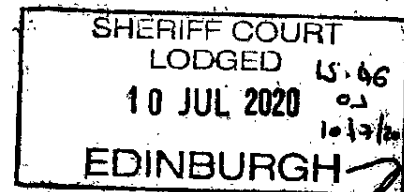
This notice was lodged (a) on 10 JUNE 2020 @ 15:46,
at EDINBURGH SHERIFF COURT
HEATHER KILMINSTER



SYNTROPHARMA LIMITED
Company Number SC279236
("the Company")

MINUTE of MEETING of the Directors of the
Company held by video conference on Friday
10th of July at 10am

PRESENT: **Iain John Gosman Scott (Chairman)**
Andrew Gardiner (Director)



1. QUORUM

- 1.1 The Chairman noted that a quorum was present and declared that this meeting of the board of directors of the Company was duly constituted.
- 1.2 Complying with the provisions of section 177 of the Companies Act 2006 and the articles of association, each of the directors declared his interest in the matters to be considered at the meeting.

2. PURPOSE OF THE MEETING

The Chairman advised the Board that the Company is, or is likely to become, unable to meet its liabilities as and when they fall due. The Chairman therefore reported that the purpose of the meeting was to consider whether an administrator should be appointed to the Company.

3. DOCUMENTS PRODUCED TO THE MEETING

There was produced to the meeting a draft of the notice of appointment of an administrator in the prescribed form ("the Notice of Appointment").

4. RESOLUTION TO APPOINT AN ADMINISTRATOR

After due and careful consideration of the terms of the Company's existing financial position, it was resolved as follows:-

- 4.1 that the Company is insolvent and unable to pay its debts and that as such the Company should appoint an administrator;
- 4.2 that arrangements should be made for Duncan Raggett, Insolvency Practitioner of Anderson Anderson & Brown LLP, 1 Lochrin Square, 92 Fountainbridge, Edinburgh EH3 9QA to be appointed as administrator with all powers to conduct the administration under the Insolvency Act 1986, such appointment being subject to and compliance with the appointment formalities of that Act;
- 4.3 that the terms of the Notice of Appointment be approved and the Notice of Appointment including a statutory declaration in the prescribed form ("the Statutory Declaration") and any other documents required to appoint an administrator be executed on behalf of the Company;

- 4.4 that any director be authorised to execute the Notice of Appointment, including the Statutory Declaration and any other documents required to appoint an administrator for and on behalf of the Company;
- 4.5 that MacRoberts LLP should immediately be instructed by the Company to lodge at Edinburgh Sheriff Court the Notice of Appointment together with all necessary documents to appoint an administrator.

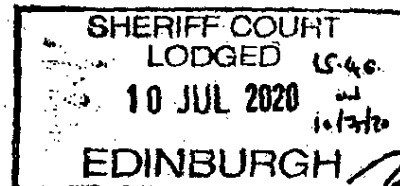
5. **CLOSE OF BUSINESS**

There being no further business, the meeting closed.

CHAIRMAN

DATE

10/7/2020



Proposed administrator's statement and consent to act

(a) This statement is prepared for a company incorporated in Scotland under the Companies Act 2006 or any previous Companies Act. If the company is incorporated outside the UK or is an unregistered company refer to Rule 1.7 for identification requirements. (Rules 3.2(1)(a) and 1.7)

(aa) (Rule 1.26)

(b) Insert name of proposed administrator and amend to indicate if more than one appointee is proposed. Note a separate statement and consent to act is required of each administrator where a number of persons are proposed to be appointed to act jointly or concurrently. (Rules 3.2(1)(b) and 3.2(3))

(c) Insert IP number. (Rule 3.2(1)(c))

(d) Insert details of applicable RPB. (Rule 3.2(1)(d))

(e) (Rule 3.2(1)(e))

(f) Delete/complete as applicable. This was formerly referenced as an attachment to Form 2.1B but the rules now envisage that the details are included within the notice. (Rule 3.2(1)(f))

(g) Insert name of person by whom the appointment is to be made if made out of court and delete remainder. Insert the applicant's name if it is a court application and retain the remainder. (Rule 3.2(1)(g))

(h) (Rules 3.2(1) (h))

(i) (Rules 3.2(2) and 1.6)

Name of Company
Syntropharma Limited

(a) Company registered number
SC279236

(aa) Edinburgh Sheriff Court

Full name of court

For court use only
Court case number

(aaa) This statement and consent to act is made in accordance with the requirements of Rule 3.2 of the Insolvency (Scotland) Company Voluntary Arrangements and Administration) Rules 2018 (ISCVAAR 2018) and paragraph 29(3) of Schedule B1 of the Insolvency Act 1986 (respectively, Schedule B1 and IA 1986). References to rules in this statement and consent to act are, unless expressly provided otherwise, references to rules of the ISCVAAR 2018.

1. I (b) Duncan Raggett, Insolvency Practitioner of Anderson Anderson & Brown LLP, 1 Lochrin Square, 92 Fountainbridge, Edinburgh EH3 9QA the proposed administrator, certify that I am qualified to act as an insolvency practitioner in relation to the company.

My insolvency practitioner number is as follows:

(c) 22796

The recognised professional body which is the source of my authorisation to act as an insolvency practitioner in relation to the company is as follows:

(d) The Institute of Chartered Accountants in Scotland.

2. (e) I consent to act as administrator of the company.

3. I (f) ~~have~~/have not had any prior professional relationship with the company.

(f) ~~The following is a short summary of my prior professional relationship(s) with the company:~~

4. The appointment is to be made by (g) the directors of the company.

5. (h) I am of the opinion that the purpose of administration is reasonably likely to be achieved in this particular case.

(i) Authenticated and dated by the proposed administrator

Dated 02/07/2020

