

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, C. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
OLD PSG WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-
DOWN CORP., OLD BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP.,
OLD PLG WIND-DOWN CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC.,
OLD BH INC., OLD BPSU INC., OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC.,
OLD PLG INC., AND OLD PSGI INC.**

(Applicants)

FIFTEENTH REPORT OF THE MONITOR

December 10, 2019

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Rachel Bengino (LSO # 68348V)
Tel: (416) 304-1153
Email: rbengino@tgf.ca

Lawyer for Ernst & Young Inc.,
the Court-appointed Monitor

TABLE OF CONTENTS

INTRODUCTION AND BACKGROUND	1
PURPOSE OF THE FIFTEENTH REPORT	5
TERMS OF REFERENCE AND DISCLAIMER	5
UPDATE ON THE RESTRUCTURING PROCEEDINGS	7
UPDATE ON THE REVIEW AND PAYMENT OF FILED CLAIMS	7
STATUS OF CLEARANCE CERTIFICATES	8
UPDATE ON THE RECEIPTS AND DISBURSEMENTS OF THE REORGANIZED DEBTORS	9
UPDATE ON LITIGATION CLAIMS	11
APPROVAL OF FEES AND ACTIVITIES	12
EXTENSION OF THE STAY OF PROCEEDINGS	13

Listing of Appendices

Appendix “A”	Initial Order (as amended and restated) dated October 31, 2016
Appendix “B”	CCAA Approval Order dated December 20, 2017 (without schedules)
Appendix “C”	Affidavit of Martin Daigneault sworn December 9, 2019
Appendix “D”	Affidavit of Robert Thornton sworn December 10, 2019
Appendix “E”	Affidavit of Ken Coleman sworn December 3, 2019

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, C. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
OLD PSG WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-
DOWN CORP., OLD BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP.,
OLD PLG WIND-DOWN CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC.,
OLD BH INC., OLD BPSU INC., OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC.,
OLD PLG INC., AND OLD PSGI INC.

(Applicants)

FIFTEENTH REPORT OF THE MONITOR

December 10, 2019

INTRODUCTION AND BACKGROUND

1. On October 31, 2016, Old PSG Wind-down Ltd. (formerly known as Performance Sports Group Ltd.) ("**PSG**") and certain of its subsidiaries and affiliates (collectively, the "**Applicants**")¹ filed for and obtained protection under the *Companies' Creditors Arrangement Act* (the "**CCAA**")². Pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") of that date (as amended and restated, the "**Initial Order**"), Ernst & Young Inc. was appointed as the Monitor in these proceedings (in such capacity, the "**Monitor**"). Further, the Initial Order provided for a stay of proceedings in

¹ The Applicants in the present proceedings are as follows: Old PSG Wind-down Ltd., Old BHR Wind-down Corp., Old BPSU Wind-down Corp., Old BPSDS Wind-down Corp., Old EBS Wind-down Corp., Old PLG Wind-down Corp., Old PSGI Wind-down Corp. (collectively, the "**Canadian Applicants**"), and Old BHR Inc., Old BH Inc., Old BPSU Inc., Old BPSCI Inc., Old BPSUSH Inc., Old EBS Inc., Old PLG Inc. and Old PSGI Inc. (collectively, the "**U.S. Applicants**").

It should be noted that since the inception of the proceedings herein, certain of the Applicants have been amalgamated and each of the Applicants has changed its name. An explanation of the changes and a reference to the former names of the Applicants can be found in the Monitor's Seventh Report, dated April 7, 2017, accessible at www.ey.com/ca/psg.

² *Companies' Creditors Arrangement Act*, RSC 1985, c. C-36, as amended.

favour of the Applicants until November 30, 2016 (the “**Stay of Proceedings**”), which has subsequently been extended to December 31, 2019. A copy of the Initial Order is attached here as **Appendix “A”**.

2. Also on October 31, 2016, the Applicants commenced proceedings (the “**Chapter 11 Proceedings**”) in the United States (“**U.S.**”) under Chapter 11 of Title 11 of the *U.S. Code* (the “**U.S. Bankruptcy Code**”)³ in the Bankruptcy Court for the District of Delaware (the “**U.S. Court**”).
3. The Applicants formerly designed, developed, manufactured, marketed and sold performance sports equipment, accessories, and related apparel for a variety of sporting activities including ice hockey, lacrosse, baseball and softball, under the brand names of BAUER, EASTON, MISSION, MAVERIK, CASCADE, INARIA and COMBAT.⁴
4. PSG was a reporting issuer in accordance with applicable securities laws and its common shares were listed on the New York Stock Exchange and the Toronto Stock Exchange under the symbol “PSG” before trading was suspended by both exchanges.
5. By Order dated November 30, 2016, the Court approved and authorized the Applicants to carry out a comprehensive stalking horse sale process and enter into an asset purchase agreement with the stalking horse purchaser. The sale process ultimately resulted in the sale of substantially all of the Applicants’ assets to the stalking horse purchaser, Peak Achievement Athletics Inc. (f/k/a 9938982 Canada Inc.), an acquisition vehicle co-owned by affiliates of Sagard Holdings Inc. and Fairfax Financial Holdings Limited. The closing of the sale was announced on February 28, 2017.
6. On August 25, 2017, the Applicants filed an amended Joint Chapter 11 Plan of Liquidation of Old BPSUSH Inc. and its affiliated debtors (as further amended, modified or supplemented, the “**Joint Plan**”) and an accompanying disclosure statement with the U.S. Court, which were approved by the U.S. Court on November 1, 2017.

³ 11 U.S.C §§ 101 *et seq.*

Additional background on the Applicants, including their business operations, causes of insolvency and various other matters were described in more detail in the affidavit of Mark Vendetti sworn on October 31, 2016 in support of the Initial Order.

7. Any capitalized terms not otherwise defined herein have the respective meanings attributed to them in the Joint Plan.
8. By order dated September 1, 2017 (the “**Claims Resolution Order**”), the Court:⁵
 - a) authorized the Monitor to review all Proofs of Claim filed against the Canadian Applicants (the “**Canadian Claims**”) and accept, revise or disallow such Canadian Claims by delivering a Notice of Revision or Disallowance;
 - b) authorized each Claimant to dispute a Notice of Revision or Disallowance issued by the Monitor by delivering a Notice of Dispute to the Monitor within twenty-one (21) calendar days after receipt of such Notice of Revision or Disallowance;
 - c) authorized the Monitor to settle any Claim to which a Notice of Dispute was received or refer such claim to either a Claims Officer or the Court for adjudication;
 - d) authorized the Monitor to appoint a Claims Officer and provided authority to such Claims Officer to adjudicate the Claims;
 - e) authorized the Monitor and the Applicants to determine whether a Cross Border Claim shall be treated as a Canadian Claim or U.S. Claim; and
 - f) granted the U.S. Court sole jurisdiction with respect to all U.S. Claims.
9. Pursuant to the Claims Resolution Order, the Honourable Mr. James Farley was appointed as the Claims Officer on March 19, 2018.
10. By order dated September 27, 2017, the Court authorized the Applicants to (i) solicit votes in respect of the Joint Plan; and (ii) proceed in the CCAA Proceedings without filing a plan of compromise or arrangement under the CCAA.
11. On December 5, 2017, the Applicants filed a Plan Supplement with the U.S. Court, which contained, among other things, the form of a Liquidation Trust Agreement, the form of a Cost Sharing Agreement, a schedule of deferred share units and restricted share units to be recognized as Parent Equity Interests under the Joint Plan, and the proposed amendments to

⁵ Capitalized terms used in this section but not otherwise defined have the meanings attributed to them in the Claims Resolution Order.

PSG's articles to become effective upon the effective date of the Joint Plan (the "**Effective Date**").

12. By order dated December 20, 2017 (the "**CCAA Approval Order**"), a copy of which is attached hereto as **Appendix "B"** (without schedules), the Court:
 - a) approved the Joint Plan;
 - b) approved the Global Settlement as described in the Joint Plan;
 - c) directed the Applicants, the Monitor, the Chief Wind-Down Officer ("**CWO**") and the Litigation Representative, among others, to take all steps required to implement the Joint Plan and CCAA Approval Order;
 - d) ordered that the Confirmation Order granted by the U.S. Court confirming and approving the Joint Plan be enforceable in Canada and in the CCAA proceedings as if granted by the Canadian Court;
 - e) appointed five (5) individuals to the board of directors of the Reorganized Parent Debtor;
 - f) appointed Mark E. Palmer as CWO and Theseus as Litigation Representative of the Applicants and approved the formation of the Liquidation Trust;
 - g) approved the Class Settlement as described in the Joint Plan;
 - h) reduced the Administration Charge to USD\$5 million and terminated various CCAA charges that were no longer necessary;
 - i) authorized the Distribution Agent to complete distributions to Holders of Allowed Priority Claims and Allowed General Unsecured Claims and, upon receipt of applicable Clearance Certificates and following the Initial Cash Distributions, to distribute the Equity Available Cash to Holders of Allowed Parent Equity Claims; and
 - j) approved the releases, exculpations and injunctions set forth in the Joint Plan.
13. The Joint Plan, Global Settlement, Disclosure Statement and CCAA Approval Order were more fully described in the Monitor's Twelfth Report to the Court, dated December 14, 2017, a copy of which is located on the Monitor's Website (as defined below).

14. By order of the Court dated June 26, 2019, the Stay of Proceedings was extended to December 31, 2019.
15. Information regarding the Chapter 11 Proceedings, including copies of all orders entered by the U.S. Court in the Chapter 11 Proceedings, is located on a website managed by the Applicants' claims agent, Prime Clerk LLC, at the following URL: <https://cases.primeclerk.com/psg>. Information and materials related to the Applicants' proceedings under the CCAA (the "**CCAA Proceedings**") and, together with the Chapter 11 Proceedings, the "**Restructuring Proceedings**"), including orders of the Court, are located on the Monitor's website at the following URL: www.ey.com/ca/psg (the "**Monitor's Website**").

PURPOSE OF THE FIFTEENTH REPORT

16. The purpose of the Fifteenth Report of the Monitor (the "**Fifteenth Report**") is to provide the Court with an update on the Restructuring Proceedings and with information to support the Order sought by the Applicants extending the Stay of Proceedings until March 31, 2020.
17. Further, the Applicants and the Monitor seek an Order approving (i) the Monitor's activities set out in this Fifteenth Report, and (ii) the fees and disbursements of the Monitor for the period April 15, 2017 to September 20, 2019 (the "**Monitor Fee Period**"), the fees and disbursements of its counsel, Thornton Grout Finnigan LLP ("**TGF**"), for the period April 1, 2017 to October 31, 2019 (the "**TGF Fee Period**"), and the fees and disbursements of its U.S. counsel, Allen & Overy LLP ("**A&O**"), for the period April 1, 2017 to November 30, 2018 (the "**A&O Fee Period**").

TERMS OF REFERENCE AND DISCLAIMER

18. The Monitor has prepared several reports since the commencement of the Restructuring Proceedings, all of which are accessible on the Monitor's Website. This Fifteenth Report should be read in conjunction with the previous reports.
19. In preparing this Fifteenth Report and making the comments herein, the Monitor has been provided with, and has relied upon, certain unaudited, draft and/or internal financial information, company records, management prepared financial information and projections, discussions with the Applicants' advisors, including the CWO, Theseus, and other personnel

from Alvarez and Marsal North America, LLC (“**A&M**”) and its affiliates (collectively, the “**Information**”).

20. The Monitor has assumed the integrity and truthfulness of the Information and explanations provided to the Monitor, within the context in which they were presented. To date, nothing has come to the attention of the Monitor that would cause it to question the reasonableness of this assumption.
21. Finally, the Monitor has requested that the CWO bring to its attention any significant matters that were not otherwise addressed in the course of its specific inquiries. Accordingly, this Fifteenth Report is based solely on the Information (financial or otherwise) provided to the Monitor.
22. Except as described in this Fifteenth Report, the Monitor has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. The Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with generally accepted assurance standards or generally accepted standards for review engagements and, accordingly, the Monitor expresses no opinion or other form of assurance in respect of the Information.
23. In view of the purpose of this Fifteenth Report, some of the financial information herein may not comply with generally accepted accounting principles.
24. The Monitor has prepared this Fifteenth Report in its capacity as the Court-appointed Monitor in the CCAA Proceedings in order to provide additional information to the Court in connection with the CCAA Proceedings to date. This Fifteenth Report is not appropriate for any other purpose and, consequently, it should not be used for any other purpose.
25. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian dollars.

UPDATE ON THE RESTRUCTURING PROCEEDINGS

26. Since the Fourteenth Report of the Monitor dated June 21, 2019 (the “**Fourteenth Report**”), the Monitor has conducted the following activities:
- a) reconciled all remaining Claims against the Canadian Applicants, including the four remaining Claims filed by the Canada Border Services Agency (“**CBSA**”);
 - b) continued discussions with Canada Revenue Agency (“**CRA**”) with respect to (i) certain tax credits owing to the Applicants by CRA; and (ii) various corporate tax filings to ultimately enable CRA to provide a Clearance Certificate to the Applicants and the Monitor;
 - c) settled the four remaining customs claimed filed by CBSA; and
 - d) oversaw the liquidation of BPS Luxembourg S.a.r.l. and the completion of the related activities of its Liquidator.

UPDATE ON THE REVIEW AND PAYMENT OF FILED CLAIMS

27. As at the date of the Fourteenth Report, five (5) unresolved Claims against the Canadian Applicants remained as follows: (a) four (4) Claims filed on behalf of CBSA totalling \$4.1 million (collectively, the “**CBSA Claims**”); and (b) one residual trade claim that had remained unresolved.
28. The Monitor, in consultation with the Applicants’ tax advisors, provided all requested information to CBSA in respect of the CBSA Claims. In July 2019, CBSA advised the Monitor that the CBSA Claims have been resolved.
29. As a result of refunds owing by CBSA to PSG, the agreed amount of the CBSA Claims were satisfied through a set-off of the refund amounts previously withheld by CBSA. The excess withheld amounts were subsequently paid by CBSA to PSG. As a result, there are no remaining amounts owing by the Applicants to CBSA.
30. In September 2019, CBSA filed amended CBSA Claims with the Monitor, revising such claim amounts to \$0.

31. The final trade claim has also been resolved and the full amount of such Allowed General Unsecured Claim has been paid to the Claimant.
32. A summary report table on the status of all Allowed Priority Claims and General Unsecured Claims against the Applicants (both Canadian Claims and U.S. Claims), which have been paid in the aggregate amount of USD\$11,817,000, is presented below:

OLD PSG WIND-DOWN LTD. and other Applicants Summary claims profile as of November 27, 2019			
Claims status	# of claims	Claim amounts (in US 000's)	
		As filed	Value
Withdrawn/superseded claims	1,608	7,962,822	0
Resolved & paid claims	139	50,506	11,817
Resolved & unpaid claims (note 1)	22	14,650	50
Cash settlement cash consideration (note 2)	1	0	1,150
Unresolved	0	0	0
	1,770	8,027,978	13,017
Deferred intercompany claims	38	222,034	222,034
<i>Note 1: This represents the self insured retention amount required under the insurance policy applicable to the Claim of William J. Milner, which will be paid to the extent that such Claim is Allowed pursuant to the CCAA Approval Order.</i>			
<i>Note 2: Pursuant to the Joint Plan, US\$1.15 million will be paid to the Lead Plaintiff Counsel, on behalf of the Putative Class, once all Allowed General Unsecured Claims have been paid and all applicable Clearance Certificates have been received.</i>			

STATUS OF CLEARANCE CERTIFICATES

33. Pursuant to the Joint Plan and the CCAA Approval Order, interim distributions to Holders of Allowed Parent Equity Interests may be made after all Allowed General Unsecured Claims are paid in full, following the receipt of applicable Clearance Certificates. As mentioned above, all Allowed General Unsecured Claims have been paid (or is subject to a reserve as described in notes 1 and 2 above), however, the Applicants have not received the required Clearance Certificates.
34. The Applicants have been advised that CRA is reviewing internal records to ensure that all tax filings have been made and all tax liabilities have been paid, prior to issuing any Clearance

Certificates. This is complicated by the number of Applicants and related multiple government accounts for sales taxes, payroll deductions and customs.

35. The Applicants' tax advisors have engaged in regular discussions with CRA to discuss the issuance of the Clearance Certificates. However, at the date of this Fifteenth Report, the Applicants have not yet received the required Clearance Certificates. The Applicants' tax advisors have advised CRA that the delay in issuing a Clearance Certificate has deferred the resolution of the Applicants' estate and distributions to Holders of Allowed Parent Equity Interests.

UPDATE ON THE RECEIPTS AND DISBURSEMENTS OF THE REORGANIZED DEBTORS

36. Since the Effective Date, the Liquidation Trustee and CWO took effective control of the Reorganized Debtors and initiated its own administration and distinct accounting thereof.
37. A summary report outlining related receipts and disbursements (in USD) for the period of December 21, 2017 (the Effective Date) to October 31, 2019 is presented below, as well as comparative data presented in the Fourteenth Report as of May 31, 2019.

OLD PSG WIND-DOWN LTD. and other Applicants Cumulative Receipts & Disbursements For the post effective Plan period of December 21, 2017 onward				
	at October 31, 2019		TOTAL	at May 31, 2019
<u>Receipts</u>				TOTAL
Interest and foreign exchange			833,272	610,341
Tax & Customs Recoveries (Net of Contingency Fees Paid)			5,350,491	4,230,928
Bank & Credit Card and Bank Reserves Received			1,137,958	1,137,958
Total Receipts			7,321,721	5,979,227
	Pre-December 21, 2017 costs disbursed	Post-December 20, 2017 costs disbursed	Total disbursements as of October 31, 2019	Total disbursements as of May 31, 2019
<u>Administrative Disbursements</u>				
Accounting & Tax	350,898	1,964,413	2,315,310	2,106,431
Consultants & Advisors	1,227,252	135,729	1,362,982	1,362,982
Information Technology & Data	292,985	773,683	1,066,668	1,035,966
Legal	1,713,127	2,539,221	4,252,349	4,002,557
CCAA Monitor & legal counsel	248,433	889,082	1,137,515	1,050,118
LuxCo Liquidation related disbursements	73,598	8,461	82,059	82,059
Directors & Trustee's Fees and insurance	0	1,017,383	1,017,383	854,822
Fraud related expenses, net of recoveries	0	53,257	53,257	53,257
Taxes, reimbursements and transfers	132,991	24,790	157,781	159,082
Total Administrative Disbursements	4,039,284	7,406,019	11,445,303	10,707,274
Payment of Claims			12,026,980	11,604,844
Total Change in Cash Funds			(16,150,562)	(16,332,891)
Non-Cash Disbursements (ie. Paid from Retainers)			35,650	35,650
Net Change in Cash			(16,114,912)	(16,297,241)
OPENING CASH BALANCE - May 2019			46,231,091	46,231,091
CLOSING CASH BALANCE -October 2019			30,116,179	29,933,850

38. All Allowed General Unsecured Claims have been paid (or are subject to a reserve described in the footnotes to the table set out in paragraph 32 hereof), as was estimated in the Joint Plan and Disclosure Statement.
39. It should be noted that the amount reported as having been paid to satisfy claims in the Claims analysis section of this report totalling USD\$11,817,000 is lower than the actual amount reported in the receipts and disbursements report of USD\$12,027,000 above by approximately USD\$210,000 as the Claims report uses a fixed foreign exchange rate in estimating claim amounts payable while receipts and disbursement reported herein use actual foreign exchange rates on Canadian currency denominated claims. In addition, U.S. employment related claim payments require the payer to incur the employer's share of source deductions and benefits,

which serves to increase the employee payment to an amount greater than the amount of such Allowed Claim.

40. It is currently contemplated that residual cash on hand (currently, approximately \$30 million), subject to applicable reserves in the total approximate amount of \$5 million, will be distributed to Holders of Allowed Parent Equity Interests after receipt of applicable clearance certificates. The Monitor has been advised that such contemplated distribution would consist of an interim distribution of approximately \$20 million, with the balance to be distributed in a subsequent distribution based on upon the status of pending matters. The reserves are comprised of the Liquidation Trust Expense Reserve (approximately USD\$3.6 million) and a reserve for the Class Settlement Cash Consideration (USD\$1.15 million, which will be paid to Lead Plaintiff Counsel, on behalf of the Lead Plaintiff and the Putative Class, once all Allowed General Unsecured Claims have been paid and all applicable Clearance Certificates have been received).

UPDATE ON LITIGATION CLAIMS

41. Pursuant to the Joint Plan and CCAA Approval Order, Theseus was appointed as Litigation Representative and granted the sole power and authority to investigate, prosecute and abandon, settle, liquidate or otherwise resolve the Retained Causes of Action. The Retained Causes of Action include, but are not limited to, any Causes of Action against any party (other than those parties released by the Joint Plan and CCAA Approval Order) relating to or arising from the Applicants' failure to file their Annual Report for the fiscal year ended May 31, 2016, or alleged irregularities in the Applicants' sales practices (other than those Causes of Action that were assigned to the Purchaser or settled or released under the Joint Plan). The Joint Plan provides for the distribution of proceeds from the Retained Causes of Action, to the extent there are any.
42. As mentioned in the Affidavit of Mark Palmer, an unsworn version of which was served by the Applicants on December 6, 2019 (the "**Palmer Affidavit**"), prior to the Litigation Representative commencing its proceedings against the former officers and directors of the U.S. Debtors, such former officers and directors filed an adversary proceeding in the Chapter 11 Proceedings on October 23, 2019. The Litigation Representative filed an Answer and

Counterclaim in the same adversary proceedings. Copies of such documents are exhibited to the Palmer Affidavit.

APPROVAL OF FEES AND ACTIVITIES

43. The Monitor seeks approval for its activities as set forth in this Fifteenth Report. The Monitor also seeks approval for its fees and disbursements during the Monitor Fee Period and of its counsel during the TGF Fee Period and A&O Fee Period, as applicable.
44. The Monitor and its legal counsel have been paid their fees and disbursements at their standard rates and charges by the Applicants from time to time as part of the CCAA Proceedings. The Monitor and its counsel have all maintained records of their professional time and costs.
45. The total fees and disbursements of the Monitor for the Monitor Fee Period (being April 15, 2017 to September 20, 2019) total \$2,102,760.90, including fees in the amount of \$1,900,628.71, disbursements in the amount of \$10,434.03, and Harmonized Sales Tax (“HST”), Quebec Sales Tax and Goods and Services Tax in the aggregate amount of \$191,698.16, as further described in the Affidavit of Martin Daigneault sworn December 9, 2019 (the “**Daigneault Affidavit**”), a copy of which is attached hereto as **Appendix “C”**.
46. The total fees and disbursements of TGF for the TGF Fee Period (being April 1, 2017 to October 31, 2019) total \$763,290.23, including fees in the amount of \$717,687.50, disbursements in the amount of \$7,930.36, and HST in the amount of \$37,627.37, as further described in the Affidavit of Robert Thornton sworn December 10, 2019 (the “**Thornton Affidavit**”), a copy of which is attached hereto as **Appendix “D”**.
47. The total fees and disbursements of A&O for the A&O Fee Period (being April 1, 2017 to November 30, 2018) total USD\$575,951.20, including fees in the amount of USD\$549,092 and disbursements in the amount of USD\$26,859.20, as further described in the Affidavit of Ken Coleman sworn December 3, 2019 (the “**Coleman Affidavit**”), a copy of which is attached hereto as **Appendix “E”**.
48. The Monitor respectfully submits that the fees and disbursements of the Monitor and its counsel, as set out in the Daigneault Affidavit, the Thornton Affidavit and the Coleman Affidavit, are reasonable in the circumstances and have been validly incurred in accordance

with the provisions of the Orders issued in the CCAA Proceedings. Accordingly, the Monitor requests the approval of the fees and disbursements of itself and its counsel, at this time.

EXTENSION OF THE STAY OF PROCEEDINGS

49. As mentioned above, the Stay of Proceedings is set to expire on December 31, 2019. The Applicants are seeking an extension of the Stay of Proceedings to March 31, 2020.

50. The Monitor supports extending the Stay of Proceedings to March 31, 2020 for the following reasons:

- a) extending the Stay of Proceedings is required to enable the Applicants to (i) provide CRA additional information it may require to issue the applicable Clearance Certificates; and (ii) make distributions to Holders of Allowed Parent Equity Interests;
- b) no creditor would be materially prejudiced by the extension of the Stay of Proceedings; and
- c) the Applicants have acted in good faith and with due diligence in these CCAA Proceedings since the Initial Order.

51. The Monitor is of the view that fees incurred by the Monitor and its counsel, as set out in the Daigneault Affidavit, the Thornton Affidavit and the Coleman Affidavit, are reasonable and respectfully request that the Court approve same.

52. For the reasons set out in this Fifteenth Report, the Monitor respectfully recommends that the Court grant the relief sought by the Applicants.

All of which is respectfully submitted this 10 day of December, 2019.

ERNST & YOUNG INC.

Licensed Insolvency Trustee

In its capacity as the Monitor

in the matter of a proposed plan of compromise or
arrangement of Old PSG Wind-Down Ltd. *et al.*

Per:



Brian M. Denega, CPA, CA, CIRP, LIT

Jean-Daniel Breton, CPA, CA, FCIRP, LIT

Martin Daigneault, CPA, CA, CIRP, LIT

Senior Vice-Presidents

Appendix “A”

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.

)

MONDAY, THE 31ST

JUSTICE NEWBOULD

)

DAY OF OCTOBER, 2016

)

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
PERFORMANCE SPORTS GROUP LTD., BAUER HOCKEY CORP., BAUER HOCKEY
RETAIL CORP., BAUER PERFORMANCE SPORTS UNIFORMS CORP., BPS CANADA
INTERMEDIATE CORP., BPS DIAMOND SPORTS CORP., EASTON
BASEBALL/SOFTBALL CORP., KBAU HOLDINGS CANADA, INC., PERFORMANCE
LACROSSE GROUP CORP., PSG INNOVATION CORP., BAUER HOCKEY RETAIL
INC., BAUER HOCKEY, INC., BAUER PERFORMANCE SPORTS UNIFORMS INC.,
BPS DIAMOND SPORTS INC., BPS US HOLDINGS INC., EASTON
BASEBALL/SOFTBALL INC., PERFORMANCE LACROSSE GROUP INC., PSG
INNOVATION INC.

(Applicants)

SECOND AMENDED AND RESTATED INITIAL ORDER

THIS APPLICATION, made by the Applicants, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Mark Vendetti sworn October 31, 2016 (the "**Vendetti Affidavit**") and the Exhibits thereto, the affidavit of Brian J. Fox sworn November 13, 2016 and the Exhibits thereto, the affidavit of Brian J. Fox sworn November 21, 2016, the prefiling report of Ernst & Young Inc. ("**EY**") in its capacity as proposed monitor (the "**Monitor**") to the Applicants dated October 31, 2016, and the

first report of the Monitor dated November 28, 2016 and on hearing the submissions of counsel for the Applicants, the Monitor, the ABL DIP Lenders (as defined below), Sagard Capital Ltd. ("**Sagard**"), Fairfax Financial Holdings Limited ("**Fairfax**"), the ad hoc committee of certain Pre-Filing Term Lenders (as defined below) (the "**Ad Hoc Committee of Pre-Filing Term Lenders**"), the directors of Performance Sports Group Ltd. ("**PSG**"), the Official Committee of Unsecured Creditors (the "**UCC**"), the ad hoc committee of certain equityholders of PSG (the "**Ad Hoc Committee of Equityholders**"), Q30 Sports, LLC and Q30 Sports Science, LLC and MIPS AB, no one appearing for any other party although duly served as appears from the affidavits of service, filed, and on reading the consent of EY to act as the Monitor:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

APPLICATION

2. **THIS COURT ORDERS AND DECLARES** that the Applicants are companies to which the CCAA applies.

PLAN OF ARRANGEMENT

3. **THIS COURT ORDERS** that the Applicants shall have the authority to file and may, subject to further order of this Court, file with this Court a plan of compromise or arrangement (hereinafter referred to as the "**Plan**").

POSSESSION OF PROPERTY AND OPERATIONS

4. **THIS COURT ORDERS** that the Applicants shall remain in possession and control of their current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situated including all proceeds thereof (the

"Property"). Subject to further Order of this Court, the Applicants shall continue to carry on business in a manner consistent with the preservation of their business (the **"Business"**) and Property. The Applicants are authorized and empowered to continue to retain and employ the employees, consultants, agents, experts, accountants, counsel and such other persons (collectively **"Assistants"**) currently retained or employed by them, with liberty to retain such further Assistants as they deem reasonably necessary or desirable in the ordinary course of business or for the carrying out of the terms of this Order.

5. **THIS COURT ORDERS** that the Applicants shall be entitled to continue to utilize the central cash management system currently in place as described in the Vendetti Affidavit or replace it with another substantially similar central cash management system (the **"Cash Management System"**) and that any present or future bank providing the Cash Management System shall not be under any obligation whatsoever to inquire into the propriety, validity or legality of any transfer, payment, collection or other action taken under the Cash Management System, or as to the use or application by the Applicants of funds transferred, paid, collected or otherwise dealt with in the Cash Management System, shall be entitled to provide the Cash Management System without any liability in respect thereof to any Person (as defined below) other than the Applicants, pursuant to the terms of the documentation applicable to the Cash Management System, and shall be, in its capacity as provider of the Cash Management System, an unaffected creditor under the Plan with regard to any claims or expenses it may suffer or incur in connection with the provision of the Cash Management System.

6. **THIS COURT ORDERS** that, subject to the terms of the ABL DIP Agreement (as defined below) and the Term Loan DIP Credit Agreement (as defined below) and the Budget (as defined in the ABL DIP Agreement), the Applicants shall be entitled but not required to pay the following expenses whether incurred prior to or after this Order:

- (a) all outstanding and future wages, salaries, employee and pension benefits, vacation pay and expenses payable on or after the date of this Order, in each case incurred in the ordinary course of business and consistent with existing compensation policies and arrangements;
- (b) the fees and disbursements of any Assistants retained or employed by the Applicants in respect of these proceedings, at their standard rates and charges;
- (c) amounts owing for goods and services actually supplied to the Applicants, or to obtain the release of goods contracted for prior to the date of this Order:
 - (i) by common carriers, dedicated carriers, freight-forwarders, ocean and lake carriers, parcel carriers, consolidators, brokers and customs agents, with the prior consent of the Monitor for any amounts in excess of \$5,000 per transaction, if, in the opinion of the Applicants, it is necessary to prevent the possibility of possessory liens being asserted against any raw materials or finished products ("**Merchandise**") and to continue their business uninterrupted;
 - (ii) by third-party warehouseurs, distributors and logistics providers, based at various locations, with the prior consent of the Monitor for any amounts in excess of \$5,000, if, in the opinion of the Applicants, it is necessary to prevent the possibility of possessory liens being asserted against any Merchandise and to continue their business uninterrupted;
 - (iii) by third parties such as contractors, builders, and repairers, who may potentially assert liens under applicable law against the Applicants, with the prior consent of the Monitor and in the aggregate maximum amount of USD \$4,000,000, if, in the opinion of the Applicants, it is necessary to prevent the possibility of liens, whether possessory or non-possessory,

being asserted against any Property and to continue their business uninterrupted;

- (iv) by non-United States or Canadian suppliers from which the Applicants source their manufacturing operations who the Applicants have determined to be critical to the continued operations of their business, with the prior consent of the Monitor for any amounts in excess of \$10,000;
 - (v) with the prior consent of the Monitor for amounts in excess of \$5,000, by any suppliers who delivered goods to the U.S. PSG Entities (as defined in the Vendetti Affidavit) in the twenty days before their filing date in the United States, provided that such suppliers are entitled to be paid pursuant to section 503(9) of Chapter 11 of Title 11 of the United States Code ("**U.S. Code**");
 - (vi) by any other suppliers, with the prior consent of the Monitor for any amounts in excess of \$10,000, if, in the opinion of the Applicants, the supplier is critical to the business and ongoing operations of the Applicants;
- (d) any amounts owing in connection with the Applicants' customer programs, which include gift cards, loyalty programs, discounts, warranties allowing refunds and exchanges, and other offers or accommodations the Applicants, in their business judgment, provide to their wholesale customers and/or directly to retail customers;
 - (e) any province, state or federal taxes or fees up to an individual amount of \$1,000 and up to \$15,000 in the aggregate; and
 - (f) amounts owing to employees or former employees of the Applicants on account of termination or severance obligations in connection with the termination of such employees' employment with Applicants, up to the amount of USD \$12,850.

7. **THIS COURT ORDERS** that, except as otherwise provided to the contrary herein, the Applicants shall be entitled but not required to pay all reasonable expenses incurred by the Applicants in carrying on the Business in the ordinary course after this Order, and in carrying out the provisions of this Order, which expenses shall include, without limitation:

- (a) all expenses and capital expenditures reasonably necessary for the preservation of the Property or the Business including, without limitation, payments on account of insurance (including directors and officers insurance), maintenance and security services; and
- (b) payment for goods or services actually supplied to the Applicants following the date of this Order.

8. **THIS COURT ORDERS** that the Applicants shall remit, in accordance with legal requirements, or pay:

- (a) any statutory deemed trust amounts in favour of the Crown in right of Canada or of any Province thereof or any other taxation authority which are required to be deducted from employees' wages, including, without limitation, amounts in respect of (i) employment insurance, (ii) Canada Pension Plan, (iii) Quebec Pension Plan, and (iv) income taxes;
- (b) all goods and services or other applicable sales taxes (collectively, "**Sale Taxes**") required to be remitted by the Applicants in connection with the sale of goods and services by the Applicant, but only where such Sales Taxes are accrued or collected after the date of this Order, or where such Sales Taxes were accrued or collected prior to the date of this Order but not required to be remitted until on or after the date of this Order; and
- (c) any amount payable to the Crown in right of Canada or of any Province thereof or any political subdivision thereof or any other taxation authority in respect of

municipal realty, municipal business or other taxes, assessments or levies of any nature or kind which are entitled at law to be paid in priority to claims of secured creditors and which are attributable to or in respect of the carrying on of the Business by the Applicant.

9. **THIS COURT ORDERS** that until a real property lease in respect of property located in Canada is disclaimed or resiliated in accordance with the CCAA, the Applicants shall pay all amounts constituting rent or payable as rent under real property leases (including, for greater certainty, common area maintenance charges, utilities and realty taxes and any other amounts payable to the landlord under the lease) or as otherwise may be negotiated between the Applicants and the landlord from time to time ("**Rent**"), for the period commencing from and including the date of this Order, in accordance with the terms of the lease, in advance (but not in arrears). On the date of the first of such payments, any Rent relating to the period commencing from and including the date of this Order shall also be paid.

10. **THIS COURT ORDERS** that, except as specifically permitted herein, the Applicants are hereby directed, until further Order of this Court:

- (a) to make no payments of principal, interest thereon or otherwise on account of amounts owing by the Applicants to any of their creditors as of this date, provided however that the Applicants are hereby authorized and directed to make: (i) all such payments under the ABL DIP Agreement (as defined below), including amounts under the pre-filing asset-based revolving credit facility and interest thereon; and (ii) all payments authorized under the Term Loan DIP Credit Agreement (as defined below), including the payments necessary to complete the Refinancing (as defined in the Term Loan DIP Credit Agreement) and (iii) all payments of interest (at the applicable default rate), fees, costs, expenses (including professional advisor fees and expenses) indemnities and other amounts owing under the term loan credit agreement dated April 15, 2014 (as amended, restated and otherwise modified, the

"Term Loan Agreement") between PSG, as borrower, and a syndicate of lenders, as lenders, (the **"Pre-Filing Term Lenders"**); provided that the lenders (**"Pre-Filing ABL Lenders"**) under the Applicants' revolving ABL credit facility dated as of April 15, 2014 (the **"Pre-Filing ABL Facility"**) shall be entitled to apply receipts and deposits (not including any deposits on account of any advances made under any DIP facility) made to the Applicants' bank accounts against the indebtedness of the Applicants pursuant to their pre-filing ABL credit agreement, whether such indebtedness arose before or after the date of this Order;

- (b) to grant no security interests, trust, liens, charges or encumbrances upon or in respect of any of its Property other than as may be contemplated by the U.S. Court (as defined below) in respect of the Applicants' proceedings under Chapter 11 of the U.S. Code; and
- (c) to not grant credit or incur liabilities except in the ordinary course of the Business.

RESTRUCTURING

11. **THIS COURT ORDERS** that the Applicants shall, subject to such requirements as are imposed by the CCAA and such covenants as may be contained in the ABL DIP Definitive Documents or Term Loan DIP Definitive Documents (as defined below), have the right to:

- (a) permanently or temporarily cease, downsize or shut down any of its business or operations, and to dispose of redundant or non-material assets not exceeding \$250,000 in any one transaction or \$1,000,000 in the aggregate;
- (b) terminate the employment of such of their employees or temporarily lay off such of its employees as it deems appropriate; and

- (c) pursue all avenues of refinancing of their Business or Property, in whole or part, subject to prior approval of this Court being obtained before any material refinancing,

all of the foregoing to permit the Applicants to proceed with an orderly restructuring of the Business (the "**Restructuring**").

12. **THIS COURT ORDERS** that the Applicants shall provide each of the relevant landlords with notice of the Applicants' intention to remove any fixtures from any leased premises in Canada at least seven (7) days prior to the date of the intended removal. The relevant landlord shall be entitled to have a representative present in the Canadian leased premises to observe such removal and, if the landlord disputes the Applicants' entitlement to remove any such fixture under the provisions of the lease, such fixture shall remain on the premises and shall be dealt with as agreed between any applicable secured creditors, such landlord and the Applicant, or by further Order of this Court upon application by the Applicants on at least two (2) days notice to such landlord and any such secured creditors. If the Applicants disclaim or resiliate the lease governing such Canadian leased premises in accordance with Section 32 of the CCAA, they shall not be required to pay Rent under such lease pending resolution of any such dispute (other than Rent payable for the notice period provided for in Section 32(5) of the CCAA), and the disclaimer or resiliation of the lease shall be without prejudice to the Applicants' claim to the fixtures in dispute.

13. **THIS COURT ORDERS** that if a notice of disclaimer or resiliation is delivered pursuant to Section 32 of the CCAA, then (a) during the notice period prior to the effective time of the disclaimer or resiliation, the landlord may show the affected leased premises to prospective tenants during normal business hours, on giving the Applicants and the Monitor 24 hours' prior written notice, and (b) at the effective time of the disclaimer or resiliation, the relevant landlord shall be entitled to take possession of any such leased premises without waiver of or prejudice to any claims or rights such

landlord may have against the Applicants in respect of such lease or leased premises, provided that nothing herein shall relieve such landlord of its obligation to mitigate any damages claimed in connection therewith.

NO PROCEEDINGS AGAINST THE APPLICANTS OR THE PROPERTY

14. **THIS COURT ORDERS** that until and including November 30, 2016, or such later date as this Court may order (the "**Stay Period**"), no proceeding or enforcement process in any court or tribunal (each, a "**Proceeding**" and collectively "**Proceedings**") shall be commenced or continued against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, except with the written consent of the Applicants and the Monitor, or with leave of this Court, and any and all Proceedings currently under way against or in respect of the Applicants or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

15. **THIS COURT ORDERS** that during the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "**Persons**" and each being a "**Person**") against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, are hereby stayed and suspended except with the written consent of the Applicants and the Monitor, or leave of this Court, provided that nothing in this Order shall (i) empower the Applicants to carry on any business which the Applicants are not lawfully entitled to carry on, (ii) affect such investigations, actions, suits or proceedings by a regulatory body as are permitted by Section 11.1 of the CCAA, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

NO INTERFERENCE WITH RIGHTS

16. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Applicants, except with the written consent of the Applicants and the Monitor, or leave of this Court.

CONTINUATION OF SERVICES

17. **THIS COURT ORDERS** that during the Stay Period, all Persons having oral or written agreements with the Applicants or statutory or regulatory mandates for the supply of goods and/or services, including without limitation all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to the Business or the Applicants, are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Applicants, and that the Applicants shall be entitled to the continued use of their current premises, telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Applicants in accordance with normal payment practices of the Applicants or such other practices as may be agreed upon by the supplier or service provider and each of the Applicants and the Monitor, or as may be ordered by this Court.

NON-DEROGATION OF RIGHTS

18. **THIS COURT ORDERS** that, notwithstanding anything else in this Order, no Person shall be prohibited from requiring immediate payment for goods, services, use of lease or licensed property or other valuable consideration provided on or after the date of this Order, nor shall any Person be under any obligation on or after the date of

this Order to advance or re-advance any monies or otherwise extend any credit to the Applicants. Nothing in this Order shall derogate from the rights conferred and obligations imposed by the CCAA.

PROCEEDINGS AGAINST DIRECTORS AND OFFICERS

19. **THIS COURT ORDERS** that during the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against any of the former, current or future directors or officers of the Applicants with respect to any claim against the directors or officers that arose before the date hereof and that relates to any obligations of the Applicants whereby the directors or officers are alleged under any law to be liable in their capacity as directors or officers for the payment or performance of such obligations, until a compromise or arrangement in respect of the Applicants, if one is filed, is sanctioned by this Court or is refused by the creditors of the Applicants or this Court.

DIRECTORS' AND OFFICERS' INDEMNIFICATION AND CHARGE

20. **THIS COURT ORDERS** that the Applicants shall indemnify their directors and officers against obligations and liabilities that they may incur as directors or officers of the Applicants after the commencement of the within proceedings, except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence or wilful misconduct.

21. **THIS COURT ORDERS** that the directors and officers of the Applicants shall be entitled to the benefit of and are hereby granted a charge (the "**Directors' Charge**") on the Property, which charge shall not exceed an aggregate amount of USD \$7.5 million, as security for the indemnity provided in paragraph 20 of this Order. The Directors' Charge shall have the priority set out in paragraphs 57 and 60 herein.

22. **THIS COURT ORDERS** that, notwithstanding any language in any applicable insurance policy to the contrary, (a) no insurer shall be entitled to be subrogated to or

claim the benefit of the Directors' Charge, and (b) the Applicants' directors and officers shall only be entitled to the benefit of the Directors' Charge to the extent that they do not have coverage under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts indemnified in accordance with paragraph 20 of this Order.

APPROVAL OF ENGAGEMENT OF CHIEF RESTRUCTURING OFFICER

23. **THIS COURT ORDERS** that the agreement dated as of October 24, 2016 (the "CRO Engagement Letter") pursuant to which the Applicants have engaged the services of Brian J. Fox to act as the chief restructuring officer of the Applicants (the "CRO"), is hereby approved as of the date of the CRO Engagement Letter, including, without limitation, the payment of fees and expenses contemplated thereby, and the Applicants are authorized to continue the engagement of the CRO on the terms set out in the CRO Engagement Letter.

24. **THIS COURT ORDERS** that the CRO shall be entitled to the benefit of the Administration Charge (as defined below) in respect of any obligations of the Applicants under the CRO Engagement Letter, whether for payment of compensation, fees, expenses, indemnities or otherwise.

25. **THIS COURT ORDERS** that any claims of the CRO under the CRO Engagement Letter shall be treated as unaffected and may not be compromised in any Plan or proposal filed under the *Bankruptcy and Insolvency Act* of Canada (the "BIA") in respect of the Applicants.

26. **THIS COURT ORDERS** that the CRO shall incur no liability or obligations as a result of its engagement or the carrying out of its mandate under the CRO Engagement Letter, save and except for gross negligence or willful misconduct on its part.

APPROVAL OF CLAIMS AND NOTICING AGENT

27. **THIS COURT ORDERS** that the agreement dated as of September 29, 2016 (the “**Prime Clerk Engagement Letter**”), pursuant to which the Applicants have engaged Prime Clerk LLC to act claims and noticing agent in the United States (the “**Claims and Noticing Agent**”) is hereby approved as of the date of the Prime Clerk Engagement Letter, including without limitation, the payment of fees and expenses contemplated thereby, and the Applicants are authorized to continue the engagement of the Claims and Noticing Agent on the terms set out in the Prime Clerk Engagement Letter.

BID PROTECTION CHARGE

28. **THIS COURT ORDERS** that 9938982 Canada Inc. shall be entitled to the benefits of and are hereby granted a charge on the Property for the Break Fee and the expense reimbursement payable under the Stalking Horse Agreement as those terms are defined and referred to in paragraph 161 of the Vendetti Affidavit (the “**Bid Protection Charge**”), which charge shall not exceed USD \$20.75 million in respect of all the Property. The Bid Protection Charge shall have the priority set out in paragraphs 57 and 60 herein.

ABL ESCROW

29. **THIS COURT ORDERS** that the Applicants shall pay to the Pre-Filing ABL Lenders the sum of USD \$250,000 to be held in segregated account to secure contingent indemnification obligations arising under or related to the Pre-Filing ABL Facility (the “**ABL Escrow**”), which shall be released to the Applicants promptly following the expiration of the Challenge Period (as that term is defined in paragraph 53 herein).

APPOINTMENT OF MONITOR

30. **THIS COURT ORDERS** that EY is hereby appointed pursuant to the CCAA as the Monitor, an officer of this Court, to monitor the business and financial affairs of the

Applicants with the powers and obligations set out in the CCAA or set forth herein and that the Applicants and their shareholders, officers, directors, and Assistants shall advise the Monitor of all material steps taken by the Applicants pursuant to this Order, and shall co-operate fully with the Monitor in the exercise of its powers and discharge of its obligations and provide the Monitor with the assistance that is necessary to enable the Monitor to adequately carry out the Monitor's functions.

31. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights and obligations under the CCAA, is hereby directed and empowered to:

- (a) monitor the Applicants' receipts and disbursements;
- (b) report to this Court at such times and intervals as the Monitor may deem appropriate with respect to matters relating to the Property, the Business, and such other matters as may be relevant to the proceedings herein;
- (c) assist the Applicants, to the extent required by the Applicants, in their dissemination, to the ABL DIP Lenders, the Term Loan DIP Lenders, the Pre-Filing ABL Lenders, the Pre-Filing Term Lenders (until the Refinancing been completed), the UCC and Ad Hoc Committee of Equityholders and their respective counsel, financial and other information as agreed to between the Applicants and the ABL DIP Lenders, the Term Loan DIP Lenders, the Pre-Filing ABL Lenders, and the Pre-Filing Term Lenders (until the Refinancing has been completed) which may be used in these proceedings including reporting on a basis to be agreed with the ABL DIP Lenders, the Term Loan DIP Lenders, and the Pre-Filing ABL Lenders and the UCC;
- (d) advise the Applicants in their preparation of the Applicants' cash flow statements and reporting required by the ABL DIP Lenders and the Term Loan DIP Lenders, which information shall be reviewed with the Monitor and delivered to the ABL DIP Lenders, the Term Loan DIP Lenders, the Pre-Filing ABL Lenders, the UCC and the Ad Hoc Committee of Equityholders and their respective counsel;

- (e) advise the Applicants in their development of the Plan and any amendments to the Plan;
- (f) assist the Applicants, to the extent required by the Applicants, with the holding and administering of creditors' or shareholders' meetings for voting on the Plan;
- (g) have full and complete access to the Property, including the premises, books, records, data, including data in electronic form, and other financial documents of the Applicants, to the extent that is necessary to adequately assess the Applicants' business and financial affairs or to perform their duties arising under this Order;
- (h) be at liberty to engage independent legal counsel or such other persons as the Monitor deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order;
- (i) monitor and have full access to and transparent and timely information regarding the sale process of the Applicants; and
- (j) perform such other duties as are required by this Order or by this Court from time to time.

32. **THIS COURT ORDERS** that the Monitor shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof.

33. **THIS COURT ORDERS** that nothing herein contained shall require the Monitor to occupy or to take control, care, charge, possession or management (separately and/or collectively, "**Possession**") of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or

other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, the *Ontario Water Resources Act*, or the *Ontario Occupational Health and Safety Act* and regulations thereunder (the “**Environmental Legislation**”), provided however that nothing herein shall exempt the Monitor from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Monitor shall not, as a result of this Order or anything done in pursuance of the Monitor's duties and powers under this Order, be deemed to be in Possession of any of the Property within the meaning of any Environmental Legislation, unless it is actually in possession.

34. **THIS COURT ORDERS** that that the Monitor shall provide any creditor of the Applicants, including the Pre-Filing ABL Lenders, the Pre-Filing Term Lenders, the ABL DIP Lenders and the Term Loan DIP Lenders, with information provided by the Applicants in response to reasonable requests for information made in writing by such creditor addressed to the Monitor. The Monitor shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Monitor has been advised by the Applicants is confidential, the Monitor shall not provide such information to creditors unless otherwise directed by this Court or on such terms as the Monitor and the Applicants may agree.

35. **THIS COURT ORDERS** that, in addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded the Monitor by the CCAA or any applicable legislation.

36. **THIS COURT ORDERS** that the Monitor, United States and Canadian counsel to the Monitor, United States and Canadian counsel to the Applicants, and counsel to the directors of PSG (the "**Case Professionals**") shall be paid their reasonable fees and disbursements in respect of work done in relation to these CCAA proceedings, in each case at their standard rates and charges, by the Applicants as part of the costs of these proceedings. The Applicants are hereby authorized and directed to pay the accounts of the Case Professionals on a weekly basis and, in addition, the Applicants are hereby authorized to pay to the Case Professionals retainers in amounts of CAD \$100,000 for each Canadian counsel and for the Monitor and USD \$100,000 for each United States counsel, to be held by them as security for payment of their respective fees and disbursements outstanding from time to time.

37. **THIS COURT ORDERS** that the Monitor and its United States and Canadian counsel shall pass their accounts from time to time, and for this purpose the accounts of the Monitor and its United States and Canadian counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

38. **THIS COURT ORDERS** that the Case Professionals and the CRO shall be entitled to the benefit of and are hereby granted a charge (the "**Administration Charge**") on the Property, which charge shall not exceed USD \$3.75 million in respect of the Fixed Asset (Term) Priority Collateral (as defined in the Vendetti Affidavit), USD \$3.75 million in respect of the ABL Priority Collateral (as defined in the Vendetti Affidavit) for an aggregate amount of USD \$7.5 million on all Property (including the Fixed Asset (Term) Priority Collateral and the ABL Priority Collateral), in each case plus all accrued and unpaid fees, disbursements, costs and expenses incurred by the Case Professionals and the CRO as at the date on which notice is delivered in the Chapter 11 Proceedings (as defined in the Vendetti Affidavit) requiring the Applicants to fund the Carve-Out, as security for their professional fees and disbursements incurred at the standard rates and charges of the Case Professionals and the CRO. The Administration Charge shall have the priority set out in paragraphs 57 and 60 herein. For greater

certainty, the Administration Charge includes the funds in the Carve-Out and may be satisfied, in whole or in part, from such funds.

ABL DIP FINANCING

39. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to obtain and borrow under a credit facility (the "**ABL DIP Facility**") from the lenders party to the ABL DIP Agreement (as defined below) (collectively, the "**ABL DIP Lenders**") in order to finance the Applicants' working capital requirements and other general corporate purposes and capital expenditures, provided that borrowings under such credit facility shall not exceed USD \$200 million unless permitted by further Order of this Court.

40. **THIS COURT ORDERS** that the ABL DIP Facility shall be on the terms and subject to the conditions set forth in the Superpriority Debtor-In-Possession ABL Credit Agreement dated as of October 31, 2016 between the Applicants and the ABL DIP Lenders (the "**ABL DIP Agreement**") as modified by the US Final DIP Order (defined below).

41. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to execute and deliver such credit agreements, mortgages, charges, hypothecs and security documents, guarantees and other definitive documents (collectively, the "**ABL DIP Definitive Documents**"), as are contemplated by the ABL DIP Agreement or as may be reasonably required by the ABL DIP Lenders pursuant to the terms thereof, and the Applicants are hereby authorized and directed to pay and perform all of their indebtedness, interest, fees, liabilities and obligations to the ABL DIP Lenders under and pursuant to the ABL DIP Agreement and the ABL DIP Definitive Documents as and when the same become due and are to be performed, notwithstanding any other provision of this Order.

42. **THIS COURT ORDERS** that the ABL DIP Lenders shall be entitled to the benefit of and are hereby granted a charge (the "**ABL DIP Charge**") on the Property, which ABL DIP Charge shall not secure an obligation that exists before the date of this Order. The ABL DIP Charge shall have the priority set out in paragraphs 57 and 60 herein.

43. **THIS COURT ORDERS** that, subject to the ABL/Term Intercreditor Agreement dated as of October 31, 2016 (the "**Post-Filing ICA**"), notwithstanding any other provision of this Order:

- (a) the ABL DIP Lenders may take such steps from time to time as they may deem necessary or appropriate to file, register, record or perfect the ABL DIP Charge or any of the ABL DIP Definitive Documents;
- (b) upon the occurrence of an event of default under the ABL DIP Definitive Documents or the ABL DIP Charge, the ABL DIP Lenders, upon 7 days' notice to the Applicants the Monitor and the UCC, may, unless this Court orders otherwise, exercise any and all of its rights and remedies against the Applicants or the Property under or pursuant to the ABL DIP Agreement, ABL DIP Definitive Documents and the ABL DIP Charge, including without limitation, to cease making advances to the Applicants and set off and/or consolidate any amounts owing by the ABL DIP Lenders to the Applicants against the obligations of the Applicants to the ABL DIP Lenders under the ABL DIP Agreement, the ABL DIP Definitive Documents or the ABL DIP Charge, to make demand, accelerate payment and give other notices, or to apply to this Court for the appointment of a receiver, receiver and manager or interim receiver, or for a bankruptcy order against the Applicants and for the appointment of a trustee in bankruptcy of the Applicants; and
- (c) the foregoing rights and remedies of the ABL DIP Lenders shall be enforceable against any trustee in bankruptcy, interim receiver, receiver or receiver and manager of the Applicants or the Property.

44. **THIS COURT ORDERS AND DECLARES** that the ABL DIP Lenders shall be treated as unaffected in any plan of arrangement or compromise filed by the Applicants under the CCAA, or any proposal filed by the Applicants under the BIA, with respect to any advances made under the ABL DIP Agreement and the ABL DIP Definitive Documents.

TERM LOAN DIP FINANCING

45. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to obtain and borrow under a credit facility (the "**Term Loan DIP Facility**") from 9938982 Canada Inc. and the other lenders party to the Term Loan DIP Credit Agreement (as defined below) (collectively, the "**Term Loan DIP Lenders**") in order to complete the Refinancing (as defined below) and to finance the Business and general corporate purposes and capital expenditures of the Applicants, provided that (a) the Applicants shall not be permitted to borrow under any Delayed Draw Term Loans (as defined in the Term Loan DIP Credit Agreement) until the Refinancing has been completed; and (b) borrowing under such credit facility shall not exceed USD \$361.3 million unless permitted by further order of this Court.

46. **THIS COURT ORDERS** that the Term Loan DIP Facility shall be on the terms and subject to the conditions set forth in the Superpriority Debtor-In-Possession Term Loan Credit Agreement dated as of October 31, 2016 between the Applicants and the Term Loan DIP Lenders (the "**Term Loan DIP Credit Agreement**") as modified by the U.S. Final DIP order.

47. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to execute and deliver such credit agreements, mortgages, charges, hypothecs and security documents, guarantees, amendments and other definitive documents (collectively, the "**Term Loan DIP Definitive Documents**"), as are contemplated by the Term Loan DIP Credit Agreement or as may be reasonably required by the Term Loan DIP Lenders pursuant to the terms thereof, and the

Applicants are hereby authorized and directed to pay and perform all of their indebtedness, interest, fees, liabilities and obligations to the Term Loan DIP Lenders under and pursuant to the Term Loan DIP Credit Agreement and the Term Loan DIP Definitive Documents as and when the same become due and are to be performed, notwithstanding any other provision of this Order.

48. **THIS COURT ORDERS** that the Term Loan DIP Lenders shall be entitled to the benefit of and are hereby granted a charge (the "**Term Loan DIP Charge**") on the Property, which Term Loan DIP Charge shall not secure an obligation that existed before the date of this Order. The Term Loan DIP Charge shall have the priority set out in paragraphs 57 and 60 herein.

49. **THIS COURT ORDERS** that, subject to the Post-Filing ICA, notwithstanding any other provision of this Order:

- (a) the Term Loan DIP Lenders may take such steps from time to time as it may deem necessary or appropriate to file, register, record or perfect or any of the Term Loan DIP Definitive Documents;
- (b) upon the occurrence of an event of default under the Term Loan DIP Definitive Documents or the Term Loan DIP Charge, Term Loan DIP Lenders, upon 7 days' notice to the Applicants, the Monitor and the UCC, may exercise any and all of its rights and remedies against the Applicants or the Property under or pursuant to the Term Loan DIP Credit Agreement and Term Loan DIP Definitive Documents or the Term Loan DIP Charge, including without limitation, to cease making advances to the Applicants and set off and/or consolidate any amounts owing by the Term Loan DIP Lenders to the Applicants against the obligations of the Applicants to the Term Loan DIP Lenders under the Term Loan DIP Credit Agreement, the Term Loan DIP Definitive Documents or the Term Loan DIP Charge, to make demand, accelerate payment and give other notices, or to apply to this Court for the appointment of a receiver, receiver and manager or interim receiver, or for a bankruptcy order against

the Applicants and for the appointment of a trustee in bankruptcy of the Applicants;
and

- (c) the foregoing rights and remedies of the Term Loan DIP Lenders shall be enforceable against any trustee in bankruptcy, interim receiver, receiver or receiver and manager of the Applicants or the Property.

50. **THIS COURT ORDERS AND DECLARES** that the Term Loan DIP Lenders shall be treated as unaffected in any plan of arrangement or compromise filed by the Applicants under the CCAA, or any proposal filed by the Applicants under the BIA, with respect to any advances made under the Term Loan DIP Credit Agreement and the Term Loan DIP Definitive Documents.

51. **THE COURT ORDERS** that the Company in consummating the transactions contemplated by the Term Loan DIP Agreement, which is a "related party transaction" for purposes of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("MI 61-101") and subject to a court order under applicable bankruptcy or insolvency laws, is not required to comply with both the formal valuation and minority approval requirements under Sections 5.4 and 5.6, respectively, of MI 61-101.

REFINANCING

52. **THIS COURT ORDERS** that the Refinancing is hereby approved and the Applicants are authorized and directed to carry out the Refinancing in accordance with the terms of the Term Loan DIP Credit Agreement and are further authorized and empowered to complete all transactions and take all actions necessary or desirable to complete the Refinancing.

53. **THIS COURT ORDERS** that, subject to the terms of the Term Loan DIP Credit Agreement and paragraph 54 hereof, the Applicants shall (a) repay in full the obligations outstanding under the Term Loan Agreement (the "**Pre-Filing Term Loan**

Obligations") by distributing the proceeds of the applicable refinancing loans advanced under the Term Loan DIP Facility pursuant to the Term Loan DIP Credit Agreement to the administrative agent under the Term Loan Agreement (the "**Pre-Filing Term Loan Agent**"), and (b) pay in full all of the reasonable and documented fees and expenses of the Pre-Filing Term Loan Agent and of the professional advisors retained by the Ad Hoc Committee of Pre-Filing Term Lenders or the Pre-Filing Term Loan Agent, and (c) upon receipt of the Applicants' payment in satisfaction of the Pre-Filing Term Loan Obligations contemplated in subparagraph (a) above, the Pre-Filing Term Loan Agent shall be authorized and directed to make distributions to the Pre-Filing Term Lenders in accordance with the Term Loan Agreement.

54. **THIS COURT ORDERS** that notwithstanding:

- (a) the pendency of these proceedings
- (b) any assignment in bankruptcy or any petition for a bankruptcy order now or hereafter issued pursuant to the BIA and any order issued pursuant to any such petition;
- (c) any application for a receivership order; or
- (d) any provisions of any federal or provincial legislation;

the payments, distributions, and disbursements to or for the account of the Pre-Filing Term Lenders, the Pre-Filing Term Loan Agent and the professionals retained by the Ad Hoc Committee of Pre-Filing Term Lenders or the Pre-Filing Term Loan Agent in connection with the Refinancing, shall be made indefeasibly, free and clear of any Encumbrances (as defined below), including the Charges, shall be binding on any trustee in bankruptcy, interim receiver or receiver that may be appointed in respect of any of the Applicants, and shall not be void or voidable nor deemed to be a preference, assignment, fraudulent conveyance, transfer at undervalue or other reviewable transaction under the BIA or any other applicable federal or provincial legislation, as

against the Applicants, the Monitor, the Term Loan DIP Lenders and the Pre-Filing Term Lenders and shall not constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation; provided, however, that nothing in this paragraph 54 shall derogate from any rights which a Challenge Party may have to commence a Challenge during the Challenge Period (as such terms are defined in the *Final Order (I) Authorizing the Debtors to Obtain Post-Petition Secured Financing Pursuant to 11 U.S.C. § 364, (II) Authorizing the Debtors' Use of Cash Collateral Pursuant to 11 U.S.C. § 363; (III) Granting Adequate Protection to Prepetition Secured Creditors Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364; and (IV) Granting Related Relief, issued by the U.S. Court dated November 30, 2016 (the "U.S. Final DIP Order")*)), but strictly and solely pursuant to paragraph 31 of the U.S. Final DIP Order, or from the ability of this Court or the U.S. Court to fashion an appropriate remedy in respect of a successful Challenge, and provided further that nothing herein or in the U.S. Final DIP Order shall derogate from the rights of the Pre-Filing Term Lenders and the Pre-Filing Term Loan Agent in response to any such Challenge and the Pre-Filing Term Loan Agent and the Pre-Filing Term Lenders reserve all such rights. Any stakeholder may also reserve its rights with respect to the allocation of any property of the Applicants between jurisdictions.

55. **THIS COURT ORDERS** that, upon completion of the Refinancing, the Pre-Filing Term Loan Agent and the Pre-Filing Term Lenders shall be entitled to and are hereby granted a charge (the "**Pre-Filing Term Loan Charge**") on the Property, which Pre-Filing Term Loan Charge shall secure any indemnification or other obligations (including as to the payment of reasonable and documented legal fees) which may arise under the Term Loan Agreement in the period from and after the Refinancing and throughout the Challenge Period and any related Challenge proceedings, and which Pre-Filing Term Loan Charge shall have the priority set out in paragraphs 57 and 60 herein.

INTERCOMPANY FINANCING

56. **THIS COURT ORDERS** that to the extent that any one or more of the Applicants (the "**Lending Applicant**") after the date of this Order, makes any payment or incurs or discharges any obligation that is a payment or obligation of any one or more of the other Applicants or otherwise transfers value to or for the benefit of one or more of the other Applicants, each of the Lending Applicants are hereby granted a charge (the "**Intercompany Charge**") on all of the Property in the amount of such payment or obligation or transfer. The Intercompany Charge shall have the priority set out in paragraphs 57 and 60 herein.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

57. **THIS COURT ORDERS** that, until further Order of this Court and subject to paragraph 58 of this Order, the priorities of the Directors' Charge, the Administration Charge, the ABL DIP Charge, Term Loan DIP Charge, the Bid Protection Charge, the Pre-Filing Term Loan Charge, and the Intercompany Charge, as among them and certain existing encumbrances, shall be, with respect to the type of collateral at issue, as follows:

(a) With respect to the Fixed Asset (Term) Priority Collateral:

First - the Administration Charge (to the maximum amount of USD \$3.75 million plus all accrued and unpaid fees, disbursements, costs and expenses incurred by the Case Professionals and the CRO as at the date on which notice is delivered in the Chapter 11 Proceedings requiring the Applicants to fund the Carve-Out in respect of the Property specifically in respect of the Fixed Asset (Term) Priority Collateral);

Second - the Term Loan DIP Charge;

Third- the Pre-Filing Term Loan Facility Security (as defined in the Vendetti Affidavit) prior to the completion of the Refinancing, and the Pre-Filing Term Loan Charge from and after the completion of the Refinancing;

Fourth - the ABL DIP Charge;

Fifth - the Pre-Filing ABL Facility Security (as defined in the Vendetti Affidavit);

Sixth - the Bid Protection Charge;

Seventh - the Directors' Charge; and

Eighth - the Intercompany Charge.

(b) With respect to the ABL Priority Collateral:

First - the Administration Charge (to the maximum amount of USD \$3.75 million plus all accrued and unpaid fees, disbursements, costs and expenses incurred by the Case Professionals and the CRO as at the date on which notice is delivered in the Chapter 11 Proceedings requiring the Applicants to fund the Carve-Out in respect of the Property specifically in respect of the ABL Priority Collateral);

Second - the ABL DIP Charge;

Third - the Pre-Filing ABL Facility Security;

Fourth - the Pre-Filing Term Loan Facility Security (prior to the Refinancing);

Fifth - the Term Loan DIP Charge;

Sixth – the Bid Protection Charge;

Seventh – the Directors' Charge; and

Eighth – the Intercompany Charge.

- (c) With respect to the assets, property and undertakings of PSG Innovation Corp. and PSG Innovation Inc. (the "**PSG Innovation Collateral**"):

First – the Administration Charge;

Second – the Term Loan DIP Charge;

Third – the ABL DIP Charge;

Fourth – the Bid Protection Charge;

Fifth – the Directors' Charge; and

Sixth – the Intercompany Charge.

- (d) With respect to all other Property that is not Fixed Asset (Term) Priority Collateral or ABL Priority Collateral or PSG Innovation Collateral:

First – the Administration Charge;

Second – the Term Loan DIP Charge;

Third – the ABL DIP Charge;

Fourth – the Bid Protection Charge;

Fifth – the Directors' Charge; and

Sixth – the Intercompany Charge.

provided, however, that (i) as between the Pre-Filing ABL Lenders, the ABL DIP Lenders and the Term Loan DIP Lenders, nothing in this Order shall derogate from the priorities agreed to by them in the Post-Filing ICA; and (ii) to the extent the PSG Innovation Collateral or the Property described in Paragraph 57(d) above would otherwise constitute ABL Priority Collateral, it shall be treated as such (and otherwise shall be treated as Fixed Asset (Term) Priority Collateral as reflected above).

58. **THIS COURT ORDERS** that, upon completion of the Refinancing, until further Order of this Court, the priorities of the Directors' Charge, the Administration Charge, the ABL DIP Charge, Term Loan DIP Charge the Bid Protection Charge, the Pre-Filing Term Loan Charge, and the Intercompany Charge, as among them and certain existing encumbrances, shall be, with respect to the ABL Priority Collateral:

First - the Administration Charge (to the maximum amount of USD \$3.75 million specifically in respect of the ABL Priority Collateral);

Second - the ABL DIP Charge;

Third - the Pre-Filing ABL Facility Security;

Fourth - the Term Loan DIP Charge;

Fifth - the Directors' Charge (to the maximum amount of USD \$7.5 million);

Sixth - the Intercompany Charge;

Seventh - the Pre-Filing Term Loan Charge; and

Eighth - the Bid Protection Charge.

59. **THIS COURT ORDERS** that the filing, registration or perfection of the Administration Charge, the ABL DIP Charge, the Term Loan DIP Charge, the Bid

Protection Charge, the Pre-Filing Term Loan Charge, the Intercompany Charge or the Director's Charge (collectively, the "**Charges**") shall not be required, and that the Charges shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charges coming into existence, notwithstanding any such failure to file, register, record or perfect.

60. **THIS COURT ORDERS** that each of the Charges shall constitute a charge on the Property and such Charges shall rank in priority to all other security interests, trusts, liens, charges and encumbrances, claims of secured creditors, statutory or otherwise (collectively, "**Encumbrances**") in favour of any Person except as specifically as set out in paragraph 57.

61. **THIS COURT ORDERS** that except as otherwise expressly provided for herein, or as may be approved by this Court, the Applicants shall not grant any Encumbrances over any Property that rank in priority to, or *pari passu* with, any of the Charges unless the Applicants also obtain the prior written consent of the Monitor, the ABL DIP Lenders, the Term Loan DIP Lenders and the beneficiaries of the Intercompany Charge, the Directors' Charge and the Administration Charge, or further order of this Court.

62. **THIS COURT ORDERS** that the Directors' Charge, the Administration Charge, the Term Loan DIP Credit Agreement, the Term Loan DIP Definitive Documents, the Term Loan DIP Charge, the ABL DIP Agreement, the ABL DIP Definitive Documents and the ABL DIP Charge shall not be rendered invalid or unenforceable and the rights and remedies of the chargees entitled to the benefit of the Charges (collectively, the "**Chargees**") and/or the ABL DIP Lenders and the Term Loan DIP Lenders thereunder shall not otherwise be limited or impaired in any way by (a) the pendency of these proceedings and the declarations of insolvency made herein; (b) any application(s) for bankruptcy order(s) issued pursuant to BIA, or any bankruptcy order made pursuant to such applications; (c) the filing of any assignments for the general benefit of creditors

made pursuant to the BIA; (d) the provisions of any federal or provincial statutes; or (e) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of Encumbrances, contained in any existing loan documents, lease, sublease, offer to lease or other agreement (collectively, an "Agreement") which binds the Applicants, and notwithstanding any provision to the contrary in any Agreement:

- (a) neither the creation of the Charges nor the execution, delivery, perfection, registration or performance of the ABL DIP Agreement, the ABL DIP Definitive Documents, the Term Loan DIP Credit Agreement and Term Loan DIP Definitive Documents, shall create or be deemed to constitute a breach by the Applicants of any Agreement to which it is a party;
- (b) none of the Chargees shall have any liability to any Person whatsoever as a result of any breach of any Agreement caused by or resulting from the Applicants' execution, delivery or performance of the ABL DIP Agreement, the Term Loan DIP Credit Agreement, the creation of the Charges, or the execution, delivery or performance of the ABL DIP Definitive Documents or the Term Loan DIP Definitive Documents; and
- (c) the payments made by the Applicants pursuant to this Order, ABL DIP Agreement, the ABL DIP Definitive Documents, the Term Loan DIP Credit Agreement and the Term Loan DIP Definitive Documents, and the granting of the Charges, do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law subject to paragraph 54 hereof.

63. **THIS COURT ORDERS** that any Charge created by this Order over leases of real property in Canada shall only be a Charge in the Applicants' interest in such real property leases.

CROSS BORDER PROTOCOL

64. **THIS COURT ORDERS** that the cross border protocol, in the form attached as Schedule "1" hereto, is hereby approved and shall become effective upon its approval by the U.S. Court and the parties to these proceedings and any other Person shall be governed by it and shall comply with same.

MARSHALLING

65. **THIS COURT ORDERS THAT** none of the Term Loan DIP Lenders, the ABL DIP Lenders, Pre-Filing Term Lenders or the Pre-Filing ABL Lenders shall be subject to the equitable doctrine of "marshaling" or any other similar doctrine; provided, however, that, notwithstanding the foregoing, (i) at any time, upon the occurrence or continuation of an Event of Default under either DIP Facility, any stakeholder retains the right to argue, and the Court retains the right to so order, that the proceeds of assets, property and undertakings which are not Fixed Asset (Term) Priority Collateral or ABL Priority Collateral (the "**Unencumbered Assets**") should only be used to satisfy the obligations under the ABL DIP Facility or Term Loan DIP Facility to the extent such obligations cannot be satisfied in full first from other collateral and/or to argue that such Unencumbered Assets should be sold separately and no earlier than the sale, transfer, foreclosure or other disposition of such other collateral; and (ii) the Applicants, Term Loan DIP Lenders, the ABL DIP Lenders, the Pre-Filing Term Lenders and the Pre-Filing ABL Lenders each reserve their rights to oppose such arguments.

SERVICE AND NOTICE

66. **THIS COURT ORDERS** that the Monitor shall (i) without delay, publish in the national edition of *The Globe and Mail*, the *Wall Street Journal* and *Le Devoir* a notice containing the information prescribed under the CCAA, (ii) within five days after the date of this Order, (A) make this Order publicly available in the manner prescribed under the CCAA, (B) send, in the prescribed manner, a notice to every known creditor

who has a claim against the Applicants of more than \$5,000, and (C) prepare a list showing the names and addresses of those creditors and the estimated amounts of those claims, and make it publicly available in the prescribed manner, all in accordance with Section 23(1)(a) of the CCAA and the regulations made thereunder, provided that, for the purposes of this list, the Monitor shall not make the names and addresses of creditors who are individuals publicly available.

67. **THIS COURT ORDERS** that the Applicants shall create, maintain and update as necessary a list of all Persons appearing in person or by counsel in this proceeding (the "**Service List**"). The Monitor shall post the Service List, as may be updated from time to time, on the Case Website (as defined below) as part of the public materials to be recorded thereon in relation to this proceeding. Notwithstanding the foregoing, the Monitor shall have no liability in respect of the accuracy of or the timeliness of making any changes to the Service List.

68. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at <http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/eservice-commercial/>) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(d) of the Rules of Civil Procedure and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a case website (the "**Case Website**") shall be established in accordance with the Protocol with the following URL: www.ey.com/ca/psg.

69. **THIS COURT ORDERS** that the Claims and Noticing Agent is entitled to serve and distribute all motion materials and other notices in these proceedings on behalf of

the Applicants and the Monitor (when and if so instructed by the Applicants or the Monitor) by electronic service in accordance with the Protocol.

70. **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Protocol is not practicable, the Applicants, the Monitor and the Claims and Noticing Agent are at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Applicants' creditors or other interested parties at their respective addresses as last shown on the records of the Applicants and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

71. **THIS COURT ORDERS** that, except with respect to urgent motions, all motions in this proceeding are to be brought on not less than seven (7) days' notice to all persons on the Service List and shall specify a date and time for the hearing of the motion.

GENERAL

72. **THIS COURT ORDERS** that the Applicants or the Monitor may from time to time apply to this Court for advice and directions in the discharge of their powers and duties hereunder.

73. **THIS COURT ORDERS** that nothing in this Order shall prevent the Monitor from acting as an interim receiver, a receiver, a receiver and manager, or a trustee in bankruptcy of the Applicants, the Business or the Property.

74. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals,

regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

75. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

76. **THIS COURT ORDERS** that any interested party (including the Applicants and the Monitor) may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to any other party or parties likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

77. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

DEC 19 2016

PER / PAR:



IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

Court File No. CV-16-11582-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF PERFORMANCE SPORTS GROUP LTD ET. AL.

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**SECOND AMENDED AND RESTATED
INITIAL ORDER**

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Peter Howard LSUC#: 22056F
Tel: (416) 869-5613
Email: phoward@stikeman.com

Maria Konyukhova LSUC#: 52880V
Tel: (416) 869-5230
Email: mkonyukhova@stikeman.com

Kathryn Esaw LSUC#: 58264F
Tel: (416) 869-5230
Email: kesaw@stikeman.com
Fax: (416) 947-0866

Lawyers for the Applicants

Appendix “B”

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**



THE HONOURABLE
JUSTICE HAINEY

) WEDNESDAY, THE 20th DAY
)
) OF DECEMBER, 2017

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c.
C- 36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF OLD PSG
WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-DOWN CORP., OLD
BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP., OLD PLG WIND-DOWN
CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC., OLD BH INC., OLD BPSU INC.,
OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC., OLD PLG INC., AND OLD PSGI INC.

(Applicants)

CCAA APPROVAL ORDER

THIS MOTION, made by Old PSG Wind-down Ltd. ("**Parent Debtor**"), Old BHR Wind-down Corp., Old BPSU Wind-down Corp., Old BPSDS Wind-down Corp., Old EBS Wind-down Corp., Old EBS Wind-down Corp., Old PLG Wind-down Corp., Old PSGI Wind-down Corp., Old BHR Inc., Old BH Inc., Old BPSU Inc., Old BPSCI Inc., Old BPSCI Inc., Old BPSUSH Inc., Old EBS Inc., Old PLG Inc., and Old PSGI Inc. (collectively, the "**Applicants**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, (the "**CCAA**") for an order (the "**CCAA Approval Order**"), *inter alia*, (a) approving distributions to the Applicants' stakeholders; (b) approving certain transactions in respect of the Applicants; and (c) granting certain ancillary relief in respect of the First Amended Joint Chapter 11 Plan of Liquidation of Old BPSUSH Inc. and its affiliated debtors filed in the U.S. Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**") on October 31, 2017 and attached hereto as Schedule "A", and the plan supplement documents substantially in the form attached hereto as Schedule "B" and "C" (the "**Plan Supplement**") (collectively, as further amended, restated, modified and supplemented, from time to time, including pursuant to the Confirmation Order, the "**Joint Plan**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Brian Fox sworn December 7, 2017 and the Exhibits thereto, Declaration of Christina Pullo dated December 15, 2017, and the Twelfth Report of Ernst

& Young Inc. in its capacity as monitor (the “**Monitor**”) to the Applicants dated December 14, 2017, and on hearing the submissions of counsel for the Applicants, the Monitor, the Creditors’ Committee and the Equity Committee, no one appearing for any other party although duly served as appears from the affidavit of service of Lee Nicholson, filed.

DEFINITIONS

1. THIS COURT ORDERS that all capitalized terms not otherwise defined in this CCAA Approval Order shall have the respective meanings ascribed to them in the Joint Plan.

JOINT PLAN

2. THIS COURT ORDERS that the Joint Plan is hereby approved.

3. THIS COURT ORDERS that upon the Effective Date, the Joint Plan including, without limitation, the distributions, transactions, releases, exculpations and injunctions provided for therein, shall be in full force and effect in Canada and binding on the Applicants, the Equity Committee, the Creditors’ Committee, Holders of Claims, Holders of Equity Interests, the Lead Plaintiff, all members of the Putative Class and Holders of Securities Claims, and all other Persons, including their respective heirs, administrators, executors, legal personal representatives, successors and assigns.

4. THIS COURT ORDERS that the Global Settlement, as described in the Joint Plan, is hereby approved and, on the Effective Date, shall become effective and binding on the Applicants, the Equity Committee, the Creditors’ Committee, Holders of Claims and Holders of Equity Interests in accordance with the Joint Plan and this CCAA Approval Order.

5. THIS COURT ORDERS that the Applicants, the Distribution Agent, the Monitor, the Chief Wind-Down Officer, the Litigation Representative, the Claims and Solicitation Agent, the Liquidation Trust and the Liquidation Trustee, as the case may be, are hereby authorized and directed to take all steps and actions necessary or appropriate to implement the Joint Plan and this CCAA Approval Order, including the Plan Transactions, and enter into, execute, deliver, complete, implement and consummate all of the steps, transactions, distributions, deliveries, allocations, instruments and agreements contemplated by the Joint Plan or this CCAA Approval Order, and all such steps and actions are hereby authorized, ratified and approved. Neither the Applicants, including their directors, officers, employees and agents, the Chief Wind-Down Officer, the Litigation Representative, the Liquidation Trust Advisory Board, the Liquidation

Trustee nor the Monitor nor any professionals employed by any of the foregoing, shall incur any liability as a result of acting in accordance with, and in furtherance of, the terms of the Joint Plan and this CCAA Approval Order.

6. THIS COURT ORDERS that, on the Effective Date, any contingent or unexercised option, warrant, or right, contractual or otherwise, to acquire or be awarded any interest in an Applicant, including but not limited to unvested restricted share units, or other such forms of interest, including those held by former officers, employees or directors of the Applicants as a form of compensation, except for restricted share units and deferred share units identified in Exhibit "E" of the Plan Supplement, shall be cancelled without the exchange of any similar interest or other form of consideration.

7. THIS COURT ORDERS that, notwithstanding:

- (a) the pendency of the CCAA Proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act (Canada)* in respect of any of the Applicants and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of any of the Applicants;

the transactions, distributions, deliveries, allocations, instruments and agreements contemplated by the Joint Plan shall be binding on any trustee in bankruptcy that may be appointed in respect of the Applicants and shall not be void or voidable by creditors of the Applicants, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act (Canada)* or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

8. THIS COURT ORDERS that the Confirmation Order is enforceable in Canada and the CCAA Proceedings as if it was an Order granted by this Canadian Court.

GOVERNANCE

9. THIS COURT ORDERS that upon the Effective Date, all of the then serving officers and directors of each Applicant shall be deemed to resign and the five (5) duly qualified nominees identified in Exhibit "A" of the Plan Supplement shall be appointed to the board of directors of the Reorganized Parent Debtor. The board of directors of the Reorganized Parent Debtor shall appoint directors to serve on the board of directors of each Subsidiary Debtor pending the Subsidiary Debtors' anticipated dissolution.

10. THIS COURT ORDERS that upon the Effective Date, the Chief Wind-Down Officer identified in the Plan Supplement shall be validly and duly appointed and shall be authorized and empowered to carry out its obligation set forth in the Joint Plan, including, among other things, winding-up the Applicants' estates.

11. THIS COURT ORDERS that the amended articles of the Parent Debtor, substantially in the form attached as Exhibit "F" of the Plan Supplement, are hereby approved and shall be effective upon the Effective Date.

12. THIS COURT ORDERS that, during the pendency of the CCAA Proceedings, the Applicants and the Liquidation Trust, to the extent applicable, shall not be required to comply with any applicable reporting or disclosure requirements or the obligations requiring, among other things, the holding of shareholders' meetings under applicable corporate law governing the Applicants, namely the *Business Corporations Act* (British Columbia) (the "**BCBCA**") in respect of the Parent Debtor, the *Securities Act* (Ontario) and the applicable securities laws of each of the other provinces and territories of Canada, the regulations and rules made and forms prescribed thereunder or any applicable published rules, instruments, policy statements and blanket orders and rulings of Canadian securities regulatory authorities and in so doing none of the Applicants, the Monitor, the Chief Wind-Down Officer, the Litigation Representative, the Liquidation Trust, the Liquidation Trustee or any of their respective directors, officers, employees or agents shall be liable for any such non-compliance.

13. THIS COURT ORDERS that, on and following the Effective Date, the Applicants shall be entitled to proceed with the implementation of the Joint Plan on the basis that the Applicants are deemed to be in compliance with the corporate law under *BCBCA*.

CLASS SETTLEMENT

14. THIS COURT ORDERS that the Class Settlement, as described in the Joint Plan and Class Plaintiff Stipulation, is hereby approved and, on the Effective Date, shall become effective and binding on the Applicants, the Liquidation Trust, the Equity Committee, the Lead Plaintiff, each member of the Putative Class, Holders of Securities Claims, Holders of Claims and Holders of Parent Equity Interests and all other Persons, including, their respective heirs, administrators, executors, legal representatives, successors and assigns. The Joint Plan shall not be modified or amended in any manner that alters or otherwise impacts the terms of the Class Settlement or the treatment of the Securities Claims under the Joint Plan, without the consent of the Lead Plaintiff.

15. THIS COURT ORDERS that the distribution protocol for individual members of the Putative Class with respect to the Class Settlement Cash Consideration and any Class Settlement Litigation Proceeds shall be addressed by the District Court and an order of the District Court entered in the Securities Litigation (or, if necessary, the Bankruptcy Court, pursuant to and in accordance with the Joint Plan), and such distribution protocol shall not require any further Order of the Canadian Court. The Applicants, the Chief Wind-Down Officer, the Monitor, the Liquidation Trust, the Liquidation Trustee, and the Liquidation Trust Advisory Board shall have no responsibility or liability for any distributions or payments of the Class Settlement Cash Consideration or any Class Settlement Litigation Proceeds to the individual members of the Putative Class.

CCAA CHARGES

16. THIS COURT ORDERS that the Term Loan DIP Charge, ABL DIP Charge, Bid Protection Charge, Intercompany Charge, and Key Employee Charge, each as defined in the CCAA Initial Order or the Order of the Canadian Court dated January 10, 2017, are hereby terminated, released and discharged on the Effective Date and the Administration Charge and the Directors' Charge as defined in the CCAA Initial Order, shall continue and attach against the Applicants' Cash, including the Sale Proceeds, from and after the Effective Date, as hereafter amended.

17. THIS COURT ORDERS that on the Effective Date, the Administration Charge shall be reduced to US\$5,000,000 and, in addition to the obligations presently secured thereby, shall also on and after Effective Date secure all obligations of the Applicants to pay or indemnify the

Chief Wind-Down Officer or the Litigation Representative for fees, expenses or liabilities, and the Director's Charge on and after the Effective Date shall secure only the claims of directors serving after the Effective Date.

18. THIS COURT ORDERS that notwithstanding paragraph 10 of the CCAA Initial Order, the Litigation Representative, on behalf of the Applicants and the Liquidation Trust, may enter into third-party funding arrangements as contemplated by Article V.E.2 of the Joint Plan, and the Directors' Charge may be subordinated or postponed to any Encumbrances, including any future security interests or mortgages in respect of the Applicants' or Liquidation Trust's current and future assets, undertakings and properties, by written agreement of the Board of Directors of the Reorganized Parent Debtor, without any further Order of the Canadian Court.

FEE AND PRIORITY TAX CLAIMS

19. THIS COURT ORDERS that the Applicants or the Monitor, as applicable, shall pay or cause to be paid, as applicable, on the Effective Date, to the extent not already paid:

- (a) the Canadian Fee Claims in Cash in the ordinary course as such Canadian Fee Claims become due and payable;
- (b) to the Holder of an Allowed CCAA Charge Claim, an amount equal to such Allowed Claim in Cash each pursuant to, and in accordance with, the Joint Plan; and
- (c) to the Holder of an Allowed Priority Tax Claim, the amount equal to such Allowed Claim either in Cash or by deferred cash payments, each pursuant to and in accordance with the Joint Plan.

20. THIS COURT ORDERS that any Claim or demand for fines or penalties related to a Priority Tax Claim assessed after October 31, 2016 shall be disallowed and the Holder of an Allowed Priority Tax Claim shall not assess or attempt to collect any such fine or penalty.

FUNDING OF RESERVES

21. THIS COURT ORDERS that the Liquidation Trust Expense Reserve and the Holdback Amount Reserve are hereby approved and, on the Effective Date, the Distribution Agent shall fund the Reserves with Cash in the manner and amounts specified in the Joint Plan, which

Reserves shall be held by Reorganized Parent Debtor until (a) the issuance of applicable Clearance Certificates (except in the case of the Holdback Amount Reserve); or (b) the decision of the Board of Directors of the Reorganized Parent Debtor to disburse such Reserves that are held by the Reorganized Parent Debtor.

22. THIS COURT ORDERS that notwithstanding paragraph 16 of this CCAA Approval Order, on the Effective Date, the Applicants are hereby directed to cause at least US\$100,000 of the Liquidation Expense Trust Reserve to be funded into the Liquidation Trust pursuant to and in accordance with the Joint Plan and this CCAA Approval Order within sixty (60) days following the Effective Date, unless the Board of Directors of the Reorganized Parent Debtor, with the consent of the Liquidation Trustee, which consent shall not be unreasonably withheld, reasonably determines that such funding should not be made.

LIQUIDATION TRUST AND LIQUIDATION TRUSTEE

23. THIS COURT ORDERS that the formation of the Liquidation Trust pursuant to and in accordance with the Joint Plan and the Liquidation Trust Agreement is hereby approved.

24. THIS COURT ORDERS that upon the Effective Date, the Liquidation Trustee and the members of the Liquidation Trust Advisory Board, identified in Exhibit "C" of the Plan Supplement, respectively, shall be validly and duly appointed and shall be authorized and empowered to carry out its obligation set forth in the Joint Plan and Liquidation Trust Agreement.

25. THIS COURT ORDERS that the Liquidation Trust Agreement and the Cost Sharing Agreement, substantially in the forms attached as Exhibits "D" and "G" of the Plan Supplement, respectively, are hereby approved, and the Reorganized Parent Debtor and the Liquidation Trust are hereby authorized to enter into and carry out their obligations set forth in the the Liquidation Trust Agreement and the Cost Sharing Agreement.

26. THIS COURT ORDERS that the Theseus Strategy Group LLC is hereby appointed as Litigation Representative of the Applicants under the Joint Plan and shall have the sole power and authority on behalf of the Applicants to investigate, prosecute and abandon, settle, liquidate or otherwise resolve the Retained Causes of Action and to exercise all powers, rights and privileges pursuant to, and in accordance with, the Joint Plan without further Order of the Canadian Court.

27. THIS COURT ORDERS that, as soon as reasonably practicable after the Effective Date, the Parent Equity Interests of those Holders of Allowed Parent Equity Interests who elect Option 1 in accordance with the Joint Plan shall be deemed to be mandatorily purchased and cancelled in exchange for the property, assets, distributions and rights to be received by such Holders under, and in accordance with, the Joint Plan.

28. THIS COURT ORDERS that, as soon as reasonably practicable after the Effective Date, the Liquidation Trust Assets shall vest in the Liquidation Trust in accordance with the Joint Plan, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise including, without limiting the generality of the foregoing: (i) any of the CCAA Charges, and (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system (all of which are collectively referred to as the “**Encumbrances**”), except as expressly provided to the contrary in the Joint Plan, including, but not limited to, the obligation to pay any Class Settlement Litigation Proceeds to the Lead Plaintiff as provided in the Plan and the Class Settlement Stipulation.

29. THIS COURT ORDERS that the Liquidation Trustee, the Chief Wind-Down Officer and the Litigation Representative shall not take possession of the Applicants' current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate, including all proceeds thereof (the “**Property**”) and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the business or the Property, or any part thereof. Without limiting the foregoing, the Liquidation Trustee, the Chief Wind-Down Officer and the Litigation Representative shall not, as a result of this CCAA Approval Order or anything done pursuant to its duties and powers pursuant to this CCAA Approval Order or the Joint Plan, be deemed to occupy or to take control, care, charge, possession or management of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, or the

Ontario *Occupational Health and Safety Act* and regulations thereunder; provided however, if the Liquidation Trustee, the Chief Wind-Down Officer or the Litigation Representative is nevertheless later found to be in possession of any Property, then the Liquidation Trustee, the Chief Wind-Down Officer and the Litigation Representative shall be deemed to be Persons who has been lawfully appointed to take, or has lawfully taken, possession or control of such Property for the purposes of section 14.06(1.1)(c) of the *Bankruptcy and Insolvency Act* (the "**BIA**") and shall be entitled to the benefits and protections in relation to the Applicants or the Liquidation Trust and such Property as provided by section 14.06(2) of the BIA to a "trustee" in relation to an insolvent Person and its property.

30. THIS COURT ORDERS that the Liquidation Trustee, the Chief Wind-Down Officer and the Litigation Representative shall not incur any liability or obligation as a result of their appointment or the carrying out of the provisions of this CCAA Approval Order or the Joint Plan and the Liquidation Trustee, the Chief Wind-Down Officer and the Litigation Representative shall not have any liability with respect to any losses, claims, damages or liabilities, of any nature or kind, to any Person from and after the date of this CCAA Approval Order except to the extent such losses, claims, damages or liabilities result from the gross negligence or willful misconduct on the part of the Liquidation Trustee, Chief Wind-Down Officer or Litigation Representative, as applicable.

31. THIS COURT ORDERS that no action or other proceeding shall be commenced directly, or by way of counterclaim, third party claim or otherwise, against or in respect of the Liquidation Trustee, the Chief Wind-Down Officer or the Litigation Representative and all rights and remedies of any Person against or in respect of the Liquidation Trustee, the Chief Wind-Down Officer and the Litigation Representative are hereby stayed and suspended, except with leave of this Court on notice to the Applicants, the Monitor and the Liquidation Trustee, the Chief Wind-Down Officer or the Litigation Representative, as applicable. Notice of any such motion seeking leave of this Court shall be served upon the Applicants and the Monitor, and the Liquidation Trustee, the Chief Wind-Down Officer or the Litigation Representative, as applicable, at least seven (7) days prior to the return date of any such motion for leave.

32. THIS COURT ORDERS that, without limiting any other provision of this CCAA Approval Order, the Applicants shall indemnify the Chief Wind-Down Officer and the Litigation Representative for obligations and liabilities that it may incur as result of their appointment under the Joint Plan and this CCAA Approval Order, in accordance with the terms of the Joint

Plan, except to the extent that such obligation or liability was incurred as a result of gross negligence or willful misconduct on the part of the Chief Wind-Down Officer and the Litigation Representative, as applicable.

DISTRIBUTIONS

33. THIS COURT ORDERS that, on the Effective Date, the Distribution Agent is hereby authorized and directed to complete distributions to Holders of Allowed Claims and to take any related steps or actions, as the case may be, in accordance with the Joint Plan, and such distributions, steps and actions related thereto, are hereby approved.

34. THIS COURT ORDERS that distributions to Holders of Allowed Claims shall be made free and clear of all Encumbrances, including the CCAA Charges.

35. THIS COURT ORDERS that the aggregate recovery under the Joint Plan and this CCAA Approval Order shall not exceed 100% of the Allowed amount of any Claim for which more than one Applicant is liable, whether on account of a theory of primary or secondary liability, by reason of a guarantee agreement, indemnity agreement, joint and several liability or otherwise, as determined in accordance with the Joint Plan, this CCAA Approval Order or the Claims Resolution Order.

36. THIS COURT ORDERS that, following the Initial Cash Distributions and receipt of applicable Clearance Certificates, the Distribution Agent is hereby authorized and directed to distribute the Equity Available Cash to Holders of Allowed Parent Equity Claims and to take any related steps or actions, as the case may be, in accordance with the Joint Plan, and such distributions and steps and actions related thereto, are hereby approved.

37. THIS COURT ORDERS that, following the Initial Cash Distributions and receipt of applicable Clearance Certificates, the Distribution Agent is hereby authorized and directed to distribute the Class Settlement Cash Consideration and the Class Settlement Litigation Proceeds to the Lead Plaintiff (on behalf of itself and the Putative Class) in accordance with the Joint Plan and Class Plaintiff Stipulation and to take any related steps or actions, as the case may be, in accordance with the Joint Plan and Class Plaintiff Stipulation, and such distributions, steps and actions related thereto, are hereby approved.

38. THIS COURT ORDERS that distributions to Holders of Allowed Parent Equity Interests and the Lead Plaintiff (on behalf of itself and the Putative Class) shall be made free and clear of

all Encumbrances, including the CCAA Charges, provided that the Holders of Allowed Claims have been Paid in Full in Cash and cash reserves have been established for the payment of each Disputed Claim in an amount equal to the amount of such Disputed Claim or such lesser amount as may be agreed by the holder of the applicable Disputed Claim or as determined by the Canadian Court or the Bankruptcy Court, as applicable, subject to any applicable withholding taxes or any other sources deductions required by law to be paid in accordance with paragraph 42 of this CCAA Approval Order, on the date of such distribution.

39. THIS COURT ORDERS that no distribution shall be made with respect to any Disputed Claim until all disputes with respect to such Claim are resolved by the Liquidation Trustee or the Monitor, as applicable and such Disputed Claim becomes an Allowed Claim.

40. THIS COURT ORDERS that distributions to Holders of Allowed Claims and Holders of Allowed Parent Equity Interests shall occur in accordance with Article VII.B of the Joint Plan and at such times contemplated by Article VII.C of the Joint Plan.

41. THIS COURT ORDERS AND DECLARES that:

- (a) the directors, officers, employees or agents of the Applicants, the Monitor, the Distribution Agent, the Chief Wind-Down Officer, the Liquidation Trust, the Litigation Representative or the Liquidation Trustee do not hold any Assets of the Applicants or make, authorize, acquiesce or participate in any distributions, payments and/or disbursements under the Joint Plan or this CCAA Approval Order (other than a distribution or payment of Cash to a Holder of Parent Equity Interests), and no provision under the Joint Plan or this CCAA Approval Order shall be construed to have such effect; and
- (b) in respect of the payment, distribution and/or disbursement to any Person under the Joint Plan or this CCAA Approval Order (other than a payment, distribution and/or disbursement of Cash to a Holder of Parent Equity Interests), the directors and officers of the Applicants, the Monitor, the Distribution Agent, the Chief Wind-Down Officer, the Liquidation Trust, the Litigation Representative or the Liquidation Trustee shall not be an assignee, liquidator, liquidator of succession, receiver, receiver-manager, curator, receiver of any kind, trustee, trustee in bankruptcy, heir, administrator, executor, liquidator of succession, committee or any other like person, administering, winding-up, controlling or otherwise dealing

with the property, business, succession, income or commercial activity of the Applicants.

42. THIS COURT ORDERS that any tax amounts or other source deductions required by law to be withheld from distributions made in accordance with the Joint Plan and this CCAA Approval Order shall be withheld and remitted to the appropriate tax authority in accordance with the Joint Plan and this CCAA Approval Order on a best efforts basis, without any obligation of the Distribution Agent to withhold and remit such funds and that any amounts so withheld and remitted shall be considered to be paid to the Person entitled to receive the distribution in respect of which such withholdings were made. The Applicants, the Chief Wind-Down Officer, the Liquidation Trust, the Litigation Representative or the Liquidation Trustee (and their respective directors and officers) and the Distribution Agent shall have no liability to any party, including any taxing authority, for failure to withhold such amounts or for incorrectly calculating the amounts to be withheld.

MONITOR'S ACTIVITIES

43. THIS COURT ORDERS that the powers granted to the Monitor in the CCAA Initial Order include those as set out in this CCAA Approval Order, including, without limitation, the power to act as Distribution Agent in accordance with this CCAA Approval Order and the Joint Plan.

44. THIS COURT ORDERS that (a) in carrying out the terms of this CCAA Approval Order and the Joint Plan, the Monitor shall have all of the protections given to it by the CCAA, the CCAA Initial Order, the Joint Plan, and as an officer of the Canadian Court, including the stay of proceedings in its favour, and (b) the Monitor shall incur no liability or obligation for any act or omission as a result of carrying out the provisions of this CCAA Approval Order and the Joint Plan, save and except for any gross negligence or wilful misconduct on its part.

RELEASES AND INJUNCTIONS

45. THIS COURT ORDERS AND DECLARES that the compromises, releases, exculpations and injunctions set out in Article X of the Joint Plan are hereby approved and shall be binding and effective as at the Effective Date in accordance with and subject to the Joint Plan. For the avoidance of doubt, consistent with paragraph 10(b) of the Class Plaintiff Stipulation, the releases in Article X.B of the Joint Plan are not intended to, and shall not, release any claims set forth in the Securities Litigation against any non-Applicant defendant.

46. THIS COURT ORDERS that, as of the Effective Date, the Exculpated Parties (which, for greater certainty, includes the Applicants' former directors) shall not have or incur any liability to any Holder of any Claim or Equity Interest, the Applicants' estates or any successor thereto, or any other Person (including any Affiliate of any of the foregoing) for, or be subject to any right of action in respect of, any act or omission on or after the Petition Date and on or before the Effective Date in connection with, related to, or arising out of the Chapter 11 Cases or the CCAA Proceedings, provided that, nothing in the Joint Plan and this CCAA Approval Order shall release the Applicants' directors and former directors from Claims specified in section 5(2) of the CCAA.

47. THIS COURT ORDERS AND DECLARES that, pursuant to section 142 of the *Courts of Justice Act* (Ontario), no Person shall be liable for any act done in good faith in accordance with any Order issued in the CCAA Proceedings, and any Person who takes any action whatsoever in reliance on this CCAA Approval Order prior to the commencement of any appeal hereof or the expiry of any appeal period shall not be prejudiced or harmed in any manner by any such subsequent appeal.

48. THIS COURT ORDERS that the Holder of any Claim for which a proof of Claim has not been filed by the applicable Bar Date, or which was not scheduled on the Applicants' Schedules, shall be and is hereby forever barred from making any Claim and such Claim shall be and is hereby forever barred and extinguished.

49. THIS COURT ORDERS that the Holder of any Administrative Claim, other than (a) a Fee Claim; (b) claims of Alvarez & Marsal North America, LLC, (c) an Administrative Claim that has that has been Allowed on or before the Effective Date; (d) a claim for U.S. Trustee Fees, (e) a Canadian Fee Claim; or (f) any claim of the CRA or any other Canadian or provincial taxing authority for which a post-petition tax return is still required to be filed, must file a proof of Claim with Claims and Solicitation Agent in accordance with the Joint Plan within thirty (30) days after service of the notice of the Effective Date, and any Holder that does not submit such proof of Claim shall be and is hereby forever barred from making any Administrative Claim and such Administrative Claim shall be and is hereby forever barred and extinguished.

50. THIS COURT ORDERS if any Canadian or provincial taxing authority, including CRA, asserts an Administrative Claim for which a post-petition tax return must be filed, the applicable taxing authority shall submit to the Claims and Solicitation Agent or the Monitor a request for

such Administrative Claim in accordance with the Joint Plan within ninety (90) days after the applicable post-petition tax return has been filed by Applicants, and any Canadian or provincial taxing authority that does not submit such proof of Claim shall be and is hereby forever barred from making any Administrative Claim and such Administrative Claim shall be and is hereby forever barred and extinguished.

STIPULATION

51. THIS COURT ORDERS that the Order of the Bankruptcy Court approving the stipulation among the Applicants, Equity Committee, and certain of the Applicants' former directors (the "**Stipulation**"), resolving certain claims filed by the Applicants' former directors, shall be enforceable in Canada and the CCAA Proceedings. The Monitor shall be authorized and directed to take any and all actions necessary or appropriate to enforce such Stipulation and the Order of the Bankruptcy Court approving the same.

MISCELLANEOUS

52. THIS COURT ORDERS that notwithstanding anything to the contrary in the Joint Plan or this CCAA Approval Order, (a) the stay of proceedings in respect of the Applicants contained in the CCAA Initial Order shall be lifted solely to permit the action styled as Milner v. AIG Commercial Insurance Company of Canada (insurer of Mission-ITECH Hockey Ltd. a/k/a/ Mission Roller Hockey, Bauer Hockey Corporation; and Bauer Performance Sports Ltd.); Filochrome Inc. and Acufil, Inc., Case No. 12-6441, pending before the Superior Court of Rhode Island, to proceed to its conclusion solely against AIG Commercial Insurance Company of Canada and any non-Applicants; and (b) to the extent the Claim of William J. Milner (represented by Proof of Claim number 442) is Allowed, such Claim may be entitled to a distribution under the Joint Plan only up to the US\$50,000, the self-insured retention that is required under the insurance policy applicable to the Claim.

53. THIS COURT ORDERS that no distributions under Joint Plan shall be made on account of an Allowed Claim, other than the Securities Claims, that is payable pursuant to the Applicants' or the Liquidation Trust's insurance policies until the Holder of such Allowed Claim has exhausted all remedies with respect to such insurance policy, except as required under any such insurance policy with respect to a deductible or retention.

MONITOR'S CERTIFICATE

54. THIS COURT ORDERS that, as soon as practicable following the Effective Date, the Monitor shall be authorized and directed to serve on the service list in the CCAA Proceedings and post on the website established by the Monitor in respect of the CCAA Proceedings a certificate in the form attached hereto as Schedule "D" (the "**Monitor's Certificate**"), signed by the Monitor, certifying that the Effective Date has occurred. The Monitor shall file the Monitor's Certificate with the Canadian Court as soon as reasonably practicable.

55. THIS COURT ORDERS that, with respect to the delivery of the Monitor's Certificate, the Monitor may rely on written notice from the Applicants, the Creditors' Committee and the Equity Committee, or each of their respective counsel, that the conditions to the occurrence of the Effective Date have been satisfied or waived pursuant to the Joint Plan, and shall incur no liability with respect to delivery of the Monitor's Certificate.

STAY EXTENSION

56. THIS COURT ORDERS that the Stay Period, as defined in the CCAA Initial Order, is hereby further extended to December 31, 2018.

GENERAL

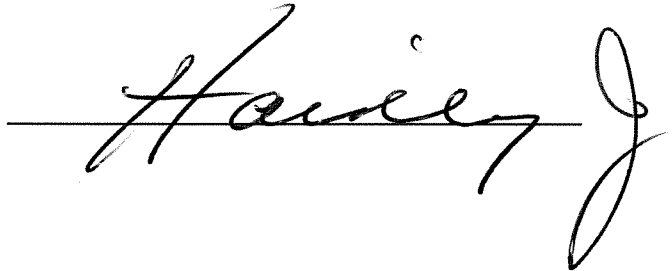
57. THIS COURT ORDERS that this Canadian Court shall continue to have jurisdiction over all matters and issues arising in the CCAA Proceedings, including without limitation such matters as are contemplated by the Joint Plan, and the Liquidation Trust Agreement shall in no way limit or impair this Canadian Court's jurisdiction with respect to this CCAA Approval Order and the CCAA Proceedings.

58. THIS COURT ORDERS that the Applicants, the Monitor, the Chief Wind-Down Officer, the Litigation Representative and the Liquidation Trustee shall each have standing to apply to this Court for advice and directions concerning the implementation and carrying out of the Joint Plan, this CCAA Approval Order and any related matters.

59. THIS COURT ORDERS that this CCAA Approval Order shall have full force and effect in all provinces and territories in Canada and abroad and as against all Persons against whom it may be otherwise enforceable.

60. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal or regulatory or administrative body having jurisdiction in Canada or in the United States, to give

effect to this CCAA Approval Order and to assist the Applicants, the Monitor and their respective agents in carrying out the terms of this CCAA Approval Order. All courts, tribunals and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of the Canadian Court, as may be necessary or desirable to give effect to this CCAA Approval Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this CCAA Approval Order.

A handwritten signature in cursive script, appearing to read "Haveling", written over a horizontal line.

ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

DEC 20 2017

PER / PAR: 

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF OLD PSG WIND-DOWN LTD. ET AL.

Court File No: CV-16-11582-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

CCAA APPROVAL ORDER

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Peter Howard LSUC#: 22056F
Tel: (416) 869-5613
Email: phoward@stikeman.com

Lee Nicholson LSUC# 66412I
Tel: (416) 869-5604
E-mail: leenicholson@stikeman.com
Fax: (416) 947-0866

Lawyers for the Applicants

Appendix “C”

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, RSC 1985, C. C-36, AS AMENDED.

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
OLD PSG WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-
DOWN CORP., OLD BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP.,
OLD PLG WIND-DOWN CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC.,
OLD BH INC., OLD BPSU INC., OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC.,
OLD PLG INC., AND OLD PSGI INC.

(the "Applicants")

AFFIDAVIT OF MARTIN DAIGNEAULT
(Sworn December 9, 2019)

I, **MARTIN DAIGNEAULT**, of the City of Montreal, in the Province of Quebec,
make oath and say as follows:

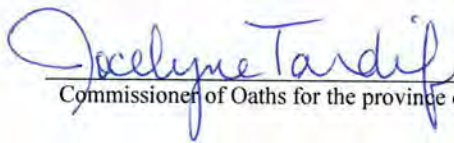
1. I am a licenced trustee in bankruptcy and am a Senior Vice-President with Ernst & Young Inc. ("EY"), the Court-appointed Monitor (the "**Monitor**") of the Applicants and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true.
2. Attached hereto as Exhibit "**A**" is a summary of the time charges and expenses incurred by the Monitor, invoiced and submitted to the Applicants during the course of these proceedings for the period of April 15, 2017 to September 20, 2019.
3. Attached hereto as Exhibit "**B**" are true copies of the invoices issued by the Monitor to the Applicants including disbursements incurred by the Monitor through the course of these proceedings between April 15, 2017 to September 20, 2019.
4. Attached hereto as Exhibit "**C**" are true copies of the time charge reports supporting such invoices and related disbursements for the said period.

5. To the best of my knowledge, the rates charged by the Monitor throughout the course of these proceedings are comparable to the rates charged by other bankruptcy trustee firms in the Toronto market for the provision of similar services.

6. The hourly billing rates outlined in Exhibit "B" to this affidavit are comparable to the hourly rates charged by EY for services rendered in relation to similar proceedings.

7. I make this affidavit in support of a motion by the Monitor for, *inter alia*, approval of the fees and disbursements of the Monitor.

SWORN before me at the City of
Montreal, in the Province of Quebec, this
9th day of December, 2019.


Commissioner of Oaths for the province of Quebec





MARTIN DAIGNEAULT

EXHIBIT A

Ernst & Young Inc.
CCAA Monitor of Performance Sports Group Ltd. et al.
Professional fees for the period of April 15, 2017 to September 20, 2019

Joc ment	Period covered	# of weeks	Performance Sports Group Ltd.				Bauer Hockey Corp.				Bauer Hockey Inc.				Total			
			21,281.66	26.97	2,770.13	24,078.76	42,563.32	53.96	6,381.94	48,999.22	42,563.32	53.96	-	42,517.28	106,408.30	134.89	9,152.07	115,695.26
I	15-Apr-17	19-May-17	5															
II	20-May-17	16-Jun-17	4															
III	17-Jun-17	30-Jul-17	6															
IV	31-Jul-17	18-Aug-17	3															
V	19-Aug-17	19-Sep-17	4															
VI	20-Sep-17	03-Nov-17	7															
VII	04-Nov-17	08-Dec-17	5															
VIII	09-Dec-17	20-Dec-17	2															
IX	21-Dec-17	12-Jan-18	3															
X	13-Jan-18	08-Feb-18	4															
XI	09-Feb-18	16-Mar-18	5															
XII	17-Mar-18	13-Apr-18	4															
XIII	14-Apr-18	18-May-18	5															
XIV	19-May-18	15-Jun-18	4															
XV	16-Jun-18	13-Jul-18	4															
XVI	14-Jul-18	17-Aug-18	5															
XVII	18-Aug-18	21-Sep-18	5															
XVIII	22-Sep-18	19-Oct-18	4															
XIX	20-Oct-18	23-Nov-18	5															
XX	24-Nov-18	14-Dec-18	3															
XXI	15-Dec-18	18-Jan-19	5															
XXII	19-Jan-19	22-Feb-19	5															
XXIII	23-Feb-19	22-Mar-19	4															
XXIV	23-Mar-19	17-May-19	8															
XXV	18-May-19	21-Jun-19	5															
XXVI	22-Jun-19	23-Aug-19	9															
XXVII	24-Aug-19	20-Sep-19	4															
			879,578.67	2,186.83	114,629.52	996,395.02	510,525.04	4,123.58	77,068.64	591,717.26	510,525.00	4,123.62	-	514,648.62	1,900,638.71	10,434.03	191,698.16	2,102,760.90

EXHIBIT B

DOCUMENT

I



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Michael Wall
Chief Legal Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

May 24, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the five weeks ended May 19, 2017.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500001649
Please include this number with payment

Invoice Date: 24 May 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: 1-416-943-3851 1-800-311-1104
--

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5 week period ended May 19, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	19,889.40	HST	13 %	2,585.63	22,475.03
Expenses	26.97	HST	13 %	3.51	30.48
	19,916.37			2,589.14	22,505.51
Surcharge	1,392.26			180.99	1,573.25
Invoice summary	21,308.63				
Tax : 13% HST				2,770.13	
Total:	21,308.63			2,770.13	24,078.76

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Wire transfer instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, Transit #2411 Account #24111000237, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3. Reference the name and address of remitter, invoice number and engagement number.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended May 19, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	20.5	875	17,937.50
Alain Leonard	Senior Vice President	Transaction Tax	2.5	875	2,187.50
Denis Rousseau	Senior Vice President	Transaction Tax	2.0	875	1,750.00
Jean-Daniel Breton	Senior Vice President	Restructuring	58.3	790	46,057.00
Martin Daigneault	Senior Vice President	Restructuring	38.0	790	30,020.00
Philippe Dunlavy	Senior Manager	Transaction Tax	2.5	675	1,687.50
Jonathan Cohen-Domanus	Manager	Restructuring	9.7	525	5,092.50
Fiona Han	Manager	Restructuring	0.2	525	105.00
Jocelyne Tardif	Manager	Restructuring	6.7	525	3,517.50
Cam Bear	Senior	Restructuring	7.6	350	2,660.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			148.7		111,259.50
less: reversal of Andrew Schaefer hours accrued on February 9, 2017 invoice			-13.5	875	-11,812.50
Net fee charges			135.2		99,447.00
Total Disbursements					134.89
Sub total					99,581.89
Administrative Expenses @ 7%					6,961.30
Total					106,543.19

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the five weeks ended May 19, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	19,889.40	39,778.80	39,778.80	99,447.00
Disbursements	26.97	53.96	53.96	134.89
subtotal	19,916.37	39,832.76	39,832.76	99,581.89
Administrative charge	1,392.26	2,784.52	2,784.52	6,961.30
	21,308.63	42,617.28	42,617.28	106,543.19
Sales taxes	2,770.13	6,381.94	-	9,152.07
Total amount owing	24,078.76	48,999.22	42,617.28	115,695.26



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500001650

Please include this number with payment

Invoice Date: 24 May 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5 week period ended May 19, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	39,778.80	GST	5 %	1,988.94	41,767.74
		QST	9.975 %	3,967.93	3,967.93
Expenses	53.96	GST	5 %	2.70	56.66
		QST	9.975 %	5.38	5.38
	39,832.76			5,964.95	45,797.71
Surcharge	2,784.52			416.99	3,201.50
Invoice summary	42,617.28				
Tax :	5% GST			2,130.87	
	9.975% QST			4,251.07	
Total:	42,617.28			6,381.94	48,999.22

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Wire transfer instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, Transit #2411 Account #24111000237, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3. Reference the name and address of remitter, invoice number and engagement number.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended May 19, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	20.5	875	17,937.50
Alain Leonard	Senior Vice President	Transaction Tax	2.5	875	2,187.50
Denis Rousseau	Senior Vice President	Transaction Tax	2.0	875	1,750.00
Jean-Daniel Breton	Senior Vice President	Restructuring	58.3	790	46,057.00
Martin Daigneault	Senior Vice President	Restructuring	38.0	790	30,020.00
Philippe Dunlavy	Senior Manager	Transaction Tax	2.5	675	1,687.50
Jonathan Cohen-Domanus	Manager	Restructuring	9.7	525	5,092.50
Fiona Han	Manager	Restructuring	0.2	525	105.00
Jocelyne Tardif	Manager	Restructuring	6.7	525	3,517.50
Cam Bear	Senior	Restructuring	7.6	350	2,660.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			148.7		111,259.50
less: reversal of Andrew Schaefer hours accrued on February 9, 2017 invoice			-13.5	875	-11,812.50
Net fee charges			135.2		99,447.00
Total Disbursements					134.89
Sub total					99,581.89
Administrative Expenses @ 7%					6,961.30
Total					106,543.19

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the five weeks ended May 19, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	19,889.40	39,778.80	39,778.80	99,447.00
Disbursements	26.97	53.96	53.96	134.89
subtotal	19,916.37	39,832.76	39,832.76	99,581.89
Administrative charge	1,392.26	2,784.52	2,784.52	6,961.30
	21,308.63	42,617.28	42,617.28	106,543.19
Sales taxes	2,770.13	6,381.94	-	9,152.07
Total amount owing	24,078.76	48,999.22	42,617.28	115,695.26



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc
Mark Vendetti
Chief Financial Officer
100 Domain Dr.
Exeter, NH 03833
USA

Invoice No.: CA12C500001651

Please include this number with payment

Invoice Date: 24 May 2017
Due Date: Upon receipt
Client No.: 0011772137
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5 week period ended May 19, 2017.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	39,778.80			0.00	39,778.80
Expenses	53.96			0.00	53.96
	39,832.76			0.00	39,832.76
Surcharge	2,784.52			0.00	2,784.52
Invoice summary	42,617.28				
		Tax :		0.00	
Total:	42,617.28			0.00	42,617.28

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Wire transfer instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, Transit #2411 Account #24111000237, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3. Reference the name and address of remitter, invoice number and engagement number.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended May 19, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	20.5	875	17,937.50
Alain Leonard	Senior Vice President	Transaction Tax	2.5	875	2,187.50
Denis Rousseau	Senior Vice President	Transaction Tax	2.0	875	1,750.00
Jean-Daniel Breton	Senior Vice President	Restructuring	58.3	790	46,057.00
Martin Daigneault	Senior Vice President	Restructuring	38.0	790	30,020.00
Philippe Dunlavy	Senior Manager	Transaction Tax	2.5	675	1,687.50
Jonathan Cohen-Domanus	Manager	Restructuring	9.7	525	5,092.50
Fiona Han	Manager	Restructuring	0.2	525	105.00
Jocelyne Tardif	Manager	Restructuring	6.7	525	3,517.50
Cam Bear	Senior	Restructuring	7.6	350	2,660.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			148.7		111,259.50
less: reversal of Andrew Schaefer hours accrued on February 9, 2017 invoice			-13.5	875	-11,812.50
Net fee charges			135.2		99,447.00
Total Disbursements					134.89
Sub total					99,581.89
Administrative Expenses @ 7%					6,961.30
Total					106,543.19

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the five weeks ended May 19, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	19,889.40	39,778.80	39,778.80	99,447.00
Disbursements	26.97	53.96	53.96	134.89
subtotal	19,916.37	39,832.76	39,832.76	99,581.89
Administrative charge	1,392.26	2,784.52	2,784.52	6,961.30
	21,308.63	42,617.28	42,617.28	106,543.19
Sales taxes	2,770.13	6,381.94	-	9,152.07
Total amount owing	24,078.76	48,999.22	42,617.28	115,695.26

DOCUMENT

II



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Michael Wall
Chief Legal Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

June 19, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the four weeks ended June 16, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500001750
Please include this number with payment

Invoice Date: 19 June 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: 1-416-943-3851 1-800-311-1104
--

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4 week period ended June 16, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	12,264.80	HST	13 %	1,594.42	13,859.22
	12,264.80			1,594.42	13,859.22
Surcharge	858.54			111.61	970.15
Invoice summary	13,123.34				
Tax : 13% HST				1,706.03	
Total:	13,123.34			1,706.03	14,829.37

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the four weeks ended June 16, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	12,264.80	24,529.60	24,529.60	61,324.00
Disbursements	-	-	-	-
subtotal	12,264.80	24,529.60	24,529.60	61,324.00
Administrative charge	858.54	1,717.07	1,717.07	4,292.68
	13,123.34	26,246.67	26,246.67	65,616.68
Sales taxes	1,706.03	3,930.44	-	5,636.47
Total amount owing	14,829.37	30,177.11	26,246.67	71,253.15



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended June 6, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	16.7	875	14,612.50
Jean-Daniel Breton	Senior Vice President	Restructuring	22.3	790	17,617.00
Martin Daigneault	Senior Vice President	Restructuring	31.8	790	25,122.00
Fiona Han	Manager	Restructuring	0.1	525	52.50
Marites Carandang	Senior	Restructuring	0.3	350	105.00
Total time charges			82.1		61,324.00
Net fee charges					0.00
			<u>82.1</u>		61,324.00
Total Disbursements					0.00
Sub total					61,324.00
Administrative Expenses @ 7%					4,292.68
Total					<u>65,616.68</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500001751

Please include this number with payment

Invoice Date: 19 June 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4 week period ended June 16, 2017.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	24,529.60	GST	5 %	1,226.48	25,756.08
		QST	9.975 %	2,446.83	2,446.83
	24,529.60			3,673.31	28,202.91
Surcharge	1,717.07			257.13	1,974.20
Invoice summary	26,246.67				
Tax :	5% GST			1,312.33	
	9.975% QST			2,618.11	
Total:	26,246.67			3,930.44	30,177.11

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the four weeks ended June 16, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	12,264.80	24,529.60	24,529.60	61,324.00
Disbursements	-	-	-	-
subtotal	12,264.80	24,529.60	24,529.60	61,324.00
Administrative charge	858.54	1,717.07	1,717.07	4,292.68
	13,123.34	26,246.67	26,246.67	65,616.68
Sales taxes	1,706.03	3,930.44	-	5,636.47
Total amount owing	14,829.37	30,177.11	26,246.67	71,253.15



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended June 6, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	16.7	875	14,612.50
Jean-Daniel Breton	Senior Vice President	Restructuring	22.3	790	17,617.00
Martin Daigneault	Senior Vice President	Restructuring	31.8	790	25,122.00
Fiona Han	Manager	Restructuring	0.1	525	52.50
Marites Carandang	Senior	Restructuring	0.3	350	105.00
Total time charges			82.1		61,324.00
					0.00
Net fee charges			<u>82.1</u>		61,324.00
					0.00
Total Disbursements					
					61,324.00
Sub total					
Administrative Expenses @ 7%					4,292.68
Total					<u>65,616.68</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc
Mark Vendetti
Chief Financial Officer
100 Domain Dr.
Exeter, NH 03833
USA

Invoice No.: CA12C500001749

Please include this number with payment

Invoice Date: 19 June 2017
Due Date: Upon receipt
Client No.: 0011772137
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4 week period ended June 16, 2017.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	24,529.60			0.00	24,529.60
	24,529.60			0.00	24,529.60
Surcharge	1,717.07			0.00	1,717.07
Invoice summary	26,246.67				
		Tax :		0.00	
Total:	26,246.67			0.00	26,246.67

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the four weeks ended June 16, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	12,264.80	24,529.60	24,529.60	61,324.00
Disbursements	-	-	-	-
subtotal	12,264.80	24,529.60	24,529.60	61,324.00
Administrative charge	858.54	1,717.07	1,717.07	4,292.68
	13,123.34	26,246.67	26,246.67	65,616.68
Sales taxes	1,706.03	3,930.44	-	5,636.47
Total amount owing	14,829.37	30,177.11	26,246.67	71,253.15



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended June 6, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	16.7	875	14,612.50
Jean-Daniel Breton	Senior Vice President	Restructuring	22.3	790	17,617.00
Martin Daigneault	Senior Vice President	Restructuring	31.8	790	25,122.00
Fiona Han	Manager	Restructuring	0.1	525	52.50
Marites Carandang	Senior	Restructuring	0.3	350	105.00
Total time charges			82.1		61,324.00
Net fee charges					0.00
			<u>82.1</u>		61,324.00
Total Disbursements					0.00
Sub total					61,324.00
Administrative Expenses @ 7%					4,292.68
Total					<u>65,616.68</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

III



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Brian Fox
Chief Restructuring Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

August 3, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the six week ended July 30, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500001901

Please include this number with payment

Invoice Date: 03 August 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 6 week period ended July 30, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	17,905.20	HST	13 %	2,327.67	20,232.87
Expenses	1,680.06	HST	13 %	218.41	1,898.47
	19,585.26			2,546.08	22,131.34
Surcharge	1,253.36			162.94	1,416.30
Invoice summary	20,838.62				
Tax : 13% HST				2,709.02	
Total:	20,838.62			2,709.02	23,547.64

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the six weeks ended July 30, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	30.5	875	26,687.50
Jean-Daniel Breton	Senior Vice President	Restructuring	42.8	790	33,812.00
Martin Daigneault	Senior Vice President	Restructuring	23.6	790	18,644.00
Philippe Dunlavey	Senior Manager	Transaction Tax	1.2	675	810.00
Jonathan Cohen-Domanus	Manager	Restructuring	6.7	525	3,517.50
Jocelyne Tardif	Manager	Restructuring	2.4	525	1,260.00
Cam Bear	Senior	Restructuring	9.8	350	3,430.00
Marites Carandang	Senior	Restructuring	3.9	350	1,365.00
Total time charges			120.9		89,526.00
<u>Disbursements</u>					
- December 2017 claims process newspaper advertisements				8,391.33	
- Transportation				8.93	
Total Disbursements					8,400.26
Sub total					97,926.26
Administrative Expenses @ 7%					6,266.82
Total					104,193.08

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the six weeks ended July 30, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	17,905.20	35,810.40	35,810.40	89,526.00
Disbursements	1,680.06	3,360.10	3,360.10	8,400.26
subtotal	19,585.26	39,170.50	39,170.50	97,926.26
Administrative charge	1,253.36	2,506.73	2,506.73	6,266.82
	20,838.62	41,677.23	41,677.23	104,193.08
Sales taxes	2,709.02	6,241.17	-	8,950.19
Total amount owing	23,547.64	47,918.40	41,677.23	113,143.27



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500001900
Please include this number with payment

Invoice Date: 03 August 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: 1-416-943-3851 1-800-311-1104
--

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 6 week period ended July 30, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	35,810.40	GST	5 %	1,790.52	37,600.92
		QST	9.975 %	3,572.08	3,572.08
Expenses	3,360.10	GST	5 %	168.01	3,528.11
		QST	9.975 %	335.17	335.17
	39,170.50			5,865.78	45,036.28
Surcharge	2,506.73			375.39	2,882.11
Invoice summary	41,677.23				
Tax :	5% GST			2,083.87	
	9.975% QST			4,157.30	
Total:	41,677.23			6,241.17	47,918.40

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later. GST/HST: R123425522 QST: 1006354498



Ernst & Young Inc.
Toronto, ON

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the six weeks ended July 30, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	30.5	875	26,687.50
Jean-Daniel Breton	Senior Vice President	Restructuring	42.8	790	33,812.00
Martin Daigneault	Senior Vice President	Restructuring	23.6	790	18,644.00
Philippe Dunlavey	Senior Manager	Transaction Tax	1.2	675	810.00
Jonathan Cohen-Domanus	Manager	Restructuring	6.7	525	3,517.50
Jocelyne Tardif	Manager	Restructuring	2.4	525	1,260.00
Cam Bear	Senior	Restructuring	9.8	350	3,430.00
Marites Carandang	Senior	Restructuring	3.9	350	1,365.00
Total time charges			120.9		89,526.00
<u>Disbursements</u>					
- December 2017 claims process newspaper advertisements				8,391.33	
- Transportation				<u>8.93</u>	
Total Disbursements					<u>8,400.26</u>
					97,926.26
Sub total					
Administrative Expenses @ 7%					<u>6,266.82</u>
Total					<u><u>104,193.08</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the six weeks ended July 30, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	17,905.20	35,810.40	35,810.40	89,526.00
Disbursements	1,680.06	3,360.10	3,360.10	8,400.26
subtotal	19,585.26	39,170.50	39,170.50	97,926.26
Administrative charge	1,253.36	2,506.73	2,506.73	6,266.82
	20,838.62	41,677.23	41,677.23	104,193.08
Sales taxes	2,709.02	6,241.17	-	8,950.19
Total amount owing	23,547.64	47,918.40	41,677.23	113,143.27



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc
Mark Vendetti
Chief Financial Officer
100 Domain Dr.
Exeter, NH 03833
USA

Invoice No.: CA12C500001899

Please include this number with payment

Invoice Date: 03 August 2017
Due Date: Upon receipt
Client No.: 0011772137
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 6 week period ended July 30, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	35,810.40			0.00	35,810.40
Expenses	3,360.10			0.00	3,360.10
	39,170.50			0.00	39,170.50
Surcharge	2,506.73			0.00	2,506.73
Invoice summary	41,677.23				
		Tax :		0.00	
Total:	41,677.23			0.00	41,677.23

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the six weeks ended July 30, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	30.5	875	26,687.50
Jean-Daniel Breton	Senior Vice President	Restructuring	42.8	790	33,812.00
Martin Daigneault	Senior Vice President	Restructuring	23.6	790	18,644.00
Philippe Dunlavey	Senior Manager	Transaction Tax	1.2	675	810.00
Jonathan Cohen-Domanus	Manager	Restructuring	6.7	525	3,517.50
Jocelyne Tardif	Manager	Restructuring	2.4	525	1,260.00
Cam Bear	Senior	Restructuring	9.8	350	3,430.00
Marites Carandang	Senior	Restructuring	3.9	350	1,365.00
Total time charges			120.9		89,526.00
<u>Disbursements</u>					
- December 2017 claims process newspaper advertisements				8,391.33	
- Transportation				<u>8.93</u>	
Total Disbursements					<u>8,400.26</u>
					97,926.26
Sub total					
Administrative Expenses @ 7%					<u>6,266.82</u>
Total					<u><u>104,193.08</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the six weeks ended July 30, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	17,905.20	35,810.40	35,810.40	89,526.00
Disbursements	1,680.06	3,360.10	3,360.10	8,400.26
subtotal	19,585.26	39,170.50	39,170.50	97,926.26
Administrative charge	1,253.36	2,506.73	2,506.73	6,266.82
	20,838.62	41,677.23	41,677.23	104,193.08
Sales taxes	2,709.02	6,241.17	-	8,950.19
Total amount owing	23,547.64	47,918.40	41,677.23	113,143.27

DOCUMENT

IV



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Brian Fox
Chief Restructuring Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

August 24, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the three week ended August 18, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500001942

Please include this number with payment

Invoice Date: 24 August 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 3 week period ended August 18, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	17,629.10	HST	13 %	2,291.78	19,920.88
	17,629.10			2,291.78	19,920.88
Surcharge	1,234.04			160.43	1,394.47
Invoice summary	18,863.14				
Tax : 13% HST				2,452.21	
Total:	18,863.14			2,452.21	21,315.35

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the three weeks ended August 18, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	15.5	875	13,562.50
Jean-Daniel Breton	Senior Vice President	Restructuring	37.0	790	29,230.00
Martin Daigneault	Senior Vice President	Restructuring	42.2	790	33,338.00
Louis Fournier	Senior Manager	Restructuring	0.3	675	202.50
Jonathan Cohen-Domanus	Manager	Restructuring	19.5	525	10,237.50
Jocelyne Tardif	Manager	Restructuring	0.4	525	210.00
Cam Bear	Senior	Restructuring	3.2	350	1,120.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			118.8		88,145.50
<u>Disbursements</u>					
Total Disbursements					0.00
					88,145.50
Sub total					
Administrative Expenses @ 7%					6,170.18
Total					94,315.68

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the three weeks ended August 18, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	17,629.10	35,258.20	35,258.20	88,145.50
Disbursements	-	-	-	-
subtotal	17,629.10	35,258.20	35,258.20	88,145.50
Administrative charge	1,234.04	2,468.07	2,468.07	6,170.18
	18,863.14	37,726.27	37,726.27	94,315.68
Sales taxes	2,452.21	5,649.51	-	8,101.72
Total amount owing	21,315.35	43,375.78	37,726.27	102,417.40



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500001943

Please include this number with payment

Invoice Date: 24 August 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 3 week period ended August 18, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	35,258.20	GST	5 %	1,762.91	37,021.11
		QST	9.975 %	3,517.01	3,517.01
	35,258.20			5,279.92	40,538.12
Surcharge	2,468.07			369.59	2,837.66
Invoice summary	37,726.27				
Tax :	5% GST			1,886.31	
	9.975% QST			3,763.20	
Total:	37,726.27			5,649.51	43,375.78

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the three weeks ended August 18, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	15.5	875	13,562.50
Jean-Daniel Breton	Senior Vice President	Restructuring	37.0	790	29,230.00
Martin Daigneault	Senior Vice President	Restructuring	42.2	790	33,338.00
Louis Fournier	Senior Manager	Restructuring	0.3	675	202.50
Jonathan Cohen-Domanus	Manager	Restructuring	19.5	525	10,237.50
Jocelyne Tardif	Manager	Restructuring	0.4	525	210.00
Cam Bear	Senior	Restructuring	3.2	350	1,120.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			118.8		88,145.50
<u>Disbursements</u>					
Total Disbursements					0.00
					88,145.50
Sub total					
Administrative Expenses @ 7%					6,170.18
Total					94,315.68

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the three weeks ended August 18, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	17,629.10	35,258.20	35,258.20	88,145.50
Disbursements	-	-	-	-
subtotal	17,629.10	35,258.20	35,258.20	88,145.50
Administrative charge	1,234.04	2,468.07	2,468.07	6,170.18
	18,863.14	37,726.27	37,726.27	94,315.68
Sales taxes	2,452.21	5,649.51	-	8,101.72
Total amount owing	21,315.35	43,375.78	37,726.27	102,417.40



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc
Mark Vendetti
Chief Financial Officer
100 Domain Dr.
Exeter, NH 03833
USA

Invoice No.: CA12C500001944

Please include this number with payment

Invoice Date: 24 August 2017
Due Date: Upon receipt
Client No.: 0011772137
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 3 week period ended August 18, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	35,258.20			0.00	35,258.20
	35,258.20			0.00	35,258.20
Surcharge	2,468.07			0.00	2,468.07
Invoice summary	37,726.27				
		Tax :		0.00	
Total:	37,726.27			0.00	37,726.27

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the three weeks ended August 18, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	15.5	875	13,562.50
Jean-Daniel Breton	Senior Vice President	Restructuring	37.0	790	29,230.00
Martin Daigneault	Senior Vice President	Restructuring	42.2	790	33,338.00
Louis Fournier	Senior Manager	Restructuring	0.3	675	202.50
Jonathan Cohen-Domanus	Manager	Restructuring	19.5	525	10,237.50
Jocelyne Tardif	Manager	Restructuring	0.4	525	210.00
Cam Bear	Senior	Restructuring	3.2	350	1,120.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			118.8		88,145.50
<u>Disbursements</u>					
Total Disbursements					0.00
					88,145.50
Sub total					
Administrative Expenses @ 7%					6,170.18
Total					94,315.68

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the three weeks ended August 18, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	17,629.10	35,258.20	35,258.20	88,145.50
Disbursements	-	-	-	-
subtotal	17,629.10	35,258.20	35,258.20	88,145.50
Administrative charge	1,234.04	2,468.07	2,468.07	6,170.18
	18,863.14	37,726.27	37,726.27	94,315.68
Sales taxes	2,452.21	5,649.51	-	8,101.72
Total amount owing	21,315.35	43,375.78	37,726.27	102,417.40

DOCUMENT

V



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Brian Fox
Chief Restructuring Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

September 22, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the four week period ended September 15, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002042
Please include this number with payment

Invoice Date: 22 September 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: 1-416-943-3851 1-800-311-1104
--

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4 week period ended September 15, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	30,889.70	HST	13 %	4,015.66	34,905.36
	30,889.70			4,015.66	34,905.36
Surcharge	2,162.28			281.10	2,443.38
Invoice summary	33,051.98				
Tax : 13% HST				4,296.76	
Total:	33,051.98			4,296.76	37,348.74

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies

Summary of hourly fees and disbursements¹
for the four weeks ended September 15, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	36.7	875	32,112.50
Jean-Daniel Breton	Senior Vice President	Restructuring	78.8	790	62,252.00
Martin Daigneault	Senior Vice President	Restructuring	64.6	790	51,034.00
Louis Fournier	Senior Manager	Restructuring	0.6	675	405.00
Philippe Dunlavey	Senior Manager	Transaction Tax	7.7	675	5,197.50
Jocelyne Tardif	Manager	Restructuring	1.9	525	997.50
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			197.3		154,448.50
Administrative Expenses @ 7%					10,811.40
Total					165,259.90

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the four weeks ended September 15, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	30,889.70	61,779.40	61,779.40	154,448.50
Disbursements	-	-	-	-
subtotal	30,889.70	61,779.40	61,779.40	154,448.50
Administrative charge	2,162.28	4,324.56	4,324.56	10,811.40
	33,051.98	66,103.96	66,103.96	165,259.90
Sales taxes	4,296.76	9,899.07	-	14,195.83
Total amount owing	37,348.74	76,003.03	66,103.96	179,455.73



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002041

Please include this number with payment

Invoice Date: 22 September 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4 week period ended September 15, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	61,779.40	GST	5 %	3,088.97	64,868.37
		QST	9.975 %	6,162.50	6,162.50
	61,779.40			9,251.47	71,030.87
Surcharge	4,324.56			647.60	4,972.16
Invoice summary	66,103.96				
Tax :		5% GST		3,305.20	
		9.975% QST		6,593.87	
Total:	66,103.96			9,899.07	76,003.03

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies

Summary of hourly fees and disbursements¹
for the four weeks ended September 15, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	36.7	875	32,112.50
Jean-Daniel Breton	Senior Vice President	Restructuring	78.8	790	62,252.00
Martin Daigneault	Senior Vice President	Restructuring	64.6	790	51,034.00
Louis Fournier	Senior Manager	Restructuring	0.6	675	405.00
Philippe Dunlavey	Senior Manager	Transaction Tax	7.7	675	5,197.50
Jocelyne Tardif	Manager	Restructuring	1.9	525	997.50
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			197.3		154,448.50
Administrative Expenses @ 7%					10,811.40
Total					165,259.90

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the four weeks ended September 15, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	30,889.70	61,779.40	61,779.40	154,448.50
Disbursements	-	-	-	-
subtotal	30,889.70	61,779.40	61,779.40	154,448.50
Administrative charge	2,162.28	4,324.56	4,324.56	10,811.40
	33,051.98	66,103.96	66,103.96	165,259.90
Sales taxes	4,296.76	9,899.07	-	14,195.83
Total amount owing	37,348.74	76,003.03	66,103.96	179,455.73



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc
Mark Vendetti
Chief Financial Officer
100 Domain Dr.
Exeter, NH 03833
USA

Invoice No.: CA12C500002040

Please include this number with payment

Invoice Date: 22 September 2017
Due Date: Upon receipt
Client No.: 0011772137
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4 week period ended September 15, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	61,779.40			0.00	61,779.40
	61,779.40			0.00	61,779.40
Surcharge	4,324.56			0.00	4,324.56
Invoice summary	66,103.96				
		Tax :		0.00	
Total:	66,103.96			0.00	66,103.96

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies

Summary of hourly fees and disbursements¹
for the four weeks ended September 15, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
Brian Denega	Senior Vice President	Restructuring	36.7	875	32,112.50
Jean-Daniel Breton	Senior Vice President	Restructuring	78.8	790	62,252.00
Martin Daigneault	Senior Vice President	Restructuring	64.6	790	51,034.00
Louis Fournier	Senior Manager	Restructuring	0.6	675	405.00
Philippe Dunlavey	Senior Manager	Transaction Tax	7.7	675	5,197.50
Jocelyne Tardif	Manager	Restructuring	1.9	525	997.50
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			197.3		154,448.50
Administrative Expenses @ 7%					10,811.40
Total					165,259.90

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the four weeks ended September 15, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	30,889.70	61,779.40	61,779.40	154,448.50
Disbursements	-	-	-	-
subtotal	30,889.70	61,779.40	61,779.40	154,448.50
Administrative charge	2,162.28	4,324.56	4,324.56	10,811.40
	33,051.98	66,103.96	66,103.96	165,259.90
Sales taxes	4,296.76	9,899.07	-	14,195.83
Total amount owing	37,348.74	76,003.03	66,103.96	179,455.73

DOCUMENT

VI



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Brian Fox
Chief Restructuring Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

November 10, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the seven week period ended November 3, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002193

Please include this number with payment

Invoice Date: 10 November 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 7 week period ended November 3, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	35,689.50	HST	13 %	4,639.63	40,329.13
Expenses	210.54	HST	13 %	27.37	237.91
	35,900.04			4,667.00	40,567.04
Surcharge	2,498.27			324.78	2,823.05
Invoice summary	38,398.31				
Tax : 13% HST				4,991.78	
Total:	38,398.31			4,991.78	43,390.09

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the seven weeks ended November 3, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	24.6	875	21,525.00
Nik Diksic	Partner	Transaction Tax	1.0	875	875.00
Jean-Daniel Breton	Senior Vice President	Restructuring	91.0	790	71,890.00
Martin Daigneault	Senior Vice President	Restructuring	73.5	790	58,065.00
Teresa Gombita	Senior Vice President	Transaction Tax	0.5	790	395.00
Philippe Dunlavy	Senior Manager	Transaction Tax	20.4	675	13,770.00
Marie-Eve Gonfreville	Senior Manager	Transaction Tax	1.0	675	675.00
Jonathan Cohen-Domanus	Manager	Restructuring	5.0	525	2,625.00
Jocelyne Tardif	Manager	Restructuring	10.5	525	5,512.50
Cam Bear	Senior	Restructuring	8.3	350	2,905.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Net fee charges			<u>236.4</u>		178,447.50
<u>Disbursements</u>					
Transportation/Air travel				1,018.79	
Administrative disbursements				33.87	
Total Disbursements					<u>1,052.66</u>
Sub total					179,500.16
Administrative Expenses @ 7%					<u>12,491.33</u>
Total					<u><u>191,991.49</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the seven weeks ended November 3, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	35,689.50	71,379.00	71,379.00	178,447.50
Disbursements	210.54	421.06	421.06	1,052.66
subtotal	35,900.04	71,800.06	71,800.06	179,500.16
Administrative charge	2,498.27	4,996.53	4,996.53	12,491.33
	38,398.31	76,796.59	76,796.59	191,991.49
Sales taxes	4,991.78	11,500.29	-	16,492.07
Total amount owing	43,390.09	88,296.88	76,796.59	208,483.56



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002194
Please include this number with payment

Invoice Date: 10 November 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: 1-416-943-3851 1-800-311-1104
--

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 7 week period ended November 3, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	71,379.00	GST	5 %	3,568.95	74,947.95
		QST	9.975 %	7,120.06	7,120.06
Expenses	421.06	GST	5 %	21.05	442.11
		QST	9.975 %	42.00	42.00
	71,800.06			10,752.06	82,552.12
Surcharge	4,996.53			748.23	5,744.76
Invoice summary	76,796.59				
Tax :	5% GST			3,839.83	
	9.975% QST			7,660.46	
Total:	76,796.59			11,500.29	88,296.88

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later. GST/HST: R123425522 QST: 1006354498
--



Ernst & Young Inc.
Toronto, ON

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the seven weeks ended November 3, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	24.6	875	21,525.00
Nik Diksic	Partner	Transaction Tax	1.0	875	875.00
Jean-Daniel Breton	Senior Vice President	Restructuring	91.0	790	71,890.00
Martin Daigneault	Senior Vice President	Restructuring	73.5	790	58,065.00
Teresa Gombita	Senior Vice President	Transaction Tax	0.5	790	395.00
Philippe Dunlavey	Senior Manager	Transaction Tax	20.4	675	13,770.00
Marie-Eve Gonfreville	Senior Manager	Transaction Tax	1.0	675	675.00
Jonathan Cohen-Domanus	Manager	Restructuring	5.0	525	2,625.00
Jocelyne Tardif	Manager	Restructuring	10.5	525	5,512.50
Cam Bear	Senior	Restructuring	8.3	350	2,905.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Net fee charges			<u>236.4</u>		178,447.50
<u>Disbursements</u>					
Transportation/Air travel				1,018.79	
Administrative disbursements				33.87	
Total Disbursements					<u>1,052.66</u>
Sub total					179,500.16
Administrative Expenses @ 7%					<u>12,491.33</u>
Total					<u><u>191,991.49</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the seven weeks ended November 3, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	35,689.50	71,379.00	71,379.00	178,447.50
Disbursements	210.54	421.06	421.06	1,052.66
subtotal	35,900.04	71,800.06	71,800.06	179,500.16
Administrative charge	2,498.27	4,996.53	4,996.53	12,491.33
	38,398.31	76,796.59	76,796.59	191,991.49
Sales taxes	4,991.78	11,500.29	-	16,492.07
Total amount owing	43,390.09	88,296.88	76,796.59	208,483.56



Ernst & Young Inc.
Toronto, ON

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice

Invoice No.: CA12C500002195

Please include this number with payment

Invoice Date: 10 November 2017
Due Date: Upon receipt
Client No.: 0011774076
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 7 week period ended November 3, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	71,379.00			0.00	71,379.00
Expenses	421.06			0.00	421.06
	71,800.06			0.00	71,800.06
Surcharge	4,996.53			0.00	4,996.53
Invoice summary	76,796.59				
		Tax :		0.00	
Total:	76,796.59			0.00	76,796.59

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the seven weeks ended November 3, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	24.6	875	21,525.00
Nik Diksic	Partner	Transaction Tax	1.0	875	875.00
Jean-Daniel Breton	Senior Vice President	Restructuring	91.0	790	71,890.00
Martin Daigneault	Senior Vice President	Restructuring	73.5	790	58,065.00
Teresa Gombita	Senior Vice President	Transaction Tax	0.5	790	395.00
Philippe Dunlavey	Senior Manager	Transaction Tax	20.4	675	13,770.00
Marie-Eve Gonfreville	Senior Manager	Transaction Tax	1.0	675	675.00
Jonathan Cohen-Domanus	Manager	Restructuring	5.0	525	2,625.00
Jocelyne Tardif	Manager	Restructuring	10.5	525	5,512.50
Cam Bear	Senior	Restructuring	8.3	350	2,905.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Net fee charges			<u>236.4</u>		178,447.50
<u>Disbursements</u>					
Transportation/Air travel				1,018.79	
Administrative disbursements				33.87	
Total Disbursements					<u>1,052.66</u>
Sub total					179,500.16
Administrative Expenses @ 7%					<u>12,491.33</u>
Total					<u><u>191,991.49</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the seven weeks ended November 3, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	35,689.50	71,379.00	71,379.00	178,447.50
Disbursements	210.54	421.06	421.06	1,052.66
subtotal	35,900.04	71,800.06	71,800.06	179,500.16
Administrative charge	2,498.27	4,996.53	4,996.53	12,491.33
	38,398.31	76,796.59	76,796.59	191,991.49
Sales taxes	4,991.78	11,500.29	-	16,492.07
Total amount owing	43,390.09	88,296.88	76,796.59	208,483.56

DOCUMENT

VII



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Brian Fox
Chief Restructuring Officer
Performance Sports Group Ltd.
100 Domain Drive
Exeter, NH, US 03833-48001

December 14, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the five week period ended December 8, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002306

Please include this number with payment

Invoice Date: 14 December 2017
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5 week period ended December 8, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	36,094.00	HST	13 %	4,692.22	40,786.22
	36,094.00			4,692.22	40,786.22
Surcharge	2,526.58			328.46	2,855.04
Invoice summary	38,620.58				
Tax : 13% HST				5,020.68	
Total:	38,620.58			5,020.68	43,641.26

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended December 8, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	10.5	875	9,187.50
Jean-Daniel Breton	Senior Vice President	Restructuring	57.3	790	45,267.00
Martin Daigneault	Senior Vice President	Restructuring	115.2	790	91,008.00
Philippe Dunlavy	Senior Manager	Transaction Tax	1.1	675	742.50
Tara Serve	Manager	Restructuring	27.0	525	14,175.00
Jonathan Cohen-Domanus	Manager	Restructuring	13.8	525	7,245.00
Jocelyne Tardif	Manager	Restructuring	6.4	525	3,360.00
Mary-Ann Prosper	Paraprofessional	Restructuring	0.5	350	175.00
Cam Bear	Senior	Restructuring	24.7	350	8,645.00
Marites Carandang	Senior	Restructuring	1.4	350	490.00
Louisa Ait Slimane	Senior	Tax	0.5	350	175.00
Total time charges			258.4		180,470.00
Administrative Expenses @ 7%					12,632.90
Total					193,102.90

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the five weeks ended December 8, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	36,094.00	72,188.00	72,188.00	180,470.00
Disbursements	-	-	-	-
subtotal	36,094.00	72,188.00	72,188.00	180,470.00
Administrative charge	2,526.58	5,053.16	5,053.16	12,632.90
	38,620.58	77,241.16	77,241.16	193,102.90
Sales taxes	5,020.68	11,566.87	-	16,587.55
Total amount owing	43,641.26	88,808.03	77,241.16	209,690.45



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002305

Please include this number with payment

Invoice Date: 14 December 2017
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5 week period ended December 8, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	72,188.00	GST	5 %	3,609.40	75,797.40
		QST	9.975 %	7,200.76	7,200.76
	72,188.00			10,810.16	82,998.16
Surcharge	5,053.16			756.71	5,809.87
Invoice summary	77,241.16				
Tax :	5% GST			3,862.06	
	9.975% QST			7,704.81	
Total:	77,241.16			11,566.87	88,808.03

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended December 8, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	10.5	875	9,187.50
Jean-Daniel Breton	Senior Vice President	Restructuring	57.3	790	45,267.00
Martin Daigneault	Senior Vice President	Restructuring	115.2	790	91,008.00
Philippe Dunlavy	Senior Manager	Transaction Tax	1.1	675	742.50
Tara Serve	Manager	Restructuring	27.0	525	14,175.00
Jonathan Cohen-Domanus	Manager	Restructuring	13.8	525	7,245.00
Jocelyne Tardif	Manager	Restructuring	6.4	525	3,360.00
Mary-Ann Prosper	Paraprofessional	Restructuring	0.5	350	175.00
Cam Bear	Senior	Restructuring	24.7	350	8,645.00
Marites Carandang	Senior	Restructuring	1.4	350	490.00
Louisa Ait Slimane	Senior	Tax	0.5	350	175.00
Total time charges			258.4		180,470.00
Administrative Expenses @ 7%					12,632.90
Total					193,102.90

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the five weeks ended December 8, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	36,094.00	72,188.00	72,188.00	180,470.00
Disbursements	-	-	-	-
subtotal	36,094.00	72,188.00	72,188.00	180,470.00
Administrative charge	2,526.58	5,053.16	5,053.16	12,632.90
	38,620.58	77,241.16	77,241.16	193,102.90
Sales taxes	5,020.68	11,566.87	-	16,587.55
Total amount owing	43,641.26	88,808.03	77,241.16	209,690.45



Ernst & Young Inc.
Toronto, ON

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice

Invoice No.: CA12C500002304

Please include this number with payment

Invoice Date: 14 December 2017
Due Date: Upon receipt
Client No.: 0011774076
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
1-416-943-3851
1-800-311-1104

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5 week period ended December 8, 2017

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	72,188.00			0.00	72,188.00
	72,188.00			0.00	72,188.00
Surcharge	5,053.16			0.00	5,053.16
Invoice summary	77,241.16				
		Tax :		0.00	
Total:	77,241.16			0.00	77,241.16

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended December 8, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	10.5	875	9,187.50
Jean-Daniel Breton	Senior Vice President	Restructuring	57.3	790	45,267.00
Martin Daigneault	Senior Vice President	Restructuring	115.2	790	91,008.00
Philippe Dunlavy	Senior Manager	Transaction Tax	1.1	675	742.50
Tara Serve	Manager	Restructuring	27.0	525	14,175.00
Jonathan Cohen-Domanus	Manager	Restructuring	13.8	525	7,245.00
Jocelyne Tardif	Manager	Restructuring	6.4	525	3,360.00
Mary-Ann Prosper	Paraprofessional	Restructuring	0.5	350	175.00
Cam Bear	Senior	Restructuring	24.7	350	8,645.00
Marites Carandang	Senior	Restructuring	1.4	350	490.00
Louisa Ait Slimane	Senior	Tax	0.5	350	175.00
Total time charges			258.4		180,470.00
Administrative Expenses @ 7%					12,632.90
Total					193,102.90

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the five weeks ended December 8, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	36,094.00	72,188.00	72,188.00	180,470.00
Disbursements	-	-	-	-
subtotal	36,094.00	72,188.00	72,188.00	180,470.00
Administrative charge	2,526.58	5,053.16	5,053.16	12,632.90
	38,620.58	77,241.16	77,241.16	193,102.90
Sales taxes	5,020.68	11,566.87	-	16,587.55
Total amount owing	43,641.26	88,808.03	77,241.16	209,690.45

DOCUMENT

VIII



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

January 12, 2017

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the two week period ended December 20, 2017.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002440

Please include this number with payment

Invoice Date: 24 January 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the two week period ended December 20, 2017.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	9,819.60	HST	13 %	1,276.55	11,096.15
	9,819.60			1,276.55	11,096.15
Surcharge	687.37			89.36	776.73
Invoice summary	10,506.97				
Tax : 13% HST				1,365.91	
Total:	10,506.97			1,365.91	11,872.88

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.

Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the two weeks ended December 20, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	3.6	875	3,150.00
Jean-Daniel Breton	Senior Vice President	Restructuring	24.3	790	19,197.00
Martin Daigneault	Senior Vice President	Restructuring	21.9	790	17,301.00
Tara Serve	Manager	Restructuring	13.5	525	7,087.50
Jocelyne Tardif	Manager	Restructuring	0.5	525	262.50
Cam Bear	Senior	Restructuring	4.1	350	1,435.00
Marites Carandang	Senior	Restructuring	1.9	350	665.00
Total time charges			69.8		49,098.00
Administrative Expenses @ 7%					3,436.85
Total					52,534.85

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

Schedule of CCAA Monitor allocated fees for
the two weeks ended December 20, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	9,819.60	19,639.20	19,639.20	49,098.00
Disbursements	-	-	-	-
subtotal	9,819.60	19,639.20	19,639.20	49,098.00
Administrative charge	687.37	1,374.74	1,374.74	3,436.85
	10,506.97	21,013.94	21,013.94	52,534.85
Sales taxes	1,365.91	3,146.84	-	4,512.75
Total amount owing	11,872.88	24,160.78	21,013.94	57,047.60



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002443

Please include this number with payment

Invoice Date: 24 January 2018
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 2 week period ended December 20, 2017.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	19,639.20	GST	5 %	981.96	20,621.16
		QST	9.975 %	1,959.01	1,959.01
	19,639.20			2,940.97	22,580.17
Surcharge	1,374.74			205.87	1,580.61
Invoice summary	21,013.94				
Tax :	5% GST			1,050.70	
	9.975% QST			2,096.14	
Total:	21,013.94			3,146.84	24,160.78

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.

Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the two weeks ended December 20, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	3.6	875	3,150.00
Jean-Daniel Breton	Senior Vice President	Restructuring	24.3	790	19,197.00
Martin Daigneault	Senior Vice President	Restructuring	21.9	790	17,301.00
Tara Serve	Manager	Restructuring	13.5	525	7,087.50
Jocelyne Tardif	Manager	Restructuring	0.5	525	262.50
Cam Bear	Senior	Restructuring	4.1	350	1,435.00
Marites Carandang	Senior	Restructuring	1.9	350	665.00
Total time charges			69.8		49,098.00
Administrative Expenses @ 7%					3,436.85
Total					52,534.85

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

Schedule of CCAA Monitor allocated fees for
the two weeks ended December 20, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	9,819.60	19,639.20	19,639.20	49,098.00
Disbursements	-	-	-	-
subtotal	9,819.60	19,639.20	19,639.20	49,098.00
Administrative charge	687.37	1,374.74	1,374.74	3,436.85
	10,506.97	21,013.94	21,013.94	52,534.85
Sales taxes	1,365.91	3,146.84	-	4,512.75
Total amount owing	11,872.88	24,160.78	21,013.94	57,047.60



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice No.: CA12C500002445

Please include this number with payment

Invoice Date: 24 January 2018

Due Date: Upon receipt

Client No.: 0011774076

Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the two week period ended December 20, 2017.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	19,639.20			0.00	19,639.20
	19,639.20			0.00	19,639.20
Surcharge	1,374.74			0.00	1,374.74
Invoice summary	21,013.94				
		Tax :		0.00	
Total:	21,013.94			0.00	21,013.94

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.

Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the two weeks ended December 20, 2017

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	3.6	875	3,150.00
Jean-Daniel Breton	Senior Vice President	Restructuring	24.3	790	19,197.00
Martin Daigneault	Senior Vice President	Restructuring	21.9	790	17,301.00
Tara Serve	Manager	Restructuring	13.5	525	7,087.50
Jocelyne Tardif	Manager	Restructuring	0.5	525	262.50
Cam Bear	Senior	Restructuring	4.1	350	1,435.00
Marites Carandang	Senior	Restructuring	1.9	350	665.00
Total time charges			69.8		49,098.00
Administrative Expenses @ 7%					3,436.85
Total					52,534.85

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

Schedule of CCAA Monitor allocated fees for
the two weeks ended December 20, 2017

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	9,819.60	19,639.20	19,639.20	49,098.00
Disbursements	-	-	-	-
subtotal	9,819.60	19,639.20	19,639.20	49,098.00
Administrative charge	687.37	1,374.74	1,374.74	3,436.85
	10,506.97	21,013.94	21,013.94	52,534.85
Sales taxes	1,365.91	3,146.84	-	4,512.75
Total amount owing	11,872.88	24,160.78	21,013.94	57,047.60

DOCUMENT

IX



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

January 12, 2018

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the period of December 21, 2017 to January 12, 2018.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002441

Please include this number with payment

Invoice Date: 24 January 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the period of December 21, 2017 to January 12, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	10,872.70	HST	13 %	1,413.45	12,286.15
	10,872.70			1,413.45	12,286.15
Surcharge	761.09			98.94	860.03
Invoice summary	11,633.79				
Tax : 13% HST				1,512.39	
Total:	11,633.79			1,512.39	13,146.18

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.

Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the period of December 21, 2017 to January 12, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	0.4	875	350.00
Jean-Daniel Breton	Senior Vice President	Restructuring	14.8	790	11,692.00
Martin Daigneault	Senior Vice President	Restructuring	30.6	790	24,174.00
Tara Serve	Manager	Restructuring	27.5	525	14,437.50
Jocelyne Tardif	Manager	Restructuring	2.4	525	1,260.00
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			82.7		54,363.50
Administrative Expenses @ 7%					3,805.45
Total					58,168.95

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the period of December 21, 2017 to January 12, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	10,872.70	21,745.40	21,745.40	54,363.50
Disbursements	-	-	-	-
subtotal	10,872.70	21,745.40	21,745.40	54,363.50
Administrative charge	761.09	1,522.18	1,522.18	3,805.45
	11,633.79	23,267.58	23,267.58	58,168.95
Sales taxes	1,512.39	3,484.32	-	4,996.71
Total amount owing	13,146.18	26,751.90	23,267.58	63,165.66



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002442

Please include this number with payment

Invoice Date: 24 January 2018
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the period of December 21, 2017 to January 12, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	21,745.40	GST	5 %	1,087.27	22,832.67
		QST	9.975 %	2,169.10	2,169.10
	21,745.40			3,256.37	25,001.77
Surcharge	1,522.18			227.95	1,750.13
Invoice summary	23,267.58				
Tax :	5% GST			1,163.38	
	9.975% QST			2,320.94	
Total:	23,267.58			3,484.32	26,751.90

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.

Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the period of December 21, 2017 to January 12, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	0.4	875	350.00
Jean-Daniel Breton	Senior Vice President	Restructuring	14.8	790	11,692.00
Martin Daigneault	Senior Vice President	Restructuring	30.6	790	24,174.00
Tara Serve	Manager	Restructuring	27.5	525	14,437.50
Jocelyne Tardif	Manager	Restructuring	2.4	525	1,260.00
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			82.7		54,363.50
Administrative Expenses @ 7%					3,805.45
Total					58,168.95

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the period of December 21, 2017 to January 12, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	10,872.70	21,745.40	21,745.40	54,363.50
Disbursements	-	-	-	-
subtotal	10,872.70	21,745.40	21,745.40	54,363.50
Administrative charge	761.09	1,522.18	1,522.18	3,805.45
	11,633.79	23,267.58	23,267.58	58,168.95
Sales taxes	1,512.39	3,484.32	-	4,996.71
Total amount owing	13,146.18	26,751.90	23,267.58	63,165.66



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice No.: CA12C500002444

Please include this number with payment

Invoice Date: 24 January 2018
Due Date: Upon receipt
Client No.: 0011774076
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the period of December 21, 2017 to January 12, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	21,745.40			0.00	21,745.40
	21,745.40			0.00	21,745.40
Surcharge	1,522.18			0.00	1,522.18
Invoice summary	23,267.58				
		Tax :		0.00	
Total:	23,267.58			0.00	23,267.58

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.

Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the period of December 21, 2017 to January 12, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	0.4	875	350.00
Jean-Daniel Breton	Senior Vice President	Restructuring	14.8	790	11,692.00
Martin Daigneault	Senior Vice President	Restructuring	30.6	790	24,174.00
Tara Serve	Manager	Restructuring	27.5	525	14,437.50
Jocelyne Tardif	Manager	Restructuring	2.4	525	1,260.00
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			82.7		54,363.50
Administrative Expenses @ 7%					3,805.45
Total					58,168.95

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the period of December 21, 2017 to January 12, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	10,872.70	21,745.40	21,745.40	54,363.50
Disbursements	-	-	-	-
subtotal	10,872.70	21,745.40	21,745.40	54,363.50
Administrative charge	761.09	1,522.18	1,522.18	3,805.45
	11,633.79	23,267.58	23,267.58	58,168.95
Sales taxes	1,512.39	3,484.32	-	4,996.71
Total amount owing	13,146.18	26,751.90	23,267.58	63,165.66

DOCUMENT

X



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

February 21, 2018

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the four week period of January 13 to February 8, 2018.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002549
Please include this number with payment

Invoice Date: 21 February 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd and affiliates for the four week period ended February 8, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	21,210.40	HST	13 %	2,757.36	23,967.76
	21,210.40			2,757.36	23,967.76
Surcharge	1,484.73			193.01	1,677.75
Invoice summary	22,695.13				
Tax : 13% HST				2,950.37	
Total:	22,695.13			2,950.37	25,645.50

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended February 8, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	1,8	875	1 575,00
Jean-Daniel Breton	Senior Vice President	Restructuring	23,4	790	18 486,00
Martin Daigneault	Senior Vice President	Restructuring	71,9	790	56 801,00
Tara Serve	Manager	Restructuring	53,0	525	27 825,00
Cam Bear	Senior	Restructuring	3,9	350	1 365,00
Total time charges			154,0		106 052,00
Net fee charges			<u>154,0</u>		106 052,00
Administrative Expenses @ 7%					<u>7 423,65</u>
Total					<u>113 475,65</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the four weeks ended February 8, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	21 210,40	42 420,80	42 420,80	106 052,00
Disbursements	-	-	-	-
subtotal	21 210,40	42 420,80	42 420,80	106 052,00
Administrative charge	1 484,73	2 969,46	2 969,46	7 423,65
	22 695,13	45 390,26	45 390,26	113 475,65
Sales taxes	2 950,37	6 797,19	-	9 747,56
Total amount owing	25 645,50	52 187,45	45 390,26	123 223,21



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002550

Please include this number with payment

Invoice Date: 21 February 2018
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the four week period ended February 8, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	42,420.80	GST	5 %	2,121.04	44,541.84
		QST	9.975 %	4,231.48	4,231.48
	42,420.80			6,352.52	48,773.32
Surcharge	2,969.46			444.67	3,414.14
Invoice summary	45,390.26				
Tax :		5% GST		2,269.51	
		9.975% QST		4,527.68	
Total:	45,390.26			6,797.19	52,187.45

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended February 8, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	1,8	875	1 575,00
Jean-Daniel Breton	Senior Vice President	Restructuring	23,4	790	18 486,00
Martin Daigneault	Senior Vice President	Restructuring	71,9	790	56 801,00
Tara Serve	Manager	Restructuring	53,0	525	27 825,00
Cam Bear	Senior	Restructuring	3,9	350	1 365,00
Total time charges			154,0		106 052,00
Net fee charges			<u>154,0</u>		106 052,00
Administrative Expenses @ 7%					<u>7 423,65</u>
Total					<u>113 475,65</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the four weeks ended February 8, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	21 210,40	42 420,80	42 420,80	106 052,00
Disbursements	-	-	-	-
subtotal	21 210,40	42 420,80	42 420,80	106 052,00
Administrative charge	1 484,73	2 969,46	2 969,46	7 423,65
	22 695,13	45 390,26	45 390,26	113 475,65
Sales taxes	2 950,37	6 797,19	-	9 747,56
Total amount owing	25 645,50	52 187,45	45 390,26	123 223,21



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice No.: CA12C500002548

Please include this number with payment

Invoice Date: 21 February 2018
Due Date: Upon receipt
Client No.: 0011774076
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the four week period ended February 8, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	42,420.80			0.00	42,420.80
	42,420.80			0.00	42,420.80
Surcharge	2,969.46			0.00	2,969.46
Invoice summary	45,390.26				
Total:	45,390.26			0.00	45,390.26

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended February 8, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Brian Denega	Senior Vice President	Restructuring	1,8	875	1 575,00
Jean-Daniel Breton	Senior Vice President	Restructuring	23,4	790	18 486,00
Martin Daigneault	Senior Vice President	Restructuring	71,9	790	56 801,00
Tara Serve	Manager	Restructuring	53,0	525	27 825,00
Cam Bear	Senior	Restructuring	3,9	350	1 365,00
Total time charges			154,0		106 052,00
Net fee charges			<u>154,0</u>		106 052,00
Administrative Expenses @ 7%					<u>7 423,65</u>
Total					<u><u>113 475,65</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies
Schedule of CCAA Monitor allocated fees
for the four weeks ended February 8, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	21 210,40	42 420,80	42 420,80	106 052,00
Disbursements	-	-	-	-
subtotal	21 210,40	42 420,80	42 420,80	106 052,00
Administrative charge	1 484,73	2 969,46	2 969,46	7 423,65
	22 695,13	45 390,26	45 390,26	113 475,65
Sales taxes	2 950,37	6 797,19	-	9 747,56
Total amount owing	25 645,50	52 187,45	45 390,26	123 223,21

DOCUMENT

XI



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

March 22, 2018

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the five week period of February 9th to March 16, 2018.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002633

Please include this number with payment

Invoice Date: 22 March 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the five week period ended March 16, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	16,174.80	HST	13 %	2,102.73	18,277.53
Expenses	144.23	HST	13 %	18.75	162.98
	16,319.03			2,121.48	18,440.51
Surcharge	1,132.24			147.19	1,279.43
Invoice summary	17,451.27				
Tax :	13% HST			2,268.67	
Total:	17,451.27			2,268.67	19,719.94

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended March 16, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	43,8	790	34 602,00
Martin Daigneault	Senior Vice President	Restructuring	35,8	790	28 282,00
Tara Serve	Manager	Restructuring	29,0	525	15 225,00
Cam Bear	Senior	Restructuring	6,8	350	2 380,00
Marites Carandang	Senior	Restructuring	1,1	350	385,00
Total time charges			<u>116,5</u>		80 874,00
Total Disbursements					<u>721,15</u>
Sub total					81 595,15
Administrative Expenses @ 7%					<u>5 661,18</u>
Total					<u>87 256,33</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the five weeks ended March 16, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	16 174,80	32 349,60	32 349,60	80 874,00
Disbursements	144,23	288,46	288,46	721,15
subtotal	16 319,03	32 638,06	32 638,06	81 595,15
Administrative charge	1 132,24	2 264,47	2 264,47	5 661,18
	17 451,27	34 902,53	34 902,53	87 256,33
Sales taxes	2 268,67	5 226,64	-	7 495,31
Total amount owing	19 719,94	40 129,17	34 902,53	94 751,64



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002631

Please include this number with payment

Invoice Date: 22 March 2018
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the five week period ended March 16, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	32,349.60	GST	5 %	1,617.48	33,967.08
		QST	9.975 %	3,226.87	3,226.87
Expenses	288.46	GST	5 %	14.42	302.88
		QST	9.975 %	28.77	28.77
	32,638.06			4,887.54	37,525.60
Surcharge	2,264.47			339.10	2,603.58
Invoice summary	34,902.53				
Tax :		5% GST		1,745.12	
		9.975% QST		3,481.52	
Total:	34,902.53			5,226.64	40,129.17

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498



Ernst & Young Inc.
Toronto, ON

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended March 16, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	43,8	790	34 602,00
Martin Daigneault	Senior Vice President	Restructuring	35,8	790	28 282,00
Tara Serve	Manager	Restructuring	29,0	525	15 225,00
Cam Bear	Senior	Restructuring	6,8	350	2 380,00
Marites Carandang	Senior	Restructuring	1,1	350	385,00
Total time charges			<u>116,5</u>		80 874,00
Total Disbursements					<u>721,15</u>
Sub total					81 595,15
Administrative Expenses @ 7%					<u>5 661,18</u>
Total					<u>87 256,33</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the five weeks ended March 16, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	16 174,80	32 349,60	32 349,60	80 874,00
Disbursements	144,23	288,46	288,46	721,15
subtotal	16 319,03	32 638,06	32 638,06	81 595,15
Administrative charge	1 132,24	2 264,47	2 264,47	5 661,18
	17 451,27	34 902,53	34 902,53	87 256,33
Sales taxes	2 268,67	5 226,64	-	7 495,31
Total amount owing	19 719,94	40 129,17	34 902,53	94 751,64



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice No.: CA12C500002632

Please include this number with payment

Invoice Date: 22 March 2018
Due Date: Upon receipt
Client No.: 0011774076
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the five week period ended March 16, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	32,349.60			0.00	32,349.60
Expenses	288.46			0.00	288.46
	32,638.06			0.00	32,638.06
Surcharge	2,264.47			0.00	2,264.47
Invoice summary	34,902.53				
Total:	34,902.53			0.00	34,902.53

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the five weeks ended March 16, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	43,8	790	34 602,00
Martin Daigneault	Senior Vice President	Restructuring	35,8	790	28 282,00
Tara Serve	Manager	Restructuring	29,0	525	15 225,00
Cam Bear	Senior	Restructuring	6,8	350	2 380,00
Marites Carandang	Senior	Restructuring	1,1	350	385,00
Total time charges			<u>116,5</u>		80 874,00
Total Disbursements					<u>721,15</u>
Sub total					81 595,15
Administrative Expenses @ 7%					<u>5 661,18</u>
Total					<u>87 256,33</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the five weeks ended March 16, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	16 174,80	32 349,60	32 349,60	80 874,00
Disbursements	144,23	288,46	288,46	721,15
subtotal	16 319,03	32 638,06	32 638,06	81 595,15
Administrative charge	1 132,24	2 264,47	2 264,47	5 661,18
	17 451,27	34 902,53	34 902,53	87 256,33
Sales taxes	2 268,67	5 226,64	-	7 495,31
Total amount owing	19 719,94	40 129,17	34 902,53	94 751,64

DOCUMENT

XII



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

April 24, 2018

Performance Sports Group Ltd. et al.

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Performance Sports Group Ltd and its affiliates, for the four week period of March 17 to April 13, 2018.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Performance Sports Group Ltd.
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002742
Please include this number with payment

Invoice Date: 24 April 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the four week period ended April 13, 2018.

	Net	Tax	Rate	Tax Amount	<u>CAD</u> Total
Fee	10,123.90	HST	13 %	1,316.10	11,440.00
	10,123.90			1,316.10	11,440.00
Surcharge	708.67			92.13	800.80
Invoice summary	10,832.57				
Tax : 13% HST				1,408.23	
Total:	10,832.57			1,408.23	12,240.80

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 QST: 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended April 13, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	21,8	790	17 222,00
Martin Daigneault	Senior Vice President	Restructuring	31,0	790	24 490,00
Tara Serve	Manager	Restructuring	7,5	525	3 937,50
Cam Bear	Senior	Restructuring	7,7	350	2 695,00
Marites Carandang	Senior	Restructuring	0,7	350	245,00
Camille Bandelier	Senior	Assurance	5,8	350	2 030,00
Total time charges			<u>74,5</u>		50 619,50
Administrative Expenses @ 7%					<u>3 543,37</u>
Total					<u>54 162,87</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the four weeks ended April 13, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	10 123,90	20 247,80	20 247,80	50 619,50
Disbursements	-	-	-	-
subtotal	10 123,90	20 247,80	20 247,80	50 619,50
Administrative charge	708,67	1 417,35	1 417,35	3 543,37
	10 832,57	21 665,15	21 665,15	54 162,87
Sales taxes	1 408,23	3 244,36	-	4 652,59
Total amount owing	12 240,80	24 909,51	21 665,15	58 815,46



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey Corp
60 Rue Jean-Paul Cayer
c/o 100 Domain Drive, Exeter, NH 03833
Blainville, QC J7C 0N9
Canada

Invoice No.: CA12C500002743
Please include this number with payment

Invoice Date: 24 April 2018
Due Date: Upon receipt
Client No.: 0011772136
Engagement No.: E-65063127

Remit To: P.O. Box 57104, Postal Station A Toronto, Ontario M5W 5M5 A/R Queries: EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the four week period ended April 13, 2018.

	Net	Tax	Rate	Tax Amount	<u>CAD</u> Total
Fee	20,247.80	GST	5 %	1,012.39	21,260.19
		QST	9.975 %	2,019.72	2,019.72
	20,247.80			3,032.11	23,279.91
Surcharge	1,417.35			212.25	1,629.60
Invoice summary	21,665.15				
Tax :		5% GST		1,083.26	
		9.975% QST		2,161.10	
Total:	21,665.15			3,244.36	24,909.51

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 QST: 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended April 13, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	21,8	790	17 222,00
Martin Daigneault	Senior Vice President	Restructuring	31,0	790	24 490,00
Tara Serve	Manager	Restructuring	7,5	525	3 937,50
Cam Bear	Senior	Restructuring	7,7	350	2 695,00
Marites Carandang	Senior	Restructuring	0,7	350	245,00
Camille Bandelier	Senior	Assurance	5,8	350	2 030,00
Total time charges			<u>74,5</u>		50 619,50
Administrative Expenses @ 7%					<u>3 543,37</u>
Total					<u>54 162,87</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the four weeks ended April 13, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	10 123,90	20 247,80	20 247,80	50 619,50
Disbursements	-	-	-	-
subtotal	10 123,90	20 247,80	20 247,80	50 619,50
Administrative charge	708,67	1 417,35	1 417,35	3 543,37
	10 832,57	21 665,15	21 665,15	54 162,87
Sales taxes	1 408,23	3 244,36	-	4 652,59
Total amount owing	12 240,80	24 909,51	21 665,15	58 815,46



Ernst & Young Inc.
Toronto, ON

Invoice

Bauer Hockey, Inc.
100 Domain Drive
Exeter, NH 03833
USA

Invoice No.: CA12C500002744
Please include this number with payment

Invoice Date: 24 April 2018
Due Date: Upon receipt
Client No.: 0011774076
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the four week period ended April 13, 2018.

	Net	Tax	Rate	Tax Amount	<u>CAD</u> Total
Fee	20,247.80			0.00	20,247.80
	20,247.80			0.00	20,247.80
Surcharge	1,417.35			0.00	1,417.35
Invoice summary	21,665.15				
Total:	21,665.15			0.00	21,665.15

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 QST: 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Performance Sports Group Ltd. and related companies
Summary of hourly fees and disbursements¹
for the four weeks ended April 13, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	21,8	790	17 222,00
Martin Daigneault	Senior Vice President	Restructuring	31,0	790	24 490,00
Tara Serve	Manager	Restructuring	7,5	525	3 937,50
Cam Bear	Senior	Restructuring	7,7	350	2 695,00
Marites Carandang	Senior	Restructuring	0,7	350	245,00
Camille Bandelier	Senior	Assurance	5,8	350	2 030,00
Total time charges			<u>74,5</u>		50 619,50
Administrative Expenses @ 7%					<u>3 543,37</u>
Total					<u>54 162,87</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Performance Sports Group Ltd. and related companies

Schedule of CCAA Monitor allocated fees

for the four weeks ended April 13, 2018

Legal entity	Performance Sports Group Ltd	Bauer Hockey Corp.	Bauer Hockey, Inc.	Total
Applicable sales taxes	Ontario (13%)	Québec (14.975%)	not applicable	
% fee allocation	20%	40%	40%	100%
Professional fees	10 123,90	20 247,80	20 247,80	50 619,50
Disbursements	-	-	-	-
subtotal	10 123,90	20 247,80	20 247,80	50 619,50
Administrative charge	708,67	1 417,35	1 417,35	3 543,37
	10 832,57	21 665,15	21 665,15	54 162,87
Sales taxes	1 408,23	3 244,36	-	4 652,59
Total amount owing	12 240,80	24 909,51	21 665,15	58 815,46

DOCUMENT

XIII



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

May 25, 2018

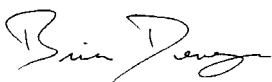
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the five weeks ended May 18, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002840

Please include this number with payment

Invoice Date: 25 May 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Old PSG Wind-down Ltd. and affiliates for the five week period ended May 18, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	75,166.00	HST	13 %	9,771.58	84,937.58
Expenses	10.50	HST	13 %	1.37	11.87
	75,176.50			9,772.95	84,949.45
Surcharge	5,261.62			684.01	5,945.63
Invoice summary	80,438.12				
Tax :	13% HST			10,456.96	
Total:	80,438.12			10,456.96	90,895.08

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds sent electronically, please email your remittance detail to gss.canadaaccountsreceivable@xe02.ey.com including the amount paid, the invoice number and your company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the five weeks ended May 18, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	33,6	790	26 544,00
Martin Daigneault	Senior Vice President	Restructuring	41,3	790	32 627,00
Tara Serve	Manager	Restructuring	20,0	525	10 500,00
Adriana Mendez	Manager	FASS	2,0	525	1 050,00
Cam Bear	Senior	Restructuring	9,4	350	3 290,00
Marites Carandang	Senior	Restructuring	1,3	350	455,00
Camille Bandelier	Senior	Assurance	2,0	350	700,00
Total time charges			<u>109,6</u>		75 166,00
Total Disbursements					<u>10,50</u>
Sub total					75 176,50
Administrative Expenses @ 7%					<u>5 261,62</u>
Total					<u>80 438,12</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XIV



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

June 21, 2018

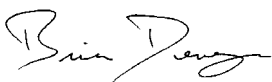
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the four weeks ended June 15, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002923

Please include this number with payment

Invoice Date: 21 June 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Old PSG Wind-down Ltd. and affiliates for the four weeks ended June 15, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	56,198.50	HST	13 %	7,305.80	63,504.30
	56,198.50			7,305.80	63,504.30
Surcharge	3,933.90			511.41	4,445.31
Invoice summary	60,132.40				
Tax :	13% HST			7,817.21	
Total:	60,132.40			7,817.21	67,949.61

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the four week period ended June 15, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	19,6	790	15 484,00
Martin Daigneault	Senior Vice President	Restructuring	42,3	790	33 417,00
Tara Serve	Manager	Restructuring	7,5	525	3 937,50
Cam Bear	Senior	Restructuring	9,0	350	3 150,00
Marites Carandang	Senior	Restructuring	0,6	350	210,00
Total time charges			<u>79,0</u>		56 198,50
Sub total					56 198,50
Administrative Expenses @ 7%					<u>3 933,90</u>
Total					<u>60 132,40</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XV



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

July 20, 2018

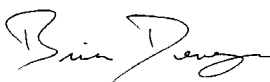
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the period ended July 13, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500002984

Please include this number with payment

Invoice Date: 20 July 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the period ended July 13, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	22,065.00	HST	13 %	2,868.45	24,933.45
	22,065.00			2,868.45	24,933.45
Surcharge	1,544.55			200.79	1,745.34
Invoice summary	23,609.55				
Tax :	13% HST			3,069.24	
Total:	23,609.55			3,069.24	26,678.79

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the period ended July 13, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	7,0	790	5 530,00
Martin Daigneault	Senior Vice President	Restructuring	16,5	790	13 035,00
Tara Serve	Manager	Restructuring	4,0	525	2 100,00
Cam Bear	Senior	Restructuring	3,7	350	1 295,00
Marites Carandang	Senior	Restructuring	0,3	350	105,00
Total time charges			<u>31,5</u>		22 065,00
Administrative Expenses @ 7%					<u>1 544,55</u>
Total					<u>23 609,55</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XVI



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

August 21, 2018

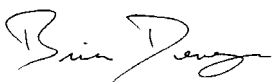
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoices for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the period ended August 17, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003083

Please include this number with payment

Invoice Date: 21 August 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the period ended August 17, 2018

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	32,090.00	HST	13 %	4,171.70	36,261.70
	32,090.00			4,171.70	36,261.70
Surcharge	2,246.30			292.02	2,538.32
Invoice summary	34,336.30				
Tax : 13% HST				4,463.72	
Total:	34,336.30			4,463.72	38,800.02

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the period ended August 17, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	15,0	790	11 850,00
Martin Daigneault	Senior Vice President	Restructuring	18,0	790	14 220,00
Tara Serve	Manager	Restructuring	9,0	525	4 725,00
Cam Bear	Senior	Restructuring	1,9	350	665,00
Marites Carandang	Senior	Restructuring	1,8	350	630,00
Total time charges			<u>45,7</u>		32 090,00
Administrative Expenses @ 7%					<u>2 246,30</u>
Total					<u><u>34 336,30</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XVII



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

September 26, 2018

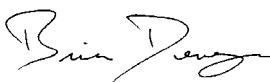
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 5-week period ended September 21, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003166

Please include this number with payment

Invoice Date: 26 September 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5-week period ended September 21, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	82,680.50	HST	13 %	10,748.47	93,428.97
Expenses	73.10	HST	13 %	9.50	82.60
	82,753.60			10,757.97	93,511.57
Surcharge	5,787.64			752.39	6,540.03
Invoice summary	88,541.24				
Tax : 13% HST				11,510.36	
Total:	88,541.24			11,510.36	100,051.60

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 5 weeks ended September 21, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
		Valuation & Business			
Andrew Tuck	Senior Vice President	Modelling	1,0	875	875,00
Jean-Daniel Breton	Senior Vice President	Restructuring	22,5	790	17 775,00
Martin Daigneault	Senior Vice President	Restructuring	72,2	790	57 038,00
Debbie Spyker	Senior Vice President	Indirect Tax	0,5	790	395,00
Tara Serve	Manager	Restructuring	9,0	525	4 725,00
Cam Bear	Senior	Restructuring	2,4	350	840,00
Marites Carandang	Senior	Restructuring	0,7	350	245,00
Mary-Ann Prosper	Paraprofessional	Restructuring	1,5	525	787,50
Total time charges			<u>109,8</u>		82 680,50
Out of pocket costs					73,10
Administrative Expenses @ 7%					<u>5 787,64</u>
Total					<u>88 541,24</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.



Old PSG Wind-down Ltd
Schedule of CCAA Monitor allocated fees
for the period ended September 21, 2018

Legal entity	Old PSG Wind-down	
	Ltd	Total
Applicable sales taxes	Ontario (13%)	
% fee allocation	100%	100%
Professional fees	82 680,50	82 680,50
Disbursements	-	-
subtotal	82 680,50	82 680,50
Administrative charge	5 787,64	5 787,64
	88 468,14	88 468,14
Sales taxes	11 500,86	11 500,86
Total amount owing	99 969,00	99 969,00

DOCUMENT

XVIII



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

October 24, 2018

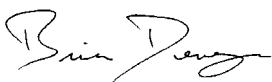
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 4-week period ended October 19, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice

Invoice No.: CA12C500003220

Please include this number with payment

Invoice Date: 24 October 2018

Due Date: Upon receipt

Client No.: 0011761234

Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4-week period ended October 19, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	77,670.00	HST	13 %	10,097.10	87,767.10
Expenses	10.96	HST	13 %	1.42	12.38
	77,680.96			10,098.52	87,779.48
Surcharge	5,436.90			706.80	6,143.70
Invoice summary	83,117.86				
Tax : 13% HST				10,805.32	
Total:	83,117.86			10,805.32	93,923.18

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 4 weeks ended October 19, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
		Valuation & Business			
Andrew Tuck	Senior Vice President	Modelling	4,5	790	3 555,00
Jean-Daniel Breton	Senior Vice President	Restructuring	6,0	790	4 740,00
Martin Daigneault	Senior Vice President	Restructuring	82,5	790	65 175,00
Tara Serve	Manager	Restructuring	1,0	525	525,00
Marc Sakic Maurette	Manager	Tax	0,8	525	420,00
Cam Bear	Senior	Restructuring	7,4	350	2 590,00
Marites Carandang	Senior	Restructuring	1,9	350	665,00
Total time charges			<u>104,1</u>		77 670,00 NOTE
Out of pocket costs					10,96
Administrative Expenses @ 7%					<u>5 436,90</u>
Total					<u>83 117,86</u>

NOTE: Includes \$17,380 in fees related to prior periods not previously invoiced.

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XIX



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

November 28, 2018

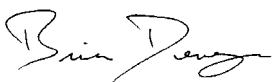
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 5-week period ended November 23, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003306

Please include this number with payment

Invoice Date: 28 November 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5-week period ended November 23, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	54,446.00	HST	13 %	7,077.98	61,523.98
Expenses	30.47	HST	13 %	3.96	34.43
	54,476.47			7,081.94	61,558.41
Surcharge	3,811.22		0.000	495.46	4,306.68
Invoice summary	58,287.69				
Tax :	13% HST			7,577.40	
Total:	58,287.69			7,577.40	65,865.09

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.



Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 5 weeks ended November 23, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Stephane Leblanc	Partner	Taxation	0.3	875	262.50
Jean-Daniel Breton	Senior Vice President	Restructuring	12.8	790	10,112.00
Martin Daigneault	Senior Vice President	Restructuring	51.6	790	40,764.00
Tara Serve	Manager	Restructuring	2.5	525	1,312.50
Cam Bear	Senior	Restructuring	4.3	350	1,505.00
Marites Carandang	Senior	Restructuring	1.4	350	490.00
Total time charges			<u>72.9</u>		54,446.00
Out of pocket costs					30.47
Administrative Expenses @ 7%					<u>3,811.22</u>
Total					<u>58,287.69</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XX



Ernst & Young Inc.
Ernst & Young Tower
222 Bay Street, PO Box 251
Toronto, ON M5K 1J7

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE& CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

December 20, 2018

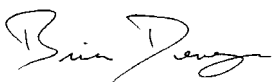
Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 3-week period ended December 14, 2018.

Sincerely,

ERNST & YOUNG INC.

Per: 

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003392

Please include this number with payment

Invoice Date: 19 December 2018
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 3-week period ended December 14, 2018.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	35,422.00	HST	13 %	4,604.86	40,026.86
	35,422.00			4,604.86	40,026.86
Surcharge	2,479.54		0.000	322.34	2,801.88
Invoice summary	37,901.54				
Tax :	13% HST			4,927.20	
Total:	37,901.54			4,927.20	42,828.74

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 3 weeks ended December 14, 2018

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEES (CA\$)</u>
Brian Denega	Partner	Restructuring	1.3	875	1,137.50
Jean-Daniel Breton	Senior Vice President	Restructuring	9.8	790	7,742.00
Martin Daigneault	Senior Vice President	Restructuring	29.5	790	23,305.00
Tara Serve	Manager	Restructuring	3.7	525	1,942.50
Cam Bear	Senior	Restructuring	3.1	350	1,085.00
Marites Carandang	Senior	Restructuring	0.6	350	210.00
Total time charges			<u>48.0</u>		35,422.00
Administrative Expenses @ 7%					<u>2,479.54</u>
Total					<u>37,901.54</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXI



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

January 29, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 5-week period ended January 18, 2019.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003475

Please include this number with payment

Invoice Date: 29 January 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5-week period ended January 18, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	24,159.00				
Surcharge	1,691.13				
Total Fee	25,850.13	HST	13 %	3,360.52	29,210.65
	25,850.13			3,360.52	29,210.65
Invoice summary	25,850.13				
Tax :	13% HST			3,360.52	
Total:	25,850.13			3,360.52	29,210.65

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 5 weeks ended January 18, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u> <u>(CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	9.0	790	7,110.00
Martin Daigneault	Senior Vice President	Restructuring	19.1	790	15,089.00
Cam Bear	Senior	Restructuring	5.1	350	1,785.00
Marites Carandang	Senior	Restructuring	<u>0.5</u>	350	<u>175.00</u>
Total time charges			<u>33.7</u>		24,159.00
Administrative Expenses @ 7%					<u>1,691.13</u>
Total					<u>25,850.13</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXII



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

February 26, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 5-week period ended February 22, 2019.

Time spent during period was mostly dedicated to:

- following up with tax authorities on the customs claims amendment/correction process;
- seeking various detailed information from tax authorities on the nature of certain tax refunds received;
- discussions surrounding the clearance certificate process with tax authorities;
- reopening the employee source deductions accounts to issue employee 2018 tax slips on account of claims payments; and,
- the actual preparation and issuance of such tax slips to employees.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003557

Please include this number with payment

Invoice Date: 25 February 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5-week period ended February 22, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	29,964.50	HST	13 %	3,895.38	33,859.88
	29,964.50			3,895.38	33,859.88
Surcharge	2,097.52			272.68	2,370.20
Invoice summary	32,062.02				
Tax : 13% HST				4,168.06	
Total:	32,062.02			4,168.06	36,230.08

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 5 weeks ended February 22, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u> <u>(CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	4.5	790	3,555.00
Martin Daigneault	Senior Vice President	Restructuring	11.3	790	8,927.00
Tara Serve	Manager	Restructuring	17.5	525	9,187.50
Matilde Laens	Manager	Taxation	3.9	525	2,047.50
Nicole Charron	Manager	Taxation	0.5	525	262.50
Cam Bear	Senior	Restructuring	6.4	350	2,240.00
Marites Carandang	Senior	Restructuring	0.5	350	175.00
Marco Perreira	Senior	Taxation	4.2	350	1,470.00
Adriana Wilches Avella	Senior	Taxation	5.1	350	1,785.00
Olga Dascal	Senior	Taxation	0.9	350	315.00
Total time charges			<u>54.8</u>		29,964.50
Administrative Expenses @ 7%					<u>2,097.52</u>
Total					<u>32,062.02</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXIII



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

March 26, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 4-week period ended March 22, 2019.

Time spent during period was mostly dedicated to:

- following up with tax authorities on the customs claims amendment/correction process;
- seeking various detailed information from tax authorities on the nature of certain tax refunds received;
- updating accounting records and responding to US estate queries to consolidate overall receipts and disbursements reports; and,
- discussions surrounding the clearance certificate process with tax authorities;

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003628

Please include this number with payment

Invoice Date: 26 March 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4-week period ended March 22, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	11,136.00	HST	13 %	1,447.68	12,583.68
Expenses	779.52	HST	13 %	101.34	880.86
	11,915.52			1,549.02	13,464.54
Invoice summary	11,915.52				
Tax :	13% HST			1,549.02	
Total:	11,915.52			1,549.02	13,464.54

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd
Summary of hourly fees and disbursements¹
for the 4 weeks ended March 22, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE (CA\$)</u>	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	10.0	790	7,900.00
Martin Daigneault	Senior Vice President	Restructuring	2.9	790	2,291.00
Cam Bear	Senior	Restructuring	1.8	350	630.00
Marites Carandang	Senior	Restructuring	<u>0.9</u>	350	<u>315.00</u>
Total time charges			<u>15.6</u>		11,136.00
Administrative Expenses @ 7%					<u>779.52</u>
Total					<u>11,915.52</u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXIV



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

May 29, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 8-week period ended May 17, 2019.

Principal tasks performed during that period were focused on the following tasks:

- Follow up and coordination with Deloitte and tax authorities with respect to outstanding tax matters, following up on Canada Customs claims ("CBSA") being amended, anticipated refunds thereon and related matters and correspondence received;
- Monitoring and following up on Quebec and Canada sales tax returns to be filed;
- Various matters and former employees' queries and related matters with respect to the 2018 tax slips recently issued; and,
- Various communications and follow up with respect to the above and the file in general.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003815

Please include this number with payment

Invoice Date: 29 May 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:
EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 8-week period ended May 17, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	27,297.00	HST	13 %	3,548.61	30,845.61
Expenses	1,910.79	HST	13 %	248.40	2,159.19
	29,207.79			3,797.01	33,004.80
Invoice summary	29,207.79				
Tax :	13% HST			3,797.01	
Total:	29,207.79			3,797.01	33,004.80

We would appreciate receiving payment by 28 June 2019 to support our year end.

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.
GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd

Summary of hourly fees and disbursements¹ for the 8 weeks ended May 17, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u> (CA\$)	<u>FEES (CA\$)</u>
Stéphane Leblanc	Partner	Taxation	0.3	875	262.50
Jean-Daniel Breton	Senior Vice President	Restructuring	8.5	790	6,715.00
Martin Daigneault	Senior Vice President	Restructuring	11.3	790	8,927.00
Tara Serve	Manager	Restructuring	6.0	525	3,150.00
Matilde Laens	Manager	Taxation	1.0	525	525.00
Nicole Charron	Manager	Taxation	0.5	525	262.50
Adriana Wilches-Avella	Senior	Taxation	10.2	350	3,570.00
Marco Pereira	Senior	Taxation	5.5	350	1,925.00
Cam Bear	Senior	Restructuring	4.3	350	1,505.00
Marites Carandang	Senior	Restructuring	1.3	350	455.00
Total time charges			<u>48.9</u>		27,297.00
Administrative Expenses @ 7%					<u>1,910.79</u>
Total					<u><u>29,207.79</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXV



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

June 27, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 5-week period ended June 21, 2019.

Principal tasks performed during that period were focused on the following tasks:

- Coordination, planning and drafting of the Monitor's report to the Court seeking a further extension of the stay of proceedings. Consultation with various parties thereon;
- Follow up and coordination with Deloitte and tax authorities with respect to outstanding tax matters, following up on Canada Customs claims ("CBSA") being amended, and discussions with Justice Canada thereon;
- Review of the Asset Purchase Agreement to identify the parties who paid the German tax instalments and accordingly are entitled to the related refunds;
- Various matters and former employees' queries and related matters with respect to the 2018 tax slips recently issued;
- Ongoing estate transactions accounting and periodic reporting to A&M; and,
- Various communications and follow up with respect to the above and the file in general.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500003909

Please include this number with payment

Invoice Date: 27 June 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 5-week period ended June 21, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	22,873.50	HST	13 %	2,973.55	25,847.05
Expenses	1,601.15	HST	13 %	208.15	1,809.30
	24,474.65			3,181.70	27,656.35
Invoice summary	24,474.65				
Tax :	13% HST			3,181.70	
Total:	24,474.65			3,181.70	27,656.35

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd

Summary of hourly fees and disbursements¹ for the 5 weeks ended June 21, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u> (CA\$)	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	8.5	790	6,715.00
Martin Daigneault	Senior Vice President	Restructuring	16.4	790	12,956.00
Tara Serve	Manager	Restructuring	3.5	525	1,837.50
Cam Bear	Senior	Restructuring	3.2	350	1,120.00
Marites Carandang	Senior	Restructuring	0.7	350	245.00
Total time charges			<u>32.3</u>		22,873.50
Administrative Expenses @ 7%					<u>1,601.15</u>
Total					<u><u>24,474.65</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXVI



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

August 28, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 9-week period ended August 23, 2019.

Principal tasks performed during that period were focused on the following tasks:

- Follow up and coordination with Deloitte, tax authorities and Theseus with respect to outstanding tax matters, following up on Canada Customs claims ("CBSA") being amended, and discussions with Justice Canada thereon;
- Ongoing tracking, and correspondence of various tax correspondence and filings received for Revenue Canada and Revenue Quebec and coordination with Jamie Eno, Julie Zaleski and Deloitte thereon;
- Public posting on the Monitor's website of the Monitor's June 2019 Court report and related Court order;
- Ongoing estate transactions accounting and periodic reporting to A&M; and,
- Various communications and follow up with respect to the above and the file in general.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058

Attachments



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500004127

Please include this number with payment

Invoice Date: 28 August 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 9-week period ended August 23, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	14,764.50	HST	13 %	1,919.38	16,683.88
Expenses	1,033.52	HST	13 %	134.36	1,167.88
	15,798.02			2,053.74	17,851.76
Invoice summary	15,798.02				
Tax :	13% HST			2,053.74	
Total:	15,798.02			2,053.74	17,851.76

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd

Summary of hourly fees and disbursements¹ for the 9 weeks ended August 23, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u> (CA\$)	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	3.1	790	2,449.00
Martin Daigneault	Senior Vice President	Restructuring	12.2	790	9,638.00
Tara Serve	Manager	Restructuring	1.5	525	787.50
Cam Bear	Senior	Restructuring	3.0	350	1,050.00
Marites Carandang	Senior	Restructuring	2.4	350	840.00
Total time charges			<u>22.2</u>		14,764.50
Administrative Expenses @ 7%					<u>1,033.52</u>
Total					<u><u>15,798.02</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

DOCUMENT

XXVII



Ernst & Young Inc.
EY Tower
100 Adelaide Street West, PO Box 1
Toronto, ON M5H 0B3

Tel: +1 416 864 1234
Fax: +1 416 943 3300
ey.com

PRIVATE & CONFIDENTIAL

Mr. Mark E. Palmer
Theseus Strategy Group.
747 Third Avenue, 26th floor
New York. NY. 10017

September 27, 2019

Old PSG Wind-down Ltd. (formerly Performance Sports Group Ltd.)

Dear Mark:

We enclose our invoice for professional fees in our capacity as Court appointed Monitor of Old PSG Wind-down Ltd. and its affiliates, for the 4-week period ended September 20, 2019.

Principal tasks performed during that period were focused on the following tasks:

- Follow up and coordination with Deloitte, tax authorities and Theseus with respect to outstanding tax matters, following up on Canada Customs claims ("CBSA") being amended, and discussions with Justice Canada thereon;
- Correspondence with Canada customs, CRA and Justice Canada regarding anticipated tax refunds stemming from duty drawback withholdings;
- Drafting of CBSA claim rejections in light of ongoing processing delays by CBSA;
- Receipt and reconciliation of the CRA tax refund;
- Document net reduced customs claims, tax refunds and the four CBSA claims amendment to \$0;
- Ongoing tracking, and correspondence of various tax correspondence and filings received for Revenue Canada and Revenue Quebec and coordination with Jamie Eno, Julie Zaleski and Deloitte thereon;
- Follow matters regarding the German residency matter;
- Ongoing estate transactions accounting and periodic reporting to A&M; and,
- Various communications and follow up with respect to the above and the file in general.

Sincerely,

ERNST & YOUNG INC.

Per:

Brian M. Denega
Senior Vice-President
416 943-3058



Ernst & Young Inc.
Toronto, ON

Invoice

Old PSG Wind-down Ltd
100 Domain Dr
Exeter, NH 03833-4801
USA

Invoice No.: CA12C500004218

Please include this number with payment

Invoice Date: 27 September 2019
Due Date: Upon receipt
Client No.: 0011761234
Engagement No.: E-65063127

Remit To:

P.O. Box 57104, Postal Station A
Toronto, Ontario M5W 5M5

A/R Queries:

EYCanadaInvoiceInquiry@ca.ey.com

Professional fees in our capacity as Court Appointed Monitor of Performance Sports Group Ltd. and affiliates for the 4-week period ended September 20, 2019.

	Net	Tax	Rate	Tax Amount	CAD Total
Fee	17,540.50	HST	13 %	2,280.26	19,820.76
Expenses	1,227.84	HST	13 %	159.62	1,387.46
	18,768.34			2,439.88	21,208.22
Invoice summary	18,768.34				
Tax :	13% HST			2,439.88	
Total:	18,768.34			2,439.88	21,208.22

A member of Ernst & Young Global

Terms: Payment due upon receipt. Interest is charged at the rate of 12 % per annum on balances unpaid after 30 days from date of invoice. Any disbursements not charged to your account on the date of this invoice will be billed later.

GST/HST: R123425522 **QST:** 1006354498

Electronic payment instructions:

Send direct and pay to: Bank of Montreal, International Banking, H.O. Montreal, SWIFT BIC Address BOFMCAM2, Ernst & Young LLP, 6 King Street West, Toronto, Ontario, Canada, M5H 1C3.

Wire transfer instructions: Transit #2411 Account #24111000237. Reference the name and address of remitter, invoice number and engagement number.

Electronic fund transfer instructions: Bank ID: 0001 Transit# 24112 Account# 1000237. To ensure accurate allocation of funds, please email gss.canadaaccountsreceivable@xe02.ey.com and include amount paid, invoice number and company name.

Old PSG Wind-down Ltd

Summary of hourly fees and disbursements¹ for the 4 weeks ended September 20, 2019

<u>NAME</u>	<u>POSITION</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>RATE</u> (CA\$)	<u>FEES (CA\$)</u>
Jean-Daniel Breton	Senior Vice President	Restructuring	8.5	790	6,715.00
Martin Daigneault	Senior Vice President	Restructuring	11.2	790	8,848.00
Tara Serve	Manager	Restructuring	1.5	525	787.50
Cam Bear	Senior	Restructuring	2.9	350	1,015.00
Marites Carandang	Senior	Restructuring	0.5	350	175.00
Total time charges			<u>24.6</u>		17,540.50
Administrative Expenses @ 7%					<u>1,227.84</u>
Total					<u><u>18,768.34</u></u>

¹ per engagement letter dated October 12, 2016 & Ontario Superior Court of Justice October 31, 2016 appointment of Ernst & Young Inc. as Court appointed Monitor.

EXHIBIT C

DOCUMENT

I



PSG (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Alain Leonard	20-Apr-17	875	1.0	875.00	PSG Project
Alain Leonard	21-Apr-17	875	1.5	1,312.50	PSG Project
Alain Leonard Total			2.5	2,187.50	
Brian Denega	13-Apr-17	875	1.5	1,312.50	status and update calls
Brian Denega	20-Apr-17	875	1.0	875.00	Board call
Brian Denega	25-Apr-17	875	0.5	437.50	Call with Stikeman and TGF
Brian Denega	25-Apr-17	875	1.3	1,137.50	Call with B. Fox, call with Rachel, UCC call
Brian Denega	26-Apr-17	875	0.8	700.00	Call with TGF and A+O
Brian Denega	26-Apr-17	875	0.7	612.50	Call with Stikeman
Brian Denega	1-May-17	875	2.4	2,100.00	Attend court, discussion with TGF and Stikeman, call with TGF and AO
Brian Denega	2-May-17	875	1.3	1,137.50	Fee budget for wind down
Brian Denega	11-May-17	875	3.3	2,887.50	Conversations with Bob Thornton and Brian Fox re strategies going forward
Brian Denega	12-May-17	875	0.4	350.00	E-mail traffic
Brian Denega	15-May-17	875	2.5	2,187.50	Term sheet, plan, discussions
Brian Denega	16-May-17	875	1.2	1,050.00	Board call
Brian Denega	17-May-17	875	2.8	2,450.00	call re term sheet, call with PW et al, call with EC
Brian Denega	18-May-17	875	0.8	700.00	Team monitor call
Brian Denega Total			20.5	17,937.50	
Cam Bear	19-Apr-17	350	1.3	455.00	Scan statements and email to team, print off Bennett Jones and TGF invoices and approval to pay, review and write up reqs
Cam Bear	20-Apr-17	350	1.8	630.00	complete fee allocation for TGF fees, bank draft request form. Complete allocation of Bennett Jones fees, issue cheque
Cam Bear	26-Apr-17	350	0.3	105.00	Email with Martin, courier cheque
Cam Bear	28-Apr-17	350	0.9	315.00	Attend bank to pick up draft, complete allocation schedule and record draft to TGF, courier. Download and email Jon and Martin reports
Cam Bear	3-May-17	350	0.6	210.00	Emails with bank regarding account interest, review emails and escrow agreement
Cam Bear	5-May-17	350	1.5	525.00	Write up reqs, complete allocation tables for fees, complete draft requests, dc with Stuart and have signed, scan and email to bank
Cam Bear	9-May-17	350	0.5	175.00	Courier Stikes draft out, record payments
Cam Bear	16-May-17	350	0.7	245.00	Write up req, complete draft request and fee schedule, print off support
Cam Bear Total			7.6	2,660.00	
Denis Rousseau	17-Apr-17	875	2.0	1,750.00	US gain/loss calculation
Denis Rousseau Total			2.0	1,750.00	
Fiona Han	1-May-17	525	0.2	105.00	March bank reconciliation
Fiona Han Total			0.2	105.00	
Jean-Daniel Breton	17-Apr-17	790	4.0	3,160.00	Review communications from A&O regarding proceedings, review allocation schedules with Jonathan, misc follow up, etc.
Jean-Daniel Breton	18-Apr-17	790	1.0	790.00	Misc discussions and follow up, disc Jonathan
Jean-Daniel Breton	19-Apr-17	790	2.0	1,580.00	Misc discussions and follow up, e-mail exchanges, review motions, affidavits, etc.
Jean-Daniel Breton	20-Apr-17	790	1.5	1,185.00	Misc e-mails, disc Rachelk re report, etc.
Jean-Daniel Breton	21-Apr-17	790	1.0	790.00	Misc e-mails, re taxes, proceedings, etc.
Jean-Daniel Breton	24-Apr-17	790	2.3	1,817.00	Research re quarterly reports, e-mail exchanges TGF, read motions, etc.
Jean-Daniel Breton	26-Apr-17	790	10.0	7,900.00	Review proceedings, conference calls to discuss status, discussions re report, etc.
Jean-Daniel Breton	27-Apr-17	790	3.5	2,765.00	e-mail exchanges, review strategy for distribution order, conf call Stikeman, review changes to report, etc.
Jean-Daniel Breton	28-Apr-17	790	2.5	1,975.00	e-mail exchanges, review material, creditor calls (CRA), etc.
Jean-Daniel Breton	1-May-17	790	2.0	1,580.00	Misc follow up., Supervision, review documents for claims (settled or paid), etc.
Jean-Daniel Breton	2-May-17	790	2.0	1,580.00	e-mail exchanges, review claims, review notification re assignment of contracts, etc.
Jean-Daniel Breton	3-May-17	790	1.5	1,185.00	e-mail exchanges, disc Martin, etc.
Jean-Daniel Breton	4-May-17	790	0.5	395.00	Misc disc Martin D., supervision, e-mail exchanges, etc.
Jean-Daniel Breton	7-May-17	790	2.5	1,975.00	Review motions and comment, e-mail exchanges
Jean-Daniel Breton	8-May-17	790	0.5	395.00	Discussions, e-mail exchanges, etc.
Jean-Daniel Breton	9-May-17	790	2.0	1,580.00	Discussions, e-mail exchanges, review and comment draft settlement with EC, etc.
Jean-Daniel Breton	10-May-17	790	2.5	1,975.00	Status call, conf call, disc re status, disc Dean Krause re taxes, etc.
Jean-Daniel Breton	11-May-17	790	2.0	1,580.00	Misc e-mail exchanges, review term sheets, etc.
Jean-Daniel Breton	12-May-17	790	3.0	2,370.00	Misc e-mail exchanges, review term sheets, etc.
Jean-Daniel Breton	13-May-17	790	2.0	1,580.00	Misc e-mail exchanges, review term sheets, etc.
Jean-Daniel Breton	14-May-17	790	0.5	395.00	Conf call re term sheets
Jean-Daniel Breton	16-May-17	790	2.0	1,580.00	e-mails, conf calls re claims process, calls Rachel, Martin, etc.
Jean-Daniel Breton	17-May-17	790	4.5	3,555.00	e-mails, conf call re term sheet, etc.
Jean-Daniel Breton	18-May-17	790	3.0	2,370.00	Conf call (team call) to discuss class action claim resolution process and status, conf call with Stikeman to discuss claims procedure order, e-mail exchanges, disc Rachel, Martin, etc.
Jean-Daniel Breton Total			58.3	46,057.00	



PSG (E-65063424) WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Jocelyne Tardif	26-Apr-17	525	0.2	105.00	email Rachel re: missing docs on website, exchange with JD
Jocelyne Tardif	28-Apr-17	525	3.5	1,837.50	secure documents & post to website
Jocelyne Tardif	4-May-17	525	1.5	787.50	secure & Post documents to website
Jocelyne Tardif	17-May-17	525	1.5	787.50	voicemail issues, review emails received, fwd to MD, secure & post doc to website
Jocelyne Tardif Total			6.7	3,517.50	
Jonathan Cohen-Domanus	7-Feb-17	525	-3.0	-1,575.00	Weekly disbursement review, monitoring, billing followup, Q30 issue review
Jonathan Cohen-Domanus	8-Feb-17	525	-1.0	-525.00	Q30 Monitor & PW call, monitoring
Jonathan Cohen-Domanus	8-Feb-17	525	4.0	2,100.00	Weekly disbursement review, monitoring, billing followup, Q30 issue review, PW call, monitoring
Jonathan Cohen-Domanus	10-Apr-17	525	1.0	525.00	Team call and followup
Jonathan Cohen-Domanus	17-Apr-17	525	0.8	420.00	Monitoring
Jonathan Cohen-Domanus	18-Apr-17	525	1.0	525.00	Subcon model review
Jonathan Cohen-Domanus	19-Apr-17	525	1.2	630.00	Allocation model review
Jonathan Cohen-Domanus	25-Apr-17	525	1.2	630.00	Read 8th M report
Jonathan Cohen-Domanus	26-Apr-17	525	1.0	525.00	Monitor calls re distribution order & actual vs estimate claims reconciliation
Jonathan Cohen-Domanus	27-Apr-17	525	1.0	525.00	Monitor calls re distribution order & actual vs estimate claims reconciliation
Jonathan Cohen-Domanus	1-May-17	525	1.0	525.00	Claims review (estimate versus actual)
Jonathan Cohen-Domanus	2-May-17	525	1.5	787.50	Pro fees review (entity vs subcon)
Jonathan Cohen-Domanus Total			9.7	5,092.50	
Marites Carandang	17-Apr-17	350	0.2	70.00	Print off JE's, email same to Jonathan/Martin
Marites Carandang	9-May-17	350	0.2	70.00	April 2017 bank recs
Marites Carandang	12-May-17	350	0.1	35.00	Post bank adjustments for April 2017 bank recs
Marites Carandang	12-May-17	350	0.2	70.00	Print off R & D's, JE's email same to Martin D. & group.
Marites Carandang Total			0.7	245.00	
Martin Daigneault	13-Apr-17	790	1.9	1,501.00	FU BD on proceeds allocation by EY/Sagard, post-closing purchase allocation EY/Sagard, Bennett Jones fee rvw/ approval, query to BD
Martin Daigneault	18-Apr-17	790	1.8	1,422.00	BJones fees to pay, TGF fees unpaid, admin EM traffic clean-up, CamBear TGF and BJ fees payment, report matters prep, EY fees structure of presentation
Martin Daigneault	19-Apr-17	790	2.7	2,133.00	NCR invoices rvw/approval, EM traffic, A.Leonard disc Sagard proceed allocation and tax impact if any, Excess sales tax FU repay or not at this time
Martin Daigneault	20-Apr-17	790	0.6	474.00	get in on model/Sagard FU, BDenega EM and reply on necessity to get CDN claims process and justify it
Martin Daigneault	21-Apr-17	790	2.2	1,738.00	disc Hilco, disc CRA on customs claim, proceeds allocation EC call to get in on- FU TGF, coord Aleonard- not invited
Martin Daigneault	24-Apr-17	790	2.0	1,580.00	rvw Draft report text RB, Fee affidavit, assemble invoice package, prepare summary table
Martin Daigneault	25-Apr-17	790	2.3	1,817.00	fee affidavit, read and clean, AO mass mailing option vs maximum Omnibus objection cap, Delaware differences on ltr for claim paid out/claim deemed withdrawn
Martin Daigneault	26-Apr-17	790	3.4	2,686.00	status call CDA and SE, Status call all in CDA/USA, Approve Deloitte Euro invoice, approve prof fee summary OS, FU Bennette Jones Fee paymnt, claims report review, FU RB-TGF on need for CB claims protocol and areas to cover
Martin Daigneault	27-Apr-17	790	2.7	2,133.00	fox call on status and distro model optimization, distro status call, EY-TGF-SE planning distro call for accelerated process, fee affidavit signed and issued, CRA call and FU on filed claim with CRA and with PC
Martin Daigneault	28-Apr-17	790	2.5	1,975.00	posting to website and rvw, Claims report from AM rvw high-low, coord JCD rvw thereof for EY analysis of exposure of all unsecured can get paid in a more simple plan approach TBD
Martin Daigneault	1-May-17	790	2.5	1,975.00	FU claims analysis on A&M summary, claim rejection for full pmt draft rvw, Burlington lease approval, disb approval, third party claims query-assigned to legal,FU RB-TGF
Martin Daigneault	2-May-17	790	1.8	1,422.00	FU new claims filed with PSG/PC, EM SThibault on improperly filed claim, EY cash balance details and records to AM, CRA customs assessment filed claims disc agent to understand context
Martin Daigneault	3-May-17	790	1.3	1,027.00	get PSG cash balances CDA and US to RT for single plan assessment, EY pmt of CDN prof fees, FU discussions on single plan and EY mtgs
Martin Daigneault	4-May-17	790	1.1	869.00	All hands status call, rvw claims updates PC and EC version, claims O/S after assumed claims
Martin Daigneault	5-May-17	790	0.5	395.00	CCAA team call, coordination and game plan next steps
Martin Daigneault	8-May-17	790	1.8	1,422.00	PSG claims, FFMP OS fees, PSG team call, Brown Rudnick update
Martin Daigneault	9-May-17	790	1.8	1,422.00	Claims filed analysis for Caitlyn Fell,McMillan, disc CRA claim placeholder with M.Webb
Martin Daigneault	10-May-17	790	1.3	1,027.00	notice of satisfaction letter rvw, Team call SE
Martin Daigneault	12-May-17	790	3.8	3,002.00	claims report rvw form AM (1.0), gloabal team call (1.5), US draft plan review and status and EY/JD comments (1.3)
Martin Daigneault Total			38.0	30,020.00	
Philippe Dunlavy	20-Apr-17	675	1.0	675.00	PSG - review schedules
Philippe Dunlavy	21-Apr-17	675	1.0	675.00	PSG, review schedules, coord Denis,
Philippe Dunlavy	24-Apr-17	675	0.5	337.50	PSG
Philippe Dunlavy Total			2.5	1,687.50	
Grand Total			148.7	111,259.50	

DOCUMENT

II

PSG (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Total	Description
Brian Denega	27-Apr-17	875	0.5	437.50	A&M call
Brian Denega	27-Apr-17	875	0.6	525.00	Call with counsel
Brian Denega	28-Apr-17	875	1.4	1,225.00	Claims process
Brian Denega	24-May-17	875	0.6	525.00	Update re. term sheet
Brian Denega	1-Jun-17	875	0.4	350.00	NOL plan
Brian Denega	2-Jun-17	875	0.3	262.50	status of NOL and toggle plan
Brian Denega	5-Jun-17	875	0.8	700.00	Toggle plan discussions
Brian Denega	7-Jun-17	875	1.5	1,312.50	review current issues, call with TFG and AO
Brian Denega	9-Jun-17	875	2.3	2,012.50	Consider distribution and governance issues
Brian Denega	12-Jun-17	875	1.4	1,225.00	Calls and discussions re. issues with Toggle Plan, consider way forward
Brian Denega	14-Jun-17	875	0.8	700.00	Update call with TGF and SE re. governance issues
Brian Denega	14-Jun-17	875	1.3	1,137.50	Call with PW, SE, TGF and Bernie re. Governance
Brian Denega	15-Jun-17	875	1.0	875.00	Team call
Brian Denega	15-Jun-17	875	2.2	1,925.00	Various discussions and calls re. governance, consider creative solutions
Brian Denega	16-Jun-17	875	1.6	1,400.00	Governance discussions
Cam Bear	23-May-17	350	0.2	70.00	Scan and email draft request to RBC
Cam Bear	25-May-17	350	0.2	70.00	PDF and email reports to team
Cam Bear	25-May-17	350	0.5	175.00	Attend bank to pick up draft
Cam Bear	30-May-17	350	1.2	420.00	Complete draft requests for Receiver General and professional fees, write up req, call with Martin. Respond to email from bank re: incoming wire
Cam Bear	30-May-17	350	0.3	105.00	Attend bank to pick up draft
Cam Bear	31-May-17	350	2.8	980.00	Calls, emails with Martin, complete draft form, have signed, scan and email to bank, call with CRA to dc remittance, copy docs, attend bank to retrieve draft and attend CRA to remit HST, scan and email receipt to Martin
Cam Bear	1-Jun-17	350	2.2	770.00	Record drafts, email bank to request FX on incoming wire and record, print off support, email reports to team
Cam Bear	6-Jun-17	350	0.5	175.00	Draft letter to open new account, print off support
Cam Bear	8-Jun-17	350	1.4	490.00	Set up new CAD account, draft transfer letter, write up reqd, print off support
Cam Bear	8-Jun-17	350	0.6	210.00	Call from bank to doc FX on transfer, record transfers from USD to CAD
Cam Bear	14-Jun-17	350	0.7	245.00	Emails with Martin, review prior professions fees paid to Stikeman, email Feb statement to Jen
Cam Bear	15-Jun-17	350	0.3	105.00	Write up, req, issue cheque, record and mail
Fiona Han	6-Jun-17	525	0.1	52.50	Review April bank reconciliation
Jean-Daniel Breton	19-May-17	790	1.0	790.00	Misc e-mail exchanges, follow up.
Jean-Daniel Breton	23-May-17	790	1.5	1,185.00	E-mail exchanges re claims process, fees of KPMG, etc.
Jean-Daniel Breton	24-May-17	790	1.5	1,185.00	Conf call re plan process and steps, strategy, etc., internal discussions re status, misc.
Jean-Daniel Breton	25-May-17	790	1.5	1,185.00	e-mails, discussions of status, etc.
Jean-Daniel Breton	26-May-17	790	0.5	395.00	Misc e-mails, disc
Jean-Daniel Breton	30-May-17	790	1.8	1,422.00	Conf call
Jean-Daniel Breton	31-May-17	790	1.0	790.00	Misc e-mail exchanges, etc.
Jean-Daniel Breton	1-Jun-17	790	1.5	1,185.00	e-mail exchanges, review draft term sheet for toggle plan
Jean-Daniel Breton	5-Jun-17	790	3.0	2,370.00	Conf call, disc of plan outline, misc discussions, e-mails, follow up, arrange for group meeting, internal discussions, etc.
Jean-Daniel Breton	7-Jun-17	790	2.5	1,975.00	Monitor team call to review status, misc follow up, disc Martin, etc.
Jean-Daniel Breton	8-Jun-17	790	2.0	1,580.00	e-mails and misc
Jean-Daniel Breton	9-Jun-17	790	1.5	1,185.00	e-mail exchanges, misc follow up, review allocation schedule, etc.
Jean-Daniel Breton	12-Jun-17	790	0.5	395.00	Misc e-mails
Jean-Daniel Breton	14-Jun-17	790	1.0	790.00	Disc Martin D., review e-mails, documents, etc.
Jean-Daniel Breton	15-Jun-17	790	1.5	1,185.00	Conference call re board resignation – discussion of strategies moving forward. Receipt and review of e-mails, disc Jonathan, Martin, etc.
Marites Carandang	12-Jun-17	350	0.2	70.00	May 2017 bank recs

Marites Carandang	14-Jun-17	350	0.1	35.00	Post bank adjustments for May 2017 bank rec.
Martin Daigneault	15-May-17	790	1.3	1,027.00	term sheet disc ALL conf call, Webb CRA call for Undetermined \$ claim filed,
Martin Daigneault	16-May-17	790	2.1	1,659.00	Best Store claim, query, FU-MW all fees- claims call disc ALL- Alnor claims query, provide link to forms- Eco Enterprise claims/call- CNESST claims and cut-off query vs scheduled claim
Martin Daigneault	17-May-17	790	3.8	3,002.00	EC all in group call, followed by PSG ALL advisors call on claims process, focus on Class action and SEC claim
Martin Daigneault	18-May-17	790	2.6	2,054.00	CDN advisors call on claims process options and timing, SEV and Class action claim issues, sort and file EM volume, vet all disb approvals completed MD or JCD
Martin Daigneault	19-May-17	790	2.9	2,291.00	Disb EY TO r/w and acctg, CNESST FU with Buyer commodity tax sraff Inaria sales tax add'l payable FU-disc JGS of SE, EM BC of AM, Claims report coord JH of AM for EY analysis
Martin Daigneault	23-May-17	790	1.6	1,264.00	Thousand Oaks side agmt get and reww, Inaria final closing docs research -queries, Claims analysis details coord JH
Martin Daigneault	24-May-17	790	1.0	790.00	update status call on plan structure options ALL IN
Martin Daigneault	25-May-17	790	2.6	2,054.00	CRG claim pmt by Buyer, vet Monitor responsibility fo any, FU process and issues, advise BD, RB and JDB, r/w claimss report from JH-JCD to reset pivot table data presentation
Martin Daigneault	29-May-17	790	1.0	790.00	claims FU, JH-AM, disc JCD
Martin Daigneault	30-May-17	790	2.5	1,975.00	Inaria tax pmt copord issues, resolve, forms, ITC set-off?, disc DBedard-Lapointe Stikeman, global team plan call , FU JH on claims status, EY assessment of such claims, r/w residual claims data provided
Martin Daigneault	31-May-17	790	3.9	3,081.00	Claims report r/w, r/w residual individual claims, PSG Inaria tax pmt, advise parties HST return to be amended, coord Cam Bear, r/w various US Chapter 11 filings, fese, extension, exclusivity
Martin Daigneault	2-Jun-17	790	0.7	553.00	CDA team call on Us Toggle plan and NOL value , vs incremental costs, CCAA approval in parallel
Martin Daigneault	5-Jun-17	790	3.1	2,449.00	toggle plan call, MOR FU per BD request-errors in it per equityholder r/w, JHarriman call on claims review methodology and presentation
Martin Daigneault	6-Jun-17	790	0.6	474.00	MOR error research and FU, redline plan toggle read and comment
Martin Daigneault	7-Jun-17	790	1.7	1,343.00	liquidation trust benefits FU BCorio, r/w EC plan comments on Toggle plan, claims O/S review per JH Excel tables and report, JDB update on team call in AM
Martin Daigneault	9-Jun-17	790	0.2	158.00	FU KC notes on PW and SEC mtg on claims resolution
Martin Daigneault	13-Jun-17	790	0.2	158.00	AO fees
Grand Total		82.1		61,324.00	

DOCUMENT

III



PSG (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	19-Jun-17	875	1.2	1,050.00	TC Rachel B, emails traffic, equity committee status
Brian Denega	19-Jun-17	875	0.7	612.50	Consider alternatives to retain directors, move forward
Brian Denega	20-Jun-17	875	1.2	1,050.00	Call with PW and TGF, call with TGF, consider deconstructed toggle plan
Brian Denega	21-Jun-17	875	1.2	1,050.00	Equity committee and deconstructed toggle plan
Brian Denega	22-Jun-17	875	0.4	350.00	E-mail traffic, directors issues
Brian Denega	27-Jun-17	875	1.3	1,137.50	Plan and way forward
Brian Denega	28-Jun-17	875	1.3	1,137.50	Calls re. toggle plan + board issues
Brian Denega	29-Jun-17	875	0.2	175.00	Directors issues
Brian Denega	30-Jun-17	875	1.1	962.50	email traffic; claims issues; consider way forward
Brian Denega	6-Jul-17	875	0.5	437.50	Call with TGF, AO & PW
Brian Denega	7-Jul-17	875	1.2	1,050.00	Emails re liquidity and pro bills; full company team call re SEC etc
Brian Denega	10-Jul-17	875	0.5	437.50	Status of directors
Brian Denega	12-Jul-17	875	1.5	1,312.50	Director + EC issues, monitors draft report
Brian Denega	14-Jul-17	875	0.8	700.00	Board and EC issue
Brian Denega	17-Jul-17	875	1.6	1,400.00	Discussions with TGF re. EC question and Stikes call
Brian Denega	18-Jul-17	875	1.5	1,312.50	Plan issues, monitor team discussions, assess options
Brian Denega	19-Jul-17	875	2.3	2,012.50	Stikemans issues list, call with Stikeman, call with Andy Kent
Brian Denega	20-Jul-17	875	1.2	1,050.00	Director, plan and claims issues
Brian Denega	21-Jul-17	875	1.4	1,225.00	Claims process discussions, board situation
Brian Denega	25-Jul-17	875	1.3	1,137.50	Correspondence re. draft plans, way forward, directors, email traffic, claims issues
Brian Denega	26-Jul-17	875	1.0	875.00	Email traffic, call with TGF and Stikemans
Brian Denega	26-Jul-17	875	1.5	1,312.50	Call with co. + EC
Brian Denega	26-Jul-17	875	0.9	787.50	Monitor team call with TGF and AO
Brian Denega	27-Jul-17	875	0.9	787.50	Consider structure and tax issues re. plan and distribution
Brian Denega	27-Jul-17	875	0.5	437.50	Call with Stikes, PW and Alvarez
Brian Denega	27-Jul-17	875	0.5	437.50	Call with UCC counsel
Brian Denega	27-Jul-17	875	0.9	787.50	Call with company counsel re. claims process
Brian Denega	27-Jul-17	875	0.5	437.50	Follow up call with TGF + JD + Martin
Brian Denega	28-Jul-17	875	1.4	1,225.00	Tax structuring issues, internal conversations, Michael Wall retainer, plan issues
Brian Denega Total			30.5	26,687.50	
Cam Bear	19-Jun-17	350	0.5	175.00	Write up deposit, copy, record HST and Corp tax refunds
Cam Bear	22-Jun-17	350	0.5	175.00	Write up req, populate allocation spreadsheet, issue cheque, record
Cam Bear	27-Jun-17	350	0.2	70.00	Download and email R & D's to team
Cam Bear	6-Jul-17	350	2.2	770.00	Print off invoice support, issue cheques, call with Jon, various emails, pdf and email June reports to team
Cam Bear	6-Jul-17	350	0.2	70.00	Scan and email June bank statements to team
Cam Bear	11-Jul-17	350	0.8	280.00	Complete allocation for Bennett Jones, issue cheque, call CBS for address to send Duties remittance
Cam Bear	18-Jul-17	350	1.2	420.00	Run R & D's, JE's, email to team. Review payments made to TGF and respond to Martin
Cam Bear	19-Jul-17	350	0.4	140.00	Review payments made and respond to Martin
Cam Bear	20-Jul-17	350	1.5	525.00	Review invoices paid, write up reqs, respond to Martin
Cam Bear	21-Jul-17	350	1.2	420.00	Complete fee allocation, write up reqs, issue cheques
Cam Bear	24-Jul-17	350	0.7	245.00	Call with Martin re: tax refund, print off AO invoice support, issue cheque, record
Cam Bear	26-Jul-17	350	0.2	70.00	Download reports and email to team
Cam Bear	28-Jul-17	350	0.2	70.00	Mail out cheques
Cam Bear Total			9.8	3,430.00	
Jean-Daniel Breton	16-Jun-17	790	0.5	395.00	Misc e-mails
Jean-Daniel Breton	20-Jun-17	790	0.5	395.00	Misc disc Martin, e-mails, etc.



PSG (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Jean-Daniel Breton	21-Jun-17	790	0.5	395.00	Misc e-mail exchanges
Jean-Daniel Breton	26-Jun-17	790	0.5	395.00	Misc e-mails
Jean-Daniel Breton	27-Jun-17	790	0.3	237.00	Misc e-mails, etc.
Jean-Daniel Breton	28-Jun-17	790	1.5	1,185.00	Conf calls and discussions re SEC, status of plan, strategy going forward
Jean-Daniel Breton	30-Jun-17	790	1.0	790.00	Misc e-mails, read stipulations
Jean-Daniel Breton	10-Jul-17	790	4.5	3,555.00	Review report and comment, review motions, etc.
Jean-Daniel Breton	11-Jul-17	790	2.0	1,580.00	Misc exchanges re motions, stipulations, etc.
Jean-Daniel Breton	13-Jul-17	790	2.0	1,580.00	Disc Jonathan, conf call A&M re claims process, disc Rachel, etc.
Jean-Daniel Breton	18-Jul-17	790	7.5	5,925.00	Review plan, e-mail exchanges, disc TGF, A&O re Plan, etc.
Jean-Daniel Breton	19-Jul-17	790	1.0	790.00	e-mail exchanges, disc Jonathan, etc.
Jean-Daniel Breton	20-Jul-17	790	1.0	790.00	e-mail exchanges re claims process, queries from Richard Dufour, etc.
Jean-Daniel Breton	21-Jul-17	790	2.5	1,975.00	e-mail exchanges re claims process, distribution process, etc.
Jean-Daniel Breton	24-Jul-17	790	1.5	1,185.00	Misc e-mail exchanges, etc.
Jean-Daniel Breton	25-Jul-17	790	3.5	2,765.00	Read comments on draft plan, disc Rachel, e-mail exchanges, etc.
Jean-Daniel Breton	26-Jul-17	790	2.5	1,975.00	Conf call on distribution process, review of claims schedules, e-mail exchanges, etc.
Jean-Daniel Breton	27-Jul-17	790	6.0	4,740.00	Conference calls re claims process, distribution process, review draft plan and comment, disc TGF, etc.
Jean-Daniel Breton	28-Jul-17	790	4.0	3,160.00	Review allocation schedule, outline of Litigation trust, disc Martin, etc.
Jean-Daniel Breton Total			42.8	33,812.00	
Jocelyne Tardif	18-Jul-17	525	2.4	1,260.00	secure documents and update website
Jocelyne Tardif Total			2.4	1,260.00	
Jonathan Cohen-Domanus	7-Jul-17	525	1.5	787.50	Monitoring, Monitor Report 10 planning
Jonathan Cohen-Domanus	10-Jul-17	525	1.0	525.00	Claims review
Jonathan Cohen-Domanus	21-Jul-17	525	1.0	525.00	Waterpark rent analysis per Nick D. request
Jonathan Cohen-Domanus	26-Jul-17	525	2.0	1,050.00	PSG Claims review planning & Monitor call
Jonathan Cohen-Domanus	27-Jul-17	525	1.2	630.00	Claims review
Jonathan Cohen-Domanus Total			6.7	3,517.50	
Marites Carandang	7-Jul-17	350	0.4	140.00	Mail cheques, calls to/from Jonathan re: various invoices.
Marites Carandang	10-Jul-17	350	0.2	70.00	Email to/from Jonathan re: transfer of funds
Marites Carandang	10-Jul-17	350	1.1	385.00	Faxed transfer of funds to RBC. Call to/from RBC re: fx rate from USD TO CAD. Process, post same..
Marites Carandang	10-Jul-17	350	1.3	455.00	Process, post cheques
Marites Carandang	11-Jul-17	350	0.3	105.00	Mail cheques & courier Stikeman's cheque.
Marites Carandang	12-Jul-17	350	0.1	35.00	Call/email to RBC re: clearing of Stikeman's cheque.
Marites Carandang	13-Jul-17	350	0.3	105.00	June 2017 bank recs
Marites Carandang	17-Jul-17	350	0.2	70.00	Post June 2017 bank adjustments.
Marites Carandang Total			3.9	1,365.00	
Martin Daigneault	14-Jun-17	790	1.3	1,027.00	group call (1.0) disb rvw and approval (.3)
Martin Daigneault	15-Jun-17	790	0.8	632.00	CCAA team call on board resignation and options
Martin Daigneault	16-Jun-17	790	2.0	1,580.00	claims report rvw
Martin Daigneault	19-Jun-17	790	1.4	1,106.00	cash flow budget update review, vet future costs, format, distribute to CCAA group with comments
Martin Daigneault	20-Jun-17	790	0.3	237.00	advert cost FU and clear up credit notes for proper PSG allocation
Martin Daigneault	22-Jun-17	790	0.5	395.00	prof fes and disb rvw and autoriz, sale proceeds allocation budget PDF version rvw
Martin Daigneault	26-Jun-17	790	1.2	948.00	disb rvw EM traffic, prof fees, press review,



PSG (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	29-Jun-17	790	0.6	474.00	disb rvw, what Cda pays, Canada's Best potential late claim and if s/b accepted
Martin Daigneault	30-Jun-17	790	1.1	869.00	disb, Nunavut, GST, Benett Jones, instructions Cam, Thousand Oaks agreement settlement, rvw and affidavit
Martin Daigneault	19-Jul-17	790	1.5	1,185.00	US plan panning call, reconcile AO and TGF fees submitted but never approved nor paid, FU Cam and Corio to pay
Martin Daigneault	20-Jul-17	790	0.5	395.00	claims resolution Follow up various corresp and EM, provide comments
Martin Daigneault	21-Jul-17	790	1.8	1,422.00	EM traffic, claims report AM review, CC JH and JCD on claims status and proposed analysis, Advise CCAA team of claims process status and next steps, rvw ongoing Plan discussions and options
Martin Daigneault	24-Jul-17	790	1.1	869.00	prof fees tracking for AO and TGF, FU Bcorio, instructions to Cam, CBSA assessment per audit and claims increase rvw docs recd
Martin Daigneault	26-Jul-17	790	3.5	2,765.00	Chapter 11 plan call, CBSA audirt results call, CCAA team call on claims possibilities with conflicting CDA vs US law on claim caps, cash balance validation with cam vs A&M comments for support, Tax rvw reqd coord EY TT for unfiled tax returns
Martin Daigneault	27-Jul-17	790	2.9	2,291.00	global call with EC,US advisors- CCAA claims planning call - EY,TGF, AO, SE and YCST claims process coordination and disc call, Jay Herriman query on stratifying claims report per EY concerns to assess leftover claims volume and where risk lies
Martin Daigneault	28-Jul-17	790	3.1	2,449.00	PPA docs from SE, rvw, assess, seek instruction and analysis EY sales taxand corp tax, instruc tions JCD on claims ana;aysis to doto see what US Chapter 11 claims cap would have on CDN creditors, rvw claims field and supporting docs for larger claims
Martin Daigneault Total			23.6	18,644.00	
Philippe Dunlavey	27-Jul-17	675	0.8	540.00	PSG - conf call
Philippe Dunlavey	28-Jul-17	675	0.4	270.00	PSG - GST/HST matters
Philippe Dunlavey Total			1.2	810.00	
Grand Total			120.9	89,526.00	

DOCUMENT

IV



PSG- WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	31-Jul-17	875	1.2	1,050.00	Calls re. claims process
Brian Denega	8-Aug-17	875	2.6	2,275.00	Call with Dovoniuk et al, call re. claims process with Stikes, call with MacMillan
Brian Denega	9-Aug-17	875	1.0	875.00	Call with PW, SE, A+M, TGF re. directors + plan
Brian Denega	9-Aug-17	875	0.3	262.50	TCT Bob Thornton
Brian Denega	9-Aug-17	875	1.4	1,225.00	E-mail traffic re. directors, review revised plan
Brian Denega	9-Aug-17	875	0.5	437.50	Board call
Brian Denega	10-Aug-17	875	1.3	1,137.50	Directors, plan, claims issues + process
Brian Denega	11-Aug-17	875	2.0	1,750.00	Review draft disclosure statement
Brian Denega	11-Aug-17	875	1.5	1,312.50	Call with TGF + AO re disclosure start, follow up
Brian Denega	14-Aug-17	875	1.5	1,312.50	Claims status, directors, plan
Brian Denega	15-Aug-17	875	1.2	1,050.00	Internal claims discussion, call wit UCC
Brian Denega	16-Aug-17	875	0.2	175.00	U.S. hearing
Brian Denega	17-Aug-17	875	0.8	700.00	Board call
Brian Denega Total			15.5	13,562.50	
Cam Bear	3-Aug-17	350	0.6	210.00	Review invoices, dc with Martin
Cam Bear	8-Aug-17	350	0.7	245.00	Email reports to Jen and Brian
Cam Bear	9-Aug-17	350	1.6	560.00	Print off invoices, review, write up reqs, issue payments
Cam Bear	16-Aug-17	350	0.3	105.00	Download and email reports to team
Cam Bear Total			3.2	1,120.00	
Jean-Daniel Breton	31-Jul-17	790	1.0	790.00	e-mails, conference call re claims, etc.
Jean-Daniel Breton	1-Aug-17	790	3.5	2,765.00	Review indemnity and retention agreements for directors, disc re claims process, e-mail exchanges re claims, etc.
Jean-Daniel Breton	2-Aug-17	790	2.5	1,975.00	Discussions re asset allocation schedule, disc Louis Fournier, e-mail exchanges TGF, etc.
Jean-Daniel Breton	3-Aug-17	790	2.0	1,580.00	Disc Martin, misc e-mail exchanges, etc
Jean-Daniel Breton	7-Aug-17	790	3.0	2,370.00	Conference call re plan, conf call re tax issues, e-mail exchanges, review documents re plan, claims process, etc.
Jean-Daniel Breton	8-Aug-17	790	4.0	3,160.00	Conf call re plan, review updated plan documents, conf call re claims status, etc.
Jean-Daniel Breton	9-Aug-17	790	5.5	4,345.00	Review draft plans, discussions TGF, etc.
Jean-Daniel Breton	10-Aug-17	790	3.0	2,370.00	e-mail exchanges, conf call re plan, disc Martin re taxes, price allocation, etc.
Jean-Daniel Breton	11-Aug-17	790	3.0	2,370.00	Conf call, review draft distribution motion, etc.
Jean-Daniel Breton	14-Aug-17	790	2.5	1,975.00	Misc e-mail exchanges, discussions re claims, disclosure, plan, purchase price allocation, etc.
Jean-Daniel Breton	15-Aug-17	790	3.5	2,765.00	e-mail exchanges re plan, claims process, conf call re claims process, etc.
Jean-Daniel Breton	16-Aug-17	790	3.5	2,765.00	Review disclosure statement
Jean-Daniel Breton Total			37.0	29,230.00	
Jocelyne Tardif	18-Aug-17	525	0.4	210.00	secure & post doc to website
Jocelyne Tardif Total			0.4	210.00	
Jonathan Cohen-Domanus	31-Jul-17	525	3.0	1,575.00	Impact of plan on Canadian claims, Monitor call
Jonathan Cohen-Domanus	1-Aug-17	525	2.0	1,050.00	Impact of plan on Canadian claims
Jonathan Cohen-Domanus	2-Aug-17	525	2.0	1,050.00	Impact of plan on Canadian claims
Jonathan Cohen-Domanus	3-Aug-17	525	2.0	1,050.00	Impact of plan on Canadian claims
Jonathan Cohen-Domanus	4-Aug-17	525	0.5	262.50	Luxco payment call with Lux counsel
Jonathan Cohen-Domanus	7-Aug-17	525	3.0	1,575.00	Canadian claims review
Jonathan Cohen-Domanus	8-Aug-17	525	1.0	525.00	CA claims review



PSG- WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Jonathan Cohen-Domanus	9-Aug-17	525	2.0	1,050.00	Read Plan
Jonathan Cohen-Domanus	15-Aug-17	525	1.0	525.00	CA claims/Monitor call
Jonathan Cohen-Domanus	17-Aug-17	525	3.0	1,575.00	Monitoring, CA claims issues
Jonathan Cohen-Domanus Total			19.5	10,237.50	
Louis Fournier	2-Aug-17	675	0.3	202.50	Emails + Disc. Jean-Daniel + Martin
Louis Fournier Total			0.3	202.50	
Marites Carandang	10-Aug-17	350	0.4	140.00	July 2017 bank recs.
Marites Carandang	14-Aug-17	350	0.3	105.00	Post bank adjustments for July 2017 bank recs.
Marites Carandang Total			0.7	245.00	
Martin Daigneault	31-Jul-17	790	1.8	1,422.00	PSG PPA rww and assessment, Monitor team call on claims process and options
Martin Daigneault	1-Aug-17	790	3.5	2,765.00	AM claim review call, AM tax claims rww call, tax impact of PPA for EY TT, claim status document and summarize
Martin Daigneault	2-Aug-17	790	1.0	790.00	claims recap comments based on A&M review
Martin Daigneault	3-Aug-17	790	1.5	1,185.00	claims status document summary
Martin Daigneault	7-Aug-17	790	8.5	6,715.00	Group call CCAA and C11 on trust distributions and comfort letters (1.2) EY tax call with Shooner on Thousand Oaks and refundable sales taxes in PPA and reqd changes and analysis (.8) claims DB review claims and tax claim profile., analyze CDN entity clai
Martin Daigneault	8-Aug-17	790	1.3	1,027.00	Monitor team call to go over CDN and labor claims assessment, impact of US chapter 11 claims cap on CDN claims, tax claims profile and exposure- Prep
Martin Daigneault	9-Aug-17	790	3.3	2,607.00	prof fee review (.3) PPA FU and EM Corio on Thousand Oaks and refundable sales tax items (.7) CRA claims-rww claims filed, ccommunicate Danik, Webb, Thibault, disc JDB (1.5) PDunleavy EY FU on corp tax returns due and necessity to file 2017 re: Deloitte
Martin Daigneault	10-Aug-17	790	2.0	1,580.00	FU CRA claims and Webb reply,comment,- claim docs to RB to enable claims filed review, disc-- Webb FU, disc JDB thereon and what is reqd, claims docs disc and send to RB, Bdenega update, EMail flow FU on draft plan and BofD resignation
Martin Daigneault	11-Aug-17	790	3.5	2,765.00	tax claim review and FU, disc team on corp tax filing to seek PSG intent to fileeand crystallize CRA-MRQ claims ASAP, Eco Quebecsupport rww TMillet and send to A&M
Martin Daigneault	14-Aug-17	790	3.4	2,686.00	Purchase price allocation call and prep, discs EY, sales tax increase and net impact, Thousand Oaks settlement (1.2) FU tax claims Thibaut and rww (1.5) other claims review profile (.7)
Martin Daigneault	15-Aug-17	790	1.5	1,185.00	PSG claims call w. YC, EC, canada - US plan coordination (.7) PSG BD and JDB coord call on CDN claims process, issues, exposure, issues of concern, volume of claims nands material claims, US \$ caps under C11
Martin Daigneault	16-Aug-17	790	3.0	2,370.00	coord and EM Girad MRQ on sales tax audit reqmts , claims matters, motion material drafts circulated and rww
Martin Daigneault	17-Aug-17	790	2.3	1,817.00	coord Girard MRQ on audit-doc rww requestd, rww EM support provided, Exchanges PSG-AM on who is proper Buyer contact for sales taxes audit, FU on AM+YC seeking EY approval-signoff on HR claims disc Monitor team
Martin Daigneault	17-Aug-17	790	1.5	1,185.00	CRG settlement pmt on NOS' issued,rww and disc of CDN cred to be affected by C11 caps and likely process and notice to creds req'd in advance of Court motion, FU buyer rww of PPA, sales taxes and Thousand Oaks settlement amounts
Martin Daigneault	18-Aug-17	790	4.1	3,239.00	monitor call on disclosure statement by PW-YC, claims issues, Monitor report req'd for claims review process (1.0) calls and disc Nadeau on large capped CDN HR clam, message Covo, FU EM back and forth Nadeau, rww their claims (1.2) search for template NOR
Martin Daigneault Total			42.2	33,338.00	
Grand Total			118.8	88,145.50	

DOCUMENT

V



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	23-Aug-17	875	2.9	2,537.50	Claims procedure materials, review revised disclosure start, foreign exchange issue
Brian Denega	23-Aug-17	875	0.8	700.00	Cal re. PW, SE, TGF + AO
Brian Denega	23-Aug-17	875	0.4	350.00	Call with TGF, JD + Martin
Brian Denega	23-Aug-17	875	1.2	1,050.00	Review revised draft docs
Brian Denega	24-Aug-17	875	1.0	875.00	Review terms of plan docs
Brian Denega	24-Aug-17	875	0.7	612.50	Issues with Plan: DS
Brian Denega	24-Aug-17	875	0.8	700.00	Call with UCC counsel re. claims process
Brian Denega	24-Aug-17	875	2.2	1,925.00	Review revised draft docs re. plan claims, DS
Brian Denega	25-Aug-17	875	7.0	6,125.00	Board call
Brian Denega	28-Aug-17	875	2.4	2,100.00	Team call, review draft docs, email traffic
Brian Denega	29-Aug-17	875	1.8	1,575.00	Review draft order and report, call re. name
Brian Denega	30-Aug-17	875	2.4	2,100.00	Reviewing + participating in calls re. draft order and report
Brian Denega	31-Aug-17	875	2.5	2,187.50	Review and discuss final issues and changes to claims order and report
Brian Denega	1-Sep-17	875	1.5	1,312.50	Attend court
Brian Denega	1-Sep-17	875	0.3	262.50	Follow up re. court
Brian Denega	5-Sep-17	875	1.8	1,575.00	Plan process and docs
Brian Denega	6-Sep-17	875	1.4	1,225.00	Calls re. plan and solicitation materials
Brian Denega	11-Sep-17	875	0.5	437.50	Board call
Brian Denega	11-Sep-17	875	0.7	612.50	CCAA docs, call
Brian Denega	12-Sep-17	875	0.6	525.00	Solicitation materials
Brian Denega	13-Sep-17	875	0.5	437.50	Call re. class claim
Brian Denega	14-Sep-17	875	2.8	2,450.00	Review draft US materials, Canadian motion record and draft order, EC status
Brian Denega	15-Sep-17	875	0.5	437.50	Draft docs
Brian Denega Total			36.7	32,112.50	
Cam Bear	23-Aug-17	350	1.1	385.00	Download statements and email to Brian and Jen, forward HST overpayment details to Martin, call RBC for fx indicator and email to Martin, issue cheque, record
Cam Bear	25-Aug-17	350	0.4	140.00	Review Martin's email regarding the HST overpayment and respond back
Cam Bear	28-Aug-17	350	0.4	140.00	Download reports and email to team dc CAD funding with Martin
Cam Bear	30-Aug-17	350	1.2	420.00	Print off support, write up reqs, deposits, draft transfer letters
Cam Bear	30-Aug-17	350	0.9	315.00	Write up req, print off support for wire to Luxembourg, review and respond to JCD's email
Cam Bear	31-Aug-17	350	0.3	105.00	Have letters signed and fax to bank
Cam Bear	1-Sep-17	350	0.4	140.00	Download statements and email to team
Cam Bear	5-Sep-17	350	0.7	245.00	Call bank to request the transfer confirmations from Sept. 1st, record, pdf and email statements to team
Cam Bear	6-Sep-17	350	0.4	140.00	Scan and email bank statements
Cam Bear	7-Sep-17	350	0.2	70.00	Respond to Jonathans email re: wire
Cam Bear	8-Sep-17	350	0.4	140.00	Scan and email tax refund to team
Cam Bear Total			6.4	2,240.00	
Jean-Daniel Breton	19-Aug-17	790	7.5	5,925.00	Review and comment disclosure statement, sale allocation, etc.
Jean-Daniel Breton	21-Aug-17	790	8.0	6,320.00	Review disclosure statement, revisions, claims Procedure orders, etc.
Jean-Daniel Breton	22-Aug-17	790	10.5	8,295.00	Review disclosure statement, revisions, claims Procedure orders, etc.
Jean-Daniel Breton	23-Aug-17	790	8.0	6,320.00	Review disclosure statement, revisions, claims Procedure orders, etc.
Jean-Daniel Breton	24-Aug-17	790	4.0	3,160.00	review revised plan, disclosure statement, claims resolution order, notice of revision or disallowance of claims, call Rachel, Confcalls re Claims Resolution Order, conf call re Disclosure statement, etc.
Jean-Daniel Breton	25-Aug-17	790	4.0	3,160.00	Review changes of documents, conf call, disc Rachel, etc.
Jean-Daniel Breton	28-Aug-17	790	5.8	4,582.00	Review report, review documents, etc.
Jean-Daniel Breton	29-Aug-17	790	3.0	2,370.00	Review documents, changes to report, claims resolution order, disc Rachel, etc.



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Jean-Daniel Breton	30-Aug-17	790	4.0	3,160.00	Review documents, Conf calls, e-mail exchanges re claims resolution order, report etc..
Jean-Daniel Breton	31-Aug-17	790	2.5	1,975.00	Disc Rachel, e-mail exchanges, revisions to report, status of Plan and disclosure statement, etc.
Jean-Daniel Breton	5-Sep-17	790	3.5	2,765.00	Review documents re ballot solicitation process
Jean-Daniel Breton	6-Sep-17	790	2.5	1,975.00	e-mail exchanges, review documents re solicitation process, e-mail report from Ken, supervision re website update, etc.
Jean-Daniel Breton	7-Sep-17	790	4.5	3,555.00	e-mail exchanges, review documents re solicitation process, changes to plan and disclosure statement, motion for recognition of Claims resolution order, review tax indemnity agreements, etc.
Jean-Daniel Breton	10-Sep-17	790	0.5	395.00	Conf call to discuss upcoming Board of Directors' meeting
Jean-Daniel Breton	11-Sep-17	790	4.0	3,160.00	Review material re recognition of CRO, solicitation material, disc Rachel, conf call TGF/EY, etc.
Jean-Daniel Breton	12-Sep-17	790	1.5	1,185.00	e-mail exchanges, review documents, attend conference call re solicitation material, etc.
Jean-Daniel Breton	13-Sep-17	790	1.0	790.00	e-mail exchanges, review documents re contestation of claims, disc Rachel, etc.
Jean-Daniel Breton	14-Sep-17	790	2.5	1,975.00	e-mails, review documents re CCAA approval order, motion, proposed changes to Plan, etc.
Jean-Daniel Breton	15-Sep-17	790	1.5	1,185.00	e-mail exchanges, review changes to motion material, draft orders, etc.
Jean-Daniel Breton Total			78.8	62,252.00	
Jocelyne Tardif	25-Aug-17	525	0.2	105.00	secure documents for website
Jocelyne Tardif	29-Aug-17	525	0.6	315.00	secure & post docs to website
Jocelyne Tardif	31-Aug-17	525	0.7	367.50	secure documents, post to website
Jocelyne Tardif	5-Sep-17	525	0.4	210.00	secure docs to post to website
Jocelyne Tardif Total			1.9	997.50	
Louis Fournier	8-Sep-17	675	0.6	405.00	Emails + Révision des documents
Louis Fournier Total			0.6	405.00	
Marites Carandang	13-Sep-17	350	0.3	105.00	August 2017 bank recs
Marites Carandang	15-Sep-17	350	0.3	105.00	Post bank adjustments for Aug 2017 bank recs
Marites Carandang Total			0.6	210.00	
Martin Daigneault	21-Aug-17	790	4.0	3,160.00	disc Nadeau sev caim capped per C11 (.5) claims resolution order (1.0) NORD and description in NORD form, use various templates, adapt, merge items, who receives, disc JDB (2.5)
Martin Daigneault	22-Aug-17	790	4.6	3,634.00	disclosure statement, CRO and less than 100% recovery on CAD denominated claims (rvw and comment) analyze CAD claims value/exposure, rvw and comment Claims Res Order (2.9) Disclosure Stat all hands call (1.3) EY FU coord call JDB-BD (.4)
Martin Daigneault	23-Aug-17	790	3.1	2,449.00	claims resolution call, ALL (0.8) CA \$ estimated claims, cost of FX rate used, disclosure statement rvw, Claims Resolution Order rvw
Martin Daigneault	24-Aug-17	790	2.8	2,212.00	claims call Cda and CC group (.8) plan page flip call ALL (.3) NORD, CRO and Disclosure dic rvw and disc JDB, FU issues (1.7)
Martin Daigneault	25-Aug-17	790	3.0	2,370.00	document updates and reviwrs (NORD, Discl doc, Claim res order) cirtical vs. nominal issues
Martin Daigneault	28-Aug-17	790	3.7	2,923.00	ongoing claims review for EY draft report, rvw Claims resolution drafts and various parties, comments and requests fior changes, vet claims population to seek UCC and EC consultation based on moving threshold levels, draft M reports, tables for severance
Martin Daigneault	29-Aug-17	790	5.7	4,503.00	HR severance claims cap analysis for Wall, Nadeau and Covo, disc nadeau, various disc and FU with team and daat to include on report, Correct , change and adjust claims data table rec'd from Kara Harmon of A&M, rvw various Monitor report drafts
Martin Daigneault	30-Aug-17	790	7.8	6,162.00	EY report FU, queries, tables, claims levels for UCC review, quantify, disc Nadeau, Wall also a CDN claimant
Martin Daigneault	31-Aug-17	790	2.0	1,580.00	EY report FU, draft Claimss resolution Odrer changes, rvw drafts, comment, sign -off, vet \$ tables, claims over US\$250 volume



PSG - WIP (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	5-Sep-17	790	4.1	3,239.00	Capped severance claims review of 507 legislation (.8) Claims resolution planning (1.4) Traffic FU on motion and court doc filed (1.9)
Martin Daigneault	6-Sep-17	790	1.9	1,501.00	disclosure statement rvw - assess
Martin Daigneault	6-Sep-17	790	2.2	1,738.00	claims rvw and planning
Martin Daigneault	7-Sep-17	790	1.3	1,027.00	claims rvw and planning
Martin Daigneault	8-Sep-17	790	1.5	1,185.00	claims rvw and planning
Martin Daigneault	11-Sep-17	790	2.8	2,212.00	Monitor team call on Class Action, disc JGShoener on customs assessment, read Indemnity agreement and memo to file draft from JGS, Disc Mme Danik CRA on customs claim and set-off possibility with letter agreement being required from PSG
Martin Daigneault	12-Sep-17	790	1.2	948.00	claims sollicitaion call with US advisors, use DTC or not, W8 or W9 required, impact on CDN shareholders or client named securities
Martin Daigneault	12-Sep-17	790	1.3	1,027.00	equity solicitation call
Martin Daigneault	12-Sep-17	790	1.5	1,185.00	customs assessment claim of \$4M, seek sales tax portion, exchanges JGS of SE on who can decide if rest of \$4.1M customs claim to be approved
Martin Daigneault	13-Sep-17	790	5.8	4,582.00	tax indemnity pmt request and rvw docs w. JCD, tax indemnity agreement draft and memo to files from SE reviewed and comments to SE/trust acct recoveries from Smart Biggar, FU and instructions to Cbear./ Coord CRA Danik on customs claim-assessment and opti
Martin Daigneault	14-Sep-17	790	4.3	3,397.00	disc Gkarpel on all OS tax matters and work reqd from various parties, draft global tax issues memo to Karpel and EY team documenting such,
Martin Daigneault Total			64.6	51,034.00	
Philippe Dunlavey	21-Aug-17	675	3.0	2,025.00	tax matters
Philippe Dunlavey	22-Aug-17	675	3.0	2,025.00	PSG - tax matters
Philippe Dunlavey	23-Aug-17	675	1.0	675.00	tax matters - call and discussion with Alain
Philippe Dunlavey	8-Sep-17	675	0.7	472.50	review indemnity agreement and memo
Philippe Dunlavey Total			7.7	5,197.50	
Grand Total			197.3	154,448.50	

DOCUMENT

VI



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	18-Sep-17	875	0.7	612.50	Status update
Brian Denega	19-Sep-17	875	0.4	350.00	Monitor email traffic
Brian Denega	22-Sep-17	875	0.4	350.00	File control, email traffic
Brian Denega	26-Sep-17	875	2.0	1,750.00	draft materials
Brian Denega	27-Sep-17	875	1.5	1,312.50	Attend at court
Brian Denega	27-Sep-17	875	1.0	875.00	Board call - prep and attend
Brian Denega	28-Sep-17	875	0.6	525.00	File control
Brian Denega	2-Oct-17	875	1.5	1,312.50	email traffic, claims status and issues
Brian Denega	3-Oct-17	875	1.2	1,050.00	Review pending motions and materials, EC issues, monitor's position
Brian Denega	4-Oct-17	875	1.0	875.00	Monitor team call and follow up
Brian Denega	5-Oct-17	875	2.0	1,750.00	claim action, cross-lender issues
Brian Denega	6-Oct-17	875	2.2	1,925.00	Call re. U.S. process, plan issues, class claim issue
Brian Denega	11-Oct-17	875	1.3	1,137.50	Status of materials for Oct 16th hearing
Brian Denega	13-Oct-17	875	1.5	1,312.50	Call w PW, SE, TGF, AO re: Monday hearing; call with Equity Committee
Brian Denega	18-Oct-17	875	1.0	875.00	status of litigation and way forward
Brian Denega	30-Oct-17	875	3.3	2,887.50	Review plan documents and changes/ comments; prep for board meeting
Brian Denega	31-Oct-17	875	1.3	1,137.50	Board call, prep and attend
Brian Denega	1-Nov-17	875	1.2	1,050.00	Call with EY/ TGF/ AO team re. overall status
Brian Denega	2-Nov-17	875	0.5	437.50	Review U.S. plan etc. docs
Brian Denega Total			24.6	21,525.00	
Cam Bear	21-Sep-17	350	0.8	280.00	Finalize the wire to Luxembourg
Cam Bear	25-Sep-17	350	0.3	105.00	Have wire signed, scan and email to bank
Cam Bear	2-Oct-17	350	1.4	490.00	Download reports, email to team, request Stikes invoice from Martin and confirm available funds. Issue cheque, record
Cam Bear	4-Oct-17	350	0.3	105.00	Scan and email statements to team
Cam Bear	5-Oct-17	350	0.6	210.00	Write up req, print off support, complete allocation schedule for TGF fees, issue cheque, record
Cam Bear	10-Oct-17	350	1.2	420.00	Write up req, draft wire transfer, download statements from prior week and email to team
Cam Bear	10-Oct-17	350	1.6	560.00	Review invoices, email Martin to advise on transfer amount, write up reqs, draft transfer letter
Cam Bear	10-Oct-17	350	0.3	105.00	Fax wire to bank, follow up call
Cam Bear	12-Oct-17	350	0.2	70.00	Email support for Luxembourg wires to Alex at Bauer
Cam Bear	16-Oct-17	350	0.4	140.00	Download statements, email to team.
Cam Bear	16-Oct-17	350	0.3	105.00	Fax transfer letter to bank, mail out cheque
Cam Bear	16-Oct-17	350	0.3	105.00	Email bank to request interim statement for Lux account, forward to Jon
Cam Bear	24-Oct-17	350	0.2	70.00	Download and email reports to team
Cam Bear	2-Nov-17	350	0.4	140.00	Download reports for October and email to team
Cam Bear Total			8.3	2,905.00	
Jean-Daniel Breton	18-Sep-17	790	4.0	3,160.00	Review report, discussion TGF/EY re status of file, etc.
Jean-Daniel Breton	19-Sep-17	790	2.5	1,975.00	Review report, misc e-mail exchanges re motions, report, etc.
Jean-Daniel Breton	20-Sep-17	790	2.0	1,580.00	Review report, misc e-mail exchanges re motions, report, etc.
Jean-Daniel Breton	21-Sep-17	790	1.0	790.00	Review motion material, disc Martin, e-mails, etc.
Jean-Daniel Breton	25-Sep-17	790	6.0	4,740.00	Review report changes, Disclosure Statement, Plan, Solicitation material CCAA Approval order, Filed opposition to Disclosure Statement by Pipefitters, disc TGF, disc Martin, e-mail exchanges, etc.
Jean-Daniel Breton	26-Sep-17	790	4.0	3,160.00	Review report changes, Disclosure Statement, Plan, Solicitation material CCAA Approval order, Filed opposition to Disclosure Statement by Pipefitters, disc TGF, disc Martin, e-mail exchanges, etc.
Jean-Daniel Breton	27-Sep-17	790	1.0	790.00	e-mails, review documents, etc.
Jean-Daniel Breton	28-Sep-17	790	1.5	1,185.00	Misc e-mails, disc Martin, follow up, etc.
Jean-Daniel Breton	29-Sep-17	790	1.5	1,185.00	Misc e-mail exchanges, disc Martin, etc.



PSG - WIP (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Jean-Daniel Breton	2-Oct-17	790	2.5	1,975.00	e-mail exchanges, responses, disc Martin D., arrange for Court attendance Oct 16, review changes to CCAA Order, etc.
Jean-Daniel Breton	3-Oct-17	790	2.5	1,975.00	e-mail exchanges, responses, disc Martin D., review plan and disclosure statement for discussions with Philippe and Alain, etc.
Jean-Daniel Breton	4-Oct-17	790	3.0	2,370.00	Conf call Allen & Overy and TGF to discuss preparation for Court appearance on Oct 16, corresp Rachel, etc.
Jean-Daniel Breton	5-Oct-17	790	2.0	1,580.00	Read material re class action claim, oppositions, briefs, etc.
Jean-Daniel Breton	6-Oct-17	790	1.0	790.00	Misc e-mails
Jean-Daniel Breton	9-Oct-17	790	6.5	5,135.00	Read e-mails, alternate plan, objection to class claim, etc.
Jean-Daniel Breton	10-Oct-17	790	3.0	2,370.00	Review and comment motions, factum, alternate plans, disclosure statement, etc.
Jean-Daniel Breton	11-Oct-17	790	3.0	2,370.00	Review and comment motions, factum, alternate plans, disclosure statement, etc.
Jean-Daniel Breton	12-Oct-17	790	6.5	5,135.00	Review and comment motions, factum, alternate plans, disclosure statement, etc.
Jean-Daniel Breton	13-Oct-17	790	1.0	790.00	Misc e-mails, phone calls, etc.
Jean-Daniel Breton	16-Oct-17	790	9.0	7,110.00	Travel to Toronto, attendance in Court, read briefs from Class Representative
Jean-Daniel Breton	17-Oct-17	790	1.5	1,185.00	Misc e-mails, follow up on changes to documents, disc Martin, etc.
Jean-Daniel Breton	18-Oct-17	790	2.5	1,975.00	Review changes to documents, e-mail exchanges, etc.
Jean-Daniel Breton	23-Oct-17	790	2.0	1,580.00	e-mail exchanges and misc discussions Martin D.
Jean-Daniel Breton	25-Oct-17	790	5.0	3,950.00	e-mail exchanges with TGF re changes in the plan, review changes to plan and comment, etc.
Jean-Daniel Breton	30-Oct-17	790	5.5	4,345.00	Conf call with proposed Litigation Trustee Mark Palmer, review draft plan, review draft disclosure statement, review draft stipulation, disc Rachel, etc.
Jean-Daniel Breton	31-Oct-17	790	3.0	2,370.00	Review documents, changes, etc (plan, disclosure statement, notices, publications)
Jean-Daniel Breton	1-Nov-17	790	2.0	1,580.00	Group conf call, review documents, etc.
Jean-Daniel Breton	2-Nov-17	790	3.0	2,370.00	Conf call - Discussion of tax issues, e-mail exchanges, review documents, etc.
Jean-Daniel Breton	3-Nov-17	790	3.0	2,370.00	e-mail exchanges, review and comments documents (trust agreement, notices, tax treatment, etc.)
Jean-Daniel Breton Total			91.0	71,890.00	
Jocelyne Tardif	20-Sep-17	525	0.1	52.50	forward claim received
Jocelyne Tardif	26-Sep-17	525	2.0	1,050.00	secure, rename & post docs to website
Jocelyne Tardif	27-Sep-17	525	1.5	787.50	secure, rename & post docs to website
Jocelyne Tardif	28-Sep-17	525	1.2	630.00	secure, rename & post docs to website
Jocelyne Tardif	2-Oct-17	525	0.5	262.50	secure, rename & post docs to website
Jocelyne Tardif	12-Oct-17	525	0.5	262.50	secure, rename & post docs to website
Jocelyne Tardif	13-Oct-17	525	1.6	840.00	secure, rename & post documents to website
Jocelyne Tardif	1-Nov-17	525	1.5	787.50	secure, rename & post docs to website
Jocelyne Tardif	2-Nov-17	525	0.6	315.00	secure, rename & post docs to website
Jocelyne Tardif	3-Nov-17	525	1.0	525.00	secure, rename & post docs to website
Jocelyne Tardif Total			10.5	5,512.50	
Jonathan Cohen-Domanus	28-Aug-17	525	1.5	787.50	Canadian employee claims analysis and discuss w/ A&M
Jonathan Cohen-Domanus	30-Oct-17	525	1.0	525.00	Claims review planning
Jonathan Cohen-Domanus	2-Nov-17	525	2.0	1,050.00	Claims review - HR claims
Jonathan Cohen-Domanus	3-Nov-17	525	0.5	262.50	Claims protocol review with A&M
Jonathan Cohen-Domanus Total			5.0	2,625.00	
Marie-Eve Gonfreville	26-Oct-17	675	0.4	270.00	Tax considerations related to income distributed by US liquidating grantor trust to Canadian beneficiaries, discussion with Philippe Dunlavey



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Marie-Eve Gonfreville	27-Oct-17	675	0.6	405.00	Follow up on US tax considerations related to distribution made by US liquidating grantor trust to Canadian beneficiaries, call with Philippe Dunlavy regarding the same
Marie-Eve Gonfreville Total			1.0	675.00	
Marites Carandang	12-Oct-17	350	0.3	105.00	September 2017 bank recs
Marites Carandang	16-Oct-17	350	0.3	105.00	Post Sept 2017 bank adjustments
Marites Carandang Total			0.6	210.00	
Martin Daigneault	15-Sep-17	790	3.3	2,607.00	1. Coord Oct 16 Court appearance 2. Coord EY tax call with EY team to provide update and decide on course of action 3. Excess sales tax from feb 27 to convert to CAD, coord with Cam Bear 4. Rvw US filings, Rachel disc on tax claims and report. coord CC
Martin Daigneault	18-Sep-17	790	3.1	2,449.00	suivi sales taxes adj on PPA from EY Chicago to receive Exchanges JGS thereon, vet surplus CDN\$ cash on hand for taxes, Income tax extensions and filings status update, Nadeau claim call on US cap, FU tax claims to be rejected-withdrawn BWebb of CRA' GS
Martin Daigneault	19-Sep-17	790	4.5	3,555.00	Update status call with CCAA team, Seek insurance policies from A&M for claims review, Draft M report rw, Luxco payment inquiry, Coleman FU on Class Action process, Equity solicitation letter
Martin Daigneault	20-Sep-17	790	2.3	1,817.00	rw Motrion materail for Sept 27 hearing, repatriate USB data from Merrill for upload, US motion material and plan disclosure updates
Martin Daigneault	21-Sep-17	790	4.7	3,713.00	motion to extend stay, SEC claim gone, class putative claim, solicitation letter, Applicants submissions
Martin Daigneault	22-Sep-17	790	1.9	1,501.00	document flow, traffic and various versions rw
Martin Daigneault	25-Sep-17	790	1.4	1,106.00	Insurance policies, gather, rw, EM TGF to coord policy rw for assessment of litigation claims (1.0) Data from Merrill, get password, set location if/where can store such high volume (0.4)
Martin Daigneault	26-Sep-17	790	6.8	5,372.00	Merrill dataroom content recd, rw, load on to EY site for safekeeping, Class action docs rw, claims status and planning for BD
Martin Daigneault	27-Sep-17	790	1.0	790.00	Aleonard disc of SGH tax impact if don't go / go in trust structure (.4) FU JGS on purchase price adjust from Buyer not final and why so (.3) AO fees rw and send to A&M (.3)
Martin Daigneault	28-Sep-17	790	1.0	790.00	approve website judgement and endorsement submissions, disbursements
Martin Daigneault	29-Sep-17	790	1.8	1,422.00	EM traffic and docs rw, disbursements, EC issues with objections filed, TGF FU on issues
Martin Daigneault	2-Oct-17	790	2.6	2,054.00	Luxco querees (.2) Aug 2017 MOR rw for fin. situation, expe, how much cash on hand & distributre to CCAA team (1.1) coord PDunleavy EY tax on sharehodler impact of proposed Trust structure for CDN and US shareholders (.6) rdisclosure st rw (.7)
Martin Daigneault	3-Oct-17	790	1.1	869.00	Luxco agmt to review and sign, sign and EM, prof fee to approve rw Karpel, pant instruction, what about EY-AO fees
Martin Daigneault	4-Oct-17	790	1.7	1,343.00	Class Action and varia CCAA coord call, Dunleavy FU on shareholders memo on Trust vs CDN treatment options under plan, rve class action comments supporting their claims and treatment under US jurisdiction, Luxco payment of fees-taxes approval, ensure all completed
Martin Daigneault	5-Oct-17	790	1.0	790.00	Tax rw of sharehodler treatment coord, rw circular, comments and EM replues from JD and EY tax
Martin Daigneault	6-Oct-17	790	2.8	2,212.00	Dunleavy FU on tax impact for sharehodlers CDN, need to expand work scope, Luxco completeness of approvals FU (.8) EM traffic clean-up issues and tasks, coord A&M labour claims rw and NORD issuance-assessment by EY
Martin Daigneault	10-Oct-17	790	2.4	1,896.00	claim disc RB, same wiith JDB, EM Jay Herriman, rw CCAA Order for proposed allocation-resolution process and work sharing, prof fee rw and approval ro AM, rw opposition if any to close CDN bank accounts of US Debtors , gather-seek prook of Luxco pmt from parties
Martin Daigneault	11-Oct-17	790	1.1	869.00	HR claims update and disc JH of AM on stipulations and who does what on US, CDA and Cross Border claims, disc JDB, court motion material rw
Martin Daigneault	12-Oct-17	790	3.5	2,765.00	Motion documents review for US proceedings, disc JDB, EY factum from TGF, rw factum, docket update rw, rw HR claimns status per last version from KHarmon of AM



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	13-Oct-17	790	1.5	1,185.00	Coord call for Oct 16 court hearings in Canada and in the US
Martin Daigneault	16-Oct-17	790	8.0	6,320.00	Toronto court hearings on Putative class claims and CCAA Court jurisdiction
Martin Daigneault	17-Oct-17	790	1.0	790.00	claims recognition order USA and FU on prior day Court motion
Martin Daigneault	19-Oct-17	790	0.2	158.00	Putative class claim potential settlement
Martin Daigneault	20-Oct-17	790	1.4	1,106.00	claims coord assessment-planning, tax claims matters and new claim to come from Cda Customs and ECo Quebec claim, Dunleavy memo on tax impact of trust structure on CDN shareholders
Martin Daigneault	23-Oct-17	790	1.0	790.00	Dunleavy FU on shareholder tax analysis, class action settlement
Martin Daigneault	24-Oct-17	790	0.9	711.00	HR claims rvw, comm A&M, EM traffic
Martin Daigneault	26-Oct-17	790	1.5	1,185.00	trustee fee approvals, Eco entreprise claim supporting documents rvw and provide JH, Proceedings drafts rvw
Martin Daigneault	27-Oct-17	790	2.4	1,896.00	fee holdback rvw and approval, get explanation A&M on amount due, Luxco ltr FU Rachel, rvw Selke comments and how letter adapted, conclude with RB, legal US draft rvw and FU on changes
Martin Daigneault	30-Oct-17	790	2.3	1,817.00	Luxco letter rvw and finalize, issue, JH-AM coord claims call to split who adjudicates on claims, claims status update provided to RB for Board call, new DS draft and Putative Class claim settlement docs rvw, AO legal fees rvw and FU query on certain timings
Martin Daigneault	31-Oct-17	790	2.8	2,212.00	CF and distrib summary model from A&M, search if Aug 14 is latest version, Board fees, MOR Sept2017 rvw and distribute, coord tax call and EY TT attendance, CCAA team call coord, AO docket update, DS and settlement updated docs rvw
Martin Daigneault	1-Nov-17	790	2.5	1,975.00	CRA claims update Andrew, HR claims estimation process start by JCD, agenda for M team coord call (.8) M Team status call (1.1) CBSA claim assessment form DT, rvw and reply (.6)
Martin Daigneault Total			73.5	58,065.00	
Nik Diksic	10-Oct-17	875	0.5	437.50	With P. Dunlavy
Nik Diksic	25-Oct-17	875	0.5	437.50	With P. Dunlavy re: 94(1)
Nik Diksic Total			1.0	875.00	
Philippe Dunlavy	28-Sep-17	675	2.0	1,350.00	PSG - disclosure statements, tax research s.93
Philippe Dunlavy	3-Oct-17	675	1.0	675.00	PSG - disclosure statements, tax research s.94
Philippe Dunlavy	4-Oct-17	675	1.2	810.00	Tax research WHT . s.94
Philippe Dunlavy	4-Oct-17	675	1.5	1,012.50	PSG - reading of disclosure statements and plan
Philippe Dunlavy	5-Oct-17	675	1.0	675.00	PSG email
Philippe Dunlavy	6-Oct-17	675	1.0	675.00	PSG - call w Stikeman - discussion Alain and email
Philippe Dunlavy	10-Oct-17	675	2.5	1,687.50	PSG - section 94 / 108(5)(a) research
Philippe Dunlavy	10-Oct-17	675	2.0	1,350.00	Memo 108(5)(a)- discussion w Nik
Philippe Dunlavy	11-Oct-17	675	2.0	1,350.00	PSG - Memo 108(5)(a)- discussion w Nik / call email Stikeman
Philippe Dunlavy	12-Oct-17	675	0.5	337.50	PSG - tax memo, email Nik + Paul Weiss
Philippe Dunlavy	25-Oct-17	675	1.0	675.00	PSG - email US tax
Philippe Dunlavy	26-Oct-17	675	1.2	810.00	PSG - tax memo, research 126
Philippe Dunlavy	27-Oct-17	675	0.5	337.50	PSG tax memo
Philippe Dunlavy	1-Nov-17	675	2.0	1,350.00	PSG - tax research (Alain's question on 250.1(b)) and internal call
Philippe Dunlavy	2-Nov-17	675	1.0	675.00	PSG - call w tax group
Philippe Dunlavy Total			20.4	13,770.00	
Teresa Gombita	1-Nov-17	790	0.5	395.00	commercial trust questions
Teresa Gombita Total			0.5	395.00	
Grand Total			236.4	178,447.50	

DOCUMENT

VII



PSG - WIP (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	6-Nov-17	875	0.3	262.50	Review liquidating trust agreement
Brian Denega	7-Nov-17	875	0.7	612.50	Translation issues
Brian Denega	8-Nov-17	875	0.5	437.50	Review and consider liquidation trust issues
Brian Denega	8-Nov-17	875	0.3	262.50	Comments on liquidation trust agreement
Brian Denega	8-Nov-17	875	0.4	350.00	Review docs and monitor email traffic
Brian Denega	16-Nov-17	875	0.3	262.50	Email traffic, fee estimate
Brian Denega	20-Nov-17	875	0.5	437.50	Claims process status, email traffic, US materials
Brian Denega	22-Nov-17	875	0.4	350.00	Call with M. Daigneault re. claims
Brian Denega	28-Nov-17	875	0.4	350.00	Draft documents re. plan and litigation trust
Brian Denega	4-Dec-17	875	1.3	1,137.50	Review plan and liquidation docs, prep for board call
Brian Denega	4-Dec-17	875	1.2	1,050.00	Review an comment on draft CCAA order and admin change
Brian Denega	4-Dec-17	875	0.6	525.00	Internal discussions re. stay extension, monitors discharge and court protections
Brian Denega	4-Dec-17	875	1.7	1,487.50	Team call, call with US lawyers re. liquidation agreement and CSA, review draft docs
Brian Denega	4-Dec-17	875	0.5	437.50	Board call
Brian Denega	5-Dec-17	875	1.4	1,225.00	Review docs, team call re. governance post closing
Brian Denega Total			10.5	9,187.50	
Cam Bear	6-Nov-17	350	0.3	105.00	Download reports and email to team
Cam Bear	6-Nov-17	350	0.4	140.00	Set up estate accounting files
Cam Bear	7-Nov-17	350	0.4	140.00	Respond to email from Alex re: Lux wire in October, scan and email October bank statements to team
Cam Bear	7-Nov-17	350	0.9	315.00	Filing of receipts and disbursements
Cam Bear	13-Nov-17	350	0.3	105.00	Locate and email March 2017 HST remittance info to Martin
Cam Bear	13-Nov-17	350	0.2	70.00	Email reports to team
Cam Bear	13-Nov-17	350	0.5	175.00	Print off invoices to pay, review cash availability
Cam Bear	13-Nov-17	350	0.7	245.00	Write up various reqs
Cam Bear	14-Nov-17	350	1.7	595.00	Draft 3 wires to Luxembourg, print off support, have signed, scan and fax to bank
Cam Bear	14-Nov-17	350	0.2	70.00	Filing of disbursements
Cam Bear	14-Nov-17	350	1.8	630.00	Follow up call from RBC on wires, pdf and email confirmations to Martin, record wires, email Martin remaining balance in the BPS account and estimate of cash after payment of remaining liabilities. Complete allocation of professional fee payments
Cam Bear	15-Nov-17	350	0.6	210.00	Review and forward email to Martin to respond to. Call with Martin to dc, email him statements
Cam Bear	17-Nov-17	350	0.8	280.00	Call with Martin re: funds needed in CAD account, draft transfer letter, write up req, print off support
Cam Bear	21-Nov-17	350	2.4	840.00	Emails regarding HST closing adjustments, email CRA regarding inactive BN account, review the remittance amounts and incoming wires
Cam Bear	21-Nov-17	350	1.4	490.00	Scan and email transfer letter to bank, record transfer between accounts, issue professional fee payments, respond to Greg K's email
Cam Bear	21-Nov-17	350	0.2	70.00	Respond to Jen's email regarding pending wire transmittals
Cam Bear	21-Nov-17	350	0.7	245.00	Follow up email with CRA on reactivating account, update team
Cam Bear	23-Nov-17	350	1.8	630.00	Print off invoices and HST docs, write up receipts for pending incoming wires, write up reqs for HST remittances
Cam Bear	27-Nov-17	350	0.4	140.00	Download statements and email to team
Cam Bear	27-Nov-17	350	0.8	280.00	Review Martin's email, write up reqs, email RBC to inquire about incoming wires.
Cam Bear	28-Nov-17	350	1.2	420.00	Emails with Martin, email bank regarding wires in last week, reconcile with payment schedule
Cam Bear	29-Nov-17	350	3.4	1,190.00	Issue cheques, print off support, email Martin, call with Martin regarding Revenue Quebec payment, email cheque file to Mary Ann and call to discuss same, complete remittance forms, copy with signed cheques, calls with CRA
Cam Bear	29-Nov-17	350	1.4	490.00	Attend CRA to make HST remittances, follow up emails with Martin, scan fax confirmation, email to Martin, call with Martin to review payments made



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	30-Nov-17	350	0.6	210.00	Emails with Martin regarding additional wire, email ad call bank on same
Cam Bear	1-Dec-17	350	0.4	140.00	Professional fee invoices paid for Martin
Cam Bear	4-Dec-17	350	0.7	245.00	Download statements and email to team
Cam Bear	5-Dec-17	350	0.5	175.00	Scan and email November bank statements to team. Call from G. Karpel to dc HST funding
Cam Bear Total			24.7	8,645.00	
Jean-Daniel Breton	6-Nov-17	790	4.0	3,160.00	Review documents, exchanges Rachel and others re translation, etc.
Jean-Daniel Breton	7-Nov-17	790	5.5	4,345.00	Review documents, exchanges Rachel and others re translation, etc.
Jean-Daniel Breton	8-Nov-17	790	3.0	2,370.00	Review text of French notices, disc Rachel, etc.
Jean-Daniel Breton	10-Nov-17	790	1.0	790.00	Misc e-mail exchanges
Jean-Daniel Breton	16-Nov-17	790	1.0	790.00	Misc e-mails, review material, etc.
Jean-Daniel Breton	17-Nov-17	790	3.5	2,765.00	Pgone calls, review material, etc.
Jean-Daniel Breton	20-Nov-17	790	2.0	1,580.00	e-mail exchanges, disc Martin, Jonathan, etc.
Jean-Daniel Breton	21-Nov-17	790	1.5	1,185.00	Misc e-mail exchanges, review documents, claims, discussions Martin, Jonathan, etc.
Jean-Daniel Breton	22-Nov-17	790	1.5	1,185.00	e-mail exchanges, disc Martin, review documents, etc.
Jean-Daniel Breton	23-Nov-17	790	4.0	3,160.00	Review documents, e-mails, etc.
Jean-Daniel Breton	24-Nov-17	790	3.0	2,370.00	Review documents, comment, e-mail exchanges re plan supplements, allocation agreements, stipulations, claims, insurance.
Jean-Daniel Breton	27-Nov-17	790	2.5	1,975.00	Review e-mails, corresp, documents re plan supplements, claims, etc.
Jean-Daniel Breton	28-Nov-17	790	3.5	2,765.00	Misc re liquidation trust agreement, claims, conf call, e-mail exchanges, etc.
Jean-Daniel Breton	29-Nov-17	790	2.5	1,975.00	e-mail exchanges, disc re plan supplement documents, etc.
Jean-Daniel Breton	30-Nov-17	790	3.0	2,370.00	e-mail exchanges, review and discuss changes to documents.
Jean-Daniel Breton	1-Dec-17	790	2.5	1,975.00	e-mail exchanges, review documents and comment
Jean-Daniel Breton	4-Dec-17	790	3.0	2,370.00	Review documents, conf calls, team status call, etc.
Jean-Daniel Breton	5-Dec-17	790	3.0	2,370.00	Conf calls, review information and documents, CVs, etc.
Jean-Daniel Breton	6-Dec-17	790	2.0	1,580.00	e-mail exchanges, review changes to agreements, etc.
Jean-Daniel Breton	7-Dec-17	790	0.8	632.00	Misc e-mail exchanges re changes in documents
Jean-Daniel Breton	11-Dec-17	790	1.0	790.00	Disc Martin D re report, etc.
Jean-Daniel Breton	12-Dec-17	790	3.5	2,765.00	Review report, disc Rachel, review e-mails, etc.
Jean-Daniel Breton Total			57.3	45,267.00	
Jocelyne Tardif	7-Nov-17	525	4.0	2,100.00	secure, rename & post documents to website
Jocelyne Tardif	10-Nov-17	525	0.1	52.50	email to Jonathan
Jocelyne Tardif	29-Nov-17	525	2.0	1,050.00	secure, rename & post docs to website
Jocelyne Tardif	6-Dec-17	525	0.3	157.50	secure & post docs to website
Jocelyne Tardif Total			6.4	3,360.00	
Jonathan Cohen-Domanus	8-Nov-17	525	3.3	1,732.50	HR Claims review
Jonathan Cohen-Domanus	9-Nov-17	525	4.2	2,205.00	HR Claims review
Jonathan Cohen-Domanus	10-Nov-17	525	3.8	1,995.00	HR Claims review
Jonathan Cohen-Domanus	14-Nov-17	525	1.0	525.00	PSG HR Claims review with Martin D
Jonathan Cohen-Domanus	15-Nov-17	525	0.5	262.50	HR Claims call with A&M
Jonathan Cohen-Domanus	17-Nov-17	525	1.0	525.00	PSG Claims call and transition for Tara
Jonathan Cohen-Domanus Total			13.8	7,245.00	
Louisa Ait Slimane	30-Nov-17	350	0.5	175.00	deposer le cheque et la déclaration à RQ offices
Louisa Ait Slimane Total			0.5	175.00	



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Marites Carandang	9-Nov-17	350	0.4	140.00	October 2017 bank recs
Marites Carandang	14-Nov-17	350	0.3	105.00	Post bank adjustments for Oct/17 bank recs
Marites Carandang	7-Dec-17	350	0.4	140.00	Nov/17 bank recs
Marites Carandang	11-Dec-17	350	0.3	105.00	Post bank adjustments for Nov/17 bank recs
Marites Carandang Total			1.4	490.00	
Martin Daigneault	2-Nov-17	790	3.4	2,686.00	claim allocation planing and rww with JCD, rww split prepared by JCD for A&M discussion Fruday, CBSA claims dispute-contestataiuiin call with DT, debrief after, EY website posting, claims allocation back and forth with A&M on mtg time, rww Claims Res order
Martin Daigneault	3-Nov-17	790	3.2	2,528.00	A+M-US trustee call on claims management CDA and US split, advance review of data for call, Prof fee rww and send to A+M (A+O), Luxco letter issues and corersp Schnerlitzauer, EM RB on proposed text changes and assess, Transaltion of newspaper notices
Martin Daigneault	6-Nov-17	790	4.7	3,713.00	FU prof fees, Corio call, liquidation trust agreement, extra taxes on PPA, final invoices rww from SE, Tax indmenity text rww and change names to new Oldco new names, TGF tax indemnity disc-EM, ads for plan of arrangement to review and translate, identify
Martin Daigneault	7-Nov-17	790	2.0	1,580.00	Luxco agmt change and issue to Luxco, tax indemnity rww from SE, newspaper transaltion and issues-volume and timing), claims rww and NORD coord JCD
Martin Daigneault	8-Nov-17	790	1.4	1,106.00	trust agrmt versions and comments tracking, QRA corresp on claim, US docket docs review
Martin Daigneault	9-Nov-17	790	6.7	5,293.00	claim resolution order rww and planning. Rww claims prprofile in light of the CRO and potential structure to delay with claim efficiently, update tax claims and progress in audits and claims update
Martin Daigneault	10-Nov-17	790	4.7	3,713.00	Changes and issues w. PPA final invoices, corod SE, Nrd draft base template comments and table to summarize changes, JCD claims coord mtg setup, EY tax comments on Disclosure statement, rww claims listing update, changes and material claims
Martin Daigneault	13-Nov-17	790	6.2	4,898.00	CBSA appeal vet w. JD Girard ruling applicability- Prof fees rww approval, submit- SThibault corresp on CBSA appeal period and Girard ruling- Luxco pmt confirmation and signature & acknowledgment-Cam Vet previous GST pamt mase on asset sale and process,
Martin Daigneault	14-Nov-17	790	5.8	4,582.00	PPA sales tax exposure for sales taxes if deemed late pmt- Luxco /Liquid. trustee reqmt to get disclosure of residual cash balance, coord Fox- upcoming stay motion planning BLG, vet if reqd to file cash flow, FU JDB- CDN cash sufficiency for tax payment
Martin Daigneault	14-Nov-17	790	1.5	1,185.00	claims review JCD, split, process, priority, issues to vet
Martin Daigneault	15-Nov-17	790	2.2	1,738.00	CRO validation of UCC and EC process for EY NORD., LT queries on Luxco EY residual assets and bak acct location, cost sharing agreement
Martin Daigneault	16-Nov-17	790	4.7	3,713.00	EY-AO-TGF Nov and Dec fee budget to prepare/assemble/provide, AO fees rww and submit, coord rww of stipulation for larger employee claims, some purely CDN, disc Thibault on CRA claims process issues and Stay on opposition period, comfort letter and non-disclosure
Martin Daigneault	17-Nov-17	790	2.5	1,975.00	CCAA claims status call and debrief (KC, JCD, RB), - Plan supplement global call, - Monitor team coord call
Martin Daigneault	17-Nov-17	790	2.5	1,975.00	CCAA claims status call and debrief (KC, JCD, RB), - Plan supplement global call, - Monitor team coord call
Martin Daigneault	17-Nov-17	790	2.6	2,054.00	HR claims FU and breakdown-analysis to do for all cHR claim components, instruction to JCD- Covo claim FU Corio as AM not tracking sev paid prior to filing, Coord JDB on stay on 90 day tax assessment appeal period, disc Girard ruling and applicability
Martin Daigneault	20-Nov-17	790	6.4	5,056.00	Claims HR split, rww CB claims profile, EM RBengino on govt CRA claims propsoed NORD process, retention bonus clause read/assess prorata claim or \$0, approve final adjust invoices on PPA for GST remit. and corodination, get FX rate on Excess USD converted
Martin Daigneault	21-Nov-17	790	6.6	5,214.00	rww AM claims split Cda vs. USA, look at CB claims and non identical but dual jurisdiction claims, propose resolution of claims allocation EY-AM and seek CCAA team comments thereon, transmit to PSG-Deloitte propose CRA-CBSA NORD claims treatment



PSG - WIP (E-65063424)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	22-Nov-17	790	4.3	3,397.00	PPSA tax adjust coord and PSG HST acct closed, RSU-DSU claim value analysis, CBN claims split and analyze split options, retention agreement rvw to see if prorata payment if not fired for cause, Brian Webb CRA FU
Martin Daigneault	23-Nov-17	790	4.8	3,792.00	HR claims review, CRA comfort letter, Cda-US claims split, issues to coordinate with US on claims valuation
Martin Daigneault	24-Nov-17	790	5.4	4,266.00	stipulations claims rvw and commentary, draft claims rejection text comments rec'd, list OS issues requiring A&M disc and agreements on treatment of claims (w. HR focus)
Martin Daigneault	27-Nov-17	790	5.5	4,345.00	Stipulation highlights and commonality rvw, rvw systematic agreement text for retention, DSU and Bonus agmt, gather full std agreements from PC website/claims. Rvw tax claims update for upcoming rejection of placehodler claims, identify MRQ contact
Martin Daigneault	28-Nov-17	790	6.1	4,819.00	RB stipulations rvw issues list to RB, disc RB, coord call and attend call with RB, TS, A&M and YCST on vetting HR claims determination process and methodology, KERP vs retention disc and cancellation of Retention agmt, RSU analysis, CB vs stipulation claims
Martin Daigneault	29-Nov-17	790	5.0	3,950.00	KERP vs retention FU w. YCST, Coord claims split w. TS, PPA tax payments to tax authorities document and approve Cam (Cda-Ontario) and MAP for Qbc pmt to make-exchanges JGS of SE, CRA comfort letter tracking of issues on text and disclosure-EMs SThibault
Martin Daigneault	30-Nov-17	790	3.5	2,765.00	HST remit confirm, and conclude on all pmts made, PSG no remit as net receivable even if PPA, Luxco indemnity FU and conclude cord TGF
Martin Daigneault	1-Dec-17	790	3.1	2,449.00	HR claims split, FU YC on missing daaat to vet KERP vs Retention, tax issues FU, missing post-filing corp tax returns means CRA placehodler claims still incomplete, cost sharing agreement
Martin Daigneault	4-Dec-17	790	2.9	2,291.00	EY-TGF-AO fee estimate for Liquid trustee global cost sharing back and forth dicsc, MOR Decembre rvw and send to CCAA group
Martin Daigneault	4-Dec-17	790	2.9	2,291.00	tax assessment destination and aggregating data on tax amounts receivable and owing
Martin Daigneault	5-Dec-17	790	2.3	1,817.00	Liquidation trust Board members call CCAA team, global cost sharing agmt rvw, who bears PSG income taxes after the iLiquid Trust is enabled-active, SThibault coord with SE on EM notices-filings
Martin Daigneault	8-Dec-17	790	2.3	1,817.00	ARQ Jobidon ltr seeking MRQ comfort letter, tax coord call and EM with Deloitte to move tax claims forward, CRA exchanges on missing items for CRA definitive claims
Martin Daigneault Total			115.2	91,008.00	
Mary-Ann Prosper	30-Nov-17	350	0.5	175.00	Print out cheque re GST payment for MRQ, emails to Louise and Louis in tax, deliver chq to Louise for payment at MRQ offices, emailconfirmation to Martin D & Cam
Mary-Ann Prosper Total			0.5	175.00	
Philippe Dunlavey	17-Nov-17	675	0.3	202.50	PSG - review language, email Alain
Philippe Dunlavey	4-Dec-17	675	0.8	540.00	Peach - review of the Cost Sharing Agreement
Philippe Dunlavey Total			1.1	742.50	
Tara Serve	15-Nov-17	525	1.0	525.00	Review of statutory documents, claims process.
Tara Serve	17-Nov-17	525	2.5	1,312.50	Review of statutory documents, claims process.
Tara Serve	20-Nov-17	525	3.5	1,837.50	Analysis of claims and follow-up.
Tara Serve	21-Nov-17	525	4.5	2,362.50	Analysis of claims and follow-up.
Tara Serve	22-Nov-17	525	1.0	525.00	Analysis of claims and follow-up.
Tara Serve	23-Nov-17	525	0.5	262.50	Analysis of claims and follow-up.
Tara Serve	27-Nov-17	525	2.0	1,050.00	HR claims process.
Tara Serve	28-Nov-17	525	3.5	1,837.50	HR claims process.
Tara Serve	30-Nov-17	525	3.5	1,837.50	HR claims process.
Tara Serve	6-Dec-17	525	3.5	1,837.50	PSG claims.
Tara Serve	7-Dec-17	525	1.5	787.50	PSG claims.
Tara Serve Total			27.0	14,175.00	
Grand Total			258.4	180,470.00	

DOCUMENT

VIII



PSG - WIP (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	11-Dec-17	875	0.4	350.00	Governance discussions
Brian Denega	12-Dec-17	875	1.2	1,050.00	review draft 12th report and provide comments
Brian Denega	13-Dec-17	875	0.6	525.00	Review draft materials, issues etc. tax slip questions
Brian Denega	20-Dec-17	875	1.0	875.00	Plan approval hearing
Brian Denega	20-Dec-17	875	0.4	350.00	Board call
Brian Denega Total			3.6	3,150.00	
Cam Bear	11-Dec-17	350	0.2	70.00	Download and email last weeks R & D's to the team
Cam Bear	13-Dec-17	350	0.4	140.00	Issue cheques, record, mail
Cam Bear	13-Dec-17	350	0.3	105.00	Emails and call to bank to request interim statement for Alex
Cam Bear	14-Dec-17	350	0.3	105.00	Review payments made to Bennett Jones and respond to Julie at Peak
Cam Bear	15-Dec-17	350	0.8	280.00	Emailed from Dom and Martin regarding CRA audit, write up req, create allocation, issue cheque and record
Cam Bear	20-Dec-17	350	1.2	420.00	Pull support for Rev Quebec audit of October filing and email to Alex
Cam Bear	20-Dec-17	350	0.6	210.00	Write up reqs, issue cheques
Cam Bear	20-Dec-17	350	0.3	105.00	Review emails regarding Directors fees and source remittances to be made
Cam Bear Total			4.1	1,435.00	
Jean-Daniel Breton	11-Dec-17	790	1.0	790.00	Disc Martin D re report, etc.
Jean-Daniel Breton	12-Dec-17	790	3.5	2,765.00	Review report, disc Rachel, review e-mails, etc.
Jean-Daniel Breton	13-Dec-17	790	4.5	3,555.00	Review documents and comment (report, confirmation orders, etc.). Conf calls.
Jean-Daniel Breton	14-Dec-17	790	4.0	3,160.00	Review report comments, e-mail exchanges, review voting results, etc.
Jean-Daniel Breton	15-Dec-17	790	2.3	1,817.00	Misc e-mails, changes to draft orders, etc.
Jean-Daniel Breton	18-Dec-17	790	3.5	2,765.00	Tax call, disc Martin, read factum, court material, etc.
Jean-Daniel Breton	19-Dec-17	790	2.0	1,580.00	Misc e-mail exchanges, tax claims, etc.
Jean-Daniel Breton	20-Dec-17	790	3.5	2,765.00	Discussions re claims process, review tax claims, disc Deloitte, e-mail exchanges, etc.
Jean-Daniel Breton Total			24.3	19,197.00	
Jocelyne Tardif	20-Dec-17	525	0.5	262.50	secure, rename & post
Jocelyne Tardif Total			0.5	262.50	
Marites Carandang	11-Dec-17	350	0.3	105.00	Post bank adjustments for Nov/17 bank recs
Marites Carandang	18-Dec-17	350	0.5	175.00	Prepare cheque requisition/deposit form re: transfer of funds between USD to CAD. Letter to transfer funds, have it signed, faxed to RBC, call to/from RBC.
Marites Carandang	18-Dec-17	350	0.6	210.00	Prepare cheque requisitions for various disbursements. Mail cheques
Marites Carandang	20-Dec-17	350	0.2	70.00	Email/call to/from RBC re: transfer of funds allocation
Marites Carandang	20-Dec-17	350	0.3	105.00	Post transfer of funds from USD to CAD
Marites Carandang Total			1.9	665.00	
Martin Daigneault	11-Dec-17	790	3.4	2,686.00	M report, EM tracking clean-up, coord Deloitte tax claims call, pay AO fees, disclosure stat.
Martin Daigneault	12-Dec-17	790	1.5	1,185.00	prep docs of tax claims for Deloitte call, provide tax claims listing to Deloitte with comments, rvw tax claims on PrimeClerk site, Deloitte call.
Martin Daigneault	13-Dec-17	790	2.7	2,133.00	RB claims process items on HR to vet-document, draft. Deloitte EM and track all Tax filings and OS filings and Receivables per entity for full tax status. M report, voting and plan issues to rvw, LT FU on forward planning
Martin Daigneault	18-Dec-17	790	3.7	2,923.00	tax returns and status call with SE and Deloitte to conclude CRA corp tax placeholder claims, prof fees rvw and approval, approve payments, rvw PC invoice and newspaper ads, gather CCAA PDF claims for Deloitte and provide, Trustee fees rvw-approval, convert USD to CAD for prof fees pmts, coord JGS PPA invoices to provide Deloitte to ensure completeness of acctg for Corp taxes
Martin Daigneault	19-Dec-17	790	3.7	2,923.00	CBSA contestations filed and provided by DT, assess data/content, US plan vote-approval results and Court filings, track EM volume and ongoing issues



PSG - WIP (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	20-Dec-17	790	6.9	5,451.00	CBSA-Deloitte call with Lisa to rvw the CBSA claims assessment and how such was determined, rvw Deloitte supporting docs provided,disc JDB on process to get CBSA claims support material from them under the CRO. Directors fees and withholdings reqmt ongoing EM,inquire on jurisdiction applicable for W/H remittances and tax acct numbers, SE fees to be paid, MOnitor's certificate, rvw and approve posting of US Plan approval and Motion material on EY website
Martin Daigneault Total			21.9	17,301.00	
Tara Serve	11-Dec-17	525	1.5	787.50	PSG HR proof of claims.
Tara Serve	12-Dec-17	525	1.5	787.50	Call and follow-up discussion re: tax proof of claims.
Tara Serve	12-Dec-17	525	4.0	2,100.00	PSG HR proof of claims.
Tara Serve	14-Dec-17	525	2.5	1,312.50	Follow-up re: requested supporting documentation, review of HR claims.
Tara Serve	15-Dec-17	525	2.5	1,312.50	PSG HR claims.
Tara Serve	19-Dec-17	525	1.5	787.50	Claims process.
Tara Serve Total			13.5	7,087.50	
Grand Total			69.8	49,098.00	

DOCUMENT

IX



PSG - WIP (E-65063424)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Brian Denega	12-Jan-18	875	0.4	350.00	KERP issue
Brian Denega Total			0.4	350.00	
Cam Bear	21-Dec-17	350	3.4	1,190.00	Download and email reports to M. Palmer and team, issue and record various cheques, courier Stikeman fees, emails, draft wire to CRA, draft transfer letter
Cam Bear	22-Dec-17	350	0.6	210.00	Mail out cheques, file maintenance
Cam Bear	2-Jan-18	350	0.5	175.00	Follow up with RBC on transfer between accounts request on Dec. 22, print off support, record.
Cam Bear	9-Jan-18	350	1.1	385.00	Email reports to Alex Connelly and support for certain payments
Cam Bear	11-Jan-18	350	0.8	280.00	Locate and email support for payroll deduction payment made in December to Alex at PSG
Cam Bear Total			6.4	2,240.00	
Jean-Daniel Breton	21-Dec-17	790	6.0	4,740.00	Review tax claims, draft letter of request for information. Misc e-mail exchanges re plan implementation, etc.
Jean-Daniel Breton	22-Dec-17	790	1.5	1,185.00	Misc e-mail exchanges, review info for gov't claims, etc.
Jean-Daniel Breton	2-Jan-18	790	4.0	3,160.00	Review e-mail from Deloitte re tax audit, update letter, exchanges with TGF, etc.
Jean-Daniel Breton	3-Jan-18	790	1.0	790.00	Misc follow up
Jean-Daniel Breton	4-Jan-18	790	0.5	395.00	Misc e-mail exchanges
Jean-Daniel Breton	9-Jan-18	790	0.8	632.00	e-mail exchanges re claims, etc.
Jean-Daniel Breton	12-Jan-18	790	1.0	790.00	e-mail exchanges, follow up, etc.
Jean-Daniel Breton Total			14.8	11,692.00	
Jocelyne Tardif	21-Dec-17	525	2.4	1,260.00	secure, rename & post documents to website
Jocelyne Tardif Total			2.4	1,260.00	
Marites Carandang	9-Jan-18	350	0.2	70.00	Scan Dec bank statements, email same to Cam
Marites Carandang	15-Jan-18	350	0.4	140.00	Dec/17 bank recs
Marites Carandang Total			0.6	210.00	
Martin Daigneault	21-Dec-17	790	4.1	3,239.00	CBSA claim rvw and rvw and disc JDB addl info demand letter, seek and rvw BHI-BHC internal FS to isolate interco txs for customs claims dispute support.
Martin Daigneault	9-Jan-18	790	5.0	3,950.00	claims HR rvw and coord on std NORD text and work flow, call JH, KH and tara (EY)
Martin Daigneault	10-Jan-18	790	6.5	5,135.00	claims rvw and corod, disc Asim Iqbal, std text, breakdown HR claims by type
Martin Daigneault	11-Jan-18	790	7.0	5,530.00	Rvw FU can on SE fee payment, BJ payment, directors' w/h payments, M cert sign off on location and website upload.demand ltr to
Martin Daigneault	12-Jan-18	790	8.0	6,320.00	AO fees rvw, disc Palmer on process, disc on Std text and retention agreement v. KERP matters, Stock Option NORDs, Covo-Nadeau NORD
Martin Daigneault Total			30.6	24,174.00	
Tara Serve	22-Dec-17	525	2.5	1,312.50	Claims process.
Tara Serve	8-Jan-18	525	3.5	1,837.50	Claims process.
Tara Serve	9-Jan-18	525	6.5	3,412.50	Claims process.
Tara Serve	10-Jan-18	525	4.5	2,362.50	Claims process.
Tara Serve	11-Jan-18	525	5.0	2,625.00	Claims process.
Tara Serve	12-Jan-18	525	5.5	2,887.50	Claims process.
Tara Serve Total			27.5	14,437.50	
Grand Total			82.7	54,363.50	

DOCUMENT

X



Wip PSG February 8, 2018 (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Total	Description
Brian Denega	16-Jan-18	875	1.0	875.00	Team call
Brian Denega	29-Jan-18	875	0.8	700.00	Call with TGF and EY Montreal re. claims
Brian Denega Total			1.8	1,575.00	
Cam Bear	25-Jan-18	350	0.5	175.00	Void cheques issued in December but paid already. Run R & D's for Greg K and email
Cam Bear	29-Jan-18	350	0.5	175.00	Write up JE to void cheque issued, print off supporting documents for invoiced to be paid.
Cam Bear	30-Jan-18	350	2.9	1,015.00	Write up reqs, email Martin re Euro fees, allocate fees to entities, issue numerous cheques, record
Cam Bear Total			3.9	1,365.00	
Jean-Daniel Breton	19-Jan-18	790	2.0	1,580.00	e-mail exchanges, disc and conf call Martin, Rachel McMillan, etc.
Jean-Daniel Breton	22-Jan-18	790	0.5	395.00	Misc e-mail exchanges, follow up
Jean-Daniel Breton	24-Jan-18	790	0.5	395.00	Misc e-mails, follow up
Jean-Daniel Breton	25-Jan-18	790	1.3	1,027.00	Disc Revenue Canada, e-mail exchanges, disc Martin, etc.
Jean-Daniel Breton	26-Jan-18	790	3.3	2,607.00	Conference call to discuss status of claims and distributions, e-mail exchanges, disc Martin Daigneault, etc.
Jean-Daniel Breton	29-Jan-18	790	5.0	3,950.00	Disc Martin, e-mail exchanges Rachel, Ken, review documentation re claim from Brian Taylor, corresp CBSA, etc.
Jean-Daniel Breton	30-Jan-18	790	4.5	3,555.00	Disc Tara, Martin, e-mail exchanges Rachel, Ken, review documentation re claim from Brian Taylor, etc.
Jean-Daniel Breton	31-Jan-18	790	1.0	790.00	Disc Tara, Martin, e-mail exchanges Rachel, review documentation re claim from Brian Taylor, finalize letter to Bruce Sevigny.
Jean-Daniel Breton	1-Feb-18	790	1.0	790.00	Misc follow up, e-mail exchanges, etc.
Jean-Daniel Breton	2-Feb-18	790	2.5	1,975.00	Conf call CBSA, e-mail exchanges, disc Martin D, Rachel B, etc.
Jean-Daniel Breton	5-Feb-18	790	0.8	632.00	Misc re claims, follow up, e-mails, etc.
Jean-Daniel Breton	6-Feb-18	790	1.0	790.00	Review correspondance, misc re claims, e-mail exchanges, etc.
Jean-Daniel Breton Total			23.4	18,486.00	
Martin Daigneault	15-Jan-18	790	7.4	5,846.00	HR claims (SO, RSU) Sev calcs rww, retention vs KERP research and disc. Cred corresp.Coord Tara Serve. Coord and FU A&M (Kara)
Martin Daigneault	16-Jan-18	790	6.7	5,293.00	CCAA Team corod call and prep agenda (1.1) Comfort ltr FU ARQ, HR claims (SO, RSU) Sev calcs rww, retention vs KERP research and disc. Cred corresp.Coord Tara Serve. Coord and FU A&M (Kara) (5.6)
Martin Daigneault	17-Jan-18	790	7.3	5,767.00	HR claims (SO, RSU) Sev calcs rww, retention vs KERP research and disc. Cred corresp.
Martin Daigneault	18-Jan-18	790	7.6	6,004.00	LT HR coordination call with TGF and TS (.7) HR claims (SO, RSU) Sev calcs rww, retention vs KERP research and disc. Cred corresp.Coord Tara Serve. Corod and FU A&M (Kara) (6.9)
Martin Daigneault	19-Jan-18	790	6.8	5,372.00	HR claims (SO, RSU) , retention vs KERP research and disc. .Coord Tara Serve. Coord and FU A&M (Kara)
Martin Daigneault	22-Jan-18	790	7.0	5,530.00	claims NORD issuance HR and SO claims, final rww, issuance, summarize, rww next claims bucket to deal with
Martin Daigneault	23-Jan-18	790	4.7	3,713.00	Rww US Omnibus claims motion filed (objections) Rww and plan residual claims to deal with. CBSA coord with tax authorities with JD, rww-discuss BTaylor claim issues
Martin Daigneault	24-Jan-18	790	2.7	2,133.00	Taylor claim rww and cisc. OS claims vs US payment intentions, US ruling on Director indemn claims. Coord and disc counsel and JD
Martin Daigneault	25-Jan-18	790	2.9	2,291.00	rww docs and agenda for LT group call. Discuss and provide discussion points to TGF for LT call. CBSA disc and draft e-mal reply disc with JD, get TGF comments to move claims determination-settlement moving. Goodman retainer
Martin Daigneault	26-Jan-18	790	4.0	3,160.00	claims and distro call with LT and counsel (s), timinga nd reqmts to make distrib, vs plan disclosure of 100%, JD disc and assess of Taaylor claim-AM,KH and JH call on claims review and gameplan to deal with claimss in the short term, Director indmenification and Equity claims to disallow, approve prof fees, rww and issue instrcutions, CamB to payout CDN advsors.



Wip PSG February 8, 2018 (E-65166796)
WIP Time Details

Person	Date	Rate	Hours	Total	Description
Martin Daigneault	29-Jan-18	790	5.1	4,029.00	Monitor team call on claims update, review, outlook- Nadeau EMs and replies on T4as to issue and retiring allowance, rww AM claims report and identify working mechanisms and how current claim estimates built, determined and provided, target certain CDN claims to deal with ASAP
Martin Daigneault	30-Jan-18	790	5.2	4,108.00	AM Claims report call to review current claim estimates, rww and assess AM report per discussion, target specific claims disc TS, Prof fees approvals details for CamB, MIPS claim review and have RB FU on such claims assumed by Peake, indemnity claims US motion review if need to reject or not, Taylor Non-compete disc JD and rww his draft reply to Taylor counsel, update JD CBSA claims and disc Justice Cda
Martin Daigneault	31-Jan-18	790	4.5	3,555.00	ARQ call and vet when Comfort ltr to be recd, CRA and ARQ claims rww and low lying fruits to reject, Brian Webb to discuss, US motions rww and CRG issues-Harmon
Martin Daigneault Total			71.9	56,801.00	
Tara Serve	15-Jan-18	525	6.5	3,412.50	Claims process.
Tara Serve	16-Jan-18	525	6.0	3,150.00	Claims process.
Tara Serve	17-Jan-18	525	7.5	3,937.50	Claims process.
Tara Serve	18-Jan-18	525	5.5	2,887.50	Claims process.
Tara Serve	19-Jan-18	525	6.5	3,412.50	Claims process.
Tara Serve	22-Jan-18	525	6.5	3,412.50	Claims process - NORDs, mailing and e-mails.
Tara Serve	23-Jan-18	525	3.5	1,837.50	Claims process - NORDs, mailing and e-mails.
Tara Serve	24-Jan-18	525	2.0	1,050.00	Claims process - NORDs, mailing and e-mails.
Tara Serve	25-Jan-18	525	1.0	525.00	Claims process - NORDs, mailing and e-mails.
Tara Serve	26-Jan-18	525	2.0	1,050.00	Claims process - conference calls and returning creditor calls and e-mails.
Tara Serve	30-Jan-18	525	2.5	1,312.50	Calls and claims follow-ups.
Tara Serve	31-Jan-18	525	2.0	1,050.00	Claims process.
Tara Serve	2-Feb-18	525	1.5	787.50	Claims process.
Tara Serve Total			53.0	27,825.00	
Grand Total			154.0	106,052.00	

DOCUMENT

XI



PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	9-Feb-18	350	1.4	490.00	Copy, scan Euro draft, email to D. Law, record. Email Greg re: retainer from Goodmans
Cam Bear	12-Feb-18	350	0.1	35.00	Email request to bank for January bank statement
Cam Bear	22-Feb-18	350	0.3	105.00	Download and email reports to Greg
Cam Bear	28-Feb-18	350	1.8	630.00	Write up reqs, complete schedules for fees, issue cheques, call with Martin regarding amended invoice
Cam Bear	1-Mar-18	350	0.3	105.00	Complete January 2018 bank reconciliation for CAD account
Cam Bear	2-Mar-18	350	0.6	210.00	Respond to email from Frank at D. Law in Luxembourg
Cam Bear	2-Mar-18	350	0.6	210.00	Fax Euro wire to bank, download and email statements to Alex and Greg
Cam Bear	6-Mar-18	350	0.5	175.00	Scan and email statements to Alex, record Euro wire done
Cam Bear	8-Mar-18	350	0.8	280.00	Review emails from Mark P. and BPS liquidator regarding outstanding invoices, review payments made and respond back.
Cam Bear	14-Mar-18	350	0.4	140.00	Email invoices to Martin for approval, review Rev. Quebec remittance from Mark
Cam Bear Total			6.8	2,380.00	
Jean-Daniel Breton	9-Feb-18	790	1.0	790.00	e-mail exchanges re claims, etc.
Jean-Daniel Breton	12-Feb-18	790	1.5	1,185.00	Disc Rachel, draft NORD, disc Martin D, etc.
Jean-Daniel Breton	13-Feb-18	790	1.0	790.00	Review changes made to draft NORD, prepare and send NORD
Jean-Daniel Breton	14-Feb-18	790	1.5	1,185.00	e-mail exchanges, review contestations to NORDs, etc.
Jean-Daniel Breton	15-Feb-18	790	2.3	1,817.00	Conf call to discuss status, discussions Tara re claim rejection notices, etc.
Jean-Daniel Breton	19-Feb-18	790	2.0	1,580.00	Read documents re claims rejections (MIPS)
Jean-Daniel Breton	20-Feb-18	790	1.5	1,185.00	e-mail exchanges Rachel, Martin, etc. re claims, appeals, etc.
Jean-Daniel Breton	21-Feb-18	790	1.0	790.00	Exchanges, follow up, etc.
Jean-Daniel Breton	22-Feb-18	790	1.0	790.00	e-mail exchanges, disc re claims resolution process
Jean-Daniel Breton	23-Feb-18	790	1.5	1,185.00	Phone call Justice Canada, corresp Deloitte, e-mail exchanges, etc.
Jean-Daniel Breton	26-Feb-18	790	1.5	1,185.00	Disc Martin D., e-mail exchanges, read documents re claims disputes, etc.
Jean-Daniel Breton	1-Mar-18	790	1.5	1,185.00	Corresp re claims, CBSA, etc.
Jean-Daniel Breton	2-Mar-18	790	1.5	1,185.00	Conf call Lisa Zajco, Rachel, Martin, e-mail exchanges re CBSA claims, etc.
Jean-Daniel Breton	5-Mar-18	790	0.5	395.00	Misc follow up and e-mails
Jean-Daniel Breton	6-Mar-18	790	4.0	3,160.00	e-mail exchanges, disc CRA, review material, draft response, etc.
Jean-Daniel Breton	7-Mar-18	790	4.5	3,555.00	Misc re CBSA claims – correspondence, review documents sent by CBSA, etc. Misc re engagement of Claims officer – review agreement, etc.
Jean-Daniel Breton	8-Mar-18	790	5.0	3,950.00	Misc re CBSA claims – correspondence, review draft correspondance from Deloitte, etc.
Jean-Daniel Breton	9-Mar-18	790	1.5	1,185.00	Misc re CBSA claims – correspondence, review draft correspondance from Deloitte, etc.
Jean-Daniel Breton	12-Mar-18	790	2.5	1,975.00	Corresp exchanges, conf call re CBSA claims, etc.
Jean-Daniel Breton	13-Mar-18	790	2.5	1,975.00	Disc Martin D, e-mail exchanges, review corresp drafted by Deloitte, etc.
Jean-Daniel Breton	14-Mar-18	790	1.5	1,185.00	Conf call, misc follow up re CBSA claims
Jean-Daniel Breton	15-Mar-18	790	2.0	1,580.00	Disc Kim Sheppard, Rachel, follow up re CBSA claims, misc follow up.
Jean-Daniel Breton	16-Mar-18	790	1.0	790.00	Disc Kim Sheppard, Rachel, follow up re CBSA claims, misc follow up.
Jean-Daniel Breton Total			43.8	34,602.00	
Marites Carandang	12-Feb-18	350	0.2	70.00	Jan/18 bank recs
Marites Carandang	13-Feb-18	350	0.2	70.00	Post bank adjustments re: Jan/18 bank recs
Marites Carandang	15-Mar-18	350	0.4	140.00	Feb/18 bank recs
Marites Carandang	16-Mar-18	350	0.3	105.00	Post Feb/18 bank adjustments.
Marites Carandang Total			1.1	385.00	
Martin Daigneault	9-Feb-18	790	1.8	1,422.00	docket update rvw and MOR review, re: residual cash and other ongoing matters
Martin Daigneault	12-Feb-18	790	1.1	869.00	Taylor NORD rvw JD, Covo dispute disc TS, Sheppard ARQ FU and coord w. JD for CBSA claim



PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	14-Feb-18	790	1.8	1,422.00	Disc TS Covo and Siegel disputes, exchange RB, TS to advsie OC of expired NORD to fix claim value accepted, US docket update rww from AO
Martin Daigneault	15-Feb-18	790	1.4	1,106.00	FU T4A per Cote request, EM Osborne Deloitte thereon, EM Kara Harmon on MIPS Nord to be issued, draft NRD and provide to JD for comments
Martin Daigneault	16-Feb-18	790	1.7	1,343.00	EM clean up rww/ cc on volume, FU AM claims progress and split, MIPS
Martin Daigneault	19-Feb-18	790	2.0	1,580.00	rww 13 Equity Nord, rww text and basic claim profile data, dispute return addresses to add, disc Tara, MIPS NORD Drafting m disc JD, update NORD, send draft for comments to RB
Martin Daigneault	20-Feb-18	790	1.0	790.00	MIPS TGF comments on draft NORD, rww, send to JD-AO for rww, sign equity claim NORDs
Martin Daigneault	21-Feb-18	790	1.0	790.00	AO comments on MIPS NORD, disc JDB, AO and TGF fees rww and trsfer
Martin Daigneault	21-Feb-18	790	4.5	3,555.00	equity claims replies to queries to address, on T4A and 1099 differences and how CDA withholdings were caught up, FU Greg Cote-Friedberg claims equity and indemnification why different than Stipulation group -FU Tara on Indemnification NORDs to issue.
Martin Daigneault	22-Feb-18	790	0.9	711.00	MIPS NORD final comments and instructions to issue, EM RB 2 identical NORDs to issue, Indemnification NORD draft text rww and JD comments-changes
Martin Daigneault	23-Feb-18	790	0.3	237.00	coord Deloitte and Scott Elm on t4A status and if DAS all up to date. Who will issue slips for CDN directors
Martin Daigneault	26-Feb-18	790	1.7	1,343.00	equity claims replies to queries to address, Reply bfrom Tushara (re: CDS and DTC share registries)- Scott Elms TC on T4A and 1099 differences and how CDA withholdings were caught up, indemnity matters why different than Stipulation group -FU Tara on Indemnification NORDs to issue.
Martin Daigneault	28-Feb-18	790	2.3	1,817.00	docket update. MOR rww, prof fees invoice rww, CBSA FU, traffic EM rww
Martin Daigneault	1-Mar-18	790	0.8	632.00	follow up CBSA and planned call with Deloitte
Martin Daigneault	2-Mar-18	790	0.6	474.00	Lzajko Deloitte call on gameplan for CBSA claim.
Martin Daigneault	5-Mar-18	790	0.3	237.00	Canada Best assumed claim or not FU and monitor
Martin Daigneault	6-Mar-18	790	0.3	237.00	palmer queries on US foreign assets tax form to compleete and who will do it for 2017
Martin Daigneault	7-Mar-18	790	0.8	632.00	CBSA claim documentation exchange and rww from Deloitte data and corresp and JD draft letter
Martin Daigneault	7-Mar-18	790	0.2	158.00	claims officer mandate letter draft rww and sign-off
Martin Daigneault	8-Mar-18	790	0.3	237.00	CBSA exchanges on CRA improper assessment and explanation thereof
Martin Daigneault	12-Mar-18	790	2.3	1,817.00	docket upodate, US motions, contestations ans settlements,
Martin Daigneault	13-Mar-18	790	1.9	1,501.00	EM traffic, rww aand approve Claiams Officer agreement, Luxco matter FU, docs to be reviewed, Eco Ente Qbc claim FU lewawyers and rww EM provided
Martin Daigneault	14-Mar-18	790	1.0	790.00	Tushara CC on CBSA claims and other related matters, Deloitte explanation of status and issues, FU
Martin Daigneault	15-Mar-18	790	2.9	2,291.00	rww latest draft letter to CBSA on claims, issues and improper sample used for CBSA assessment and extrapolation, cvlaims staus update rww, NORDs expireed and to write off by PC, initiatives reqd for OS Canada claiams,Luxco OS invoices rww and question time and cost of shutdown seeking approval for.
Martin Daigneault	16-Mar-18	790	2.9	2,291.00	rww CRA and MRA+Q tax claims, identify subject matter of such (placeholder and \$\$ claims) contact CRA and MRQ contact to rww OS issues and missing filings to release tax refunds advsied of by Tushara /McMillan, Kent settlememnt, get claimss filed to RB, coresp Karpel to vet what unfiled Qbc retruns are OS
Martin Daigneault Total			35.8	28,282.00	
Tara Serve	9-Feb-18	525	0.5	262.50	Calls from creditors, letters of dispute.
Tara Serve	12-Feb-18	525	2.5	1,312.50	Draft equity (treasury) NORDs, calls with A&M re: claims register, sending updates to A&M update Prime Clerk, respond to creditors and review of letters of dispute, team call with TGF, e-mails to creditors.
Tara Serve	14-Feb-18	525	2.0	1,050.00	Draft equity (treasury) NORDs, calls with A&M re: claims register, sending updates to A&M update Prime Clerk, respond to creditors and review of letters of dispute, team call with TGF, e-mails to creditors.



PSG (E-65166796)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Tara Serve	15-Feb-18	525	2.5	1,312.50	Draft equity (treasury) NORDs, calls with A&M re: claims register, sending updates to A&M update Prime Clerk, respond to creditors and review of letters of dispute, team call with TGF, e-mails to creditors.
Tara Serve	16-Feb-18	525	4.5	2,362.50	Draft equity (treasury) NORDs, calls with A&M re: claims register, sending updates to A&M, update Prime Clerk, respond to creditors and review of letters of dispute, team call with TGF, e-mails to creditors.
Tara Serve	19-Feb-18	525	4.0	2,100.00	Equity, MIPS, director indemnity NORDs, e-mails and correspondence re HR letters of dispute.
Tara Serve	20-Feb-18	525	1.0	525.00	Equity, MIPS, director indemnity NORDs, e-mails and correspondence re HR letters of dispute.
Tara Serve	21-Feb-18	525	1.5	787.50	Equity, MIPS, director indemnity NORDs, e-mails and correspondence re HR letters of dispute.
Tara Serve	23-Feb-18	525	2.5	1,312.50	Equity, MIPS, director indemnity NORDs, e-mails and correspondence re HR letters of dispute.
Tara Serve	26-Feb-18	525	2.0	1,050.00	Responses to creditors re: NORDs received, indemnification claims.
Tara Serve	1-Mar-18	525	0.5	262.50	Follow-up of returned NORDs, e-mails responses re: equity NORDs issued.
Tara Serve	6-Mar-18	525	2.5	1,312.50	Indemnification NORDs.
Tara Serve	14-Mar-18	525	1.5	787.50	Updates re: NORDs, dispute period, indemnification claims.
Tara Serve	15-Mar-18	525	1.5	787.50	Updates re: NORDs, dispute period, indemnification claims.
Tara Serve Total			29.0	15,225.00	
Grand Total			116.5	80,874.00	

DOCUMENT

XII



PSG- WIP (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	21-Mar-18	350	0.9	315.00	Deposit misc receipts, record. Attend conference call with Lux Liquidator, email Martin R & D
Cam Bear	23-Mar-18	350	0.4	140.00	Download and email reports to G. Karpel and team
Cam Bear	27-Mar-18	350	0.7	245.00	Review the Lux invoices provided to pay with Liquidators schedule and advise Martine and team
Cam Bear	28-Mar-18	350	2.6	910.00	Print off support, write up numerous reqs, draft wires to Luxembourg, issue cheques, record
Cam Bear	29-Mar-18	350	0.8	280.00	Scan and fax wires to RBC, respond to email regarding U.S. tax and requirement for foreign bank info. Record wires
Cam Bear	2-Apr-18	350	0.4	140.00	Download statements and email to team
Cam Bear	3-Apr-18	350	0.2	70.00	Respond to email from Jen
Cam Bear	4-Apr-18	350	0.1	35.00	Respond to Martin's email regarding March reporting
Cam Bear	5-Apr-18	350	0.5	175.00	Draft wire to BHL, have signed, scan and email to bank
Cam Bear	6-Apr-18	350	0.8	280.00	Scan statements, download reports and email to PEAK
Cam Bear	11-Apr-18	350	0.3	105.00	Email with Martin, send Lux liquidator March statement
Cam Bear Total			7.7	2,695.00	
Camille Bandelier	3-Apr-18	350	0.3	105.00	assess the claim made by Éco Entreprises Québec
Camille Bandelier	9-Apr-18	350	0.8	280.00	assess the claim made by Éco Entreprises Québec
Camille Bandelier	10-Apr-18	350	1.0	350.00	assess the claim made by Éco Entreprises Québec
Camille Bandelier	11-Apr-18	350	2.0	700.00	assess the claim made by Éco Entreprises Québec
Camille Bandelier	12-Apr-18	350	1.7	595.00	assess the claim made by Éco Entreprises Québec
Camille Bandelier Total			5.8	2,030.00	
Jean-Daniel Breton	19-Mar-18	790	2.5	1,975.00	Misc follow up, disc Martin D, review e-mails re CRA/QRA claims, etc.
Jean-Daniel Breton	20-Mar-18	790	1.5	1,185.00	Misc follow up, disc Martin D, review e-mails re CRA/QRA claims, etc.
Jean-Daniel Breton	21-Mar-18	790	1.5	1,185.00	Conf call re Luxembourg, mis e-mail exchanges, etc.
Jean-Daniel Breton	22-Mar-18	790	0.5	395.00	e-mail exchanges, read report of trustee, misc. disc Martin D.
Jean-Daniel Breton	27-Mar-18	790	1.0	790.00	Misc e-mail exchanges, follow up, disc Martin D.
Jean-Daniel Breton	29-Mar-18	790	1.0	790.00	e-mails, follow up re CBSA, disc Martin D, etc.
Jean-Daniel Breton	2-Apr-18	790	1.0	790.00	Misc e-mails re claims process, CBSA, employee claims, etc.
Jean-Daniel Breton	4-Apr-18	790	1.0	790.00	Misc e-mails re claims process, CBSA, employee claims, etc.
Jean-Daniel Breton	5-Apr-18	790	1.0	790.00	e-mails, misc re claims, read contestations, etc.
Jean-Daniel Breton	6-Apr-18	790	1.5	1,185.00	Read documents re claim disputes
Jean-Daniel Breton	9-Apr-18	790	1.3	1,027.00	Misc corresp, review claims info, etc.
Jean-Daniel Breton	10-Apr-18	790	1.0	790.00	Misc corresp, review claims info, etc.
Jean-Daniel Breton	11-Apr-18	790	1.0	790.00	Review misc corresp re claims, court filings, etc.
Jean-Daniel Breton	12-Apr-18	790	1.0	790.00	e-mails, corresp, misc follow up, disc Martin D.
Jean-Daniel Breton	16-Apr-18	790	3.0	2,370.00	Review final assessment re CBSA claim, e-mail exchanges, analyse info, etc.
Jean-Daniel Breton	17-Apr-18	790	2.0	1,580.00	Review final assessment re CBSA claim, e-mail exchanges, discussions Lisa Zajco, etc.
Jean-Daniel Breton Total			21.8	17,222.00	
Marites Carandang	11-Apr-18	350	0.4	140.00	March 2018 bank recs
Marites Carandang	17-Apr-18	350	0.3	105.00	Post bank adjustments for March/2018 bank recs.
Marites Carandang Total			0.7	245.00	
Martin Daigneault	19-Mar-18	790	5.4	4,266.00	Claim register review for progress and focus to put on EY-TGF, rtw and sign Director Indemnification NORDs, FU w. Tara on NORDS expired to be sent to Prime Clerk, Kara Harmon call and rvw claims and to do CDA and US, M.Jobidon MRQ call to discuss OS tax refunds and assess overall MRQ position and refunds per summary he provided in Excel, . disc RB TGF, Jmaie Eno disc in missing MRQ filings and info to reply to Jobidon (MRQ), track and disc litigation claims for TGF to proceed on, rvw and gather claim forms for TGF, rvw Corresp Tushara-Eno-Zaleski on tax filing and issues, -SRED audit approval to act for PSG



PSG- WIP (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	20-Mar-18	790	5.8	4,582.00	Claims litigation copies and FU TGF, Luxco call coordination on closure process, FU EM and TC Jobidon MRQ on missing filings, provdie GST forms missing, disc ITC on assumed liabilities by Purchaser, rww APA, exchanges JD and Shooner thereon, advise Jobidon of APA and that exposure is to Buyer, not PSG, FU Deloitte on missing tax returns, FU Webb on \$0 CRA claims-final or not
Martin Daigneault	21-Mar-18	790	3.1	2,449.00	Claims register FU per Kara call, CRA Webb FU if any claim amendments coming per tax audits, rww ARQ misisng docs and FU for \$5M credit refund-collection, Luxco call and sic JD on implications, reasonable process, Cam residual cash, disc RB -docket rww and reply Josh
Martin Daigneault	22-Mar-18	790	2.5	1,975.00	to reclass rww trustee Palmer report, assess level or residual claims dealt with and thsie not, seek new claims register Kara, seek cash position update (cash, liabilities, projected costs claims compleetd and not completed), EMS MP on analysis to follow and/or discuss next week, Eno FU on missing tax docs for MRQ
Martin Daigneault	26-Mar-18	790	2.0	1,580.00	Friedberg NORD, FU costs professionals, Coord CB on Lux disb to make, rww Lux counsel timetable and cost projection, FU OS MRQ filings to get for OS refunds-credits
Martin Daigneault	27-Mar-18	790	1.4	1,106.00	AO fese rww and transmit, EEQ back-up recd, rww and transmit Adrana Mendez EY to assess, coord disc AMendez, Luxco pmt FU, track EM volume
Martin Daigneault	28-Mar-18	790	1.0	790.00	Friedberg NORD, TGF and AO commeents, rww, reply, disc TS, disb rww for all professionals, inquire on all AM staff, approve amounts, Cam to pay
Martin Daigneault	29-Mar-18	790	1.2	948.00	EEQ claim coord, disc Adriana EWY, gather and provide EEQ docs filed and addl docs submitted, Palmer coord EY acctg details from Cam and Luxco matters monitor Cam disb, FU Adam Hauth Deloitte to get the 2 unfiled Qbc Corp tax return that were filed as per Deloitte
Martin Daigneault	2-Apr-18	790	1.8	1,422.00	FU mail tracking and rww AO, US claim disputes, Luxco payments, EY acctg to remit to Palmer for Monthy report, BCSA FU on process and progress, March pmt schedule
Martin Daigneault	4-Apr-18	790	2.6	2,054.00	disbursement review, approval- FU Memo(2) to BD explaining claims process and particularly claims issue and who at EY is resolving what. - FU EY acctg to Karpel-Palmer for global acctg reconc. EM traffic reairvw, filing and and
Martin Daigneault	5-Apr-18	790	1.9	1,501.00	rve MRQ corresp and assess issues, disc MRQ to understand their position and what info is missing, transmit to US advisors, get add'l forms and Qbc tax returns for Easton Baseball, if any- AO fees rww and transmit
Martin Daigneault	5-Apr-18	790	1.7	1,343.00	move coordination, walk 20th floor, disc MAP, JT on Day 1 issues at new facilities
Martin Daigneault	6-Apr-18	790	0.6	474.00	EEQ claim cord Adriana and reply KH, Jobidon FU on missing tax returns and QST 2 new refunds accepted but withheld, B/F Jobidon
Martin Daigneault Total			31.0	24,490.00	
Tara Serve	19-Mar-18	525	0.5	262.50	Indemnification NORDs, update A&M, discussion and e-mails re: claims status, update Prime Clerk.
Tara Serve	20-Mar-18	525	2.0	1,050.00	Indemnification NORDs, update A&M, discussion and e-mails re: claims status, update Prime Clerk.
Tara Serve	23-Mar-18	525	1.5	787.50	Indemnification NORDs, update A&M, discussion and e-mails re: claims status, update Prime Clerk.
Tara Serve	26-Mar-18	525	1.5	787.50	Indemnification NORD and e-mails.
Tara Serve	29-Mar-18	525	1.0	525.00	Make changes and send indemnification NORD.
Tara Serve	6-Apr-18	525	0.5	262.50	Follow-up and e-mails re: NORDs sent.
Tara Serve	13-Apr-18	525	0.5	262.50	Follow-up re: claims.
Tara Serve Total			7.5	3,937.50	
Grand Total			74.5	50,619.50	

DOCUMENT

XIII



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Adriana Mendez	1-May-18	525	2.0	1,050.00	Bauer EEQ reclamation
Adriana Mendez Total			2.0	1,050.00	
Cam Bear	20-Apr-18	350	0.5	175.00	Review invoice received from DLaw, write up JE and record reversal of cheque issued to Field Law in 2017
Cam Bear	26-Apr-18	350	1.2	420.00	review invoices to pay, update schedules, write up reqs
Cam Bear	27-Apr-18	350	2.8	980.00	Finalize prepping fee payments, draft wire, email Martin regarding funding requirements, write up req and draft letter to transfer funds, issue cheques, mail
Cam Bear	30-Apr-18	350	0.3	105.00	Record wire
Cam Bear	1-May-18	350	0.2	70.00	Record transfer between accounts
Cam Bear	7-May-18	350	0.8	280.00	Download statements, scan bank statements, email to Alex and Mark
Cam Bear	8-May-18	350	0.5	175.00	Emails from BPS Luxembourg liquidator, download JE's for Lux account, review and email to team
Cam Bear	11-May-18	350	0.5	175.00	Estate accounting filing
Cam Bear	14-May-18	350	0.3	105.00	Review emails from Martin regarding tax refunds and respond
Cam Bear	22-May-18	350	1.8	630.00	Review invoices from Martin against fee estimates provided by the Lux liquidator in March, update numbers. Respond to Martin's email
Cam Bear	23-May-18	350	0.5	175.00	Filing of receipts and disbursements
Cam Bear Total			9.4	3,290.00	
Camille Bandelier	27-Apr-18	350	0.5	175.00	
Camille Bandelier	30-Apr-18	350	1.5	525.00	
Camille Bandelier Total			2.0	700.00	
Jean-Daniel Breton	16-Apr-18	790	3.0	2,370.00	Review final assessment re CBSA claim, e-mail exchanges, analyse info, etc.
Jean-Daniel Breton	17-Apr-18	790	2.0	1,580.00	Review final assessment re CBSA claim, e-mail exchanges, discussions Lisa Zajco, etc.
Jean-Daniel Breton	19-Apr-18	790	0.5	395.00	Misc disc Tara,
Jean-Daniel Breton	23-Apr-18	790	5.5	4,345.00	Conf call re claims status, e-mail exchanges Rachel, Tushara, Mark Palmer, draft letter re unliquidated claim.
Jean-Daniel Breton	24-Apr-18	790	0.5	395.00	e-mails, etc.
Jean-Daniel Breton	25-Apr-18	790	0.5	395.00	e-mail exchanges re claims, misc follow up
Jean-Daniel Breton	26-Apr-18	790	1.0	790.00	Correspondance re claims, misc exchanges of e-mails metc.
Jean-Daniel Breton	27-Apr-18	790	1.5	1,185.00	e-mail exchanges, read settlement agreements, etc.
Jean-Daniel Breton	30-Apr-18	790	1.5	1,185.00	Misc exchanges, review judgment re Demers-Diaz, etc.
Jean-Daniel Breton	1-May-18	790	1.0	790.00	Misc exchanges, CBSA, Demers-Diaz, disc Martin D, etc.
Jean-Daniel Breton	2-May-18	790	0.5	395.00	Misc e-mail exchanges, disc, review claims schedule
Jean-Daniel Breton	3-May-18	790	3.8	3,002.00	Discussions re claims, disc with Litigation Trustee, read jurisprudence re s. 502(b)(7), etc.
Jean-Daniel Breton	4-May-18	790	1.8	1,422.00	Conf call Kim Sheppard, disc re claims CBSA, corresp Demers, disc re employee claims, etc.
Jean-Daniel Breton	7-May-18	790	0.5	395.00	Misc e-mails, disc Tara, Martin
Jean-Daniel Breton	8-May-18	790	1.5	1,185.00	e-mail exchanges re taxes, claims
Jean-Daniel Breton	9-May-18	790	1.5	1,185.00	e-mail exchanges, disc Martin, Tara re claims, CBSA status, employee claims, government returns, etc.
Jean-Daniel Breton	10-May-18	790	2.0	1,580.00	Conf call, e-mail exchanges, disc Martin, Tara re claims, CBSA status, employee claims, government returns, etc.
Jean-Daniel Breton	11-May-18	790	1.0	790.00	e-mail exchanges re taxes, claims, etc.
Jean-Daniel Breton	14-May-18	790	1.0	790.00	Misc follow up, disc Tara, martin re claims process
Jean-Daniel Breton	15-May-18	790	1.0	790.00	Misc follow up
Jean-Daniel Breton	17-May-18	790	1.0	790.00	Misc re claims, e-mails, etc.
Jean-Daniel Breton	18-May-18	790	1.0	790.00	Misc re claims, e-mails, etc.
Jean-Daniel Breton Total			33.6	26,544.00	
Marites Carandang	17-Apr-18	350	0.3	105.00	Post bank adjustments for March/2018 bank recs.
Marites Carandang	1-May-18	350	0.4	140.00	Filing - Approved bank recs (July 2017 to Jan 2018)



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Marites Carandang	9-May-18	350	0.3	105.00	April 2018 bank recs.
Marites Carandang	15-May-18	350	0.3	105.00	Post bank adjustments re: April/18 bank recs.
Marites Carandang Total			1.3	455.00	
Martin Daigneault	11-Apr-18	790	1.7	1,343.00	Luxco disb request, rvw and approval- ARQ corresp rvw and advise Deloitte of demands-disc ARQ what they need to reply why merged co never filed ARQ returns (no assets or employees)
Martin Daigneault	12-Apr-18	790	0.7	553.00	EEQ FU claim, rvw FS for nonQbc merged entity recd form Deloitte, Denega update
Martin Daigneault	13-Apr-18	790	0.8	632.00	Bhatt claim rvw, call and discussion M. Bhatt on reasons why claim to be reduced
Martin Daigneault	23-Apr-18	790	3.3	2,607.00	EY-TGF claims call, rvw O/S claims in Cda and potential resolution, document claims agreement, Demers-Diaz litigation small claims court, fees TGF to submit
Martin Daigneault	26-Apr-18	790	1.1	869.00	Diaz draft rejection NORD rvw approval, coord DT call, coord EY tax participation rvw content of topics to be discussed
Martin Daigneault	27-Apr-18	790	0.7	553.00	prof fes invoices rvw and aproval, convert USD to CAD, estimate cash needs
Martin Daigneault	30-Apr-18	790	2.3	1,817.00	Deloitte call on o/s tax matters for Qbc tax refunds, prep and rvw docs of OS matters and corresp prior to call, FU on OS issues to complete for Qbc tax refunds owing(\$5M)- EEQ claim rvw FU AMendez - Claims FU coord on CDN claims owing
Martin Daigneault	1-May-18	790	1.8	1,422.00	Tax FU Fox to sign MRQ checklist, issues OS for Qbc tax refund, claims regster FU KH and rvw Primeclerk register of CDN OS claims
Martin Daigneault	2-May-18	790	2.7	2,133.00	Web FU on CRA claims and potential claim amendments- claims rvw and assessment for EY-TGF process and proposed resolution- transmitJDB-RB and TS for Thursday Palmer call, EEQ claim DFU AMendez.
Martin Daigneault	3-May-18	790	3.7	2,923.00	prep for Palmer call, JD,RB, TS, (.6) rvw claims report from AM and disc KaraHarmon (.5) Palmer et al call on claims strategy (1.0)FU EY processes and disc TS on Bhatt claim-litigation, FU on general resolution coming out of call with JDB and TS (1.0)EQ formal EM seeking claim supprot (.3) Jobidon FU and receipt of Comfort letter MRO (.3)
Martin Daigneault	4-May-18	790	1.7	1,343.00	CBSA call and update, possible settlement parameters (penalties and GST optout-setoff). FU and comments to BFox on ARQ from to complete for refund eligibility
Martin Daigneault	9-May-18	790	3.8	3,002.00	Luxco FU on MP query, track liquidator notes on timing and costs to complete Luxco shutdownmn, Jobidon MRQ correspondance on OS issues and docs reqd, FU MP EM on OS MRQ issues, disc M. Freire on missing docs and why DAS report was filed by PSG in May 216, possibility of audit with aasset bulk sale and large refund due. disc JDB on Bhatt
Martin Daigneault	10-May-18	790	3.1	2,449.00	1. EY-TGF claims status call- 2. seek addl info Bhatt on nature of non-disclosed bonuses in off years - 3. rvw draft JD Bhatt NRD comments, 4. MP Luxco query on frozen euro bank account, locate Luxco EM in which Luxco trustee explains residual processes per EY requested CC to shutdown Luxco.
Martin Daigneault	11-May-18	790	2.1	1,659.00	MRQ FU on PSG checklist to complete by MB, EMs thereon, Bhatt FU on claim
Martin Daigneault	14-May-18	790	2.0	1,580.00	Claim FU TS on Bhatt, Covo, disc EEQ legal counsel on failure to provide support for claim, MP EM and track tax refund source, Deloitte can likely provide details of all tax refunds expected-filed for, Cam FU on data exchange between parties on banking and nature of deposits
Martin Daigneault	15-May-18	790	3.1	2,449.00	AO fees, US Court rulings rvw, Rvw Qcb FU on claims OS matters, Palmer questionnaire on PSG signed, forward and exchanges with Jones of MRQ. Luxco mail rvw and FU on issues raised, compare to prior EY EM with Luxco Liquidator on timing and costs
Martin Daigneault	16-May-18	790	1.5	1,185.00	CRA FU, MRQ FU on audit info req,d for Quebec tax refunds sought, queries adn replies, rvw MRQ data request
Martin Daigneault	17-May-18	790	3.1	2,449.00	disc MRQ on PSG DAS filings in 2016 and requirement to get PSG to sign checklist that no Qbc operations in 2016 and 2017. EM to MP and Deloitte on MRQ PSG checklist requirement, claims report rvw
Martin Daigneault	18-May-18	790	2.1	1,659.00	MRQ FU on PSG checklist to complete by MB, EMs thereon, Bhatt FU on claim
Martin Daigneault Total			41.3	32,627.00	



WIP PSG (E-65166796)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Tara Serve	19-Apr-18	525	1.5	787.50	Responding to e-mails, call with counsel, discussion re: NORDs and status of letters of dispute, update Prime Clerk.
Tara Serve	23-Apr-18	525	2.5	1,312.50	Call re: claims status update, preparation of NORDs, updates to Prime Clerk and e-mails with A&M.
Tara Serve	24-Apr-18	525	2.0	1,050.00	Call re: claims status update, preparation of NORDs, updates to Prime Clerk and e-mails with A&M.
Tara Serve	26-Apr-18	525	2.0	1,050.00	Call re: claims status update, preparation of NORDs, updates to Prime Clerk and e-mails with A&M.
Tara Serve	30-Apr-18	525	1.5	787.50	Various calls and discussions re: claims, update to claims register, issue amended and restated indemnification NORDs, preparation of new NORDs, calls to former employees re: settlements.
Tara Serve	3-May-18	525	4.0	2,100.00	Various calls and discussions re: claims, update to claims register, issue amended and restated indemnification NORDs, preparation of new NORDs, calls to former employees re: settlements.
Tara Serve	4-May-18	525	2.5	1,312.50	Various calls and discussions re: claims, update to claims register, issue amended and restated indemnification NORDs, preparation of new NORDs, calls to former employees re: settlements.
Tara Serve	9-May-18	525	1.5	787.50	Claims status call, preparation of NORDs, correspondence with creditors re: claim settlements.
Tara Serve	10-May-18	525	1.5	787.50	Claims status call, preparation of NORDs, correspondence with creditors re: claim settlements.
Tara Serve	14-May-18	525	0.5	262.50	PSG claims status update.
Tara Serve	18-May-18	525	0.5	262.50	Preparation of amended and restated NORD.
Tara Serve Total			20.0	10,500.00	
Grand Total			109.6	75,166.00	

DOCUMENT

XIV



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	22-May-18	350	1.8	630.00	Review invoices from Martin against fee estimates provided by the Lux liquidator in March, update numbers. Respond to Martin's email
Cam Bear	23-May-18	350	0.5	175.00	Filing of receipts and disbursements
Cam Bear	28-May-18	350	0.2	70.00	Download and email Greg K. current R & D's
Cam Bear	29-May-18	350	0.3	105.00	Review invoices to pay, email Martin regarding Solium and TMX
Cam Bear	30-May-18	350	2.8	980.00	Print off support, review invoices, check with RBC on Deloitte wire info if sufficient information is provided. Write up reqs, issue cheques, draft wires. Review fees on R & D and advise Martin
Cam Bear	1-Jun-18	350	0.9	315.00	Scan and fax wires to bank, follow up call from same. Download May statements and email to PEAK and Greg K.
Cam Bear	1-Jun-18	350	0.3	105.00	Review correspondence from regarding the Lux BoA accounts, email Mark and Jen wire details for the BPS Lux account
Cam Bear	1-Jun-18	350	0.6	210.00	Record wires for Lux professional fees
Cam Bear	5-Jun-18	350	0.2	70.00	Scan statements
Cam Bear	6-Jun-18	350	1.4	490.00	Email statements to Lux Liquidator, scan and email May bank statements to Greg K. and PEAK, emails regarding incoming funds
Cam Bear Total			9.0	3,150.00	
Jean-Daniel Breton	22-May-18	790	1.5	1,185.00	Follow up on claims and misc
Jean-Daniel Breton	23-May-18	790	0.3	237.00	Misc e-mails exchanges
Jean-Daniel Breton	24-May-18	790	0.5	395.00	Misc e-mails exchanges
Jean-Daniel Breton	25-May-18	790	0.5	395.00	Misc e-mails exchanges
Jean-Daniel Breton	29-May-18	790	0.5	395.00	e-mails, misc discussions on claims, status, progress, etc.
Jean-Daniel Breton	30-May-18	790	1.5	1,185.00	e-mails, misc discussions on claims, status, progress, etc.
Jean-Daniel Breton	31-May-18	790	1.5	1,185.00	e-mails, misc discussions on claims, status, progress, etc.
Jean-Daniel Breton	1-Jun-18	790	1.3	1,027.00	e-mails, misc discussions on claims, status, progress, etc.
Jean-Daniel Breton	4-Jun-18	790	2.5	1,975.00	Corresp, misc exchanges re claims, etc.
Jean-Daniel Breton	5-Jun-18	790	1.0	790.00	Disc Kim Sheppard, disc Martin, etc.
Jean-Daniel Breton	6-Jun-18	790	1.0	790.00	Misc discussions re claims
Jean-Daniel Breton	8-Jun-18	790	0.5	395.00	Follow up on claims
Jean-Daniel Breton	11-Jun-18	790	1.0	790.00	e-mails, etc. re claims
Jean-Daniel Breton	12-Jun-18	790	2.0	1,580.00	e-mail exchanges, conf call, etc.
Jean-Daniel Breton	13-Jun-18	790	2.0	1,580.00	e-mail exchanges, review agreements, etc.
Jean-Daniel Breton	14-Jun-18	790	1.0	790.00	Misc e-mails, etc.
Jean-Daniel Breton	19-Jun-18	790	1.0	790.00	e-mail exchanges, review documents, etc.
Jean-Daniel Breton Total			19.6	15,484.00	
Marites Carandang	11-Jun-18	350	0.3	105.00	May 2018 bank recs.
Marites Carandang	13-Jun-18	350	0.3	105.00	Post bank adjustments for May 2018 bank recs.
Marites Carandang Total			0.6	210.00	
Martin Daigneault	11-Apr-18	790	1.7	1,343.00	Luxco disb request, rww and approval- ARQ corresp rww and advise Deloitte of demands-disc ARQ what they need to reply why merged co never filed ARQ returns (no assets or employees)
Martin Daigneault	12-Apr-18	790	0.7	553.00	EEQ FU claim, rww FS for nonQbc merged entity recd from Deloitte, Denega update
Martin Daigneault	16-Apr-18	790	4.5	3,555.00	Denega update on all file matters ongoing, Bhatt call and disc-forward Court ruling on Cdn claims process and US C11 caps, FU Deloitte on Qbc tax returns missing, FU CBSA negotiations
Martin Daigneault	17-Apr-18	790	3.7	2,923.00	HR and litigation claims rww, EM Kara seeking EY review of residual claims comments, some are more HR related for EY to deal with, Corresp AO on HR litigation claim and get US Palmer counsle too pine on wiggle room for negots, rww litigation claims to allocate
Martin Daigneault	18-Apr-18	790	1.8	1,422.00	Friedberg claim disc and rww Tara, negots outline vetting for claim and allocation JDB,TS,mD
Martin Daigneault	19-Apr-18	790	1.8	1,422.00	US fling rww, Covo corresp coord if disputed claims to go to Claims officer or not, merits and cost of claims disputed



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	20-Apr-18	790	0.7	553.00	Webb CRA corresp on claims o/s and new assessments to look into and rvw such claims
Martin Daigneault	22-May-18	790	1.2	948.00	Bhatt query and reply, Scaglione request Kara Harmon to issue NORD in Cda, JD exchanegs with CRA on customs claim changes reqd and qaive GST payment through set-off
Martin Daigneault	23-May-18	790	1.2	948.00	Webb corresp, Palmer corres on taxc credits wand when will refubds come, Palmer EM on Luxco timetable and fee for liquidation presented on March 23 to EY, FU court proceedings
Martin Daigneault	24-May-18	790	5.5	4,345.00	EEQ claim FU and EM to Palmer explaining why we should accept it, Bhatt FU (2) on bonus portion of claim, JH CDN timeframe to file amended claims capped at 90 days (holding refunds though) disc JD, respond JH, Palmer FU on GST return 201704 to refile per CRA request, Thibaut FU on CRA claims and resolution, MRQ disc on all claims filed, superseded, summary MRQ claims rport to receive. print and walk through MRO claims with Jobidon
Martin Daigneault	25-May-18	790	5.2	4,108.00	Rev Qbc rvw claims filed, rvw claims and refund summary from MRQ, disc MRQ, make anottations and vet and compile, summarize MRQ claims, refuns, summary EM Palmer and DT and seek CC to validate, assess, conclude and confirm gameplan. TC Webb on OS CA issues and resolution, Thibaut has control of certain Qbc based CRA claims pending vacation return
Martin Daigneault	28-May-18	790	1.7	1,343.00	Nadeau FU to EM, Jobdon ARQ EM FU and rvw, FU MRQ-CRA on OS amounts that could prevent refunds coming, Luxco bank account EM and tracking
Martin Daigneault	29-May-18	790	3.0	2,370.00	Luxco matter FU and EM tracking, prof fees rvw and approve, US court motion filed rvw and assess imoact on overall proceedings adn claims settlement and disb, research Luxco owner er org chart for ultimate responsibility-re: bank accounts and power to direct, EY other payments to make on other CDN disbvursemens
Martin Daigneault	30-May-18	790	1.2	948.00	Scaglione NORD prep, basic info on claim and Kara ask, Webb CRA FU, Luxco exchanges FU and monitor, CRA FU info MP
Martin Daigneault	31-May-18	790	2.3	1,817.00	FU TS on Scaglione and Bhatt NORDs to issue, Adamson Hauth On carryback refunds expected, disc JDB Emers-Diaz claim, Luxco cash control FU, SThibault CRA detailed EM corresp on OS claims and related disc JDB
Martin Daigneault	1-Jun-18	790	3.2	2,528.00	Luxco banking FU, Cam to provdie wire instruct for EY Luxco bank corodinales, Docket update and judgment rvw, Kim Sheppard CBSA claims negots FU, Nadeau query, OS claims to resolve in Cda, Insurabnce claims settelment for deductible amt
Martin Daigneault	4-Jun-18	790	2.9	2,291.00	Demers Diaz, rvw claim+ JDB reply, structure of NORD to draft, cmments JDB, cord TS, Bhatt NORD to re-issue--- EM review, coord, CRA Plamer-JDB CBSA reply, TGF query on US motion to dismiss Insurance covered claims
Martin Daigneault Total			42.3	33,417.00	
Tara Serve	25-May-18	525	2.0	1,050.00	NORDs and updates to Prime Clerk.
Tara Serve	29-May-18	525	0.5	262.50	Correspondence with A&M and Prime Clerk.
Tara Serve	31-May-18	525	0.5	262.50	Review of NORDs.
Tara Serve	1-Jun-18	525	1.5	787.50	Issue NORDs to creditors.
Tara Serve	5-Jun-18	525	2.0	1,050.00	Review and send NORDs.
Tara Serve	12-Jun-18	525	1.0	525.00	PSG call and NORD follow-ups.
Tara Serve Total			7.5	3,937.50	
Grand Total			79.0	56,198.50	

DOCUMENT

XV



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	18-Jun-18	350	0.2	70.00	Emails from Luxembourg regarding liquidation status
Cam Bear	26-Jun-18	350	1.4	490.00	Print off invoices and approvals, write up various reqs, email Martin regarding funding required, draft transfer letter
Cam Bear	27-Jun-18	350	1.2	420.00	Issue cheques, have signed, record and mail
Cam Bear	4-Jul-18	350	0.2	70.00	Email bank to inquire bout incoming wire from BoA
Cam Bear	5-Jul-18	350	0.4	140.00	Download statements and email to PEAK and Greg K.
Cam Bear	6-Jul-18	350	0.3	105.00	Scan and email June statements to PEAK and Greg
Cam Bear Total			3.7	1,295.00	
Jean-Daniel Breton	20-Jun-18	790	1.0	790.00	Disc re taxes, preparation, etc.
Jean-Daniel Breton	21-Jun-18	790	1.0	790.00	e-mail exchanges, settlement agreements, etc.
Jean-Daniel Breton	4-Jul-18	790	0.5	395.00	Misc follow up, e-mail exchanges, etc.
Jean-Daniel Breton	5-Jul-18	790	0.5	395.00	Misc follow up, e-mail exchanges, etc.
Jean-Daniel Breton	6-Jul-18	790	1.0	790.00	e-mail exchanges, follow up on claims
Jean-Daniel Breton	9-Jul-18	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	11-Jul-18	790	1.5	1,185.00	Corresp, phone call Deloitte re CBSA claims, e-mail exchanges, etc.
Jean-Daniel Breton	13-Jul-18	790	1.0	790.00	e-mails, disc Tara, etc
Jean-Daniel Breton Total			7.0	5,530.00	
Marites Carandang	11-Jul-18	350	0.3	105.00	June 2018 bank recs.
Marites Carandang Total			0.3	105.00	
Martin Daigneault	6-Jun-18	790	1.3	1,027.00	prof fees rw, FU DT-ARQ response to audit query, Luxco inbound cash FU and coord
Martin Daigneault	7-Jun-18	790	1.5	1,185.00	Claims FU CRA and MRQ on OS status and duplicate claims, McMillan disc on gv't queries and validation
Martin Daigneault	8-Jun-18	790	3.2	2,528.00	DT tax summary rw, RB-Nadeau query and FU reply on claim status, DT Hauth FU on queries, Luxco cash balance status from BofA, Coord Palmer, PC claims DB validation Harmon that CDN\$ claims listed as such for future full 100% payment
Martin Daigneault	11-Jun-18	790	2.1	1,659.00	Ines Freire FU on tax audit request-letterterm EM HK on ensuring claisma re properly valud in CDN and not USD for total claims register estimate, Nadeau claim query, tax contact FU per Lisa Zajko departure, coordinate Madalene
Martin Daigneault	12-Jun-18	790	1.7	1,343.00	claims call TGF and EJDB-TS, AO fees rw, CBSA coord DT caruso, RB EM to Taylor claim on his offer to settle
Martin Daigneault	13-Jun-18	790	0.3	237.00	Finlay final agreement sign-off
Martin Daigneault	18-Jun-18	790	1.5	1,185.00	FU and coord Palmer, rw EM, Docket update and FU RB
Martin Daigneault	19-Jun-18	790	0.7	553.00	coord palmer, FU Bhatt NORD and query and reply
Martin Daigneault	21-Jun-18	790	2.1	1,659.00	RB form agmt to lift stay for insurance claim, ARQ query and reply toMP, wire coord for inbound Luxco cash validation CB
Martin Daigneault	22-Jun-18	790	1.1	869.00	EM cleanup and corresp tracking
Martin Daigneault	26-Jun-18	790	1.0	790.00	all prof fees rw and approval
Martin Daigneault Total			16.5	13,035.00	
Tara Serve	28-Jun-18	525	1.5	787.50	Claims updates and discussions.
Tara Serve	13-Jul-18	525	2.5	1,312.50	Prime Clerk updates, call with creditor re: notice of dispute.
Tara Serve Total			4.0	2,100.00	
Grand Total			31.5	22,065.00	

DOCUMENT

XVI



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	30-Jul-18	350	0.7	245.00	Print off various invoices and write up reqs for payment
Cam Bear	7-Aug-18	350	1.2	420.00	Email bank regarding Deloitte cheque issued, request July statements. Download reports, record wire in from PEAK. Email reports to Greg
Cam Bear Total			1.9	665.00	
Jean-Daniel Breton	17-Jul-18	790	2.5	1,975.00	Conf call, e-mail exchanges Justice Canada, misc re claims, etc.
Jean-Daniel Breton	23-Jul-18	790	0.5	395.00	Misc e-mails
Jean-Daniel Breton	24-Jul-18	790	1.0	790.00	Misc e-mail exchanges
Jean-Daniel Breton	25-Jul-18	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	26-Jul-18	790	1.0	790.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	31-Jul-18	790	0.5	395.00	Misc follow up, disc Martin, etc.
Jean-Daniel Breton	2-Aug-18	790	1.5	1,185.00	Misc e-mail exchanges, follow up, etc.
Jean-Daniel Breton	3-Aug-18	790	1.0	790.00	e-mails re claims
Jean-Daniel Breton	6-Aug-18	790	1.0	790.00	Misc e-mail exchanges re claims
Jean-Daniel Breton	7-Aug-18	790	0.5	395.00	Misc e-mail exchanges re claims
Jean-Daniel Breton	8-Aug-18	790	1.0	790.00	Disc martin, e-mail exchanges re claims, etc.
Jean-Daniel Breton	10-Aug-18	790	1.5	1,185.00	e-mails, misc exchanges re claims, etc.
Jean-Daniel Breton	13-Aug-18	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	14-Aug-18	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	15-Aug-18	790	1.5	1,185.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton Total			15.0	11,850.00	
Marites Carandang	16-Jul-18	350	0.2	70.00	Post bank adjustments for June bank recs
Marites Carandang	31-Jul-18	350	1.0	350.00	Processing of cheques.
Marites Carandang	10-Aug-18	350	0.3	105.00	July 2018 bank recs
Marites Carandang	14-Aug-18	350	0.3	105.00	Post bank adjustments re: July 2018 bank recs.
Marites Carandang Total			1.8	630.00	
Martin Daigneault	8-May-18	790	2.3	1,817.00	FU if EY can sign MRQ checklist on DS Qbc based installations or staff, FU MP on whether PSG had Qbc operations as field DAS remittance for April 2016, Diaz small claims ruling on claim field in CCAA-disc JDB, FU Swanson DT on forms to be completed and filed for DS, disc MRQ Jones on further data reqd, FU MRQ Ines Feire on other missing data for MRQ refund??, PSG Bhatt determination of claimcomponents explained to TGF in EM
Martin Daigneault	17-Jul-18	790	1.8	1,422.00	Claims coord and FU call RB, JDB and TS, SU AO fees rww and approval
Martin Daigneault	18-Jul-18	790	1.4	1,106.00	PSG board mtg on distribution and valuation of litigation asset transferred
Martin Daigneault	30-Jul-18	790	1.3	1,027.00	disb rww + approval all CA+US Professionals
Martin Daigneault	31-Jul-18	790	3.7	2,923.00	PSG corres monitoring + cleanupCRA refusal of PSGI change in yearen, Bhatt reply to Palmer, Bhatt reply - retiring allowance rww CRA + Mrq corresp for OS claims set off + os issues
Martin Daigneault	1-Aug-18	790	3.5	2,765.00	TGF Coordinates RB, RW rww allowed CAD ? claims amounts luxco FU Palmer
Martin Daigneault	2-Aug-18	790	4.0	3,160.00	Nord's to issue on litigation claims TGF claims officer report 1 claims (2) CRA + MRQ claims, set-off, refused year end.claims value for distribution review AO fees July
Martin Daigneault Total			18.0	14,220.00	
Tara Serve	17-Jul-18	525	1.5	787.50	PSG team update call and follow-up.
Tara Serve	18-Jul-18	525	2.0	1,050.00	PSG board meeting call, correspondence with creditor re: settlement.
Tara Serve	19-Jul-18	525	2.5	1,312.50	Reconciliation of claims, issue revised NORDs.
Tara Serve	24-Jul-18	525	3.0	1,575.00	Compile and send information to be sent to claims officer, updated NORD re: settlement.
Tara Serve Total			9.0	4,725.00	
Grand Total			45.7	32,090.00	

DOCUMENT

XVII



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Andrew Tuck	18-Sep-18	875	1.0	875.00	claims register prep for cheque distribution
Andrew Tuck Total			1.0	875.00	
Cam Bear	6-Sep-18	350	0.8	280.00	Write up reqs, issue cheques, record, mail
Cam Bear	7-Sep-18	350	0.7	245.00	Scan statements, download reports and email to Greg and Mark
Cam Bear	13-Sep-18	350	0.5	175.00	Discussions with Andrew regarding distribution and modifications to cheque template
Cam Bear	17-Sep-18	350	0.4	140.00	Call with Martin and Mary Ann regarding deposit to be made in Montreal
Cam Bear Total			2.4	840.00	
Debbie Spyker	13-Sep-18	790	0.5	395.00	Comments re requirement to perform US wage withholding and reporting for distribution by Canadian parent to executives of bankrupt US company.
Debbie Spyker Total			0.5	395.00	
Jean-Daniel Breton	20-Aug-18	790	2.0	1,580.00	Review decision, corresp, misc discussions re claims process
Jean-Daniel Breton	21-Aug-18	790	0.5	395.00	Misc corresp, supervision, disc re claims
Jean-Daniel Breton	22-Aug-18	790	1.0	790.00	Misc discussions re claims process
Jean-Daniel Breton	23-Aug-18	790	0.5	395.00	Misc follow up, disc Martin D
Jean-Daniel Breton	24-Aug-18	790	1.0	790.00	e-mail exchanges, misc
Jean-Daniel Breton	27-Aug-18	790	0.5	395.00	Misc follow up re claims, disc Martin, Tara, etc.
Jean-Daniel Breton	28-Aug-18	790	1.5	1,185.00	Misc follow up re claims, disc Martin, Tara, e-mails Deloitte, K Sheppard
Jean-Daniel Breton	29-Aug-18	790	1.0	790.00	Review documents, corresp, etc. re claims status and distribution
Jean-Daniel Breton	6-Sep-18	790	2.5	1,975.00	Misc e-mails, disc Martin re government forms, claims, etc. e-mail exchanges Justice Canada and Deloitte,
Jean-Daniel Breton	7-Sep-18	790	2.0	1,580.00	
Jean-Daniel Breton	10-Sep-18	790	0.5	395.00	Misc disc. Martin, follow up on claims, e-mail exchanges, etc.
Jean-Daniel Breton	11-Sep-18	790	2.5	1,975.00	Misc disc. Martin, follow up on claims, e-mail exchanges, etc.
Jean-Daniel Breton	12-Sep-18	790	2.0	1,580.00	Misc disc. Martin, follow up on claims, e-mail exchanges, etc.
Jean-Daniel Breton	13-Sep-18	790	1.0	790.00	Misc disc. Martin, follow up on claims, e-mail exchanges, etc.
Jean-Daniel Breton	17-Sep-18	790	1.0	790.00	Misc follow up, e-mails, disc Martin D.
Jean-Daniel Breton	18-Sep-18	790	1.0	790.00	Conf call Kim Sheppard re CBSA, corresp., etc.
Jean-Daniel Breton	19-Sep-18	790	1.0	790.00	e-mail exchanges, disc Martin, etc.
Jean-Daniel Breton	21-Sep-18	790	1.0	790.00	Conf call, misc discussions and exchanges
Jean-Daniel Breton Total			22.5	17,775.00	
Marites Carandang	28-Aug-18	350	0.2	70.00	Print off R & D's, pdf, email same to Greg Karpel.
Marites Carandang	11-Sep-18	350	0.3	105.00	August 2018 bank recs.
Marites Carandang	14-Sep-18	350	0.2	70.00	Post bank adjustments for Aug 2018 bank recs
Marites Carandang Total			0.7	245.00	
Martin Daigneault	8-May-18	790	2.3	1,817.00	FU if EY can sign MRQ checklist on DS Qbc based installations or staff, FU MP on whether PSG had Qbc operations as filed DAS remittance for April 2016, Diaz small claims ruling on claim field in CCAA-disc JDB, FU Swanson DT on forms to be completed and filed for DS, disc MRQ Jones on further data reqd, FU MRQ Ines Feire on other missing data for MRQ refund??, PSG Bhatt determination of claim components explained to TGF in EM
Martin Daigneault	6-Aug-18	790	4.9	3,871.00	Tax corresp from CRA, EM Osborne DT, analysis & discuss Akerman & Finlay draft NORD to TGF structure.Em Tushara on authorized signing officer, Amended GST return FU, Luxco sign off, claims worksheet review
Martin Daigneault	7-Aug-18	790	2.8	2,212.00	KH claims DB walk through (A&M)FU MP on residual cash vs. Claims, JCD database extractions validate claims o/s
Martin Daigneault	8-Aug-18	790	3.8	3,002.00	SThibault CRA correspWebb amended return supply (GST)Tushara FU on CRA setoff, EM DT & Adam Hauth
Martin Daigneault	10-Aug-18	790	1.0	790.00	Claims, new legal counsel per claimants distribution planning
Martin Daigneault	21-Aug-18	790	1.8	1,422.00	Rw&FU corresp & emrvw Farly rulings, CRA & MRQ corresp claims status



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	22-Aug-18	790	3.0	2,370.00	TS-Taylor expected claim amount per claim officer validation, DB for CDA claims review, Cheque prep coord CB (AT needed), Farley decision disc and rvw w. JD
Martin Daigneault	27-Aug-18	790	4.7	3,713.00	Coord payment process on 100% dividend distribution with ATuck and data requirements, reconciliation of claims accepted and OS with cash on hand, validation of CAD claims amounts in DB
Martin Daigneault	28-Aug-18	790	5.1	4,029.00	SRED correspondence rvw, Ubriaco duty drawback set-off, rvw and compare acct no. To CBSA claims filed, FU on DT CBSA reporting and draft filings for Justice Cda, disc JDB, Coordinate pmt testing and process /daat for cheque and stub, coord disc Jobidon ARQ
Martin Daigneault	29-Aug-18	790	6.9	5,451.00	ARQ calls, (3) ARQ EM recd on cheques issues and OS credits, transmit to M, cheques at SE in Vancouver to repatriate, vet OS ARQ claims, 2 to accept, 2 to reject, TS instructions on claims accepted and NORDs expiring, issue 2 ARQ NORDs, rvw/approve prof fees
Martin Daigneault	30-Aug-18	790	6.8	5,372.00	claims distribution data preparation for ATuck and CBear for cheque and stub, data review and claims documentation, EM rvw and tracking-filing for ongoing matters-issues.
Martin Daigneault	4-Sep-18	790	2.1	1,659.00	distributon Cda planning, TS update on global claims DB and claims already paid or undetermined, mailing address to sue per claim filed per TGF
Martin Daigneault	5-Sep-18	790	5.3	4,187.00	FU ARQ cheque refunds, get MP agreement to changes old SG mailing address to EY, corresp Jobidon, complete and sign address tsfr form to Jobidon, USD payments to make to US residents (3) by PSG, EIN to open, W2 or 1099
Martin Daigneault	6-Sep-18	790	5.7	4,503.00	research USD distro to US residents from Cda, disc DRousseau EY US Tax-Jo Siegel FU on NORD and claims officer process, cda pmt coord for Cda debtor claims, TC and EM Jobidon on change of adress for GST-QST and Corp taxes, Vet Liquidation trustee powers from court orders vs CRO appointment.
Martin Daigneault	10-Sep-18	790	2.3	1,817.00	disc Tuck on cheque format, , employee disclosure trext re; taxes slip, std template draft, Siegal claim finalize settlement,
Martin Daigneault	11-Sep-18	790	3.7	2,923.00	FU PSG refunds, EM exchanges , 2 cheque found, no stop pmt, claims review for cheques processing profiles (currency, amount, settled or not)
Martin Daigneault	12-Sep-18	790	4.2	3,318.00	Siegal settled, CBSA updat status for MP-vet with JD, JD text proposal for employee responsibility to remit taxes, Farley fees, Rucki FU claims movement tu US (3), Rucki poposed text for US disclosure on upcoming CDN distributions
Martin Daigneault	13-Sep-18	790	5.8	4,582.00	US team call on CBSA claims and drawback set-off, prep and research, FU Thibault, CBear cheque prep and supplies,Rousseau US tax EIN resrach and delays assessment vs 3 cheques to issue.KH coordinate call on final claims assessment for cheque issuance, details claims DB review and final queries for KH prior to cheque issuance
Martin Daigneault Total			72.2	57,038.00	
Mary-Ann Prosper	17-Sep-18	525	1.5	787.50	Prepare deposit re cheques from Min. of Finance, bring to RBC, problems encountered at RBC, tel call to Cam re problem at bank, etc.
Mary-Ann Prosper Total			1.5	787.50	
Tara Serve	22-Aug-18	525	1.5	787.50	Review calculation for NORD, e-mails with creditors.
Tara Serve	23-Aug-18	525	1.0	525.00	Review calculation for NORD, e-mails with creditors.
Tara Serve	6-Sep-18	525	1.0	525.00	Preparation for distribution, correspondence with Alvarez, discussion with creditors re: settlement, updates to Prime Clerk.
Tara Serve	7-Sep-18	525	2.5	1,312.50	Preparation for distribution, correspondence with Alvarez, discussion with creditors re: settlement, updates to Prime Clerk.
Tara Serve	14-Sep-18	525	1.5	787.50	Claim settlements and e-mails.
Tara Serve	21-Sep-18	525	1.5	787.50	Claim settlement, call, updates to Prime Clerk.
Tara Serve Total			9.0	4,725.00	
Grand Total			109.8	82,680.50	

DOCUMENT

XVIII



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Andrew Tuck	24-Sep-18	790	1.0	790.00	Preparing PSG cheques
Andrew Tuck	25-Sep-18	790	1.5	1,185.00	Preparing PSG cheques
Andrew Tuck	26-Sep-18	790	1.0	790.00	Preparing PSG cheques
Andrew Tuck	28-Sep-18	790	1.0	790.00	Preparing PSG cheques
Andrew Tuck Total			4.5	3,555.00	
Cam Bear	24-Sep-18	350	0.4	140.00	Write up and record deposits from Revenu Quebec for OLD PSG Wind-down
Cam Bear	25-Sep-18	350	0.4	140.00	Write up deposit, copy, record GST refunds received from Martin
Cam Bear	25-Sep-18	350	0.3	105.00	Distribution run cheque testing
Cam Bear	25-Sep-18	350	0.3	105.00	Attend bank to make deposit
Cam Bear	26-Sep-18	350	1.3	455.00	Work with Andrew on finalizing cheque design, run test samples, make changes, scan and email to Martin and Andrew
Cam Bear	26-Sep-18	350	0.4	140.00	Download current R & D's and email to Greg. Respond to Martin's email regarding total tax refunds
Cam Bear	27-Sep-18	350	0.4	140.00	Write up req, issue payment, record
Cam Bear	28-Sep-18	350	0.9	315.00	Run dividend cheques, email pdf copies to Martin, courier originals to Montreal
Cam Bear	1-Oct-18	350	0.5	175.00	Forward Martin details of GST refunds, issue cheque to Claims Officer, record, mail, email Martin support for distribution
Cam Bear	1-Oct-18	350	1.4	490.00	Write up reqs, print off supporting docs for CAD and USD distributions, record
Cam Bear	1-Oct-18	350	0.4	140.00	Download September statements and email to Peak and Greg
Cam Bear	3-Oct-18	350	0.3	105.00	Scan and email September bank statements to Frank and Greg
Cam Bear	15-Oct-18	350	0.4	140.00	Email GST refund detail to Alex
Cam Bear Total			7.4	2,590.00	
Jean-Daniel Breton	25-Sep-18	790	0.5	395.00	Misc e-mail exchanges re CBSA claim, etc.
Jean-Daniel Breton	26-Sep-18	790	0.5	395.00	Misc e-mail exchanges re CBSA claim, disc Martin Daigneault, cheque format, discharge certificates, etc.
Jean-Daniel Breton	1-Oct-18	790	1.5	1,185.00	Disc Frank Caruso, review corresp, disc Martin D, sign cheques, e-mail exchangesm, etc.
Jean-Daniel Breton	2-Oct-18	790	0.5	395.00	Misc follow up
Jean-Daniel Breton	11-Oct-18	790	1.0	790.00	Misc e-mails, follow up, etc.
Jean-Daniel Breton	15-Oct-18	790	1.0	790.00	Misc follow up, e-mail exchanges Deloitte, disc Martin D, etc.
Jean-Daniel Breton	17-Oct-18	790	1.0	790.00	Misc disc and corresp.
Jean-Daniel Breton Total			6.0	4,740.00	
Marc Sakic Maurette	5-Sep-18	525	0.8	420.00	Work for Bauer (to be reclassified): ch on updating adress for a corporate group (Fed and Qc). Email to Martin Daigneault with procedure
Marc Sakic Maurette Total			0.8	420.00	
Marites Carandang	9-Oct-18	350	0.3	105.00	Called Martin/MaryAnn re: signed cheques. Email to RBC to confirm signatories.
Marites Carandang	9-Oct-18	350	0.5	175.00	September 2018 bank recs.
Marites Carandang	10-Oct-18	350	0.5	175.00	Calls to Ministry of Finance re: stale dated cheque.
Marites Carandang	12-Oct-18	350	0.3	105.00	Post Sept 2018 bank adjustments.
Marites Carandang	12-Oct-18	350	0.3	105.00	Look for copy of Revenue Quebec cheque, copy, email same to Martin.
Marites Carandang Total			1.9	665.00	
Martin Daigneault	24-Aug-18	790	-1.9	(1,501.00)	RD assets FU and OS liabilities, destruction rww and assess IM comments and exected final costs, Vizioli and EY FU on cert of destruction if any from EY free cost destruction
Martin Daigneault	7-Sep-18	790	-2.5	(1,975.00)	School boards mtg at Morency with GRICS process and interaction, prep and debrief at EY office



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	14-Sep-18	790	4.7	3,713.00	Rucki US court report rvw, Disc MWall and refer to Rucki, CCAA cheque format rvw Truck, KH call on US distributions and claims report to vet items and presentation-outlook on US distro and residual claims-issues, EM JR and MP on Barsa and 2 other US residents in Cda entities, Milner litigation claim placeholder and vet if any more (Tara- RB) FU Kara
Martin Daigneault	17-Sep-18	790	5.2	4,108.00	Barsa new address, bounced, seek Rucki assistance, TC McGown to vet updated mailing claim address, fill and issue change of address for PSG other 4 cos. to Jobidon, Dtaft distro claims register for payout to Tuck for discussion-planning distro, recd 3 MRQ refund cheque, deposit, acknowledge to McMillan, FU on the missing cheques, advise-update
Martin Daigneault	18-Sep-18	790	4.1	3,239.00	trace MP source of authority to sign Change of address in CCAA and C11 Court orders, Ontario salary allocation by province demand ltr from Ontario, seek 2015 salaries by province from MRQ and CRA contacts, TC Tushara to discuss issues, options, research available info on salaries and likely Quebec-Blainville high %, messages to Ontario finance to seek discussion of their querv
Martin Daigneault	19-Sep-18	790	5.1	4,029.00	FU JD on CBSA negots progress, Sheppard vacation, set-offs done so far on duty drawbacks, update MM- rcv and rvw 2015 Quebec salarysummary from ARQ, rvw and assess completeness with Ontario 2015 salaries, estimate reasonability, disc Ontario Finance, explainm and send 2015 salary summary for Quebec and EY reconciliation, RVw MO tax objection for Delotte submissions, rvw inbound cheques located and on their way to EY for deposit
Martin Daigneault	20-Sep-18	790	4.5	3,555.00	Rucki EMs on Siegal settlement and pmt, MP query on distribution timeline to equity, FU JD and RB discuss, RB to discuss one on one with Tushara first, ARC vetting all addresses for PSG entities to be changed to EY through ARC EM confirmation, vet account volume sand completeness, KH EM to EY Excel paid claim report satisfied and rvw,Tobbe and Siegal disbursement rvw approval, rvw all OS claims report and identify: 1. all US paid, 2. Interco, 3. Canada to Pay and 4. OS due to various OS matters with add'l comments/queries where applicable
Martin Daigneault	21-Sep-18	790	2.8	2,212.00	claims distribution assessment per Palmer wish to distribute to equity before Cert of Compliance from CRA, can we payout equity partially, disc JDB, conf call RB-TS and JDB thereon, RB to discuss and advise McMillan on cert of Compliance reqd to advise MP, vet unresolved claim profile (for EY or USA to resolve)
Martin Daigneault	24-Sep-18	790	5.5	4,345.00	3 cheques CRA from McMillan, acknowledge receipt and deposit- distribution calidation Tuck, Rucki, integrate Kara and Justin comments, Barsa address, vet CRG assigned claims for Rachel, Letter of Discharge reqd for Cda shareholder distributions
Martin Daigneault	25-Sep-18	790	3.8	3,002.00	Webb FU on balance owing CRA, interest reversed by BW- FU Deloitte on Tax returns status and EM corresp Tracking MP and KH- sort out OS claim status--, FU KH and EY reqmts to advise PC of paid claims and updated claims status - FU Tushara onCert of Discharge, timing, requirements
Martin Daigneault	28-Sep-18	790	5.1	4,029.00	Rvw CCAA cheques printed, cheque details, compare to approved list, Cobra-Sonar NORD issue, agree KH on certain claims resolution, \$1.876M missing cheque research
Martin Daigneault	1-Oct-18	790	4.8	3,792.00	Distribution rvw, approval, sign, mail- reconcile ARQ refund cheques and in circulation with ARQ statements, seek add'l data to track refunds rec'd and to receive, Seek stop payment and reissue of CA\$1.8756M, Coord Palmer tax call and residual claims management, identify who prepares GST/QST returns.
Martin Daigneault	2-Oct-18	790	3.7	2,923.00	tax update call McMillan and RB, Nadeau call, Texas acct corrsp rvw and FU, Coord Status mtgs with MP, rvw McMillan govt corresp and assess if issues to deal with or not.
Martin Daigneault	3-Oct-18	790	4.4	3,476.00	tax issues call Deloitte, reject duplicate CRA claim, vet with KH resolved claims status, Bhatt call FU, Ont.Finance FU advise parties of status, Sonar address research
Martin Daigneault	4-Oct-18	790	4.5	3,555.00	residual claim review and subsequent call Rucki, Kara, Rachel-Ofinance FU on queries for legal- Karpel FU on who does all sales taxes reporting-paid claims to PC CRA NORD issues, Sonar adress delivery FU, credi queries on mailed cheques?



WIP PSG (E-65166796)

WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Martin Daigneault	5-Oct-18	790	5.5	4,345.00	CRA and MRQ individual claims review for status report to A&M-YoungConaway, update status, FU CRA and MRQ on OS balances if any, amounts payable-receivable, FU Webb, Thibault and Jobidon on claims to reject and agree on process, update MP on process
Martin Daigneault	9-Oct-18	790	4.5	3,555.00	Deloitte-palmer tax cal, prep and rvw DT PPT doc. Validate matters after call, document 201805 ARQ summary of claims and credits toget same report but updated from ARQ, ARQ-CRA multiple NORDs prep (13 fo them) RBC vet signatures over \$100K on claims payment, CRG FU on cheques issued and mailing address
Martin Daigneault	10-Oct-18	790	3.8	3,002.00	JR, Carty, Tara, Rucki, Kara claims call to update and conclude on resolution abd wwork to do to conclude claims,rvw and prep forthe call, draft 15 NORDs, vet base data to draft NORD (Thibault, Jobidon, Webb)
Martin Daigneault	11-Oct-18	790	2.0	1,580.00	Update unresolved claims worksheet for JR distribution, EM NORDs to CRA and MRQ, communicate Webb-CRA on NORDs,
Martin Daigneault	12-Oct-18	790	0.7	553.00	6 tax refund cheque rv wm AHauth query, review cheque support, provide cheque details and backup to DT, seek add'l backup from ARQ
Martin Daigneault	15-Oct-18	790	4.0	3,160.00	rvw tax refundsCorp Fed and prov, where did cash payments go, LCB application, corresp DT- provide Tibault w. Palmer CWDO details, acctg support for PAA and 2 ARQ cheques paid, rvw of 18 CRA assessments recd
Martin Daigneault	16-Oct-18	790	1.7	1,343.00	Texas controller corresp, ARQ rvw of assessments, EM clean-up
Martin Daigneault	17-Oct-18	790	2.7	2,133.00	estate claims rvw, cutoff dates for NORDs, Deloitte tax summary review
Martin Daigneault	18-Oct-18	790	2.1	1,659.00	resolution search for interco tx prior to closing, seek from SE, EM McMillan, FU TGF- resolution Tracy Jaquil from CRA on 1995 GST tax status, FU ARQ on requested account data for multiple accounts
Martin Daigneault	19-Oct-18	790	1.7	1,343.00	ARQ tax assessments, rvw copies to AHauth DT
Martin Daigneault Total			82.5	65,175.00	
Tara Serve	10-Oct-18	525	1.0	525.00	Call re: open claims.
Tara Serve Total			1.0	525.00	
Grand Total			104.1	77,670.00	

DOCUMENT

XIX

Old PSG Wind-down Ltd - PSG Project Breakaway (E-65166796)
WIP Time Details

Nom de la personne	Date	Taux	Heures	Frais	Description
Cam Bear	22-Oct-18	350	0.6	210.00	Filing of receipts and disbursements
Cam Bear	26-Oct-18	350	0.3	105.00	Download and email reports to Greg
Cam Bear	26-Oct-18	350	0.4	140.00	Locate details of Deloitte payment made, when cheque cleared and email to Greg and Mark
Cam Bear	29-Oct-18	350	1.2	420.00	Print off invoices and approvals, write up reqs, issue cheques, record
Cam Bear	2-Nov-18	350	0.4	140.00	Download and email October reports to team
Cam Bear	5-Nov-18	350	0.4	140.00	Attend bank to make deposit
Cam Bear	6-Nov-18	350	0.2	70.00	Record deposit
Cam Bear	7-Nov-18	350	0.4	140.00	Scan and email October statements to team
Cam Bear	23-Nov-18	350	0.4	140.00	Calls from Toronto Hydro re: distribution cheque received, email Martin
Total Cam Bear			4.3	1,505.00	
Jean-Daniel Breton	23-Oct-18	790	1.0	790.00	disc Martin D. review corresp, etc.
Jean-Daniel Breton	25-Oct-18	790	1.5	1,185.00	Corresp Kim Sheppard, disc Martin D. review corresp, etc.
Jean-Daniel Breton	26-Oct-18	790	0.5	395.00	Exchanges Martin, misc follow up.
Jean-Daniel Breton	29-Oct-18	790	1.5	1,185.00	Disc Martin D., e-mail exchanges, etc.
Jean-Daniel Breton	30-Oct-18	790	1.3	1,027.00	Disc Martin D., e-mail exchanges, CBSA, etc.
Jean-Daniel Breton	8-Nov-18	790	1.5	1,185.00	e-mail exchanges and misc
Jean-Daniel Breton	12-Nov-18	790	0.5	395.00	Mtg Martin Daigneault, discussion of report
Jean-Daniel Breton	19-Nov-18	790	1.0	790.00	e-mails, misc follow up, disc Martin D.
Jean-Daniel Breton	22-Nov-18	790	2.0	1,580.00	Review report, disc Martin D
Jean-Daniel Breton	23-Nov-18	790	2.0	1,580.00	Reports, e-mails, etc.
Total Jean-Daniel Breton			12.8	10,112.00	
Marc Sakic Maurette	5-Sep-18	525	0.0	-	Work for Bauer (to be reclassified): ch on updating adress for a corporate group (Fed and Qc). Email to Martin Daignalut with procedure
Total Marc Sakic Maurette			0.0	-	
Marites Carandang	24-Oct-18	350	0.5	175.00	Filing of approved bank recs from March to August 2018.
Marites Carandang	12-Nov-18	350	0.6	210.00	October 2018 bank recs for 3 accounts (clearing of distribution cheques)
Marites Carandang	14-Nov-18	350	0.3	105.00	Posting of bank adjustments for Oct/2018 bank recs.
Total Marites Carandang			1.4	490.00	
Martin Daigneault	14-Sep-18	790	0.0	-	Rucki US court report rw, Disc MWall and refer to Rucki, CCAA cheque format rw Tuck, KH call on US distributions and claims report to vet items and presentation-outlook on US distro and residual claims-issues, EM JR and MP on Barsa and 2 other US residents inCda entities, Milner litigation claim placeholdera nd vet if any more (Tara- RB) FU Kara
Martin Daigneault	17-Sep-18	790	0.0	-	Barsa new address, bounced, seek Rucki assistance, TC McGown to vet updated mailing claim address, fill and issue change of address for PSG other 4 cos. to Jobidon, Draft distro claims register for payout to Tuck for discussion-planning distro, recd 3 MRQ refund cheque, deposit, acknowledge to McMillan, FU on the missing cheques, advise-update
Martin Daigneault	18-Sep-18	790	0.0	-	trace MP source of authority to sign Change of address in CCAA and C11 Court orders, Ontario salary allocation by province demand ltr from Ontario, seek 2015 salaries by province from MRQ and CRA contacts, TC Tushara to discuss issues, options, research available info on salaries and likely Quebec-Blainville high %, messages to Ontario finance to seek discussion of their query
Martin Daigneault	19-Sep-18	790	0.0	-	FU JD on CBSA negots progress, Sheppard vacation, set-offs done so far on duty drawbacks, update MM- rcv and rw 2015 Quebec salary summary from ARQ, rw and assess completeness with Ontario 2015 saalties, estimate reasonability, disc Ontario Finance, explainm and send 2015 salary summary for Quebec and EY reconciliation, RVW MO tax objection for Delotte submissions, rw inbound cheques located and on their way to EY for deposit

Martin Daigneault	20-Sep-18	790	0.0	-	Rucki Ems on Siegal settlement and pmt, MP query on distribution timeline to equity, FU JD and RB discuss, RB to discuss one on one with Tushara first, ARC vetting all addresses for PSG entities to be changed to EY through ARC EM confirmation, vet account volumes and completeness, KH EM to EY excel paid claim report satisfied and rww, Tobbe and Siegal disbursement rww approval, rww all OS claims report and identify: 1. all US paid, 2. Interco, 3. Canada to Pay and 4. OS due to various OS matters with add'l comments/queries where applicable
Martin Daigneault	22-Oct-18	790	2.3	1,817.00	Cobra NORD expiry notice, JSwanson tax status FU, NORD proof of delivery FU for all issued and tracking, Sales trax forms recd and forward Eno-Zaleski, Houlihan fee rww and support docs
Martin Daigneault	23-Oct-18	790	2.7	2,133.00	coord next Monitor report and stay extension, consult RB-JD on need to extend stay, planning, FU ARQ on refunds and overall status, coord McM call on general status and CDN court stay extension, BPSU sales tax form forward Zaleski-Eno, Houlihan fee rww assessment
Martin Daigneault	24-Oct-18	790	2.3	1,817.00	CRA claim 629 NORD expired, revise to \$0 with PC, Customs claims Corresp FU w. ARQ FU on overall account status, Tax resolution sought Deloitte for corp tax, rww-FU
Martin Daigneault	25-Oct-18	790	3.0	2,370.00	Get Houlihan details for fee approval to get paid now, requirement for a stay extension beyond Dec 31, 2018? rww all board material and R&D for cash support, vet EY cash wih Cam
Martin Daigneault	30-Oct-18	790	3.1	2,449.00	ARQ status report, prof fees approval and rww, FU TGF tax resolution search, FU and coord TGF, Houlihan fees rww US court rulings, suivi Jobidon, track CRA assessments, track replacement cheque ARQ \$1.876M
Martin Daigneault	6-Nov-18	790	5.1	4,029.00	Nadeau query on retiring allowance, disc SLeblanc, option T4 + T4A, disc JDB, ARQ confirm Palmer can sign al docs, EM RB and rww Court docs for support, ARQ docs recd -rwwed and provide to MPalmer on 4 ARQ docs corresp rcd, Court report coord RB and JDB, Rvw DT 3 draft tax return
Martin Daigneault	7-Nov-18	790	1.4	1,106.00	tax return drafts from DT, rww, assess and query, recd Tax assessment from tax authorities, rww and provide DT
Martin Daigneault	8-Nov-18	790	1.7	1,343.00	FU EY tax on retiring allowance Nadeau and options available, mtg SLeblanc, vet proposal with JDB, split tax slips T4-T4A. OLD EBS MRQ tax corresp rww and distribute, read old CDA and US court report and financial reports to court for upcoming court report
Martin Daigneault	12-Nov-18	790	2.3	1,817.00	Jobidon confirm Palmer status, Plamer FU on tax refunds Quebec, JDB-RB rept content for stay extension, KH claims register FU and validation- status
Martin Daigneault	13-Nov-18	790	4.1	3,239.00	rww Brown Rudnick D&O litigation mandate letter, comments MP, coord content of Monitor extended stay report, rww recent cash flow report by Plamer to US Court and previous M report and Stikeman Stay motion for profile and status, call KH and discuss PC claims status report, filters to insert and add'l adjustments reqd, rww report, disc KH, agree KH will clean up first before EU rww for expired NORDs
Martin Daigneault	14-Nov-18	790	1.7	1,343.00	rww tax return from DT, rww assessmt from CRA and GST return-provide to DT, Rvw prior Court reports EY, AM and Palmer in prep of EY Stay extension report
Martin Daigneault	15-Nov-18	790	2.4	1,896.00	rww KH report on residual claims, assess expired NORDs, instructions Tara for PC thereon, vet OS Cdn claims to be paid out, RB query on director DSU claim processing and payout (equity distributions)
Martin Daigneault	16-Nov-18	790	1.8	1,422.00	updated DT tax returns rww, FU ARQ on refunds coming \$CA1.8M
Martin Daigneault	19-Nov-18	790	3.7	2,923.00	CBSA corresp rcd and forward, FU unpaid creditors, disc Kara on claims status Tara update PC on expired NORD FU, GST refund corresp from CRA, approved and applied as set-off, advise PAA-Palmer, JD CBA FU on process and timing
Martin Daigneault	20-Nov-18	790	1.7	1,343.00	report initiate, rww prior Court orders, establish report content and structure, RB to get AO summary of 2018 US Court orders as appendix to EY report
Martin Daigneault	21-Nov-18	790	3.0	2,370.00	report RD and claims from MP and KH, rww, disc MP, disc KH, Convert RD PDF to Excel, format for report, same for claims, validate content and allocation of claims report per larger known resolved and unresolved claims
Martin Daigneault	22-Nov-18	790	5.0	3,950.00	report drafting, rww prior Court orders and reports, US Court Order for context and what to update on, rww claims report, rww RD report to understand- validate, assess and summarize
Martin Daigneault	23-Nov-18	790	4.3	3,397.00	report changes JD, change claims table, reduce RD table, Toronto Hydro claim pmt query Cam Bear, Tax form QST rcd and forward. Coleman and Kara comments on typical RD disclosure and claims disclosure respectively, further clean read of report, distrib and comments to RB
Total Martin Daigneault			51.6	40,764.00	
Stephane Leblanc	20-Nov-18	875	0.3	262.50	Info pour allocation retraite
Total Stephane Leblanc			0.3	262.50	

Tara Serve	26-Oct-18	525	0.5	262.50	Prime Clerk updates.
Tara Serve	19-Nov-18	525	2.0	1,050.00	Updates to prime Clerk. documents on the server.
Total Tara Serve			2.5	1,312.50	
Total général			72.9	54,446.00	

DOCUMENT

XX

Old PSG Wind-down Ltd - PSG Project Breakaway (E-65166796)
WIP Time Details

Nom de la personne	Date	Taux	Heures	Total	Description
Brian Denega	3-Dec-18	875	1.3	1,137.50	Attend court re: stay extension
Total Brian Denega			1.3	1,137.50	
Cam Bear	27-Nov-18	350	0.3	105.00	Download reports and email to Greg K.
Cam Bear	28-Nov-18	350	0.8	280.00	Write up req, print off proof of claim and support, create distribution cheque import template, issue cheque
Cam Bear	29-Nov-18	350	0.2	70.00	Scan and email cheque to Martin
Cam Bear	29-Nov-18	350	1.4	490.00	Print off support, write up reqs, issue cheques record, mail
Cam Bear	5-Dec-18	350	0.4	140.00	Scan November bank statements and email to parties
Total Cam Bear			3.1	1,085.00	
Jean-Daniel Breton	26-Nov-18	790	3.0	2,370.00	Disc Martin D., e-mail exchanges, review report, affidavit, etc.
Jean-Daniel Breton	27-Nov-18	790	3.0	2,370.00	Review corresp re NWNl, review agreements, corresp Paul Benjamin, e-mail exchanges, etc.
Jean-Daniel Breton	30-Nov-18	790	1.5	1,185.00	e-mails, motions, etc.
Jean-Daniel Breton	6-Dec-18	790	1.5	1,185.00	e-mail exchanges, misc Follow up re CBSA, etc.
Jean-Daniel Breton	10-Dec-18	790	0.3	237.00	Misc follow up
Jean-Daniel Breton	12-Dec-18	790	0.5	395.00	e-mail exchanges and misc follow up.
Total Jean-Daniel Breton			9.8	7,742.00	
Jocelyne Tardif	26-Nov-18	525	2.0	1,050.00	secure, rename, & post documents to server, issues with two documents relating to size
Jocelyne Tardif	30-Nov-18	525	0.7	367.50	secure, rename & post doc to server
Jocelyne Tardif	4-Dec-18	525	1.0	525.00	secure, rename and post documents to website, remove some docs from website
Total Jocelyne Tardif			3.7	1,942.50	
Marites Carandang	12-Dec-18	350	0.4	140.00	Nov 2018 bank recs
Marites Carandang	14-Dec-18	350	0.2	70.00	Post bank adjustments for Nov/18 bank recs.
Total Marites Carandang			0.6	210.00	
Martin Daigneault	29-Oct-18	790	3.1	2,449.00	Houlihan fees rvw Court order and invoice, approval- prof fees invoices for the month review, approve and instructions to pay, clean up tax EM sequence and ensure all actions taken
Martin Daigneault	31-Oct-18	790	3.4	2,686.00	EY-TGF-McM coord call on Court dates abnd report for Sray extension, FU disc JDB, rvw SG Board docs for contebs that may be used for Court report to support stay, ARQ FU corresp on status and refund owing \$CA1.8M, report content define, Coord Court date and availabilities
Martin Daigneault	1-Nov-18	790	1.5	1,185.00	EM clean-up to avoid any missing items, tax draft from DT , upcoming report, FU tax refunds to rcv, JDB QUID CBSA
Martin Daigneault	2-Nov-18	790	1.7	1,343.00	Review draft comments, EM traffic with TGF and McM on EY draft report
Martin Daigneault	25-Nov-18	790	1.5	1,185.00	PSG report updates, vet numbers, reformat tables, Palmer and A&M comments on acceptable disclosures, approve report and motion record posting, rvw Motion record and AO US court rulings listing, Nadeau call Retiring allowance
Martin Daigneault	26-Nov-18	790	5.1	4,029.00	tax docs recd, rvwd and forwarded- rvw TGF invoices unpaid, corod KH approval on Moodys' claim payment rvw claims and DB status to seek payment
Martin Daigneault	27-Nov-18	790	1.3	1,027.00	Nadeau retiring allowance disc and EY solution, CamBear instructions to pay Moodys, DT tax return FU, more ARQ and CRA mail to forward, FU ARQ on CA\$1.8M refund coming, coord EY future role when all creditors paid, shareholder protection, value add assessment, consider for Court direction/disclosure
Martin Daigneault	28-Nov-18	790	3.7	2,923.00	rvw prof fees invoices and approve
Martin Daigneault	29-Nov-18	790	1.5	1,185.00	Tax corresp FU AHauth DT, Service list website update, post-approve, Stay extension endorsement rvw, post approve web, Covo Retiring allowance disc if eligible and or need the deduction. Residual claim DT to comment on CRA (Ontario)
Martin Daigneault	4-Dec-18	790	2.4	1,896.00	

Martin Daigneault	7-Dec-18	790	1.0	790.00	CBSA set-off and coord amts to claim (corp tax, sales tax, customs), rvw support/related corresp on hand, TGF query from NovaScotia on claims filed, Rvw SOFAS and schedules in US (prime clerk)
Martin Daigneault	10-Dec-18	790	2.3	1,817.00	NS claim research on PC site and disc RB, Luxco FU and doc review and comments, Jobidon FU on timing of ARQ \$M payment to PSG
Martin Daigneault	11-Dec-18	790	0.5	395.00	ARQ and CRA corresp rcvd and forward to Eno-Zaleski and DT, corp tax returns tracking MP
Martin Daigneault	13-Dec-18	790	0.5	395.00	Luxco FU and traffic
Total Martin Daigneault			29.5	23,305.00	
Total général			48.0	35,422.00	

DOCUMENT

XXI

PSG (E-65166796)
WIP Time Details

Person	Date	Rate	Hours	Fee	Description
Cam Bear	20-Dec-18	350	1.2	420.00	Retrieve Corp tax refund from mailroom, write up deposit, attend bank to make deposit, record
Cam Bear	21-Dec-18	350	1.3	455.00	Record tax refund, issue fees cheque, record, download reports and email to Greg
Cam Bear	2-Jan-19	350	0.5	175.00	Download December reports
Cam Bear	8-Jan-19	350	0.4	140.00	Scan December bank statements and email to team
Cam Bear	9-Jan-19	350	1.2	420.00	Print off claim support, write up req, issue distribution cheque to the Receiver General
Cam Bear	15-Jan-19	350	0.5	175.00	Send details of distributions made in last quarter of 2018 to A & M.
Cam Bear Total			5.1	1,785.00	
Jean-Daniel Breton	17-Dec-18	790	1.0	790.00	Disc Martin, e-mail exchanges, etc.
Jean-Daniel Breton	18-Dec-18	790	1.5	1,185.00	Disc Martin, e-mail exchanges, etc.
Jean-Daniel Breton	8-Jan-19	790	1.0	790.00	Disc Martin D, e-mails, follow up CBSA, etc.
Jean-Daniel Breton	9-Jan-19	790	1.0	790.00	Disc Martin D, e-mails, follow up Deloitte, CBSA, etc.
Jean-Daniel Breton	10-Jan-19	790	1.0	790.00	Disc Martin D, e-mails, follow up Deloitte, CBSA, etc.
Jean-Daniel Breton	14-Jan-19	790	2.5	1,975.00	Disc Martin, call Rachel, call McMillan and Deloitte re clearance certificates, distributions, CBSA claims, etc.
Jean-Daniel Breton	17-Jan-19	790	0.5	395.00	Misc corresp, e-mails, disc Martin D, etc.
Jean-Daniel Breton	18-Jan-19	790	0.5	395.00	e-mail exchanges, follow up re CBSA claims, etc.
Jean-Daniel Breton Total			9.0	7,110.00	
Marites Carandang	17-Jan-19	350	0.3	105.00	Dec/18 bank recs.
Marites Carandang	18-Jan-19	350	0.2	70.00	Post Dec 2018 bank adjustments.
Marites Carandang Total			0.5	175.00	
Martin Daigneault	17-Dec-18	790	0.4	316.00	DT FU on CRA claim \$34K unvetted, seek analysis
Martin Daigneault	18-Dec-18	790	1.8	1,422.00	tax forms recd and forward, 1 on GST credit retained- FU DT, customs and Weno-Zaleski on CRA credits held back or set-off- per DT OK Cam Bar to pay our claim \$34K to CRA- Luxco FU and document rww-
Martin Daigneault	19-Dec-18	790	2.7	2,133.00	Luxco FU docs from Liquidatirs, rww, disc JDB- USA BHI claims pamt approval- FU customs set-off provided and DT comments on same for corp taxes, \$1.85M ARQ cheque recd, advise parties, process to deposit
Martin Daigneault	20-Dec-18	790	1.2	948.00	FU PSG CRA GST credits held validation queries to Jobidon, Thibault and to Bwebb. Validate numbers provided by Zaleski/Enoa nd FU if they mean credots were never received.
Martin Daigneault	8-Jan-19	790	3.5	2,765.00	claim payment FU, Sjopatron return, CRA \$34K claim vet with DT, approve pamt to issue, trsfr QST forms recd, Trsfr tax assessment recd to DT, Clearance cert Disc and FU relted mail traffic, dusc JDB
Martin Daigneault	10-Jan-19	790	2.7	2,133.00	AO fees to AM, CBSA FU OS matters, EM DT, disc JDB, EM whole group on OS matters, Clearance cert cert disc and call JDB and TGF
Martin Daigneault	11-Jan-19	790	1.3	1,027.00	Luxco progress FU, CBSA progress FU, Clearance cert FU amd conf cal setup with MCM
Martin Daigneault	14-Jan-19	790	0.8	632.00	Clearance certificate disc JD, RB, FU JDB on missed call, FU
Martin Daigneault	15-Jan-19	790	0.4	316.00	FU Kara and Cam Bear to provide all claims paid for AM reconciliation and exposure assessment
Martin Daigneault	17-Jan-19	790	2.7	2,133.00	receipt and transfer tax forms recd' cheques recd to Cam Bear for deposit, copies to DT and Peak, EM Palmer on CRA claims and set-off queries on extent and process for refunds being held back, Jobidon query of cheques recd summer of 2018 as stub and expanations did not follow in mail redirection, (requested by Tracy Jacquil for PAA accounting reconciliation)
Martin Daigneault	18-Jan-19	790	1.6	1,264.00	FU and back-forth DT on tax refunds rww and set offs for net balance owing&to collect- ARQ refund details received, rww, provide toTJacquil
Martin Daigneault Total			19.1	15,089.00	
Grand Total			33.7	24,159.00	

DOCUMENT

XXII

Old PSG Wind-down Ltd - PSG Project Breakaway (E-65166796)
WIP Time Details

Nom de la personne	Date	Taux	Heures	Frais	Description
Adriana Wilches Avella	14-Feb-19	350	3.0	1,050.00	
Adriana Wilches Avella	14-Feb-19	350	-3.0	(1,050.00)	
Adriana Wilches Avella	14-Feb-19	350	3.3	1,155.00	Preparation of T4 T4 A and RL 1 -Summaries to the compagnie and send e-mail to Matilde. Create folders in TED. Employer, Employee and Government.
Adriana Wilches Avella	18-Feb-19	350	1.8	630.00	Prepare and send e-mail avec les T4 et RL-1 and summaries OLD PSG two e-mail with instructions sent to Tara.
Total Adriana Wilches Avella			5.1	1,785.00	
Cam Bear	21-Jan-19	350	0.8	280.00	Download 2018 payment info from Connected for T\$'s to be issued, format and email to Martin
Cam Bear	21-Jan-19	350	0.4	140.00	Copy, scan tax refunds, write up deposit
Cam Bear	21-Jan-19	350	0.5	175.00	Attend bank to make deposit, record
Cam Bear	30-Jan-19	350	1.6	560.00	Print off invoice support, write up reqs, draft wire transfer to D. Law, issue cheques
Cam Bear	31-Jan-19	350	0.4	140.00	Scan and fax D. Law wire to bank, follow up call from same, record
Cam Bear	1-Feb-19	350	0.9	315.00	Print off support for Rev Quebec payment, write up req. Update claims payment schedule and email to Kara
Cam Bear	4-Feb-19	350	0.4	140.00	Download reports and email to team.
Cam Bear	4-Feb-19	350	0.5	175.00	Create cheque import template, run distribution cheque to Revenu Quebec
Cam Bear	6-Feb-19	350	0.2	70.00	Record distribution cheque
Cam Bear	22-Feb-19	350	0.7	245.00	Write up req, issue payment to Revenu Quebec, email Mary Ann import file
Total Cam Bear			6.4	2,240.00	
Jean-Daniel Breton	21-Jan-19	790	2.0	1,580.00	
Jean-Daniel Breton	22-Jan-19	790	1.0	790.00	Disc Martin re claims, CBSA, exchange of corresp, e-mails, etc.
Jean-Daniel Breton	23-Jan-19	790	0.5	395.00	Disc Martin re claims, CBSA, exchange of corresp, e-mails, etc.
Jean-Daniel Breton	28-Jan-19	790	0.5	395.00	Disc Martin, e-mails, etc.
Jean-Daniel Breton	11-Feb-19	790	0.5	395.00	Misc follow up re CBSA, e-mail s re proceedings, etc.
Total Jean-Daniel Breton			4.5	3,555.00	
Marco Pereira	12-Feb-19	350	1.7	595.00	appel avec Tara Serve et Matilde pour obtenir plus info pour le travail et faire une recherche pour le reporting sur T4A
Marco Pereira	13-Feb-19	350	1.7	595.00	recherche pour le reporting sur T4A, RQAP et CNT. Preparer fichier pour les feuillets a faire incluant sommaire
Marco Pereira	14-Feb-19	350	0.8	280.00	recherche pour le reporting sur T4A, RQAP et CNT. Preparer fichier pour les feuillets a faire incluant sommaire
Total Marco Pereira			4.2	1,470.00	
Marites Carandang	12-Feb-19	350	0.3	105.00	Jan/19 bank recs.
Marites Carandang	13-Feb-19	350	0.2	70.00	Post bank adjustments for Jan/19 bank recs.
Total Marites Carandang			0.5	175.00	
Martin Daigneault	21-Jan-19	790	3.7	2,923.00	clearance cert EM and FU-FU JSwanson DT- EM Thibault CBSA claim settled final forms filed- Bear, list of SG claims paid for tax slip prep-FU Nadeau RRSP contribution portion or ret allowance- US Chapter 11 docs rcd,rewd
Martin Daigneault	24-Jan-19	790	0.5	395.00	Seek ARQ RD credit refund details , assess and send to DT assessment details for comments-rww
Martin Daigneault	28-Jan-19	790	3.7	2,923.00	Clearance cert corresp, DT call thereon, tax corresp recd rww distribute, disc ARQ on RD tax credit refsued by CRA and ARQ payable resulting, prof fees rww and approval
Martin Daigneault	29-Jan-19	790	0.5	395.00	Zaleski-Eno old Bauer payroll tax acct numbers, Jobidon-Thibault inquiry on active accounts for 2018 tax slips
Martin Daigneault	31-Jan-19	790	1.3	1,027.00	KH claims details requirement, PSG tax correspondance, Tax slips coord and disc
Martin Daigneault	4-Feb-19	790	1.1	869.00	tax acct reopen, Jobidon coord, Tax slip coord, Eno-Zaleski validate if need paper tax remittance slips

Martin Daigneault	5-Feb-19	790	0.5	395.00	tax slips reopen codes, Tara, EY tax coord
Total Martin Daigneault			11.3	8,927.00	
Matilde Laens	12-Feb-19	525	1.7	892.50	Call with Tara to better understand the request, disc with marco and search to find out the code for T4A
Matilde Laens	13-Feb-19	525	0.7	367.50	Payroll preparation T4/T4A and RL-1 search information disc with Marco
Matilde Laens	18-Feb-19	525	1.5	787.50	T4/T4A RL-1 and respecxrive summaries review
Total Matilde Laens			3.9	2,047.50	
Nicole Charron	11-Feb-19	525	0.5	262.50	Suivi pour informations pour préparation t-4 et Relevé 1 2018
Total Nicole Charron			0.5	262.50	
Olga Dascal	5-Feb-19	350	0.9	315.00	RS registration (communications with CRA, with Tara, emails)
Total Olga Dascal			0.9	315.00	
Tara Serve	29-Jan-19	525	1.5	787.50	Information gathering and coordination for year-end tax slips.
Tara Serve	30-Jan-19	525	2.0	1,050.00	Information gathering and coordination for year-end tax slips.
Tara Serve	5-Feb-19	525	0.5	262.50	Coordination re: tax slips and account numbers.
Tara Serve	6-Feb-19	525	1.5	787.50	Coordination re: tax slips and account numbers.
Tara Serve	11-Feb-19	525	1.5	787.50	Coordination of tax slips.
Tara Serve	12-Feb-19	525	2.5	1,312.50	Coordination of tax slips.
Tara Serve	13-Feb-19	525	0.5	262.50	Coordination of tax slips.
Tara Serve	14-Feb-19	525	1.5	787.50	Coordination of tax slips.
Tara Serve	21-Feb-19	525	2.5	1,312.50	Filing payroll tax slips.
Tara Serve	22-Feb-19	525	3.5	1,837.50	Filing payroll tax slips.
Total Tara Serve			17.5	9,187.50	
Total général			54.8	29,964.50	

DOCUMENT

XXIII

Old PSG Wind-down Ltd - Project Breakaway (E-65166796)

WIP Time Details

Nom de la personne	Date	Taux	Heures	Frais	Description
Cam Bear	25-Feb-19	350	0.3	105.00	Download R & D's and email to Greg
Cam Bear	1-Mar-19	350	1.1	385.00	Update Claims paid schedule to Feb. 28, download and email February reports to team
Cam Bear	6-Mar-19	350	0.4	140.00	Write up deposit, copy, record customs refund
Total Cam Bear			1.8	630.00	
Jean-Daniel Breton	7-Feb-19	790	0.5	395.00	Follow up re CBSA
Jean-Daniel Breton	25-Feb-19	790	1.0	790.00	Misc corresp, e-mails, follow up on CBSA claims, etc.
Jean-Daniel Breton	1-Mar-19	790	1.0	790.00	Misc follow up, deposits, e-mails, etc.
Jean-Daniel Breton	4-Mar-19	790	1.0	790.00	e-mail exchanges and misc re CBSA
Jean-Daniel Breton	5-Mar-19	790	1.0	790.00	e-mail exchanges and misc re CBSA
Jean-Daniel Breton	11-Mar-19	790	1.0	790.00	e-mail exchanges and misc
Jean-Daniel Breton	18-Mar-19	790	1.0	790.00	Follow up + corresp re CBSA claims status
Jean-Daniel Breton	18-Mar-19	790	1.5	1,185.00	
Jean-Daniel Breton	19-Mar-19	790	0.5	395.00	Follow up + corresp re CBSA claims status
Jean-Daniel Breton	20-Mar-19	790	1.5	1,185.00	Follow up + corresp re CBSA claims status, query from CBSA, corresp Deloitte
Total Jean-Daniel Breton			10.0	7,900.00	
Marites Carandang	12-Mar-19	350	0.3	105.00	February 2019 bank recs
Marites Carandang	15-Mar-19	350	0.3	105.00	Post bank adjustments for Feb/19 bank recs.
Marites Carandang	22-Mar-19	350	0.3	105.00	Filing - (Approved bank recs from Sept 2018 to Dec 2018)
Total Marites Carandang			0.9	315.00	
Martin Daigneault	12-Feb-19	790	0.2	158.00	Matilde Laens FU on tax slips data profile and payments to former employees
Martin Daigneault	12-Feb-19	790	0.2	158.00	rcv, rvw and forward 2 sales tax slips remittance forms to Julie-Jamie
Martin Daigneault	13-Feb-19	790	0.4	316.00	DAS acct reopen process, Tara, coord and EM with CRA and MRQ on reactivating closed DAS accts for 2018 tax slips on claims distro
Martin Daigneault	14-Feb-19	790	0.2	158.00	tax slips rvw and cord Palmer signature for filing
Martin Daigneault	18-Feb-19	790	0.4	316.00	rvw tax slip final data and summaries, TS to finalize, send to tax authorities and slips to employees
Martin Daigneault	19-Feb-19	790	0.3	237.00	Follow up Deloitte on clearance cert request
Martin Daigneault	20-Feb-19	790	0.2	158.00	Swanson DT FU EM
Martin Daigneault	20-Feb-19	790	0.3	237.00	EM FU Jobidon-& Thibault on possible partial distri authorization
Martin Daigneault	20-Feb-19	790	0.3	237.00	tax slips summary EM to MP for summaries signature and small amount employer share owing
Martin Daigneault	20-Feb-19	790	0.2	158.00	MP 2018 DAS summary signature recd, instruction TS to file and send individual slips
Martin Daigneault	21-Feb-19	790	0.2	158.00	comments to KH on OS claims
Total Martin Daigneault			2.9	2,291.00	
Total général			15.6	11,136.00	

DOCUMENT

XXIV

Old PSG (E-65166796)

WIP Time Details

Nom de la personne	Date	Taux	Heures	Frais	Description
Adriana Wilches Avella	15-May-19	350	5.6	1,960.00	Discus with Marco about T4 and GST amended -Faire lettre et mettre en Backup qu'on doit modifier. Verify in CRA if we need to modify the T4 Summary. Correction summary RL-1 Preparation letters to send T4 amended and RL-1 amended
Adriana Wilches Avella	16-May-19	350	3.5	1,225.00	Prepare e-mail to send the T4 an RL 1 ameded to Tara. Verify HSF rate with Marco and Matilde. change information in RL-1 Summary.
Adriana Wilches Avella	17-May-19	350	1.1	385.00	Correct PDF and change information of the HSF rate after discus with Nicole. Prepare and send e-mail final with slips and documentto Tara.
Adriana Wilches Avella Total			10.2	3,570.00	
Cam Bear	27-Mar-19	350	1.4	490.00	Print off invoice support, write up reqs, issue payments, record, mail
Cam Bear	29-Mar-19	350	0.4	140.00	Write up deposit, copy GST refund and record
Cam Bear	1-Apr-19	350	0.5	175.00	Download March reports and email to Alex and Greg
Cam Bear	3-Apr-19	350	0.6	210.00	Filing of Estate Accounting receipts and disbursements
Cam Bear	3-Apr-19	350	0.2	70.00	Scan and email bank statements to team
Cam Bear	10-Apr-19	350	0.3	105.00	Respond to Arthur Potters email regarding March payments report
Cam Bear	23-Apr-19	350	0.2	70.00	Download R & D's and email to Greg
Cam Bear	1-May-19	350	0.4	140.00	Download monthly reports and email to Greg and Alex
Cam Bear	6-May-19	350	0.3	105.00	Scan and email April bank statements to team
Cam Bear Total			4.3	1,505.00	
Jean-Daniel Breton	27-Mar-19	790	1.5	1,185.00	Re CBSA claims – go over files, answer e-mails, disc and corresp Martin D, etc.
Jean-Daniel Breton	1-Apr-19	790	0.5	395.00	Follow up on CBSA claims process, exchanges with Martin D.
Jean-Daniel Breton	2-Apr-19	790	1.3	1,027.00	Follow up on CBSA claims process, exchanges with Martin D.
Jean-Daniel Breton	3-Apr-19	790	0.3	237.00	Follow up on CBSA claims process, exchanges with Martin D.
Jean-Daniel Breton	9-Apr-19	790	1.5	1,185.00	Corresp Justice Canada, review status, disc Martin, e-mails, etc.
Jean-Daniel Breton	15-Apr-19	790	1.5	1,185.00	e-mails Kim Sheppard Justice Canada, exchanges M. Daigneault, exchanges Rachel Bengino re certificates of distribution, etc.
Jean-Daniel Breton	16-Apr-19	790	0.5	395.00	e-mail exchanges Rachel, Martin, etc.
Jean-Daniel Breton	23-Apr-19	790	0.2	158.00	Misc e-mails
Jean-Daniel Breton	24-Apr-19	790	1.2	948.00	Misc exchanges of correspondance re CBSA, US plan, etc.
Jean-Daniel Breton Total			8.5	6,715.00	
Marco Pereira	14-May-19	350	2.0	700.00	suite au courriel de Tara Serve pour corriger les feuillets de 2018 de m. Bhalla. verfi courriel et petite recherche sur le commentle faire, voir impact au niveau du RQAP. discuter avec Matilde de la position prendre. Communiquer avec Tara
Marco Pereira	15-May-19	350	2.5	875.00	suite au courriel de Tara Serve pour corriger les feuillets de 2018 de m. Bhalla. verfi courriel et petite recherche sur le commentle faire, voir impact au niveau du RQAP. discuter avec Matilde de la position prendre. Communiquer avec Tara
Marco Pereira	16-May-19	350	1.0	350.00	suite au courriel de Tara Serve pour corriger les feuillets de 2018 de m. Bhalla. verfi courriel et petite recherche sur le commentle faire, voir impact au niveau du RQAP. discuter avec Matilde de la position prendre. Communiquer avec Tara
Marco Pereira Total			5.5	1,925.00	
Marites Carandang	11-Apr-19	350	0.4	140.00	March 2019 bank recs. Call to bank re: missing deposit
Marites Carandang	15-Apr-19	350	0.3	105.00	Post bank adjustments for March 2019 bank recs.
Marites Carandang	10-May-19	350	0.3	105.00	April 2019 bank recs.
Marites Carandang	15-May-19	350	0.3	105.00	Post bank adjustments re: April 2019 bank recs.
Marites Carandang Total			1.3	455.00	
Martin Daigneault	25-Mar-19	790	0.4	316.00	coord and FU Palmer, rrw Deloitte and CBSA corresp
Martin Daigneault	26-Mar-19	790	0.8	632.00	prof fees rrw and approval. Coord CA payment of CA profesionales

Martin Daigneault	27-Mar-19	790	1.0	790.00	FU DT and Jamie Eno on use of GST credits on CBSA assessments or not, research to provide info to CBSA in settling claims, coord JDB
Martin Daigneault	28-Mar-19	790	1.0	790.00	FU Jamie Eno and addl questions, FU JDB
Martin Daigneault	2-Apr-19	790	1.2	948.00	coord and FU Jamie Eno and JDB queries on GST claimed or not on CBA assessments, D.Bhatt Retiring allowance back and forth on T4A vs T4 and Retiring Allowance request
Martin Daigneault	9-Apr-19	790	2.0	1,580.00	rw final calc CBSA-ARC refunds, validate, corr, FU Deloitte on Ontario tax refund owing on adjustment 147K\$, EM and back-forth Hauth-Deloitte and Palmer and JDB
Martin Daigneault	11-Apr-19	790	0.7	553.00	Bhatt back and forth on retiring allowance tax slip request, vet with EY tax. OK per Leblanc
Martin Daigneault	15-Apr-19	790	1.0	790.00	FU CBSA OS matters, consult and FU JD and RB on forcing CBSA's hand, OS claims 4 + 1 (construction)
Martin Daigneault	29-Apr-19	790	1.0	790.00	Bhatt tax issue disc nd coord Tara Serve, rw payables prof fees and sign-off, track Deloitte corresp on tax matters
Martin Daigneault	13-May-19	790	1.2	948.00	tax documents recd, track ongoing mail, tax issues, CRA.
Martin Daigneault	14-May-19	790	1.0	790.00	tax matters mails, FU, Bhatt FU Tara and EY tax fior amended tax slip
Martin Daigneault Total		11.3		8,927.00	
Matilde Laens	15-May-19	525	1.0	525.00	disc with marco and Nicole and Adriana regarding amended T4 and T4A
Matilde Laens Total		1.0		525.00	
Nicole Charron	13-May-19	525	0.5	262.50	Discussion avec stéphane Leblanc, martin Daigneault concernant correction T4a pour t4 pour un employé
Nicole Charron Total		0.5		262.50	
Stephane Leblanc	12-Apr-19	875	0.3	262.50	Question retiring allowance
Stephane Leblanc Total		0.3		262.50	
Tara Serve	1-May-19	525	2.0	1,050.00	Replacement of tax slip and correspondence with tax group.
Tara Serve	10-May-19	525	0.5	262.50	Follow-up re: revised tax slips.
Tara Serve	14-May-19	525	2.0	1,050.00	Tax slip - calls and e-mails with tax group, discussion re: process.
Tara Serve	17-May-19	525	1.5	787.50	Tax slip.
Tara Serve Total		6.0		3,150.00	
Grand Total		48.9		27,297.00	

DOCUMENT

XXV

PSG (E-65166796)
WIP Time Details

Nom de la personne	Date	Taux	Heures	Frais	Description
Cam Bear	21-May-19	350	0.6	210.00	Write up req, review source deduction support, issue cheque and email data file to Mary Ann
Cam Bear	29-May-19	350	0.9	315.00	Print off invoice support and approvals, write up reqs, issue cheques, record, have signed and mail
Cam Bear	30-May-19	350	0.4	140.00	Issue USD payment to Deloitte's
Cam Bear	3-Jun-19	350	0.4	140.00	Download May reports and email to Greg and Alex
Cam Bear	5-Jun-19	350	0.3	105.00	Scan and email statements to Greg and Alex
Cam Bear	19-Jun-19	350	0.3	105.00	Locate support for source deduction payment made in May 2019 and email to Alex at Peak
Cam Bear	21-Jun-19	350	0.3	105.00	Download and email June reports to Greg
Cam Bear Total			3.2	1,120.00	
Jean-Daniel Breton	21-May-19	790	1.0	790.00	Corresp Kim Sheppard re CBSA claims, phone call, etc.
Jean-Daniel Breton	24-May-19	790	1.5	1,185.00	e-mail exchanges, review APA, etc.
Jean-Daniel Breton	31-May-19	790	1.0	790.00	Conf call re clearance certificates, CBSA, etc.
Jean-Daniel Breton	3-Jun-19	790	0.5	395.00	Misc e-mail exchanges
Jean-Daniel Breton	17-Jun-19	790	0.5	395.00	Disc K Sheppard
Jean-Daniel Breton	18-Jun-19	790	1.5	1,185.00	Review report and misc
Jean-Daniel Breton	19-Jun-19	790	1.5	1,185.00	Review report and misc
Jean-Daniel Breton	20-Jun-19	790	1.0	790.00	Review report and misc
Jean-Daniel Breton Total			8.5	6,715.00	
Marites Carandang	12-Jun-19	350	0.4	140.00	May 2019 bank recs.
Marites Carandang	13-Jun-19	350	0.3	105.00	Post bank adjustments for May 2019 bank recs.
Marites Carandang Total			0.7	245.00	
Martin Daigneault	23-May-19	790	0.3	237.00	FU tax corespondance and tax forms rc'd
Martin Daigneault	24-May-19	790	0.3	237.00	FU tax refunds CBSA, Germany tax refunds dspute with Peak, FU JDB
Martin Daigneault	27-May-19	790	0.9	711.00	coord call TGF, rvw cooresp, FU
Martin Daigneault	29-May-19	790	0.7	553.00	Canada invoice rvw and approval
Martin Daigneault	31-May-19	790	0.8	632.00	FU Cda tax call Palmer, Mcmillan, Deloitte, RB and JDB-FU discussions
Martin Daigneault	5-Jun-19	790	1.0	790.00	FU and coordination, Luxco nd tax matters traffic
Martin Daigneault	6-Jun-19	790	0.4	316.00	disb approval
Martin Daigneault	13-Jun-19	790	2.0	1,580.00	Court report drafting, prep, data gathering, report tables obtain back-up
Martin Daigneault	14-Jun-19	790	2.0	1,580.00	Court report drafting, prep, data gathering, R&D
Martin Daigneault	17-Jun-19	790	4.0	3,160.00	Court report drafting, prep, data gathering, claims recap from A&M detailed report
Martin Daigneault	20-Jun-19	790	2.0	1,580.00	Court report drafting, prep, data gathering
Martin Daigneault	21-Jun-19	790	2.0	1,580.00	Court report, final rvw, discussions Deloitte, coordinate signature Denega
Martin Daigneault Total			16.4	12,956.00	
Tara Serve	22-May-19	525	1.0	525.00	Tax slips.
Tara Serve	4-Jun-19	525	1.5	787.50	Mailing tax slips and filing amendments.
Tara Serve	21-Jun-19	525	1.0	525.00	Tax slips and correspondence re: inactive DAS accounts.
Tara Serve Total			3.5	1,837.50	
Grand Total			32.3	22,873.50	

DOCUMENT

XXVI

PSG (E-65166796)
WIP Time Details

Nom de la personne	Date	Taux	Heures	Total	Description
Cam Bear	4-Jul-19	350	0.7	245.00	Scan bank statements, download June reports and email to Greg and Alex
Cam Bear	24-Jul-19	350	0.3	105.00	Estate accounting receipts and disbursements filing
Cam Bear	25-Jul-19	350	0.3	105.00	Scan Rev Quebec refund, write up deposit, record
Cam Bear	30-Jul-19	350	0.3	105.00	Print off invoices, write up reqs, review payment history to TGF
Cam Bear	31-Jul-19	350	0.4	140.00	Issue cheque, record, draft wire
Cam Bear	7-Aug-19	350	0.6	210.00	Write up reqs, issue tax remittances to Rev Quebec, record, mail
Cam Bear	7-Aug-19	350	0.4	140.00	Download reports and email to Greg and Alex
Cam Bear Total			3.0	1,050.00	
Jean-Daniel Breton	26-Jun-19	790	0.5	395.00	e-mail exchanges, Follow up
Jean-Daniel Breton	3-Jul-19	790	0.5	395.00	Disc and e-mails Kim Sheppard
Jean-Daniel Breton	5-Jul-19	790	1.0	790.00	e-mail exchanges (Martin Daigneault, Kim Sheppard) re CBSA
Jean-Daniel Breton	12-Jul-19	790	0.5	395.00	e-mail exchanges re CBSA
Jean-Daniel Breton	29-Jul-19	790	0.3	237.00	Misc e-mail exchanges re status
Jean-Daniel Breton	30-Jul-19	790	0.3	237.00	Misc e-mail exchanges re status
Jean-Daniel Breton Total			3.1	2,449.00	
Tara Serve	26-Jun-19	525	1.5	787.50	performance sports group: secure, rename and post docs to website
Tara Serve Total			1.5	787.50	
Marites Carandang	27-Jun-19	350	0.8	280.00	Write up cheque requisitions, print off back ups, email to Martin. Process cheques, have them signed, post, mail cheques.
Marites Carandang	9-Jul-19	350	0.3	105.00	June 2019 bank recs.
Marites Carandang	12-Jul-19	350	0.3	105.00	Post bank adjustments re: June 2019 bank recs.
Marites Carandang	16-Jul-19	350	0.2	70.00	Prepare wire instruction/pdf/email same to Martin.
Marites Carandang	14-Aug-19	350	0.3	105.00	July 2019 bank recs
Marites Carandang	14-Aug-19	350	0.2	70.00	Write up deposit form/print off back-up. Post incoming wire from Fiducia Luxembourg.
Marites Carandang	15-Aug-19	350	0.3	105.00	Post bank adjustments for July 2019 bank recs.
Marites Carandang Total			2.4	840.00	
Martin Daigneault	25-Jun-19	790	2.0	1,580.00	court filings, coord, FU RBengino, queries on OS claims and Sports Uniform unpaid claim
Martin Daigneault	26-Jun-19	790	1.5	1,185.00	website postings for Court ruling, fees and disb FU Karpel
Martin Daigneault	27-Jun-19	790	1.0	790.00	disbursement review, sign-off
Martin Daigneault	3-Jul-19	790	0.8	632.00	coord Tara and ARQ locked EM review for accts to close, EM exchanges
Martin Daigneault	8-Jul-19	790	0.2	158.00	TGF invoices tracking, FU GKarpel
Martin Daigneault	10-Jul-19	790	0.3	237.00	uniforms unpaid claim, view PC claims status, EMs TGF
Martin Daigneault	12-Jul-19	790	0.4	316.00	FU and monitor tax issues, clearance cert, CBSA/Justice Canada claims matters
Martin Daigneault	5-Aug-19	790	1.4	1,106.00	FU mails, activity, issues, update all ongoing matters
Martin Daigneault	6-Aug-19	790	2.1	1,659.00	EM Palmer, Hauth, JD, Zaleski, rrw forms rec'd, distribute, DAS pamt to do EY, small GST late penalty to pay, CBSA status disc JDB theron, Likely status with apparent cheque coming
Martin Daigneault	7-Aug-19	790	1.1	869.00	process disc JDB, EY to pay small GST assessment for USA
Martin Daigneault	12-Aug-19	790	1.4	1,106.00	FU mails, activity, issues, update all ongoing matters
Martin Daigneault Total			12.2	9,638.00	
Grand Total			22.2	14,764.50	

DOCUMENT

XXVII

PSG (E-65166796)
WIP Time Details

Nom de la personne	Date	Taux	Heures	Total	Description
Cam Bear	29-Aug-19	350	0.7	245.00	Write up reqs, print off invoice support, issue cheques, record
Cam Bear	5-Sep-19	350	0.3	105.00	Call and email from MD regarding tax refunds
Cam Bear	6-Sep-19	350	0.6	210.00	Copy refunds, write up deposits, record
Cam Bear	6-Sep-19	350	0.3	105.00	Scan and email statements to Alex and Greg
Cam Bear	6-Sep-19	350	0.4	140.00	Attend bank to deposit CRA and Rev. Quebec refunds
Cam Bear	9-Sep-19	350	0.2	70.00	Email reports to Arthur Potter
Cam Bear	17-Sep-19	350	0.4	140.00	Estate accounting receipts and disbursements file maintenance
Cam Bear Total			2.9	1,015.00	
Jean-Daniel Breton	27-Aug-19	790	0.5	395.00	e-mails, etc.
Jean-Daniel Breton	28-Aug-19	790	0.5	395.00	e-mails, etc.
Jean-Daniel Breton	3-Sep-19	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	4-Sep-19	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	5-Sep-19	790	0.5	395.00	Misc follow up, e-mails, etc.
Jean-Daniel Breton	17-Sep-19	790	4.0	3,160.00	Draft NORD for CBSA claims, e-mail exchanges K Sheppard, Martin D, etc.;
Jean-Daniel Breton	18-Sep-19	790	1.0	790.00	Phone call S Thibault, e-mail exchanges, etc.
Jean-Daniel Breton	19-Sep-19	790	1.0	790.00	e-mail exchanges, disc M Daigneault re ITC claims etc.
Jean-Daniel Breton Total			8.5	6,715.00	
Marites Carandang	11-Sep-19	350	0.3	105.00	August 2019 bank recs.
Marites Carandang	16-Sep-19	350	0.2	70.00	Post bank adjustments for August 2019 bank recs
Marites Carandang Total			0.5	175.00	
Martin Daigneault	27-Aug-19	790	0.9	711.00	Eno corresp on German residency letter, coord docs. rww received at EY from CRA and ARQ
Martin Daigneault	28-Aug-19	790	0.7	553.00	Palmer disc on CBSA status, FU JDB, rww Justice Cda recenmt EM on cheque coming
Martin Daigneault	29-Aug-19	790	0.7	553.00	rww and approve professional fee invoices for payment
Martin Daigneault	3-Sep-19	790	0.3	237.00	CBSA-cheque follow up and research
Martin Daigneault	4-Sep-19	790	0.4	316.00	débours approbation
Martin Daigneault	5-Sep-19	790	1.3	1,027.00	tax documents recd rww and communicate to PSG-Bauer
Martin Daigneault	13-Sep-19	790	0.7	553.00	tracking and monitoring CRA reconciliation
Martin Daigneault	17-Sep-19	790	1.9	1,501.00	corresp EM MmeDanik on getting amended CBSA claims, rww claims, Const lien claim review for context,
Martin Daigneault	18-Sep-19	790	0.7	553.00	FU Amended single claim recd from CRA, FU JDB
Martin Daigneault	19-Sep-19	790	2.9	2,291.00	PofC NORD draft rww JDB, updated all 4 NORDs recd, corresp Palmer, FU strategy oand BoD requirements and assistance if necessary, disc JDB, VM to Sthibault, GST-QST forms adn cheque recd, depoist & transmit to Eno-Zaleski, instruction to claim GST on resudual \$501K Customs claim.
Martin Daigneault	20-Sep-19	790	0.7	553.00	tracking and monitoring CRA reconciliation
Martin Daigneault Total			11.2	8,848.00	
Tara Serve	6-Sep-19	525	0.5	262.50	Correspondence with tax re: closing DAS accounts.
Tara Serve	12-Sep-19	525	1.0	525.00	Closing DAS accounts with tax.
Tara Serve Total			1.5	787.50	
Grand Total			24.6	17,540.50	

	ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST) Proceedings commenced at Toronto AFFIDAVIT OF MARTIN DAIGNEAULT <i>(Sworn December 9, 2019)</i> THORNTON GROUT FINNIGAN LLP TD West Tower, Toronto-Dominion Centre 100 Wellington Street West, Suite 3200 Toronto, ON M5K 1K7 Fax: (416) 304-1313 Rachel Bengino (LSO # 68348V) Tel: (416) 304-1153 Email: rbengino@tgf.ca Lawyers for Ernst & Young Inc., the Court-appointed Monitor
--	--

Appendix “D”

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, RSC 1985, C. C-36, AS AMENDED.**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
OLD PSG WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-
DOWN CORP., OLD BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP.,
OLD PLG WIND-DOWN CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC.,
OLD BH INC., OLD BPSU INC., OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC.,
OLD PLG INC., AND OLD PSGI INC.**

(the "Applicants")

**AFFIDAVIT OF ROBERT I. THORNTON
(Sworn December 10, 2019)**

**I, ROBERT I. THORNTON, of the City of Toronto, in the Province of Ontario,
MAKE OATH AND SAY AS FOLLOWS:**

1. I am a barrister and solicitor qualified to practice law in the Province of Ontario and I am a partner at Thornton Grout Finnigan LLP ("TGF"), lawyers for Ernst & Young Inc., the Court-appointed Monitor (the "**Monitor**") of the Applicants and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Attached hereto as Exhibit "**A**" are copies of the invoices issued to the Monitor by TGF for fees and disbursements incurred by TGF through the course of these proceedings between April 1, 2017 and October 31, 2019.

3. Attached hereto as Exhibit "**B**" is a schedule summarizing each invoice in Exhibit "A", the total billable hours charged per invoice, the total fees charged per invoice and the average hourly rate charged per invoice.

4. Attached hereto as Exhibit "C" is a schedule summarizing the respective years of call and billing rates of each of the solicitors at TGF who acted for the Monitor.

5. To the best of my knowledge, the rates charged by TGF throughout the course of these proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.

6. The hourly billing rates outlined in Exhibit "C" to this affidavit are comparable to the hourly rates charged by TGF for services rendered in relation to similar proceedings.

7. I make this affidavit in support of a motion by the Monitor for, *inter alia*, approval of the fees and disbursements of the Monitor's counsel.

SWORN before me at the City of Toronto,
in the Province of Ontario, this 10th day of
December, 2019.



Commissioner for Taking Affidavits



ROBERT I. THORNTON

EXHIBIT "A"



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

May 23, 2017

Attention: Brian M. Denega

Invoice No. 31443
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: April 30, 2017

FEES

Feb-16-17	Review and amend draft escrow agreement and e-mail correspondence with respect to same; review closing agenda and e-mail same to monitor;	0.40	RB
Apr-02-17	Review draft Lexpert submission drafted by Company; e-mails with respect to same;	0.70	RB
Apr-03-17	Review and respond to email with B. Denega; review and revise; respond to email regarding summary of the case; preparation of agenda and budget; preparation for call and conference call with team regarding status of the case and path forward; review and respond to email regarding Monitors Seventh Report and late claims matter;	2.60	RIT
	Review and respond to e-mail with respect to monthly operating reporting; provide comments on draft Lexpert submission; attend conference call with team monitor; review and respond to questions from Stikeman with respect to monthly operating report;	1.80	RB
Apr-04-17	Consideration of US Supreme Court decision and effect on structured dismissals; email to R. Bengino regarding same; review and respond to B. Denega emails regarding calls; conference call Equity Committee and counsel;	1.30	RIT
	Review draft report and provide comments with respect to same; call with J.D. Breton to discuss same; e-mail from R. Thornton with respect to recent decision; e-mails with respect to sending J. Neifeld sellers disclosure letter; read letter sent by G. Azeff;	2.20	RB

Apr-05-17	Review and revising Monitor's Seventh Report; meeting with R. Bengino regarding US cases on structured dismissal; review and respond to email regarding KPMG letter and conference call regarding same;	2.20	RIT
	Review and revise draft report; review comments on same; review draft appendix to the report and provide comments on same; review and consider letter from G. Azeff and e-mail clients with respect to same; review and consider case law in the US dealing with structured dismissals; discuss same with R. Thornton; draft summary of same and send to B. Denega; E-mails with respect to Iexpert submission;	5.70	RB
Apr-06-17	Review and respond to email from Stikemans and McMillan regarding path forward; telephone call with A. Kent;	0.90	RIT
	Review and consider comments on draft report; e-mails with client with respect to same; call with J. Neifeld to discuss litigation summary and next steps; review letter from Fair Harbor Capital;	3.10	RB
Apr-07-17	Telephone call with A. Kent; review and respond to email; telephone call with E. Pillon regarding status of negotiations; telephone call with R. Bengino regarding Monitor's Report; review and respond to emails with Stikemans; preparation for and conference call with Paul Weiss; telephone call with Stikemans; telephone call with K. Coleman regarding US law; email to client further telephone to Stikeman; email to A. Kent regarding position to equity committee; telephone call to B. Denega regarding update; telephone to P. Howard regarding ultimate path forward;	4.10	RIT
	Review and finalize report; e-mails with respect to same; call with R. Thornton and L. Pillon; serve report; discuss matter with R. Thornton; call with R. Thornton and Applicants' counsel;	3.70	RB
Apr-08-17	Review and respond to email with A. Kent;	0.20	RIT
Apr-09-17	Telephone call with A. Kent regarding Equity Committee and Paul Weiss; email report to client regarding same regarding alternate path forward;	0.80	RIT
	E-mails with B. Denega; review e-mail from R. Thornton;	0.30	RB
Apr-10-17	Brief meeting with B. Denega; telephone call with R. Bengino; preparation for court; meeting with R. Bengino regarding status report;	0.80	RIT
	Prepare for and attend motion; call with L. Nicholson with respect to personal injury claim against Bauer Hockey Corp.; review agenda in preparation for team call; attend team call; meet with R. Thornton;	3.50	RB
Apr-11-17	Review and respond to emails and email regarding board call;	0.40	RIT
	E-mails with respect to posting orders on Monitor's website; e-mail Stikeman with respect to annual general meeting; review insurance policy;	0.70	RB
	E-mails with respect to scheduling board meeting call;	0.10	RB
Apr-12-17	Review and respond to email regarding agenda and alternate plan;	0.40	RIT
	E-mails with respect to call; attending conference call with company counsel and advisers; e-mails with R. Thornton; review list of entered US filings;	1.40	RB

Apr-13-17	Meeting with B. Denega; telephone call with E. Pillon regarding alternate plan;	0.80	RIT
	Review list of entered US filings;	0.10	RB
Apr-17-17	Review list of litigation from J. Neifeld; review asset allocation on entity basis and e-mail clients with respect to same;	0.50	RB
Apr-18-17	Meet with R. Thornton regarding call with E. Waitzer; attend call with R. Thornton, E. Waitzer and L. Pillion; e-mails with respect to next report;	0.70	RB
Apr-19-17	Telephone call with A. Kent regarding Equity Committee position; telephone call with B. Denega regarding update; email to K. Esaw; review of stay extension material; telephone call with B. Denega; email to A. Kent regarding Equity Committee position; telephone call with A. Kent; summary to client; email summary of Equity Committee call to Stikemans;	1.90	RIT
	Discussions with M. Magni with respect to fee affidavit; draft Eighth Report; call with L. Nicholson to discuss stay extension; attend call with R. Thornton and A. Kent; e-mails with respect to same; review draft motion materials for stay extension motion and amend same;	6.50	RB
Apr-20-17	Review and respond to emails regarding with E. Waitzer; preparation for board call; review of proposed board agenda and review of documents and review of documents and preparation for board meeting; telephone call with E. Waitzer regarding Canadian plan;	0.90	RIT
	Draft Monitor's report; e-mail comments on draft motion materials; e-mails with K. Coleman; review e-mail from L. Nicholson and orders with respect to approval of Monitor's activities;	2.40	RB
Apr-21-17	Preparation and attendance on board call for directors meeting/call; telephone call with B. Denega regarding same;	1.60	RIT
	Review board materials in preparation for call today; discuss fee affidavit and equity claims with R. Thornton; call with J. Neifeld with respect to fee affidavit; attend call with R. Thornton and B. Denega; attend board meeting conference call; call and e-mails with L. Pillion; review and revise report; review fee affidavit; e-mail draft report to R. Thornton; review DSU acknowledgement; review e-mails with respect to equity committee meeting;	5.10	RB
Apr-23-17	E-mails with respect to committee meeting;	0.30	RB
Apr-24-17	E-mails with respect to call with UCC; draft fee approval language for notice of motion; research precedent to dispense with quarterly reporting; revise draft fee affidavit; call with J. Neifeld; call with M. Daigneault; review fee affidavit of M. Daigneault; review motion materials filed by applicant; e-mail R. Thornton; review and consider e-mail from K. Esaw regarding satisfied claims and review sample motion attached thereto; e-mail clients with respect to same;	4.40	RB
Apr-25-17	Conference call with Stikemans regarding alternative plan; telephone call with R. Bengino; review and respond to emails regarding all US counsel; review and revise draft Monitor's Report; review and and revise draft fee affidavit; review and respond to emails regarding UCC meeting and	1.60	RIT

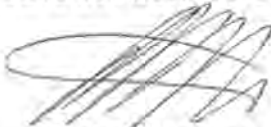
	regarding plan;		
	Revise draft Monitor's report and circulate to team for review; e-mails with respect to claims motion; call with J. Neifeld with respect to fee affidavit; e-mail M. Daigneault with respect to fee affidavit; revise report; review comments; finalize fee affidavit;	3.00	RB
Apr-26-17	Review and consideration of email regarding effect of s. 22.1 of CCAA; consideration of effect of subordination of plaintiffs claims on path forward; conference call with team regarding equity claims, valuation of shareholder position; option going forward; cost of timeline and consequences of substantive consolidation; review and respond to email; telephone call with team; telephone call with E&Y and Stikemans regarding path forward;	3.80	RIT
	Call with R. Thornton to discuss research regarding equity claims; e-mail draft report to company counsel; attend Monitor team conference call; discussion with R. Thornton with respect to same; e-mails with respect to call; research case law with respect to uncertified class actions filing proof of claim; attend conference call with company counsel to discuss updated fee budget and wind down strategy; follow up call with client; call with Stikeman Elliot and client to discuss wind down strategy; follow up call with J.D. Breton; research with respect to OSC claims as equity;	11.40	RB
Apr-27-17	Discussions with R. Bengino regarding equity claims, shareholder rights and priority of equity and shareholder claims;	0.80	JHG
	Review and respond to email; telephone call with B. Denega; meeting with R. Bengino regarding meaning of "equity claims"; telephone call with Stikemans regarding alternate plan;	1.60	RIT
	Review and consider US case with respect to priorities of equity claimants; revise and review finalized report; instructions to M. Magni with respect to same; research with respect to equity claimants; discussion with R. Thornton with respect to same; attend conference call with company counsel; call with K. Esaw to discuss claims process; discussions with R. Thornton;	7.90	RB
Apr-28-17	Review and respond to emails regarding SEC claims and equity claims;	0.90	RIT
	Call with R. Thornton with respect to meeting with J. Newbould; e-mails with team with respect to same; summarize case law with respect to uncertified class action proofs of claim; call with K. Esaw and client with respect to claims procedure order; call with M. Sassi; review proof of claim filed by class action; draft summary of research with respect to uncertified class action proofs of claim and send same to R. Thornton; e-mails with respect to SEC claim;	4.90	RB
Apr-30-17	E-mails with K. Esaw with respect to draft notice; consider issues for motion returnable tomorrow;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Robert I. Thornton	26.80	\$1,025.00	\$27,470.00	
James H. Grout	0.80	\$925.00	\$740.00	
Rachel Bengino	71.00	\$400.00	<u>\$28,400.00</u>	
Total Fees			\$56,610.00	
HST (@ 13%) on 20% of Fees			\$1,471.86	
GST (@ 5%) on 40% of Fees			<u>\$1,132.20</u>	
Total Fees and Taxes				\$59,214.06

DISBURSEMENTS

Computer Research	\$159.62	
Photocopies	\$8.50	
Photocopies - Color	\$9.30	
Stationery/Supplies	\$5.68	
Telephone	\$110.01	
Transportation	\$8.43	
Conference Calls	\$50.24	
Conference Calls	\$23.78	
Conference Calls	\$147.84	
Conference Calls	\$40.60	
Conference Calls	\$129.92	
Conference Calls	\$34.22	
R. Thornton – Airfare re Travel to Ottawa on May 3	\$567.57	
R. Thornton – Taxi re Travel to Ottawa on May 3	<u>\$71.76</u>	
Total Taxable Disbursements	\$1,367.47	
HST (@ 13%) on 20% of Taxable Disbursements	\$35.55	
GST (@ 5%) on 40% of Taxable Disbursements	\$27.35	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and Taxes		<u>\$1,430.37</u>
TOTAL NOW DUE		<u>\$60,644.43</u>

THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

June 20, 2017

Attention: Brian M. Denega

Invoice No. 31524
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: May 31, 2017

FEES

May-01-17	Conference call with Allen & Overy and Monitor regarding course of action and regarding SEC claim issues; review and respond to emails;	1.20	RIT
	Prepare for and attend motion returnable today; review claims summary; attend call with R. Thornton and K. Coleman to discuss structured dismissals; follow up call with B. Denega; review proof of claim filed by SEC; review e-mail from claimant's solicitor and e-mails with M. Daigneault with respect to same; review and consider draft notice of satisfaction; review filed orders;	5.10	RB
May-02-17	Review and revise and respond to emails regarding claims summary and regarding meeting with Justice Newbould; telephone call with P. Howard; meeting with Monitor; review of budgets; review of claims; consideration of effect of claim on course of action;	1.80	RIT
	E-mails with respect to SEC claim; review summary of call drafted by J. Neifeld and e-mail R. Thornton with respect to same; review government claims filed by yesterday's deadline; review updated fee analysis and call with J. Cohen-Domanus with respect to same; discuss same with R. Thornton; compile documents for R. Thornton's meeting tomorrow; review e-mail from L. Nicholson with respect to Cocona lease;	1.60	RB
May-03-17	Emails to P. Howard; meeting with P. Howard; preparation for hearing with judge; further meeting with P. Howard; further meeting with judge; travel to and from hearing and emails summarizing outcome; telephone call with B. Denega regarding same;	9.20	RIT

	E-mails with respect to scheduling call; several e-mails with respect to strategy and steps forward; consider same; review draft term sheet from Equity Committee;	1.60	RB
May-04-17	Telephone call with A. Kent regarding Equity Committee position; emails with Stikeman regarding same; telephone call with P. Howard regarding alternate plan; meeting with R. Bengino; review and revise tax slides;	1.50	RIT
	E-mails with respect to equity committee; attend conference call with company to discuss status update and e-mail summary of same to client; call with V. Calina to discuss motion materials; discussions with R. Thornton; call with K. Coleman; review and consider e-mail from R. Kanelly with respect to disclaimed agreement; discuss same with L. Nicholson;	4.10	RB
	Research regarding priority of SEC claim; meeting with R. Bengino to discuss same;	1.50	MA
May-05-17	Review and respond to email; meeting with R. Bengino; telephone call with A. Kent; telephone call with P. Howard regarding position of Equity Committee; preparation for and conference call with Paul Weiss regarding new plan;	1.80	RIT
	Discussions with V. Calina; attend team Monitor conference call; call with A. Kent; discussions with R. Thornton; call with Paul Weiss; discussions with L. Nicholson; numerous e-mails with respect to strategy and claims process;	2.70	RB
May-06-17	Review and revise emails with E. Waitzer, P. Howard, A. Kent and K. Coleman regarding alternate plans for Creditor Distribution Canada;	1.50	RIT
	Numerous e-mails with respect to motion and SEC claim; calls with V. Calina;	1.20	RB
	Meeting with R. Bengino to discuss research regarding whether a regular equity interest holder has an "equity claim" under the CCA;	0.30	JH
	Drafting memorandum on whether equity interests are equity claims for the purposes of the CCAA;	3.00	JH
May-07-17	Review and revise Notice of Motion, Affidavit and Order regarding Motion for Directions on Creditor's Distribution Plan; telephone call with R. Bengino; telephone call with P. Howard;	4.30	RIT
	Review, consider and revise draft motion materials; several e-mails with respect to same; calls with V. Calina with respect to same; review comments from clients with respect to same; revise and send comments to company; review revised materials; e-mails with respect to same and SEC claim;	5.30	RB
May-08-17	Review and respond to emails regarding preparation of materials; meeting with R. Bengino regarding context of report; review and respond to emails from US counsel regarding structured dismissal; preparation for and conference call with board Stikemans and Paul Weiss; telephone call with P. Howard; emails to the Equity	4.10	RIT

	Committee; conference call with the Equity Committee; telephone call with E. Waitzer and P. Howard; telephone call with A. Kent regarding position of Equity Committee;		
	Review e-mail from R. Thornton; draft ninth report of the Monitor; e-mails with M. Aleksic with respect to research regarding SEC claim; attend conference call with company counsel to discuss proposed path forward; discussion with J. Hardy with respect to research regarding equity claims; attend conference call with equity committee to discuss proposed path forward; attend follow up call with company counsel;	6.70	RB
	Research regarding priority of SEC claim;	3.00	MA
May-09-17	Telephone call with P. Howard regarding lack of support for Canadian solution; telephone call with B. Denega; review and respond to emails;	1.50	RIT
	Call with C. Fell; review and respond to e-mail from C. Fell; review claims registry; Call with M. Daigneault with respect to claims; review and consider equity plan term sheet;	3.00	RB
	Research regarding equity claims and equity interests;	2.80	JH
	Further research into equity claims and equity interests; draft memorandum outlining conclusions;	3.00	JH
	Research regarding priority of SEC claim;	2.10	MA
May-10-17	Review of plan term sheet; conference call with team; telephone call with P. Howard; telephone call with K. Coleman regarding US position; review and respond to email with K. Coleman;	2.10	RIT
	Discussions with R. Thornton with respect to draft plan term sheet; call with V. Calina; amend draft plan and circulate comments; attend weekly update conference call; review memorandum from J. Hardy; review amalgamation order;	3.10	RB
	Draft memo on whether equity interests are equity claims for the purposes of the CCAA;	2.00	JH
May-11-17	Review and consideration of memo regarding equity interests and whether class action plaintiff and common shareholders are included; brief meeting with J. Hardy regarding same; brief meeting with R. Bengino regarding same;	0.60	RIT
	Forward e-mails to J. Hardy for equity research; discussion with J. Hardy with respect to same; review and consider e-mail from R. Kenalley; review revised memorandum from J. Hardy;	0.70	RB
	Further research and updates to memo regarding equity claims and equity interests;	2.50	JH
	Research regarding priority of SEC claim;	1.00	MA
May-12-17	Review and respond to email regarding term sheet; review of summary of team call and outstanding issues list;	1.20	RIT
	Review revised plan term sheet and Monitor comments with respect to same; review issues list; review amalgamation order; call with C. Tobler; attend conference call to discuss term sheet and issues list;	5.10	RB

	draft summary of call and send to client; e-mails with respect to plan term sheet;		
May-13-17	Review, consider and respond to various e-mails; review updated plan term sheet and issues list; call with R. Thornton; schedule team call;	0.90	RB
May-14-17	Review of term sheet and issues list; consideration of course of action; conference call with Monitor team;	1.30	RIT
	Conference call with client and K. Coleman to discuss plan term sheet and issues list; consider same; review and consider comments from E. Waitzer;	0.90	RB
May-15-17	Review of E. Waitzer email regarding plan term sheet; telephone call with E. Waitzer and P. Howard regarding alternative course of action; meeting with R. Bengino regarding options; review and respond to email from K. Coleman; review and revise term sheet and issues list; full team call regarding term sheet and issues list;	2.60	RIT
	Review and respond to various e-mails; attend call with R. Thornton and Stikeman; consider same; e-mails with counsel; review amended term sheet; attend conference call with company to discuss same; call with R. Thornton; review amended plan;	2.20	RB
May-16-17	Meeting with R. Bengino regarding update; review and respond to email regarding claims procedure; preparation for and attend board call;	1.80	RIT
	Research with respect to fundamental changes under BCBCA: attend conference call to discuss claims protocol; follow up call with Monitor; call with L. Nicholson with respect to same; send e-mail to Stikeman with respect to same; attend board call; review e-mail correspondence with respect to same;	3.80	RB
May-17-17	Review and respond to email; conference call with A. Kent regarding Equity Committee position and term sheet; meeting with Stikeman Elliot for conference call with Paul Weiss, Brown Rudnick and McMillan; further conference call with Monitor and Equity Committee;	4.80	RIT
	Various e-mails with respect to scheduling calls; research with respect to British Columbia Business Corporations Act; attend conference call with Canadian counsel to equity committee and company; attend conference calls with counsel to equity committee and company counsel;	7.50	RB
May-18-17	Email with P. Howard regarding status of support for plans; conference call with Monitor team; review and respond to email from E. Waitzer; telephone call with J. Farley regarding claims officer role; email response to P. Howard;	2.30	RIT
	Attend conference call with Monitor team; draft and send e-mail to K. Coleman with respect to Muscletech decision; review e-mails; call with K. Esaw and L. Nicholson to discuss claims procedure order; review and consider voice message from A. Kent; review articles of incorporation with respect to same;	2.10	RB

May-19-17	Discussion with J. Mighton; send follow up e-mail with respect to Canada's Best claim; review e-mails with respect to same; review and consider e-mails with respect to Muscletech decision; review and consider location of determining Thousand Oaks issue; send update to clients regarding call on claims procedure order;	2.00	RB
May-20-17	Review of memo regarding law of recognition of class action claims in CCAA; emails with R. Bengino regarding same;	0.00	RIT
	E-mails from R. Thornton;	0.30	RB
May-22-17	E-mail from K. Coleman;	0.20	RB
May-23-17	Review and revise bar chart for use at meeting and emails regarding same; consideration of alternate description for executive summary;	1.40	RIT
	Respond to various e-mails with team Monitor; research with respect to MM&A case and class action filed therein; receive and review third amendment to Asset Purchase Agreement; e-mails with respect to scheduling call;	2.90	RB
May-24-17	Review and respond to email regarding plan alternatives chart;	0.30	RIT
	Review proposed plan alternative; attend conference call with company counsel to discuss same; send e-mail to A. Kent;	0.80	RB
May-25-17	Review and respond to emails regarding plan alternatives chart;	0.40	RIT
	Review and consider NOL considerations; review e-mail correspondence with respect to CRG financial; review and consider plan options and send e-mail to R. Thornton with respect to same;	0.90	RB
May-29-17	E-mails with respect to Inaria Harmonized Sales Tax repayment;	0.30	RB
May-30-17	E-mails with respect to Harmonized Sales Tax payment; e-mails with respect to scheduling update call; call with M. Daigneault; attend conference call regarding status of plan; draft and send summary of call to client; review e-mail from J.D. Breton with respect to same; review and consider comments from J.D. Breton; e-mail with R. Thornton;	1.90	RB
May-31-17	Review and respond to email with R. Bengino regarding status update;	0.30	RIT
	Call with R. Thornton; e-mails with J. Mann with respect to scheduling call; e-mail to A. Kent;	0.70	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

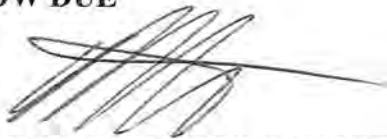
<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	46.00	\$1,025.00	\$47,150.00
Rachel Bengino	67.60	\$400.00	\$27,040.00
James Hardy (student)	13.60	\$300.00	\$4,080.00
Matt Aleksic (student)	7.60	\$300.00	<u>\$2,280.00</u>

Total Fees	\$80,550.00	
HST (@ 13%) on 20% of Fees	\$2,094.30	
GST (@ 5%) on 40% of Fees	<u>\$1,611.00</u>	
Total Fees and Taxes		\$84,255.30

DISBURSEMENTS

Computer Research	\$228.58	
Stationery/Supplies	\$7.36	
Conference Calls	\$60.32	
Conference Calls	\$61.77	
Taxi re Meeting in Ottawa	<u>\$58.01</u>	
Total Taxable Disbursements	\$416.04	
HST (@ 13%) on 20% of Taxable Disbursements	\$10.82	
GST (@ 5%) on 40% of Taxable Disbursements	\$8.32	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and Taxes		<u>\$435.18</u>

TOTAL NOW DUE **\$84,690.48**



THORNTON GROUT FINNIGAN LLP

Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

July 12, 2017

Attention: Brian M. Denega

Invoice No. 31583

File No. 519-043

RE: Performance Sports Group

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: June 30, 2017**

FEES

Jun-01-17	Review and respond to email regarding status update; review and respond to email regarding claims update; review of toggle plan; email to team regarding comments on toggle plan;	1.80	RIT
	Draft and send e-mail to A. Eaton with respect to litigation trust; call with C. Fell to discuss class action claim; call with A. Eaton; draft summary of same and send to clients; research with respect to voting of equity holders; consideration of same; review terms of BCBCA;	3.80	RB
Jun-02-17	Review and respond to email regarding toggle plan;	0.30	RIT
	Review and consider comments from R. Thornton on draft plan term sheet; review and consider draft plan term sheet; attend call with company counsel and equity committee;	2.90	RB
Jun-04-17	Provide comments on draft plan term sheet to Stikeman;	0.80	RB
Jun-05-17	Conference call regarding term sheet;	1.10	RIT
	Research with respect to clearance certificates; call with L. Nicholson to discuss Monitor's comments on term sheet; attend conference call regarding same;	2.70	RB
Jun-06-17	Review comments on draft plan term sheet; review objection filed by UPS;	0.40	RB
Jun-07-17	Conference call regarding toggle plans, claims process, claims motion and SEC, telephone call with E. Waitzer regarding security issues; review and respond to email; review of issues list; email to R. Bengino regarding same; telephone call to A. Kent;	2.70	RIT
	Attend conference call with team Monitor to discuss outstanding issues;	3.20	RB

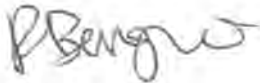
	follow up e-mails with respect to same; call and leave message for A. Kent and E. Waitzer; listen to voice message from D. Krauss; review issues list from F. Selke and e-mails with respect to same;		
Jun-08-17	Review e-mail from F. Selke; listen to and consider comments from D. Kraus with respect to tax returns and e-mail client with respect to same; review MOR; listen to and return voice message from L. Galessiere; discussion with R. Thornton; e-mails with client;	1.30	RB
Jun-09-17	Consider and respond to e-mail from client; review allocation schedule;	0.50	RB
	Review e-mail from K. Coleman; receive and review allocation of sale proceeds;	0.30	RB
Jun-11-17	Review and respond to email regarding issues list and toggle plan;	0.20	RIT
Jun-12-17	E-mails with respect to scheduling call;	0.20	RB
Jun-13-17	Review and respond to email regarding issues list;	0.50	RIT
	Send e-mail to A. Eaton; review recently entered orders;	0.20	RB
Jun-14-17	Review and respond to email regarding issues list; telephone call with Stikeman regarding same; conference call with team regarding potential D&O resignation; telephone call with Stikeman and B. Denega regarding covenant issues;	2.20	RIT
	Review e-mail outlining comments on issues list from A. Eaton; attend conference call with Canadian company counsel; e-mails with respect to same; attend conference call with company and board and advisors; review list of entered orders; e-mails with client with respect to scheduling call;	2.80	RB
Jun-15-17	Conference call with Monitor regarding governance issues; review and respond to email with Stikeman regarding governance issues; conference call with Stikeman regarding corporate governance and alternatives;	1.60	RIT
	Attend team Monitor conference call to discuss issue of board resignation; e-mails with respect to scheduling call with Stikeman Elliot; call with K. Coleman with respect to same;	2.70	RB
Jun-16-17	Telephone call with J. Mann and F. Selke and R. Bengino regarding deconstructed toggle plan; telephone call with A. Kent regarding deconstructed toggle plan; telephone call to potential board candidates and providing background (W. Aziz and E. Sellers);	2.40	RIT
	Call with R. Thornton to discuss toggle plan; call with R. Thornton and Stikeman to discuss same; draft e-mail to K. Coleman outlining steps for deconstructive toggle plan; e-mails with company counsel with respect to same; discussions with R. Thornton with respect to same;	2.10	RB
Jun-17-17	Email and telephone call to potential board candidates regarding background (R. Benson); review and respond to email regarding board candidates;	0.80	RIT
	Review and consider comments on toggle steps from K. Coleman; revise and send same to R. Thornton for review; e-mails with company and R. Thornton; e-mails with client;	1.30	RB
Jun-18-17	E-mail steps to company; e-mails with respect to potential director candidates; e-mails and call with R. Thornton; schedule call with A. Kent;	1.20	RB

Jun-19-17	Conference call with A. Kent and C. Fell regarding releases; telephone call and email with R. Bengino regarding same; review and respond to email;	0.90	RIT
	Attend conference call with equity committee; send e-mail to company with respect to same; e-mails with B. Denega regarding update call; call with B. Denega; review BC Corporations Act and company articles to determine how director vacancies are filled and also if a director can transfer certain of its powers;	1.70	RB
Jun-20-17	Preparation for and call with Paul Weiss; conference call with Paul Weiss regarding deconstructed toggle plan;	1.10	RIT
	Call with F. Selke to discuss director appointments; send e-mail to client with respect to same; review and consider illustrative recovery analysis and comments on same; attend conference call with Paul Weiss to discuss deconstructed toggle plan; follow up e-mails with respect to same;	1.90	RB
Jun-21-17	Telephone call with A. Eaton and K. Cornish regarding deconstructive toggle plan; review and respond to emails regarding same; review and respond to email with A. Kent regarding governance issues;	0.70	RIT
	Review e-mail from L. Nicholson with respect to rejected lease; E-mail from A. Kent; review e-mail from K. Coleman regarding discussions with US counsel and voice message from R. Thornton with respect to same; send e-mail to company Canadian counsel with respect to same; review multiples e-mails with respect to release of directors;	1.10	RB
Jun-22-17	Email regarding D&O issues; telephone call with R. Bengino;	0.60	RIT
	E-mails with respect to director releases; review professional fee estimates from client;	0.40	RB
Jun-23-17	Call with R. Thornton; call and leave message for M. Yontef; call with M. Yontef and R. Thornton;	0.30	RB
Jun-24-17	Discussions with L. Nicholson with respect to Thousand Oaks settlement; e-mail Monitor team with respect to same;	0.50	RB
Jun-26-17	Review and respond to email regarding follow up call with equity committee;	0.30	RIT
Jun-27-17	E-mails with respect to meeting with SEC; e-mail with respect to resignation of board; e-mails with K. Cornish to schedule call and circulate invite;	0.60	RB
Jun-28-17	Conference call regarding SEC meeting and path forward; conference call with Stikeman regarding status of board and steps to finalizing liquidation plan; conference call with Monitor team;	1.10	RIT
	Conference call with K. Cornish to receive update on meeting with SEC; e-mails with client; call with J.D. Breton to discuss deconstructed toggle plan; conference call with team Monitor; e-mails with L. Nicholson with respect to scheduling motion;	1.90	RB
Jun-29-17	E-mail from R. Kennaley and follow up with L. Nicholson; send e-mail to client regarding same;	0.60	RB
Jun-30-17	Review and respond to email regarding a thousand oaks issue;	0.20	RIT
	Review Thousand Oaks Stipulation;	0.50	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Robert I. Thornton	18.50	\$1,025.00	\$18,962.50	
Rachel Bengino	35.90	\$400.00	\$14,360.00	
Total Fees			\$33,322.50	
HST (@ 13%) on 20% of Fees			\$866.39	
GST (@ 5%) on 40% of Fees			<u>\$666.45</u>	
Total Fees and Taxes				\$34,855.34
 <u>DISBURSEMENTS</u>				
Conference Calls			\$49.30	
Total Taxable Disbursements			\$49.30	
HST (@ 13%) on 20% of Taxable Disbursements			\$1.28	
GST (@ 5%) on 40% of Taxable Disbursements			\$0.99	
Total *Non-Taxable Disbursements			<u>\$0.00</u>	
Total Disbursements and Taxes				<u>\$51.57</u>
 TOTAL NOW DUE				 <u>\$34,906.91</u>

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

August 16, 2017

Attention: Brian M. Denega

Invoice No. 31676

File No. 519-043

RE: Performance Sports Group

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: August 16, 2017**

FEES

Jul-03-17	Review and respond to email regarding status of board of directors; review and respond to email from K. Coleman regarding interim payout options;	0.80	RIT
	E-mails with respect to future steps and scheduling call with respect to same;	0.60	RB
Jul-04-17	Review and respond to email from R. Bengino regarding status of discussions;	0.40	RIT
	E-mails with respect to scheduling call; review draft stipulation and order with respect to Thousand Oaks settlement; discussion with L. Nicholson with respect to court motion;	1.30	RB
Jul-05-17	Review and respond to email regarding recent decision;	0.30	RIT
	Review draft order and affidavit regarding thousand oaks; review e-mails with respect to Bybrook payment;	0.80	RB
Jul-06-17	Review and respond to emails regarding rescission remedy; conference call regarding interim distribution with Paul Weiss; email to B. Denega regarding same;	1.40	RIT
	E-mails with respect to Bybrook; follow up with Alvarez & Marsal with respect to amounts owing to Canada's Best; attend conference call with respect to interim distribution mechanics; call with J. Cohen-Domanus with respect to draft report;	2.00	RB
Jul-07-17	Consider e-mail from C. Fell with respect to stay extension and e-mail clients with respect to same; e-mails with respect to SEC call and scheduling call with respect to same; attend conference call with respect to same; review amendments to draft Bybrook stipulation and draft Thousand Oaks materials;	3.80	RB

	draft Ninth Report of the Monitor and send to clients for review;		
Jul-08-17	Review and respond to emails regarding strategy going forward in light of potential director's resignations;	0.50	RIT
	E-mails with respect to liquidation plan;	0.30	RB
Jul-09-17	Review and respond to email regarding EC and SEC potential breakthrough; email with team regarding board composition and governance issues;	1.10	RIT
	E-mails with respect to liquidation plan;	0.60	RB
Jul-10-17	Review and respond to email regarding EC plan; review and respond to email regarding length of stay extension; review and respond to email regarding D&O composition; review and revise Monitor's Ninth Report; review and respond to email regarding status of existing directors; review and respond to email regarding governance and options; review and respond to email regarding super monitor; telephone call with B. Denega regarding same;	2.80	RIT
	E-mails with respect to draft Monitor's Report; e-mails with respect to board of directors;	0.60	RB
Jul-11-17	Review and respond to email regarding changes of directors; telephone call with E. Waitzer regarding same; review and respond to email to client regarding same; telephone call with Monitor team regarding update from E. Waitzer; review and respond to email regarding board issues;	2.30	RIT
	Send e-mail to R. Thornton; send e-mail to R. Kennaley with respect to Canada's Best invoices; review comments on draft Ninth Report and amend same; send draft report to company for review; call with R. Thornton to discuss resignation of board of directors; review filed motion record of the Applicants;	2.10	RB
Jul-12-17	Conference call with E. Waitzer and B. Denega and further emails regarding Canadian directors;	0.50	RIT
	Discussions with L. Nicholson with respect to constituted board of directors; research with respect to Court's ability to dispense with requirement to fill director vacancies; draft memorandum with respect to same; send same to R. Thornton for consideration;	5.10	RB
Jul-13-17	Review and respond to memo regarding jurisdiction and corporate governance; provide comments to Rachel on same; review and respond to emails; conference call with K. Coleman and R. Bengino regarding US governance requirements; review and respond to emails regarding draft Monitor's Ninth Report; telephone call with E. Waitzer; telephone call with A. Kent regarding complaints regarding director's resignations; telephone call with B. Denega regarding same; telephone call with R. Bengino (x2) regarding director's resignations; telephone call with A. Kent regarding masterplan; telephone call with B. Denega regarding same; telephone call with R. Bengino regarding update with potential for monitor super powers;	5.50	RIT
	Review and consider comments with respect to Monitor's report; call with K. Coleman and R. Thornton; review and amend memorandum with respect to director vacancies; review US filings; call with R. Thornton; call with L. Nicholson with respect to director resignations; revise Monitor's report and send same to client for final review; call with J.D. Breton to discuss same;	4.40	RB

	finalize and serve Ninth Report;		
Jul-14-17	Review and respond to emails regarding D&O policies; review and respond to emails regarding corporate governance; telephone call with A. Kent regarding specific questions regarding additional powers for the monitor; emails with respect thereto;	1.20	RIT
	Instructions to M. Magni with respect to serving Monitor's Report; request copy of Directors & Officers insurance policy from Stikeman; swear affidavit of service; review factum of the Applicants;	0.80	RB
Jul-15-17	Telephone call and email to B. Denega regarding A. Kent questions;	0.50	RIT
Jul-16-17	Telephone call with B. Denega regarding further A. Kent questions; telephone call to A. Kent regarding answers with respect to super monitor questions;	0.90	RIT
Jul-17-17	Telephone call with A. Kent regarding monitors powers and corporate governance going forward; telephone call with B. Denega regarding update; telephone call with R. Bengino and A. Kent; email to E. Waitzer regarding conference call; conference call with Stikeman regarding board of release issues; review and respond to email;	2.30	RIT
	Call with R. Thornton with respect to equity committee litigation; call with R. Thornton and A. Kent with respect to same; attend call with company counsel; prepare for and attend motion returnable today; discussions with M. Sassi with respect to plan; review and consider draft plan;	4.80	RB
Jul-18-17	Review of draft plan; telephone call with R. Bengino regarding draft plan; conference call with Stikemans and M. Yontef regarding intention of board and releases; email with client regarding same; telephone call with A. Kent and R. Bengino regarding corporate governance; further review of plan; review and respond to email regarding directors and issues with plan; conference call with Stikemans and Paul Weiss regarding background issues of plan; telephone call with J. Mann regarding Canadian "non-plan" option; conference call with monitor team regarding non-Canadian plan option;	6.10	RIT
	Review and consider draft plan; attend call with Stikeman to receive update on board call; discuss same with B. Denega; e-mails with respect to plan; conference call with team Monitor to discuss draft plan and issues list;	4.40	RB
Jul-19-17	Review of Stikemans issues list; conference call with Stikemans regarding plan issues; telephone call with A. Kent with B. Denega and R. Bengino regarding plan issues; telephone call with B. Denega and R. Bengino regarding same; review and respond to email regarding plan issues;	2.40	RIT
	Review issues list; attend conference call with company to discuss plan; call with A. Kent to discuss same; send summary of same to Stikemans; review D&O insurance;	3.10	RB
Jul-20-17	Review and respond to email from potential directors; email from C. Tobler regarding claims; email with K. Cornish and A. Eaton regarding outstanding plan issues; email with Stikemans regarding directors course of action; email with Stikeman regarding plan/no plan consideration; preparation for and conference call with K. Cornish and A. Eaton regarding trust and distribution issues; conference call with C. Tobler and Young Conway regarding claims	5.10	RIT

	process; telephone call with R. Bengino regarding same; telephone call with R. Bengino regarding D&O policy exclusions; review and respond to emails with P. Howard regarding alternate courses of action and flaws and process; further review and respond to email regarding claims process;		
	E-mails with respect to scheduling call; read e-mail with respect to director replacements; review Directors & Officers insurance policy; attend call to discuss claims resolution order; e-mails with clients with respect to same; e-mails with respect to directors;	3.00	RB
Jul-21-17	Review and respond to email regarding form of post-filing distribution; telephone call with R. Bengino regarding same; consideration regarding comfort letters versus clearance certificates; review and respond to Monitor regarding claims process; review and respond to email regarding litigation trust issues; review and respond to emails regarding distribution issues;	2.10	RIT
	E-mail with respect to litigation trust; call with R. Thornton; send proposed outline to Monitor and Stikeman for review; e-mail R. Thornton with respect to board resignations; call with R. Thornton to discuss outline of trust structure; e-mails with clients with respect to same;	1.50	RB
Jul-24-17	Consideration of email from E. Waitzer regarding status of directors and outstanding issues; email and respond to E. Waitzer regarding same; further review and respond to email regarding directors;	1.60	RIT
	Review e-mail from M. Daigneault with respect to claims; e-mails with respect to deposit of cheque; Review e-mail from E. Waitzer with respect to director resignations; e-mails with respect to scheduling call with equity committee;	1.60	RB
Jul-25-17	Review of EC comments on plan and consideration thereon; review and respond to emails; conference call with UCC; telephone call with A. Kent regarding hybrid trust structure; clearance certificates and distribution to shareholders; consideration of dual shareholder classes need for Canadian vote and whether US vote is sufficient; email to Stikemans regarding various corporate mechanical structural issues; review and summarize discussions with A. Kent for client;	5.70	RIT
	Review and consider comments from Equity Committee on draft plan; e-mails with respect to same; e-mails with respect to proposed tax structure and director resignations; send e-mail to A. Kent with respect to plan; call with J.D. Breton to discuss draft plan; attend conference call with creditors' committee to discuss plan; discussions with L. Nicholson with respect to claims resolution order; discussions with R. Thornton; e-mails with creditors committee to discuss distributions; e-mail from A. Kent with respect to plan; review e-mail from R. Thornton with respect to same;	4.70	RB
Jul-26-17	Conference call with Sikeman regarding EC, new proposals; conference call with EC regarding plan architecture distribution; clearance certificate; comfort letters and other plan issues; conference calls with monitor regarding claims and plan; review and respond to various emails regarding same;	5.40	RIT
	E-mail from M. Sassi; conference call with Stikeman to discuss trust structure proposed by A. Kent; attend lengthy conference call with company advisers and equity committee to discuss comments on draft plan and	7.10	RB

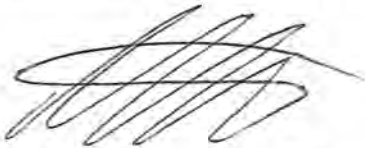
	structure; attend monitor team conference call to discuss claims process; call with L. Nicholson to discuss claims resolution order; e-mails with respect to same;		
Jul-27-17	Conference call with Paul Weiss regarding trust and governance issues; conference call with UCC claims and plan for Canada; conference call with Stikemans regarding claims process; review and respond to emails regarding multiple emails regarding claims process and content; telephone call with R. Bengino regarding claims process;	3.10	RIT
	Attend call with company to discuss tax structure; call with UCC to discuss claims resolution; call with L. Nicholson with respect to same; provide comments on draft plan; review draft engagement letter for M. Wall; review additional comments from client on draft plan; attend call with company to discuss claims resolution process; follow up call with clients with respect to same; review and consider outline of trust structure from Equity Committee;	6.90	RB
Jul-28-17	Review and respond to email regarding liquidation trust; review of documents regarding revised plan structure;	1.00	RIT
	E-mail with respect to Canada Revenue Agency contact; e-mails with B. Denega with respect to shareholders; e-mails with respect to engagement of Foley; E-mail with respect to claims process; review e-mail from J. Cohen-Domanus with respect to Luxco;	0.60	RB
Jul-31-17	Review and respond to emails regarding claims process; conference call regarding claims process;	1.30	RIT
	E-mails with respect to team Monitor call; Review reorganization order and Escrow Agreement to determine direction of payment for Luxembourg escrow; conference call with Monitor to discuss claims process; e-mail L. Nicholson with respect to same; review and consider draft Director Agreement and Indemnity Agreement;	4.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	54.30	\$1,025.00	\$55,657.50
Rachel Bengino	64.20	\$400.00	<u>\$25,680.00</u>
Total Fees			\$81,337.50
HST (@ 13%) on 20% of Fees			\$2,114.78
GST (@ 5%) on 40% of Fees			<u>\$1,626.75</u>
Total Fees and Taxes			\$85,079.03

DISBURSEMENTS

Computer Research	\$11.32	
Photocopies	\$21.00	
Photocopies - Color	\$47.40	
Telephone	\$107.05	
Conference Calls	\$67.57	
Conference Calls	\$60.90	
Conference Calls	<u>\$72.50</u>	
Total Taxable Disbursements	\$387.74	
HST (@ 13%) on 20% of Taxable Disbursements	\$10.08	
GST (@ 5%) on 40% Taxable Disbursements	\$7.75	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and Taxes		<u>\$405.57</u>
 TOTAL NOW DUE		 <u>\$85,484.60</u>

THORNTON GROUT FINNIGAN LLP

Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

September 18, 2017

Attention: Brian M. Denega

Invoice No. 31718

File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: August 31, 2017

FEES

Aug-01-17	Telephone call with R. Bengino regarding director's indemnities (x2); review and respond to email regarding Luxemburg tax issues; telephone call with R. Bengino regarding Luxemburg tax issues and excrow concerns; review and respond to email regarding non-competition claims;	1.90	RIT
	Call with R. Thornton to discuss director indemnities; review claim for non-competition clause and severance and e-mail clients with respect to same; call with J.D. Breton; send e-mail to F. Selke with respect to director indemnities; e-mails and calls with respect to Luxco tax payments; review Ontario law with respect to severance payment in addition to non-competition salary payment; e-mails with respect to same;	3.90	RB
Aug-02-17	Telephone call with P. Howard regarding trust structure; review and consideration of emails regarding plan or no plan in Canada; email regarding clarification of nomenclature regarding orders;	1.60	RIT
	Amend definitions on plan; e-mails with client with respect to same; review and consider e-mail from F. Selke; e-mails with respect to same; call with J. Neifeld; review entered orders; e-mails with respect to revised plan;	2.70	RB
Aug-03-17	Review and respond to email regarding problems with plan and litigation trust issues; emails between P. Howard and A. Kent and replies to same; review and respond to emails regarding claims process and plan issues; review of changes to plan outline; review and respond to emails from P. Howard; review and respond to email to A. Kent regarding D&Os; telephone call with A. Eaton regarding plan achievability; conference call with Stikemans and A. Kent regarding plan; conference call with board regarding plan;	4.20	RIT
	E-mail from B. Corio; E-mails with respect to plan and board of directors;	5.30	RB

	consideration of same; review proposal provided by equity committee with respect to trust structure; attend conference call with company and equity committee; attend conference call with board of directors; review draft press release; review draft escrow release direction; review plan;		
Aug-04-17	Review and respond to emails regarding plan and claims process; telephone call with A. Eaton regarding proposed director and chairman;	1.20	RIT
	Attend conference call with Luxco counsel; follow up call with Monitor regarding same; e-mails with respect to same; review comments on structure summary from J. D. Breton; review plan; review Stikemans comments on plan; review client's comments on plan;	5.60	RB
Aug-05-17	Review and respond to email regarding monitor's comments on revised draft plan and email to J-D. Breton regarding same;	0.60	RIT
	Review draft plan and comments on same; revise same; send same to client for review; e-mails with client with respect to same; e-mails with Stikeman Elliot with respect to clearance certificate; review additional comments from client and input same into plan;	5.70	RB
Aug-06-17	Review and respond to plan and comments thereon; emails regarding director's compensation; review and respond to email regarding plan;	2.00	RIT
	Review and consider revisions to director agreement; send mark up of plan to company for review; e-mails scheduling call with new director;	1.50	RB
Aug-07-17	Review and respond to emails regarding director's agreements; telephone call with R. Bengino regarding plan; review and respond to emails regarding claims process and plan; review of E&Y comments on plan; conference call with Paul Weiss and Stikemans regarding tax plan and cross border issues;	3.90	RIT
	E-mails with respect to director agreement; e-mails with respect to press release; e-mails with respect to claims call; e-mails with respect to call to discuss comments on plan; attend conference call to discuss comments on plan;	2.40	RB
Aug-08-17	Conference call with chairman and Paul Weiss regarding plan; conference call with Paul Weiss regarding trust and tax structure; meeting with R. Bengino regarding same; review and respond to email regarding trust structure and CRA comfort letters; conference call regarding claims process; review and respond to emails regarding plan; preparation for and conference call regarding board update; review and respond to emails regarding board status and plan comments;	6.10	RIT
	Attend conference call with new director; e-mails with respect to scheduling call with client; review claims summary provided by client; run comparison of revised plan to Monitor comments; review revised plan; attend conference call with clients to discuss claims resolution; attend conference call with equity committee to discuss draft structure; call with J.D. Breton to discuss revised plan; review revised plan; attend conference call with board of directors; e-mails with respect to same;	10.40	RB
Aug-09-17	Preparation for and conference call regarding plan structure; review and respond to emails regarding board changes and resolutions; telephone call with B. Denega; review and respond to plan and equity committee	6.20	RIT

comments on plan; review and respond to emails regarding plan; review and respond to emails regarding negotiation and consequences; review and respond to Brown Rudnick comments; review and responding to J.D. Breton and R. Bengino regarding plan comments; conference call with board; review and revise final plan; conference call with J.D. Breton and R. Bengino; major changes needed to plan; review and respond to emails regarding same;

	Attend conference call with company to discuss director resignations; call with J.D. Breton to discuss comments on plan; review equity committee comments on plan; revise same; review comments on plan from R. Thornton and revise same; circulate Monitor comments on plan; discussions with L. Nicholson; e-mails with respect to claims resolution process; call with L. Nicholson with respect to directors resignation; call with R. Thornton with respect to same; review revised plan; draft e-mail to J. Ricki with respect to same; review response to same; receive and review filed plans; e-mails with R. Thornton with respect to same;	9.60	RB
Aug-10-17	Review and respond to email; telephone call to P. Howard and R. Bengino; email to L. Nicholson and R. Bengino regarding motion and motion preparation; review and respond to emails with A. Kent regarding path forward; review and respond to emails regarding monitor's role and director's resignations issues; further review and responding to emails regarding directors resignations;	3.10	RIT
	E-mails with respect to claims resolution order; call with L. Nicholson; compare amended plan to version with comments; e-mails with respect to scheduling call with J. Rucki; call with A. Kent to discuss role of Super Monitor; discussion with P. Fesharaki with respect to research; call with M. Daigneault to discuss claims pool; attend conference call with J. Rucki and clients to discuss comments on plan; calls with R. Thornton with respect to same and board resignations; review draft press release; e-mails with R. Thornton;	4.60	RB
Aug-11-17	Attend conference call with clients with respect to enhanced powers of monitor; discussion with P. Fesharaki with respect to research; review and amend draft CCAA approval order; conference call with A. Kent and R. Thornton to discuss enhanced Monitor powers; review article about PSG; review amended escrow release notice; review time line of US process;	3.30	RB
Aug-13-17	Research and draft memorandum for R. Bengino and R. Thornton regarding "super-monitor" power orders;	6.30	PF
Aug-14-17	Review of memos regarding super monitor powers; review and revise Canadian order for directions; meeting with R. Bengino regarding comments on order; review of part 3 division 5 BCBCA; review and respond to email regarding board of director fight with equity committee;	3.10	RIT
	Review memorandum provided by P. Fesharaki with respect to super monitor powers; send proposed timeline to clients; discussion with R. Thornton with respect to comments on CCAA approval order; amend same and send to client for review; numerous e-mails with respect to board; e-mails with respect to court call;	1.40	RB

Aug-15-17	Review and respond to emails from E. Waitzer regarding path forward and regarding board of directors and EC issue; review and respond to emails regarding D&O appointments; conference call regarding claims process detail; review and respond to emails regarding board compensation; review and revise comments on McMillan draft order; consideration of inconsistencies;	2.50	RIT
	E-mails with respect to Court Call; e-mails with respect to director appointments; set up Court Call; e-mails with clients with respect to claims resolution; attend conference call with company counsel with respect to same; attend conference call with UCC with respect to claims resolution procedure; draft claims resolution order; discussions with L. Nicholson with respect to draft claims resolution order;	6.80	RB
Aug-16-17	Consideration regarding response to McMillan draft order; telephone call with R. Bengino regarding McMillan order; telephone call with A. Kent regarding same; review and respond to emails regarding plan; review and respond to email regarding disclosure statement; review of recovery analysis; review and revisions to disclosure statement; preparation and conference call update regarding plan and disclosure statement; further review and revise and commenting on a disclosure statement;	6.90	RIT
	Call with R. Thornton to discuss CCAA approval order; e-mails with respect to board call; call with C. Fell to discuss draft CCAA approval order; e-mails with respect to Disclosure Statement; attend hearing via Court Call; draft claims resolution order; discussions with L. Nicholson with respect to same; review draft Disclosure Statement;	6.30	RB
Aug-17-17	Review of board agenda; preparation for and conference call with board; meeting with R. Bengino regarding disclosure statement comments and path forward;	2.90	RIT
	Attend board call; e-mails with respect to scheduling motion for claims resolution order; review draft Disclosure Statement; discussions with R. Thornton with respect to same; discussions with client with respect to US statutory caps and notifying employees of same; review and consider comments from R. Thornton on draft disclosure statement; amend draft disclosure statement; schedule call with clients to discuss same;	7.50	RB
Aug-18-17	Conference call regarding director's charge; further conference call regarding disclosure statement comments; review and revise draft insert for Canadian issues and US foreclosure statements; review and respond to email regarding employee claims estimate; review and respond to email regarding directors charge discharge issue; review and respond to email regarding administration charge; further comments on disclosure statement;	2.90	RIT
	Attend conference call to discuss release of charges; circulate comments on disclosure statement to Monitor team; conference call with Monitor team to discuss disclosure statement; amend same based on call; e-mail clients with respect to amended comments and claims resolution order; review e-mails between L. Nicholson and A. Foord with respect to tort action; e-mails with respect to US statutory caps and discussions of same with affected employees; E-mail with respect to Finlay tort action; E-mails from M.	3.70	RB

	Daigneault with respect to severance discussions with employees; E-mails with respect to director releases and claims resolution order; E-mails with respect to timing of disclosure statement comments;		
Aug-20-17	Review and respond to emails regarding changes to insert on US disclosure statement;	2.20	RIT
	Review comments from R. Thornton on disclosure statement insert; Review comments from R. Thornton on claims resolution order; send same to clients and to Stikeman for review; review comments from J.D. Breton on disclosure statement;	1.10	RB
Aug-21-17	Review and respond to emails regarding class action claim objection and board call;	0.40	RIT
	Send comments on disclosure statement insert to P. Howard; E-mail from K. Coleman with respect to disclosure statement; review comments on disclosure statement and amend disclosure statement; forward amended disclosure statement to company for review; review draft letter to plaintiff's counsel regarding statement of claim filed during stay of proceedings; call with K. O'Neill with respect to class action claim rejected in Canada; review Muscletech and Red Cross decisions; E-mails with Stikeman with respect to same; Send e-mail with respect to same to K. O'Neill; call with J.D. Breton; e-mails with respect to claims resolution order and review comments on same; Amend same and send to Stikeman for review; review comments from Stikeman on draft CCAA Approval Order; review Claims Resolution Order sent by Stikeman to Paul Weiss; preview Stikeman comments on Disclosure Statement;	7.20	RB
	Research for memorandum on BC Business Corporations Act ss. 78-79;	2.40	OG
Aug-22-17	Review and respond to email regarding CCAA approval order;	1.20	RIT
	E-mails with respect to scheduling call to discuss disclosure statement; review Stikeman comments on disclosure statement, claims resolution order and CCAA approval order and send same to clients; e-mails with clients with respect to exchange rates; e-mail Stikeman with respect to same; attend conference call with Stikeman and counsel to tort plaintiff with respect to stay of proceedings and tort action; conference call with Stikeman and Paul Weiss to discuss comments on disclosure statement; follow up call with clients; review comments on claims resolution order; e-mails with respect to scheduling claims resolution call;	6.50	RB
	Research on BC Business Corporations Act ss. 78-79;	0.90	OG
Aug-23-17	Review and respond to email regarding claims resolution order; review and revising draft claims resolution order; review and respond to email regarding claims resolution order; review and revise materials and order regarding motion for directions;	2.60	RIT
	Review revised Claims Resolution Order, Disclosure Statement and Plan; e-mails with respect to currency conversion; e-mails with R. Thornton with respect to yesterday's conference call; review client's comments on draft Disclosure Statement; review draft insert from Stikeman and discuss same with client; attend conference call to discuss claims resolution; follow up	10.50	RB

	call with clients; draft tenth report of the Monitor;		
	Drafting memorandum on judicial treatment of BC Business Corporations Act ss. 78-79;	2.80	OG
Aug-24-17	Review and respond to emails regarding disclosure statements and monitor position; conference call regarding claims order; review and respond to emails regarding amendments to disclosure statements	3.20	RIT
	Review revised Disclosure Statement and Plan and send comments on same to Monitor; call with A. Eaton to discuss the Monitor's reservation of rights; calls with Monitor with respect to same; discuss comments on Disclosure Statement and Plan with the Monitor; draft Tenth Report; attend conference call with Creditors Committee to discuss claims resolution order; review revised order with respect to same; e-mails with client with respect to same; call with Company to discuss revised disclosure statement and plan; e-mails with respect to Committees' comments on documents; review several revised versions of Plan and Disclosure Statement; e-mails with clients with respect to Monitor's recommendation as set out in Disclosure Statement and description of same to board of directors;	11.50	RB
	Revise memorandum on BC Business Corporations Act ss. 78-79;	1.80	OG
Aug-25-17	Conference call with company regarding monitor's powers; further call regarding status of filing and status of directors; review of updated plans and disclosure statements; review of draft monitor's report; review and respond to email regarding claims resolution order;	2.20	RIT
	Review and respond to email regarding disclosure statements; telephone call with R. Bengino regarding status of plan and disclosure statement issues; telephone call with monitor team regarding plan and disclosure statement; conference call regarding board meeting; review and revise draft Monitor's 10th Report;	5.30	RIT
	E-mail from R. Thornton; review amendments to Claims Resolution Order; e-mails with clients with respect to same; attend conference call to discuss insurance litigation claims; amend form of notices; conference call with team monitor; attend board call;	6.00	RB
Aug-28-17	Review and respond to email regarding claims motion; review of comments on report; meeting with R. Bengino regarding equity committee consent versus consultation rights; review and revising report; meeting with R. Bengino regarding equity committee concerns and claim order; review and revise 10th Report; conference call with Stikemans regarding claims resolution order; conference call with Brown Rudnick and McMillan regarding claims resolution order; conference call with monitor and R. Bengino regarding claims resolution order; review and respond to email regarding claims resolution order; consideration of US advice regarding same;	6.20	RIT
	Review and amend draft Monitor's Tenth Report; call with C. Fell to discuss Claims Resolution Order; discussion with R. Thornton with respect to same; attend conference call with Monitor to discuss same; attend conference call with equity committee and company counsel to discuss same; further revise draft Report and circulate same; follow up with Luxco counsel with respect	8.90	RB

to direction to release escrow funds; review draft timeline; review draft solicitation materials;

Aug-29-17	Review and respond to email regarding resolution of claims; review and respond to email regarding comments on claims order; meeting with R. Bengino regarding claims order changes; revising claims order; conference call with McMillan regarding same; review and respond to email regarding employee claims and monitor's report;	3.80	RIT
	Revise Claims Resolution Order; call with J. Rucki; discussion with O. Gaffney to provide research instruction; discussion with R. Thornton with respect to amended Claims Resolution Order; discussions with clients with respect to same; review comments on Monitor's Report; revise draft report; call with J.D. Breton; e-mails with respect to director agreements and claims resolution order; e-mails with respect to Monitor's report; review letter from employee and e-mails with client with respect to same;	7.70	RB
	Research on third-party participation in claims process;	5.60	OG
Aug-30-17	Review and respond to emails; review and revise Monitor's Tenth Report; brief meeting with R. Bengino regarding report; further revisions to Monitor's Tenth Report; review of Nadeau letter; telephone discussion with R. Bengino regarding same (x2); review and respond to email regarding Luxemburg tax payment from escrow; review and respond to emails regarding claims order and Monitor's Report; review and respond to emails and revising drafts regarding claims process order; further revisions to Monitor's Report;	4.30	RIT
	Review comments on draft report and revise same; e-mails with respect to Luxco escrow and review direction letter; discussions with R. Thornton; review comments on Claims Resolution Order; consider same;	6.10	RB
Aug-31-17	Review and respond to emails regarding claims resolution order settlement and outstanding issues; further review and revising Monitor's Report; review and respond to email regarding SEC claims; review and respond to emails regarding Monitor's Report and conference call with SEC claims;	4.20	RIT
	Revise Monitor's Report; e-mails with clients with respect to same; discussions with respect to Equity Committee's comments on Claims Resolution Order; review revised draft of same; finalize, serve and file Monitor's Report; review draft objection to class claim materials; attend conference call with company counsel to discuss same; review comments on draft solicitation materials and provide comments on same;	5.40	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	84.70	\$1,025.00	\$86,817.50
Rachel Bengino	151.60	\$400.00	\$60,640.00
Puya Fesharaki	6.30	\$350.00	\$2,205.00
Owen Gaffney (Student)	13.50	\$300.00	<u>\$4,050.00</u>

Total Fees	\$153,712.50
HST (@ 13%) on 20% of Fees	\$3,996.53
GST (@ 5%) on 40% of Fees	<u>\$3,074.25</u>
Total Fees and Taxes	\$160,783.28

DISBURSEMENTS

Computer Research	\$65.17
Photocopies	\$53.25
Photocopies - Color	\$14.40
Telephone	\$14.52
Transportation*	\$21.51
Conference Calls	\$219.53
Conference Calls	\$110.79
Conference Calls	\$156.89
CourtCall - Aug 22, 2017*	\$41.87
Conference Calls	\$219.53
Conference Calls	<u>\$71.05</u>
Total Taxable Disbursements	\$925.13
HST (@ 13%) on 20% of Taxable Disbursements	\$24.05
GST (@ 5%) on 40% of Taxable Disbursements	\$18.50
Total *Non-Taxable Disbursements	<u>\$63.38</u>
Total Disbursements and Taxes	<u>\$1,031.06</u>

TOTAL NOW DUE **\$161,814.34**

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

October 31, 2017

Attention: Brian M. Denega

Invoice No. 31839
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: September 30, 2017

FEES

Sep-01-17	Review and respond to email regarding summary of outcome of motion;	0.50	RIT
	Prepare for and attend motion returnable today; discussions with B. Denega; review e-mails with respect to solicitation materials; send e-mail to clients summarizing court motion;	2.70	RB
Sep-05-17	E-mails with respect to scheduling call to discuss solicitation materials; e-mail with clients with respect to same;	0.30	RB
Sep-06-17	Review of disclosure statement mechanics; email to R. Bengino regarding same;	0.80	RIT
	E-mails with respect to amounts owing to unsecured creditor; e-mail from K. Coleman providing update on call with Prime Clerk;	0.30	RB
Sep-07-17	E-mail clients with respect to unsecured creditor; review and respond to e-mail from B. Sevigny; review and consider changes to solicitation materials and each of disclosure statement and joint plan; e-mails with respect to same; review Recognition of Claims Resolution Order and provide comments on same; call with client; e-mail comments on draft order to S. Greecher;	4.00	RB
Sep-08-17	Review and respond to email regarding language and confidentiality and in confidentiality agreement;	0.40	RIT
	Review draft Order for Directions and discuss same with L. Nicholson; review Equity Committees' draft objections to class claim and consider same; send e-mail to clients with respect to same; review draft Non-Disclosure Agreement for proposed liquidation trustee; discuss same with F. Selke;	3.50	RB
Sep-10-17	Conference call with monitor team regarding plan documents; emails regarding same;	0.90	RIT
	E-mails with Monitor team; attend conference call to discuss Monitor update on Monday's board conference call;	0.70	RB

Sep-11-17	Review and respond to email regarding plan documents; conference call regarding motion for recognition for claims resolution; emails regarding same; review and respond to emails regarding attendance at September 27th motion;	1.00	RIT
	E-mails with respect to various conference calls today; attend board call; attend conference call to discuss Initial CCAA Approval Order; attend conference call with Monitor team; attend conference call to discuss litigation claims; attend conference call to discuss claims resolution order recognition in the US; receive draft factum of the equity committee with respect to putative class claim;	5.20	RB
Sep-12-17	Review and respond to email regarding motion to disallow class putative claims;	0.90	RIT
	E-mails with respect to scheduling call to discuss Equity Committees' briefs; review amended solicitation materials; attend conference call with Prime Clerk to discuss solicitation of votes; review amended Non-Disclosure Agreement ; review factum of equity committee; review filed US materials and e-mails describing same;	3.20	RB
Sep-13-17	Review updated timeline; review e-mail from Court with respect to motion dates; send e-mail to S. Greecher with respect to solicitation order; attend conference call to discuss objection to class action claim;	1.50	RB
Sep-14-17	Review and respond to plan comments; consideration of release and exculpation clauses; review and commenting on Monitor's Eleventh Report;	2.50	RIT
	Draft and send outline of report to R. Thornton for review; draft Monitor's eleventh report; review amended plan and discuss same with each of F. Selke and A. Eaton; review draft motion for directions and order;	8.40	RB
Sep-15-17	E-mails with B. Denega with respect to motion to object to class claim; Draft Monitor's 11th report; call with R. Thornton to discuss report and materials; call with M. Daigneault to discuss report;	6.80	RB
Sep-17-17	Review and revise draft monitor's report; review of materials for September 27th motion and comments to R. Bengino regarding same;	3.20	RIT
	Draft Monitor's 11th report and send to R. Thornton for review;	3.10	RB
Sep-18-17	Review and revise first draft of monitor's factum;	2.50	RIT
	Review and revise monitor's eleventh report;	1.30	RIT
	Revise draft Monitor's 11th Report; attend conference call with Monitor to discuss status update and next steps; review and revise draft order for directions; send revisions to R. Thornton for review; review e-mail correspondence with respect to tort plaintiff;	4.40	RB
Sep-19-17	Call with R. Thornton to discuss Initial CCAA Approval Order; amend same and send to clients for review; review comments on draft Eleventh Report; review amended Liquidation Trustee Non-Disclosure Agreement; revise draft report; review Equity Committee's draft Notice of Motion;	5.30	RB
Sep-20-17	Review and revise monitor's report; emails regarding same; settling dispute on drafting content;	1.30	RIT
	Further email regarding content of report;	0.50	RIT

	Further review of comments on monitors report; review and respond to email regarding disallowance of punitive class action claim; email regarding September 27th motion;	1.10	RIT
	Review e-mails from R. Thornton; e-mail clients with respect to draft Report; revise draft report and send to company for review; provide comments to company on draft directions order;	1.40	RB
Sep-21-17	Consideration of relief requested under corporations act statute and need to serve OSC and attorney general of British Columbia and email regarding same; review and respond to email regarding SEC settlement;	1.50	RIT
	Review and respond to emails regarding service protocol for September 27th motion;	0.60	RIT
	Review revised Liquidating trustee Non-Disclosure Agreement; review revised order for directions and consider same; e-mails with R. Thornton with respect to same; review draft motion record with respect to putative class action and provide comments on same;	2.60	RB
Sep-22-17	Review updated Appendix "A" to draft report; review revised publication notice; review motion records served by company; e-mails with respect to testing equipment for joint hearing; review and consider revised plan and disclosure statement;	1.60	RB
Sep-24-17	Review of CCAA approval order; review and respond to emails regarding comments on same; consideration of authority of CCAA court to give corporations act and securities act relief; further review and respond to email regarding director of vacancies; email regarding director vacancies and changing the size of the board;	2.40	RIT
	E-mails with R. Thornton with respect to exemption from securities laws; review amended solicitation materials; review comments from company on draft report;	2.60	RB
Sep-25-17	Review and revise monitor's eleventh report; consideration and review of emails with respect to updated plan and disclosure statement; further review and emails regarding monitor's report; review and consideration of forms of CCAA initial approval order; review and respond to email regarding lead plaintiff objection to disclosure statement; review of pleadings regarding September 27th motion;	4.40	RIT
	Review of redline versions of disclosure statement and plan in advance of court motion; review and respond to emails with A. Kent and P. Howard regarding US objections; review and respond to comments on monitor's eleventh report; advising with respect to paragraph post-filing interest and unsecured creditors;	2.50	RIT
	Review comments on draft report; review case law with respect to Monitor and company privilege; revise draft report; send revised report to clients for review; review e-mails with respect to escrow release; review, consider and revise draft CCAA Approval Order; review lead plaintiff's objection to disclosure statement; e-mails with clients with respect to same; call with R. Thornton; review updated solicitation materials; further revise draft report; e-mails with F. Selke;	9.80	RB
Sep-26-17	Review and respond to email regarding monitor's report; review and respond	4.10	RIT

to email regarding jurisdictional considerations regarding s. 11 and 11.1 issues; review and respond to emails regarding reduced reserve and admin charge; review and respond to EC comments on CCAA initial approval order; telephone call with R. Bengino regarding preparation for court hearing; review and respond to email regarding US proceeding and timing; telephone call with P. Howard regarding court appearance;

	Review and finalize report; serve same; instructions to M. Magni with respect to service; provide comments on CCAA Approval order and send same to L. Nicholson; review comments from Equity Committee on same; research with respect to jurisdiction of Court to exempt compliance with regulatory laws; draft memorandum with respect to same; review Applicants' motion record, supplementary motion record and factum filed in connection with motion tomorrow; call with A. Eaton to discuss adjournment of motion and e-mail clients with respect to same; review draft UCC solicitation letter;	11.40	RB
Sep-27-17	Review and revise order; review and respond to email; preparation for and attend motion; meeting with C. Fell; review and respond to email; review of objection of claims submission; review and respond to emails regarding board meeting and next report;	2.90	RIT
	Prepare for and attend motion returnable today; e-mail client with update; call with A. Eaton; discussion with R. Thornton with respect to class claims; attend board conference call;	3.20	RB
Sep-28-17	Review and respond to email regarding OSC jurisdiction;	0.50	RIT
	Review e-mails with respect to securities compliance and consider same;	0.50	RB
Sep-29-17	Review and respond to email with R. Bengino;	0.40	RIT
	E-mails with respect to Ontario Securities Commission compliance; call with L. Nicholson to discuss late filed claim and statement of claim filed; review and consider e-mails with respect to same;	0.60	RB

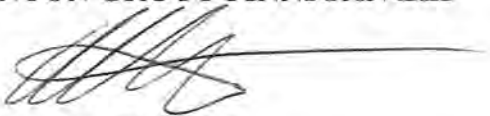
And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	36.20	\$1,025.00	\$37,105.00
Rachel Bengino	83.10	\$400.00	<u>\$33,240.00</u>
Total Fees			\$70,345.00
HST (@ 13%) on 20% of Fees			\$1,828.97
GST (@ 5%) on 40% of Fees			<u>\$1,406.90</u>
Total Fees and Taxes			\$73,580.87

DISBURSEMENTS

Computer Research	\$436.89	
Couriers	\$371.20	
Photocopies	\$181.50	
Photocopies - Colour	\$498.30	
Transportation	\$42.12	
Conference Calls	\$32.48	
Conference Calls	\$41.13	
Conference Calls	<u>\$72.21</u>	
Total Taxable Disbursements	\$1,675.83	
HST (@ 13%) on 20% of Taxable Disbursements	\$43.57	
GST (@ 5%) on 40% of Taxable Disbursements	\$33.52	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and Taxes		<u>\$1,752.92</u>
TOTAL NOW DUE		<u>\$75,333.79</u>

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

November 14, 2017

Attention: Brian M. Denega

Invoice No. 31857
File No. 519-043

RE: Performance Sports Group

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: October 31, 2017**

FEES

Oct-02-17	Review and respond to emails regarding claims and Luxemburg payments; review of reports on expenditures;	1.80	RIT
	E-mails with respect to Luxco payment; review monthly operating report;	0.70	RB
Oct-03-17	Research with respect to compliance with securities laws during CCAA proceedings; draft summary of Lead Plaintiff's Objections and send to clients;	2.60	RB
Oct-04-17	Teleconference with team in preparation for call with Company regarding joint security and Monitor's position regarding objections; review and respond to emails;	1.80	RIT
	E-mails with respect to scheduling team call; research instructions to O. Gaffney; attend conference call with clients to discuss Oct 16 hearing; review e-mail from J.D. Breton with respect to class action claim;	1.80	RB
	Meet with R. Bengino to discuss research requirements; search CCAA public documents for court order exempting applicant from corporate or securities law;	3.10	OG
Oct-05-17	Emails with respect to date of confirmation hearing; e-mails with respect to scheduling call with debtors;	0.30	RB
	Research for CCAA order exempting filer from corporate/securities laws;	0.10	OG
Oct-06-17	Review and respond to email regarding objection to class action; conference call regarding objection to recognition motion; telephone call with R. Bengino; review and responding to email regarding need to file a monitor's factum on jurisdiction issues;	2.20	RIT
	Review and consider Putative Class Claims motion materials in connection with upcoming motion; attend conference call with company counsel; review draft Equity Committee factum; review and consider revised plan and disclosure statement; provide summary of changes of same and	4.60	RB

	comments on same to clients;		
	Research and draft report regarding ability of CCAA Court to exempt debtor from corporate or securities laws;	3.10	OG
Oct-09-17	Review and respond to email regarding preparation of materials for court hearing;	0.50	RIT
	Draft factum; review and provide comments on revised plan; e-mails with respect to same; review further revised plan;	3.40	RB
Oct-10-17	Review and respond to email regarding board meeting and new plan; review and respond to email regarding new plan and alternative plan; telephone call with R. Bengino regarding changes to plan; preparation for court;	1.70	RIT
	Draft factum and research with respect to same; e-mails with respect to board meeting; e-mails with respect to revised plan; review and revise draft factum; call with R. Thornton;	3.80	RB
Oct-11-17	Review and revise factum; review and consideration of equity committee and factum; review and respond to email regarding factum and reply;	2.80	RIT
	Review factum of the Equity Committee; provide instructions to C. Kham with respect to compiling documents for upcoming motion; review draft factum of the Monitor and send to clients for review; review draft reply of the Applicants; e-mails with client with respect to same; review draft factum of the Applicants;	2.40	RB
Oct-12-17	Review and respond to email with R. Bengino;	0.20	RIT
	Revise draft factum and send to company for review; e-mails with respect to compendium for Justice Hainey; receive updated filed plan and documents; call with J.D. Breton; call with L. Nicholson to discuss draft factum; finalize factum and book of authorities and serve same;	2.80	RB
Oct-13-17	Review and respond to email regarding new plan, court hearing objections;	1.40	RIT
	Instructions to M. Magni with respect to filing materials; file materials at Court house; discussion with C. Kham with respect to bound materials for motion returnable on Monday; attend conference call to discuss Monday's motion; call with M. Daigeneault; call with J. Neifeld;	3.80	RB
Oct-15-17	Review of pleadings in US and Canada regarding joint hearing and objections to claims order recognition in the US; preparation of argument; review of late file pleadings by Faskens; review and respond to email; conference call with Paul Weiss; further respond to email;	9.50	RIT
	Numerous e-mails with respect to motion returnable tomorrow; review materials with respect to same;	2.70	RB
Oct-16-17	Review and respond to email regarding jurisdiction; telephone call with R. Bengino regarding content and proof of claim; preparation for and attending court; further meeting with R. Bengino;	7.10	RIT
	Review materials in preparation for motion returnable today; attend motion; e-mails and discussion with respect to same;	6.40	RB
Oct-17-17	Review and respond to email regarding court appointment; telephone call	1.80	RIT

	with K. Cornish regarding court appointment; review and respond to email;		
	Review and consider amended language in enforcement of claims resolution order;	0.50	RB
Oct-18-17	Review and respond to email regarding summary of court hearing;	0.30	RIT
	Review and consider amended plan and solicitation documents; review and consider amended language to claims resolution order; review draft stipulation template, insurance agreement and letter regarding stay each as drafted by the Applicants' counsel;	0.80	RB
Oct-19-17	Review and respond to email;	0.40	RIT
	Review and consider e-mail from A. Eaton indicating settlement discussions between Equity Committee and Lead Plaintiff; e-mails to client with respect to same;	0.30	RB
Oct-23-17	Review e-mails with respect to class action settlement; call with M. Daigneault with respect to Luxco letter;	0.60	RB
Oct-24-17	Discussion with M. Daigneault with respect to Luxco letter; review e-mails with respect to same;	0.40	RB
Oct-25-17	Telephone call with R. Bengino regarding changes to plan; review and respond to email regarding potential settlement with class action objectors;	0.60	RIT
	Review and consider revised plan and provide summary of changes to client; e-mails with client with respect to same; review comments on same from J.D. Breton and revise plan; e-mails with respect to upcoming telephonic hearing; draft letter to Luxco counsel; review comments on revised plan from Applicants' counsel;	3.00	RB
Oct-26-17	Review and respond to email and review of changes to plan;	0.50	RIT
	E-mails with respect to scheduling upcoming court motion; e-mails with respect to scheduling call;	0.20	RB
Oct-27-17	Review and respond to email regarding changes to plan and court hearings;	0.60	RIT
	E-mails with M. Daigneault and F. Selke with respect to Luxco letter; attend Court Call hearing; send e-mail to J. Levine; send summary of same to clients; review e-mails with respect to same; review revised plan; review draft press release;	2.10	RB
Oct-30-17	Preparation for meeting with R. Doroniuk; review and respond to email; brief meeting with R. Bengino regarding status of documents; review and respond to email regarding board meeting in preparation for meeting with R. Bengino; conference call with putative liquidation trustee;	1.80	RIT
	Review revised plan; review draft stipulation and provide comments on same to client; review revised disclosure statement; attend conference call with M. Palmer; review and consider comments on class claim stipulation from J.D. Breton and call to discuss same; send same to C. Tobler; call with C. Tobler and J.D. Breton to discuss same; review draft revised solicitation materials; review comments on documents circulated by Stikeman;	6.10	RB

Oct-31-17	Preparation for and attending board call; review of changes to plan; review and respond to email with R. Bengino regarding changes to plan; telephone call with R. Bengino;	2.80	RIT
	E-mails with client with respect to upcoming conference call; attend board meeting conference call; send summary of same to K. Coleman; review revised plan, disclosure statement and stipulation; e-mails with respect to insurance proceeds; review updated timeline; review further revised plan and disclosure statement; review comments from J.D. Breton;	3.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawver</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Robert I. Thornton	37.80	\$1,025.00	\$38,745.00	
Rachel Bengino	52.40	\$400.00	\$20,960.00	
Owen Gaffney (student)	6.30	\$300.00	<u>\$1,890.00</u>	
Total Fees			\$61,595.00	
HST (@ 13%) on 20% of Fees			\$1,601.47	
GST (@ 5%) on 40% of Fees			<u>\$1,231.90</u>	
Total Fees and Taxes				\$64,428.37

DISBURSEMENTS

Photocopies	\$9.00	
CourtCall re Hearing on Oct 27, 2017*	<u>\$41.87</u>	
Total Taxable Disbursements	\$9.00	
HST (@ 13%) on 20% of Taxable Disbursements	\$0.23	
GST (@ 5%) on 40% of Taxable Disbursements	\$0.18	
Total *Non-Taxable Disbursements	<u>\$41.87</u>	
Total Disbursements and Taxes		<u>\$51.28</u>
TOTAL NOW DUE		<u>\$64,479.65</u>

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

December 20, 2017

Attention: Brian M. Denega

Invoice No. 32009

File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 30, 2017

FEES

Jun-18-17	Review and respond to email regarding conference call with A. Kent on deconstructed toggle plan; email with A. Kent regarding same; review of summary regarding deconstructed plan from R. Bengino and approval of same; review and respond to email from board candidates;	1.80	RIT
Nov-01-17	Review and revise email to judge; review and respond to email; review and consideration of stipulation; conference call with Monitor team regarding plan issues, tax issues and timing issues; review and respond to further emails;	2.80	RIT
	Review e-mail to J. Hainey; review revised draft press release; conference call with clients; review and consider stipulation with respect to directors; e-mails with respect to same;	2.80	RB
Nov-02-17	Review and respond to email;	0.40	RIT
	Review draft timeline; e-mails with respect to draft directors stipulation; attend conference call with respect to tax issues;	0.90	RB
Nov-03-17	Review updated timeline; review e-mails with respect to tax considerations; e-mails with respect to proposed publish notices and review same;	1.30	RB
Nov-04-17	Begin review of draft Liquidation Trust agreement;	0.30	RB
Nov-05-17	Review and consider draft Liquidation Trust agreement;	1.10	RB
Nov-06-17	Review and provide comments on draft Liquidation Trust Agreement; send same to clients for review; review draft indemnity; call with M. Daigneault with respect to Luxco letter; e-mails with respect to French translation;	1.50	RB
Nov-07-17	Brief meeting with B. Denega regarding framework and transaction issues; meeting with R. Bengino regarding same; review and respond to emails; consideration of notice issues; review and respond to email regarding translation issues;	1.30	RIT

	E-mails and phone calls with respect to French translation; review draft Tax Indemnity Agreement and provide comments on same; further e-mails with respect to french translation; e-mails with respect to Director stipulation;	3.30	RB
Nov-08-17	Review and consider comments from A. Carty with respect to Liquidation Trust Agreement and provide thoughts on same to clients;	0.60	RB
Nov-10-17	Review and respond to emails regarding plan and post-closing changes;	0.30	RIT
	Review e-mail with respect to tax considerations and send same to client;	0.20	RB
Nov-11-17	Review comments on liquidation trust agreement sent by company counsel and deliver Monitor comments regarding same to company counsel;	0.30	RB
Nov-13-17	Review and respond to email regarding CBSA appeal; review and respond to emails regarding CRA settlement;	0.70	RIT
	Review e-mails with respect to CBSA appeal; e-mails with client and company counsel respect to same; review e-mails with respect to Harmonized Sales Tax allocation and review Asset Purchase Agreement with respect to same; e-mail M. Daigneault with respect to same;	1.10	RB
	Review and respond to email regarding stay extension;	0.20	RIT
	E-mails with respect to Harmonized Sales Tax obligations; e-mails with respect to stay extension motion; e-mails with respect to CBSA appeal; call with M. Daigneault to discuss various issues;	0.70	RB
Nov-15-17	Review draft stay extension motion materials provided by company counsel; review e-mails with respect to CBSA appeal, employee stipulations and cost-sharing agreement;	1.00	RB
Nov-16-17	Review e-mails with respect to CBSA appeal; e-mails with respect to plan supplement; listen to voice message from M. Daigneault with respect to same;	0.50	RB
Nov-17-17	Review and respond to email; telephone with R. Bengino regarding tax process and claims process issues; conference call regarding tax issues and RS use/DS use contingent versus vested claims; telephone call with tax claim process;	1.20	RIT
	Review employee stipulations and e-mails with respect to CBSA appeal; attend monitor team conference call to discuss same; attend conference call to address RSU and DSU employee claims; call with client to discuss CBSA appeal, employee stipulation; call with company counsel to discuss employee stipulations; call with L. Nicholson to discuss DSU/RSUs; e-mails with employee stipulations;	4.10	RB
Nov-18-17	Review and respond to e-mail from M. Palmer;	0.20	RB
Nov-19-17	Review and provide comments on draft Cost Sharing Agreement and send same to clients for review; review draft Confirmation Order and e-mail clients with respect to same;	1.70	RB
Nov-20-17	Review e-mails with respect to Cost Sharing Agreement; e-mails with respect to CBSA appeal and employee claims;	0.40	RB
Nov-21-17	Review and respond to email regarding objections and settlement; review and respond to emails regarding Gerard lease and stay regarding CRA/tax issues;	1.30	RIT

	Review and consider summary of case law provided by O. Gaffney; e-mail D. Krauss with respect to tax language; e-mail with respect to employee claims;	0.40	RB
	Review and summarize case law regarding stay of proceedings and its effect on the 90 day tax appeal period under the ITA;	1.50	OG
Nov-22-17	Review and respond to emails regarding plan supplement;	0.40	RIT
	Review e-mails with respect to CBSA appeal; review and consider e-mail with respect to letter to board; call with M. Daigneault to discuss claims; review various e-mails and documents, including director stipulation, employee claims and schedules;	2.00	RB
Nov-23-17	Review revised stipulation and e-mail clients with respect to same; call with L. Nicholson with respect to same; call with J.D. Breton to discuss various items for review and claims process; review precedent notices of revision language; review and consider comments on director stipulation;	3.20	RB
Nov-24-17	Review and respond to email regarding clarification of order;	0.30	RIT
	Review and respond numerous e-mails with respect to directors stipulation, claims, insured claims, and fees;	1.10	RB
Nov-27-17	Review and respond to email regarding CRA comfort letter; meeting with R. Bengino regarding outstanding issues;	0.90	RIT
	E-mails with respect to hearing tomorrow; discussion with R. Thornton with respect to status of file; review and consider revised liquidation trust agreement, provide comments on same and send to client; review e-mail with respect to plaintiff claim against insurance company;	2.90	RB
Nov-28-17	Review and respond to email regarding plan supplement; meeting with R. Bengino; review of judges endorsement;	0.70	RIT
	Attend motion returnable today via Court call; e-mail comments with respect to Liquidation Trust Agreement to company counsel; conference call with company counsel to discuss same; call with J.D. Breton to discuss RSUs; conference call with client and company counsel to discuss employee claims; follow up call with M. Daigneault with respect to same; discussion with respect to comfort letter and e-mail company counsel with respect to same;	5.50	RB
Nov-29-17	Telephone call with A. Kent; telephone call with B. Denega;	0.40	RIT
	Review e-mails with respect to Luxco; Review e-mails to CRA; e-mails with respect to CRA comfort letter; review e-mails with respect to equipment testing;	2.00	RB
Nov-30-17	Review and respond to email; telephone call with board; telephone call with B. Denega regarding governance;	0.90	RIT
	E-mail with respect to service list; e-mail with respect to Liquidation Trust Agreement; review draft affidavit;	1.30	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	13.60	\$1,025.00	\$13,940.00
Rachel Bengino	40.40	\$400.00	\$16,160.00
Owen Gaffney (student)	1.50	\$300.00	<u>\$450.00</u>
Total Fees			\$30,550.00
HST (@ 13%) on 20% of Fees			\$794.30
GST (@ 5%) on 40% of Fees			<u>\$611.00</u>
Total Fees and Taxes			\$31,955.30

DISBURSEMENTS

Computer Research	\$104.35
Photocopies	\$25.25
Photocopies - Color	\$6.00
Telephone	\$24.84
Transportation	\$13.74
Conference Calls	\$98.31
CourtCall re Hearing on Nov 28, 2017*	\$41.87
Conference Calls	\$53.07
Conference Calls	<u>\$70.46</u>
Total Taxable Disbursements	\$396.02
HST (@ 13%) on 20% of Taxable Disbursements	\$10.30
GST (@ 5%) on 40% of Taxable Disbursements	\$7.92
Total *Non-Taxable Disbursements	<u>\$41.87</u>
Total Disbursements and Taxes	<u>\$456.11</u>
 TOTAL NOW DUE	 <u>\$32,411.41</u>

THORNTON GROUT FINNIGAN LLP

Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

January 22, 2018

Attention: Brian M. Denega

Invoice No. 32076

File No. 519-043

RE: Performance Sports Group

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: December 31, 2017**

FEES

Dec-01-17	Review and respond to emails regarding composition of board; review and respond to emails regarding CCAA approval order;	0.60	RIT
	E-mails with respect to service list; review revised Davis and Rosenthal stipulation; review draft CCAA Approval Order; e-mails with respect to board composition; review client comments on draft CCAA Approval Order;	3.80	RB
Dec-02-17	E-mails with respect to board; e-mails with respect to Liquidation Trust Agreement;	0.30	RB
Dec-03-17	Review and revise CCAA approval order; emails regarding same; telephone call with B. Denega regarding composition of boards; review and consideration of issue regarding indefinite stay and various issues;	1.50	RIT
	E-mails with respect to board; review Cost Sharing Agreement; call with R. Thornton; review and amend draft Order;	1.20	RB
Dec-04-17	Consideration of CCAA approval order and issues arriving from the length of stay; emails regarding same; review of CCAA approval order amendments and language regarding monitor's power; review and respond to email regarding composition of boards; review of issues regarding CRA comments; conference call with monitor team regarding liquidation agreement; review and respond to email regarding liquidation agreement; review and respond to email regarding board meeting and approvals; team call regarding status update and preparation for board call; further participation in board call;	3.20	RIT
	Conference call regarding Canadian candidates; conference call regarding issues on the cost sharing agreement; email with monitor regarding	2.90	RIT

	composition of boards;		
	Review and amend draft Order; numerous e-mails with respect to same; attend conference call with team Monitor to discuss status of various matters; attend conference call to discuss Cost Sharing Agreement; attend board conference call;	4.50	RB
Dec-05-17	E-mails with respect to motion record; review director nominee Curriculum Vitae and conference call with client and A. Kent to discuss same; conference call with client to discuss same; review cost sharing agreement and revised liquidation trust agreement; attend conference call to discuss same;	1.90	RB
Dec-06-17	Read reorg research article; review filed plan supplement, including revised Liquidation Trust Agreement and Cost sharing agreement; review e-mail with respect to Milner claim and proposed language;	1.40	RB
Dec-07-17	Review of US confirmation order; consideration of directions to the monitor by the US court and emails regarding same; emails with K. Coleman regarding authorization and direction language; direction to R. Bengino regarding same;	1.20	RIT
	E-mail with respect to language in confirmation order;	0.20	RB
Dec-08-17	E-mails with client team with respect to revised confirmation order; receive and review supplementary motion record of the Applicants; review draft officer stipulation and e-mail with clients with respect to same;	0.90	RB
Dec-09-17	Review and respond to emails with A. Kent regarding need for a call;	0.40	RIT
	Draft Monitor's Twelfth Report;	1.20	RB
Dec-10-17	Telephone call with A. Kent regarding composition of boards and desire for monitor involvement; telephone call with B. Denega regarding same; telephone call with A. Kent with conclusion of monitor and review and respond to email regarding same;	1.60	RIT
	Draft Monitor's Twelfth Report; e-mail R. Thornton with respect to same;	2.10	RB
Dec-11-17	Review and revise draft Monitor's Twelfth Report; telephone call with R. Bengino regarding number of directors;	1.30	RIT
	Review and amend draft twelfth report; send same to clients for review; call with K. Coleman; review draft press release; e-mail with respect to Milner claim;	1.10	RB
	Review and summarize Monitor's duties from Plan of Reorganization;	4.10	OG
Dec-12-17	E-mail with respect to Milner claim; e-mail with respect to Monitor's report; revise draft report; send same to company counsel for review;	2.80	RB
Dec-13-17	Meeting with R. Bengino in preparation for call; review of confirmation order; review and respond to email; preparation for conference call on orders; review and revise Monitor's Twelfth Report; review and respond to email with B. Denega;	2.40	RIT
	E-mails with respect to scheduling call to discuss confirmation order; review revised Confirmation Order; e-mails with respect to Monitor's Twelfth Report; review comments on draft CCAA Approval Order and discuss same with J.D. Breton and e-mail L. Nicholson with respect to same;	1.20	RB

Dec-14-17	Meeting with R. Bengino regarding revisions to Monitor's Twelfth Report;	0.40	RIT
	Review comments on draft report and amend same; review e-mails with respect to board meeting and votes; review fee estimate and e-mails with respect to same;	1.30	RB
Dec-15-17	Review materials in preparation for the board call; attend board call; review revised CCAA Approval Order; instructions to M. Magni with respect to service and filing of report;	2.40	RB
Dec-18-17	Review and respond to email regarding privilege; meeting with R. Bengino regarding same; telephone call with P. Howard; review and respond to emails regarding content of D&O stipulation;	1.30	RIT
	E-mails with respect to director privileges; e-mail R. Thornton with respect to same; discussion with each of R. Thornton, S. Thakker, and L. Nicholson with respect to same; further e-mails with respect to same; attend conference call to discuss outstanding tax issues; review supplementary motion record;	2.90	RB
	Research regarding assignability of directors Retained Causes of Action;	1.20	ST
Dec-19-17	Attend call with equity committee to discuss draft language; Review motion record and materials in preparation for joint hearing tomorrow morning; e-mails with B. Denega with respect to motion returnable tomorrow;	3.40	RB
Dec-20-17	Preparation for and attend court regarding confirmation hearing; meeting with team regarding points to note on meeting;	2.20	RIT
	Prepare for and attend motion returnable today; review draft press release; e-mails with respect to board call; e-mail clients with respect to Monitor's Certificate; attend board call; further e-mails with respect to Monitor's Certificate;	3.50	RB
Dec-21-17	E-mails with respect to Effective Date; e-mails with respect to Monitor's Certificate; e-mails with respect to same; review e-mails with respect to tax certificates;	0.50	RB
Dec-22-17	Review claims with respect to Retention Bonus and e-mail M. Daigneault with respect to same;	0.30	RB
Dec-24-17	Review and consider e-mail from M. Palmer;	0.20	RB
Dec-27-17	E-mails and call with M. Palmer with respect to Monitor's appointment;	0.30	RB
Dec-28-17	Review and respond to email regarding status of claims;	0.20	RIT
	Email exchange with T. Weesooriya;	0.20	AI
Dec-29-17	Review and respond to email regarding Denlea and Karkin claims;	0.40	RIT
	Review and consider emails regarding Denlea claim; review and consider Claims Resolution Order; email to EY regarding same;	2.00	AI

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	19.60	\$1,025.00	\$20,090.00
Asim Iqbal	2.20	\$475.00	\$1,045.00
Rachel Bengino	37.40	\$400.00	\$14,960.00
Sapna Thakker	1.20	\$400.00	\$480.00
Owen Gaffney (student)	4.10	\$300.00	<u>\$1,230.00</u>

Total Fees	\$37,805.00	
HST (@ 13%) on 20% of Fees	\$982.93	
GST (@ 5%) on 40% of Fees	<u>\$756.10</u>	
Total Fees and Taxes		\$39,544.03

DISBURSEMENTS

Couriers	\$756.84	
Transportation	\$19.76	
Conference Calls	<u>\$13.92</u>	
Total Taxable Disbursements	\$790.52	
HST (@ 13%) on 20% of Taxable Disbursements	\$20.55	
GST (@ 5%) on 40% of Taxable Disbursements	\$15.81	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and Taxes		<u>\$826.88</u>

TOTAL NOW DUE	<u>\$40,370.91</u>
----------------------	---------------------------

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

February 21, 2018

Attention: Brian M. Denega

Invoice No. 32147
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: January 31, 2018

FEES

Jan-02-18	Review and revise letter to CBSA; review relevant court orders and revise letter to CBSA; email same to EY; email communication to counsel for equity committee and liquidation trustee;	1.20	AI
Jan-07-18	Send e-mail to client with respect to claims process;	0.20	RB
Jan-10-18	Review and comment on NORD; review CCAA Approval Order; email exchange with A. Carty re employee severance; review PowerPoint on KERP/KEIP; review and consider email from Martin regarding proposed to deal with employee claims; prepare for and participate in call Martin regarding claims review process and required language for rejection of employee claims; email exchange with EY and AO regarding retention plans, discussion with R. Bengino re same;	2.50	AI
	Review draft claims notices and e-mails with respect to same;	1.10	RB
	Review, consider and draft e-mails with Monitor team with respect to claims resolution process and issuance of notices;	1.80	RB
Jan-11-18	Review and respond to email regarding claims;	0.50	RIT
	Continue drafting standard for NORDs, review and consider relevant court documents in process; email exchange with EY and AO regarding terms of Claims Resolution Order and consultation requirements under Claims Resolution Order and Plan; telephone call with R. Bengino regarding disallowing employee claim on basis that KERP replaced Award Agreement, email to EY re same;	2.00	AI
	Review Plan; review relevant proofs of Claim; review relevant Court Orders; prepare draft language regarding disallowance of stock options claims; review and revise NORD; call with M. Daigneault regarding revisions to NORD; review Claims Procedure Order;	6.80	AI

	E-mails with respect to employee severance claims; send e-mail to R. Kennaley;	0.50	RB
	E-mails with respect to claims process; review of same; call with A. Iqbal to discuss same;	1.20	RB
Jan-12-18	Meeting with A. Iqbal regarding employees claims and KERP and review and respond to emails regarding same; further review and respond to emails regarding claim;	0.70	RIT
	Continue considering issue regarding employee claims, who received retention and KERP; review and consider relevant court materials; email to and discussion with R. Thornton regarding same;	5.00	AI
Jan-15-18	Email from Martin; review Proof of Claim and non-competition agreement; call with R. Bengino regarding same; emails regarding employee claim;	0.60	AI
	Review and revise language with respect to notices of disallowance and revision; review specific proof of claim and consider same; review letter to CBSA; call with M. Daigneault to discuss employee claims;	3.40	RB
Jan-16-18	Conference call with E&Y regarding claims (employees, severance, RSU, DSU, trade and insurance) and role of monitor regarding same; consideration of status of distribution;	0.90	RIT
	Review and respond to correspondence; discussion with R. Bengino regarding changes to standard language and Monitor's role in determining equity interests; call with Brown Rudnick regarding draft language for NORD; discussion with R. Bengino regarding changes to draft language; prepare for and participate in conference call with EY and AO regarding next steps;	3.00	AI
	Discussion with R. Bengino regarding revised language on disallowance of RSU claims;	0.20	AI
	Discussion with O. Gaffney with respect to research requirement for employee severance amounts; call with M. Daigneault with respect to employee claims; revise draft standard text with respect to same; call with A. Carty to discuss claims resolution; attend Monitor team conference call; review memorandum with respect to employee severance amounts;	3.60	RB
	Research and draft memorandum regarding common law entitlement to payment in lieu of notice upon termination without cause;	3.70	OG
Jan-17-18	Review and respond to correspondence; review and comment on draft NORD language regarding replacement of retention bonus with KERP;	0.40	AI
	Review Tolling Agreement, revise same; discussion with R. Bengino regarding Tolling Agreement and email to EY regarding same;	1.00	AI
	Review KERP letters; discussion with T. Serve with respect to NORDs;	0.50	RB
Jan-18-18	Review email from counsel for Brian Taylor; review and consider additional documentation provided; consider provisions of non-competition agreement, Claims Resolution Order and 502(b)(7) of US Bankruptcy Code; discussion with R. Bengino regarding same; email to AO with analysis; call with A. Carty regarding tolling agreement;	2.00	AI

	Call with Monitor and R. Bengino regarding Claims; call with Monitor and R. Bengino regarding reasonable retention;	1.00	AI
	E-mails with respect to employee claims; call with M. Daigneault with respect to same; discussions with A. Iqbal with respect to same; Attend conference call with Liquidation Trustee and counsel to discuss NORDs;	2.10	RB
Jan-19-18	Review and respond to correspondence; call with McMillan and EY regarding employee withholdings;	1.00	AI
	Consideration of employee claim and review of same; send e-mail to K. Coleman with respect to same; review draft employee NORDs;	2.80	RB
Jan-21-18	Consideration of non-competition clause in light of US statutory caps; e-mail client with respect to same; e-mail A. Carty with respect to NORDs language;	1.10	RB
Jan-22-18	Review and respond to correspondence; discussion with R. Bengino regarding Taylor Claims;	0.40	AI
	E-mails with respect to employment claim; call with J. Neifeld to discuss same; discuss same with A. Iqbal; review suggested NORD language from A. Carty and e-mail client with respect to same; call and leave message for client to discuss NORDs to be delivered today; call with B. Sevigny to discuss employee claim; call with McMillan to discuss same; e-mails with client with respect to same;	1.90	RB
Jan-25-18	Call with M. Daigneault to discuss claims process and upcoming conference call; review summary of same; discussions with K. Coleman with respect to employee severance claim; discuss research regarding same with O. Gaffney; Review of proposed agenda for conference call and consideration of same; review plan to determine distribution requirements;	2.00	RB
	Research regarding employee entitlement to commissions and benefits during reasonable notice period	0.60	OG
Jan-26-18	Meeting with R. Bengino regarding outstanding issues;	0.30	RIT
	Call with EY, McMillan, M&M, Young Conway, Brown Rudnik regarding employee claims;	1.00	AI
	Review research from O. Gaffney regarding law on employee severance;	0.40	AI
	Draft and consider e-mail to Liquidation Trustee with respect to employee claim; e-mails with client with respect to same; attend lengthy conference call with Liquidation Trustee and client to discuss status of claims process and payment of fees; further calls with respect to application of s. 502(b)(7) statutory cap;	2.20	RB
Jan-29-18	Review US decision with respect to s. 502(b)(7) cap; conference call with Monitor team to discuss status of claims process; review e-mail from J.D. Breton with respect to CBSA appeal;	2.10	RB
Jan-30-18	Review, consider and revise draft letter to claimant's counsel; Discussion with K. Coleman with respect to same; call with M. Daigneault with respect to same; e-mails with respect to litigation claims; call with M. Daigneault to discuss QRA comfort letter;	1.80	RB

Jan-31-18 E-mail with respect to letter to claimant;

0.10 RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Robert I. Thornton	2.40	\$1,100.00	\$2,640.00	
Asim Iqbal	28.50	\$550.00	\$15,675.00	
Rachel Bengino	28.40	\$500.00	\$14,200.00	
Owen Gaffney (student)	4.30	\$300.00	<u>\$1,290.00</u>	
Total Fees			\$33,805.00	
HST (@ 13%) on 20% of Fees			\$878.93	
GST (@ 5%) on 40% of Fees			<u>\$676.10</u>	
Total Fees and Taxes				\$35,360.03
<u>DISBURSEMENTS</u>				
Computer Research			\$6.60	
Photocopies			\$6.00	
Stationery/Supplies			\$5.80	
Telephone			<u>\$25.79</u>	
Total Taxable Disbursements			\$44.19	
HST (@ 13%) on 20% of Taxable Disbursements			\$1.15	
GST (@ 5%) on 40% of Taxable Disbursements			\$0.88	
Total *Non-Taxable Disbursements			<u>\$0.00</u>	
Total Disbursements and Taxes				<u>\$46.22</u>
TOTAL NOW DUE				<u>\$35,406.25</u>

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

March 22, 2018

Attention: Brian M. Denega

Invoice No. 32225

File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING for the period ending: February 28, 2018

FEES

Feb-01-18	Call with creditor; e-mails with Monitor with respect to CBSA appeal and other claims;	0.30	RB
Feb-02-18	Call with M. Daigenault with respect to claims; Discussion with T. Weerasooriya with respect to claims and CBSA audit against Newco; Consideration of same;	1.80	RB
Feb-05-18	Review and consider notice of dispute received;	0.40	RB
Feb-06-18	Review and consider response to letter from claimant regarding proof of claim; e-mails with respect to filed objections to retention bonus claims;	1.40	RB
Feb-07-18	E-mails with respect to litigation claims;	0.50	RB
Feb-09-18	E-mails with J.D. Breton regarding claims process and consideration of same;	0.40	RB
Feb-12-18	Review and consider claims and call with J.D. Breton to discuss same;	0.70	RB
Feb-13-18	Review and revise draft NORD; consideration of Notice of Dispute;	1.50	RB
Feb-14-18	E-mails with respect to claims; reviews Notices of Dispute; numerous e-mails with clients with respect to same; e-mails with trust holder to schedule call;	0.70	RB
Feb-15-18	Meeting with R. Bengino regarding claims officer claims to be determined;	0.30	RIT
	Schedule Monitor team call; call with M. Palmer to discuss Notices of Dispute and resolution process; conference call with Monitor team to discuss Notices of Dispute received; discussion with R. Thornton with respect to appointment of Claims Officer; e-mail Monitor with respect to same;	3.20	RB
Feb-19-18	Review and respond to email;	0.40	RIT
	Review notice of objection filed with US Court; e-mail with R. Thornton with respect to same; listen to message from T. Serve and e-mail with respect to same;	0.80	RB
Feb-20-18	Review draft NORDs and provide comments on same; send e-mail with respect to claims officer;	1.30	RB

Feb-21-18	E-mails with respect to claims officer; review and revise draft NORD; e-mails with respect to same; e-mails with respect to claim disputes;	1.40	RB
Feb-22-18	Call and leave message for J. Farley; draft NORD for former directors; send same to client for review; discussion with R. Thornton; e-mails with respect to NORD; e-mail J. Farley;	1.20	RB
Feb-23-18	Call with A. Carty regarding claims process; call with J. Farley with respect to Claims Officer; discuss same with R. Thornton; e-mail clients with respect to same; e-mails with respect to NORD language;	1.70	RB
Feb-26-18	E-mails with respect to Director claims; call with A. Carty with respect to indemnity claims and claims officer; send e-mail to Liquidation Trustee with respect to claims officer; review e-mail with respect to equity claims;	1.40	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.70	\$1,100.00	\$770.00
Rachel Bengino	18.70	\$500.00	<u>\$9,350.00</u>
Total Fees			\$10,120.00
HST (@ 13%) on 20% of Fees			\$263.12
GST (@ 5%) on 40% of Fees			<u>\$202.40</u>
Total Fees and Taxes			\$10,585.52

DISBURSEMENTS

Telephone	\$6.60
Conference Calls	<u>\$56.55</u>
Total Taxable Disbursements	\$63.15
HST (@ 13%) on 20% of Taxable Disbursements	\$1.64
GST (@ 5%) on 40% of Taxable Disbursements	\$1.26
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and Taxes	<u>\$66.05</u>

TOTAL NOW DUE **\$10,651.57**

THORNTON GROUT FINNIGAN LLP


Per: **Robert Thornton**

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

April 19, 2018

Attention: Brian M. Denega

Invoice No. 32293

File No. 519-043

RE: Performance Sports Group

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: April 19, 2018**

FEES

Mar-01-18	Meeting with R. Bengino regarding claims officer issues;	0.40	RIT
	E-mails and call with T. Weerasooriya and A. Kent with respect to call to discuss Claims Officer; review Claims Resolution Order; review summary of US hearing from J. Neifeld; discuss claims officer with R. Thornton; review and consider e-mail with respect to order entered in US claims hearing;	1.80	RB
Mar-02-18	Call with J.D. Breton to discuss CBSA claim; call with Deloitte and Ernst & Young to discuss same; e-mails with J.D. Breton with respect to same; review and consider e-mail and case law with respect to s. 502(b)(7) cap;	2.40	RB
Mar-04-18	Review e-mail from J. Neifeld; e-mails with J. Neifeld with respect to scheduling call;	0.20	RB
Mar-05-18	Call with J. Neifeld to discuss 502(b)(7) cap case law; review e-mail from R. Kennaley and send e-mail to A&M with respect to same; e-mail R. Kennaley; send e-mail to J. Farley; call with J. Farley;	0.60	RB
Mar-06-18	Draft engagement letter for Claims Officer;	0.70	RB
Mar-07-18	Review of claims officer engagement;	0.50	RIT
	Revise draft Claims Officer retainer letter; send same to client for review; review e-mails with respect to CBSA appeal;	0.50	RB
Mar-08-18	Review and respond to e-mail from R. Kennaley; review draft letter prepared by Deloitte with respect to CBSA appeal; review draft Claims Resolution Order and revise draft Claims Officer engagement letter;	2.80	RB
Mar-09-18	Revise draft engagement letter and provide same to R. Thornton for review;	0.30	RB

Mar-10-18	E-mails with respect to letter to CBSA appeal; schedule call with McMillan with respect to same;	0.30	RB
Mar-12-18	Review and consider draft letter to CBSA; conference call with Monitor and Applicants to discuss same; e-mails to M. Daigneault with respect to claims process;	1.70	RB
Mar-13-18	Review and revise J. Farley engagement; review and respond to email with R. Bengino regarding same;	0.50	RIT
	Revise draft engagement letter; e-mails with respect to CBSA letter;	0.40	RB
Mar-14-18	Attend call to discuss CBSA appeal; e-mail client with respect to engagement letter; e-mails with respect to final issued letter; call with L. Nicholson to discuss QRA comfort letter;	1.50	RB
Mar-15-18	E-mails with respect to engagement letter; e-mails with respect to tax credits;	0.20	RB
Mar-16-18	Attend conference call to discuss CBSA claim; e-mails with respect to settlement of claim; send draft claims officer engagement letter to liquidation trustee and e-mails with respect to same; review draft NORD and e-mails with respect to same; e-mails with respect to Luxco liquidation; send draft claims officer engagement letter to claims officer; call with R. Strickland with respect to distributions to unsecured creditors;	1.60	RB
Mar-19-18	Call with R. Chadwick with respect to insurance claim; e-mails with respect to same; review claims register; call and leave message for A. Foord; review e-mails with respect to tax refund; call with A. Foord to discuss insured claim; call with M. Daigneault to discuss various matters including claims pool; call with A. Carty to discuss claims pool;	2.60	RB
Mar-20-18	E-mails with respect to scheduling call with Luxco counsel; e-mails with respect to claims; e-mails with respect to claims officer engagement; call with McMillan to discuss claims process; e-mail executed engagement letter to Claims Officer for execution;	0.90	RB
Mar-21-18	E-mails with respect to personal injury claim; review summary of Trustee's objection; attend conference call to discuss Luxco liquidation; review and consider first status report of liquidation trustee;	1.70	RB
Mar-22-18	Call with M. Daigneault with respect to claims registry; e-mails with respect to tax claims; review notice of objection filed in US;	1.00	RB
Mar-27-18	Review draft NORD and e-mails with respect to same; e-mails with respect to Luxco payment; call with K. Hanc; call with A. Carty with respect to indemnification claim;	2.40	RB
Mar-28-18	Review and revise draft NORD; e-mails with respect to same;	0.90	RB
Mar-29-18	Review revised NORD; e-mails with respect to CBSA appeal;	0.40	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	1.40	\$1,100.00	\$1,540.00
Rachel Bengino	24.90	\$500.00	<u>\$12,450.00</u>

Total Fees	\$13,990.00
HST (@ 13%) on 20% of Fees	\$363.74
GST (@ 5%) on 40% of Fees	<u>\$279.80</u>
Total Fees and Taxes	\$14,633.54

DISBURSEMENTS

Telephone	\$51.46
Conference Calls	<u>\$28.13</u>
Total Taxable Disbursements	\$79.59
HST (@ 13%) on 20% of Taxable Disbursements	\$2.07
GST (@ 5%) on 40% of Taxable Disbursements	\$1.59
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and Taxes	<u>\$83.25</u>

TOTAL NOW DUE **\$14,716.79**

THORNTON GROUT FINNIGAN LLP



Per: Robert I. Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

May 29, 2018

Attention: Brian M. Denega

Invoice No. 32374
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: April 30, 2018

FEES

Apr-02-18	Respond to e-mail with respect to CBSA claim;	0.20	RB
Apr-03-18	E-mails with respect to Canada's Best; receive fully executed Claims Officer Engagement Letter and send same to client;	0.10	RB
Apr-04-18	Call with M. Daigneault with respect to claims;	0.20	RB
Apr-05-18	Review various motions and summaries of same filed in the US; review e-mails with respect to tax returns;	0.70	RB
Apr-09-18	E-mail with respect to Prime Clerk mailing list;	0.20	RB
Apr-10-18	E-mails with respect to claims settlement proposal;	0.40	RB
Apr-16-18	Call with K. Hanc to discuss director's claim; review stipulations with respect to same; call M. Daigneault and leave voice message; review CBSA letter and e-mails with respect to same; review e-mails with respect to tax documents;	1.10	RB
Apr-17-18	Send e-mail to J.D. Breton with respect to CBSA appeal; e-mails with respect to same; review e-mails with respect to wrongful termination claim;	0.30	RB
Apr-19-18	Call with Monitor to discuss claims;	0.20	RB
Apr-23-18	Call with Monitor team to discuss claims process review and status; e-mails with respect to same;	1.70	RB
Apr-24-18	Call with T. Serve with respect to Directors NORDs; call with K. Hanc with respect to same;	0.20	RB
Apr-25-18	E-mails from A. Foord with respect to litigation claim; call with A. Carty to discuss claims update; e-mail Monitor with respect to claims summary;	0.50	RB

Apr-26-18	Review and respond to emails regarding claims officer;	0.20	RIT
	E-mail J. Farley with respect to status;	0.30	RB
Apr-27-18	Review and revise draft amended and restated director NORDs; review draft settlement agreements with certain directors; respond to e-mail from K. Hanc;	1.30	RB
Apr-30-18	E-mail with respect to claims settlement offer; review and consider personal injury proof of claim; review e-mails with respect to litigation claim;	0.80	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.20	\$1,100.00	\$220.00
Rachel Bengino	8.20	\$500.00	\$4,100.00
Total Fees			\$4,320.00
HST (@ 13%) on 20% of Fees			\$112.32
GST (@5%) on 40% of Fees			<u>\$86.40</u>
Total Fees and Taxes			\$4,518.72

DISBURSEMENTS

Telephone	<u>\$4.85</u>
Total Taxable Disbursements	\$4.85
HST (@ 13%) on 20% of Taxable Disbursements	\$0.12
GST (@ 5%) on 40% Taxable Disbursements	\$0.09
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and Taxes	<u>\$5.06</u>
TOTAL NOW DUE	<u>\$4,523.78</u>

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON
M5K 1J7

June 25, 2018

Attention: Brian M. Denega

Invoice No. 32465

File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: May 31, 2018

FEES

May-03-18	Review summary of claims status; conference call with Monitor to discuss same; attend conference call with liquidation trustee to discuss status of claims reconciliation;	2.60	RB
May-04-18	Attend conference call with K. Sheppard to discuss CBSA claim; follow up discussion with Monitor with respect to same and with respect to outstanding claims;	0.70	RB
May-07-18	E-mail with respect to call; Schedule call with B. Sevigny;	0.20	RB
May-10-18	Review e-mails with respect to claims; review and consider claim in preparation for call with claimant's counsel;	1.90	RB
May-14-18	Review and respond to email; meeting with R. Bengino regarding claim settlement;	0.20	RIT
	E-mails with respect to director NORDs; e-mails with respect to settlement of claim; call with T. Serve;	0.40	RB
May-17-18	E-mails with respect to litigation claim;	0.10	RB
May-22-18	Review revised NORD; e-mails with respect to settlement agreement;	0.40	RB
May-23-18	Review of various e-mails with respect to tax issues;	0.20	RB
May-25-18	Review and consideration of claims with respect to government entities;	0.30	RB
May-28-18	Emails with respect to call regarding tax claims;	0.10	RB

May-30-18 Review and consider motion filed in US Court; email to M. Daigneault 0.40 RB
with respect to same;

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Robert I. Thornton	0.20	\$1,100.00	\$220.00	
Rachel Bengino	7.30	\$500.00	\$3,650.00	
Total Fees			\$3,870.00	
HST (@ 13%) on Fees			<u>\$503.10</u>	
Total Fees and HST				\$4,373.10

DISBURSEMENTS

Telephone	\$66.11	
Total Taxable Disbursements	\$66.11	
HST (@ 13%) on Taxable Disbursements	\$8.59	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and HST		<u>\$74.70</u>

TOTAL NOW DUE **\$4,447.80**

THORNTON GROUT FINNIGAN LLP



Per: Robert Thornton

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON
M5K 1J7

July 25, 2018

Attention: Brian M. Denega

Invoice No. 32553

File No. 519-043

RE: Performance Sports Group

**TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: June 30, 2018**

FEES

Jun-04-18	Review e-mails with respect to QRA correspondence;	0.20	RB
Jun-08-18	Review and respond to inquiry from claimant; review motions filed by Liquidation Trustee; call with M. Daigneault to discuss same;	1.00	RB
Jun-11-18	Review e-mails and documents; call to discuss U.S. motion; call with claimant's counsel with respect to same; discuss same with R. Thornton; call with claimant's counsel to discuss settlement agreement;	1.30	RB
Jun-12-18	Attend call with counsel to Liquidation Trustee to discuss US motion; e-mail to clients with respect to claimant; review claim and call to litigation claimant's counsel to discuss same; call with Monitor to discuss claims; review and revise draft settlement agreement; e-mails with R. Thornton with respect to same;	3.10	RB
Jun-13-18	E-mail with respect to draft agreement; send same to client for review; revise same; Review and consider letters from B. Sevigny;	0.90	RB
Jun-14-18	Meeting with R. Bengino regarding client resolutions and claims officer;	0.60	RIT
	Call and leave message for Canadian counsel to Zurich in litigation claim; Discuss claims with R. Thornton; E-mail with respect to Prime Clerk noticing list;	0.80	RB

Jun-15-18	E-mails with respect to Prime Clerk noticing list; call with counsel to Zurich and send follow up e-mail; call with J. Rucki; e-mails with respect to settlement;	1.50	RB
Jun-18-18	Review Certification of Counsel filed in US court; review e-mail from M. Palmer and draft motion extending deadline to object to US claims;	0.40	RB
Jun-19-18	Call with M. Daigneault to discuss claim;	0.10	RB
Jun-20-18	Review and consider comments on draft settlement agreement; e-mail client with respect to same;	0.50	RB
Jun-22-18	Review revised settlement agreement;	0.10	RB
Jun-27-18	Review revised settlement agreement;	0.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

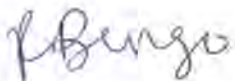
<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Robert I. Thornton	0.60	\$1,100.00	\$660.00	
Rachel Bengino	10.00	\$500.00	\$5,000.00	
Total Fees			\$5,660.00	
HST (@ 13%) on Fees			<u>\$735.80</u>	
Total Fees and HST				\$6,395.80

DISBURSEMENTS

Telephone Expense	\$19.36	
Conference Calls	\$11.02	
Total Taxable Disbursements	\$30.38	
HST (@ 13%) on Taxable Disbursements	\$3.95	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and HST		<u>\$34.33</u>

TOTAL NOW DUE	<u>\$6,430.13</u>
----------------------	--------------------------

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

August 23, 2018

Attention: Brian M. Denega

Invoice No. 32603
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: July 31, 2018

FEES

Jul-04-18	Revise draft claimant settlement agreement;	0.30	RB
Jul-05-18	Listen to voice message from insurance provider; send e-mail with respect to same;	0.20	RB
Jul-06-18	E-mail with respect to status of tax claims;	0.20	RB
Jul-10-18	Listen to voice message from T. Weerasooriya; call with T. Weerasooriya with respect to distributions; e-mail with respect to settlement agreement;	0.70	RB
Jul-11-18	E-mails with respect to scheduling call;	0.20	RB
Jul-13-18	E-mails with respect to execution of claim settlement agreement;	0.30	RB
Jul-16-18	Compile and circulate fully executed agreement; e-mail to Monitor regarding same;	0.30	RB
Jul-17-18	Conference call with client to discuss distributions and outstanding claims; call with T. Weerasoriya to discuss distributions and board call; send e-mail to counsel to claimant; review plan with respect to distributions; review updated claims list; review and consider claims reconciliation;	1.90	RB
Jul-18-18	Attend board call; Review claims summary; e-mails with respect to QRA;	1.40	RB
Jul-23-18	Review draft NORD;	0.20	RB

Jul-24-18	Call with T. Serve to discuss delivery of materials to claims officer	0.20	RB
Jul-26-18	E-mail with respect to CBSA appeal;	0.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	6.00	\$500.00	\$3,000.00
Total Fees			\$3,000.00
HST (@ 13%) on Fees			<u>\$390.00</u>
Total Fees and HST			\$3,390.00

DISBURSEMENTS

Photocopies	\$0.25
Telephone	\$2.04
Conference Calls	<u>\$24.36</u>
Total Taxable Disbursements	\$26.65
HST (@ 13%) on Taxable Disbursements	\$3.46
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$30.11</u>
TOTAL NOW DUE	<u>\$3,420.11</u>

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

September 26, 2018

Attention: Brian M. Denega

Invoice No. 32691
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: August 31, 2018

FEES

Aug-01-18	E-mails and call with M. Daigneault;	0.30	RB
Aug-02-18	Telephone call with R. Bengino regarding claims officers emails; review and revise emails to J. Farley;	0.40	RIT
	Telephone call with R. Bengino regarding claims officer emails; review and revise emails to J. Farley;	0.40	RIT
	Call with respect to Canada Revenue Agency notices; review e-mails with respect to Canada Revenue Agency;	0.70	RB
Aug-03-18	Review of emails to J. Farley;	0.30	RIT
	Review of emails to J. Farley;	0.30	RIT
	Draft e-mails to J. Farley outlining claims for adjudication;	1.70	RB
Aug-04-18	Send e-mail to Claims Officer;	0.20	RB
Aug-06-18	E-mail with respect to documents to Claims Officer;	0.30	RB
Aug-07-18	E-mails with respect to sending documents to Claims Officer; call with M. Daigneault; review several e-mails with respect to tax filings; review draft NORDs; discussion with M. Magni with respect to delivery of documents to Claims Officer;	2.20	RB
Aug-08-18	E-mail with respect to set off; discussions with M. Magni with respect to documents for Claims Officer; call with Claims Officer; send e-mail to parties;	0.90	RB
Aug-09-18	E-mail with respect to taxes; e-mail team with respect to disputed claim; call with J. Wong; Review filed NORDs;	1.80	RB
Aug-10-18	Review correspondence with respect to claim; Provide additional	1.10	RB

e-mails to Claims Officer; Respond to e-mail inquiry from A. Foord;

Aug-13-18	Review e-mail from solicitor to claimant;	0.10	RB
Aug-14-18	Review e-mail from Claims Officer;	0.10	RB
Aug-15-18	Review tax correspondence;	0.20	RB
Aug-20-18	Review and consider decision of J. Farley; Emails with respect to same;	1.40	RB
Aug-21-18	Call with Claims Officer; call with claimant; consider claims officer decision and forward same to Liquidation Trustee;	1.20	RB
Aug-22-18	Review e-mail from claimant; Review e-mail from M. Palmer;	0.20	RB
Aug-27-18	Review e-mail from claims officer with respect to claimant;	0.10	RB
Aug-28-18	E-mails with respect to distributions;	0.40	RB
Aug-29-18	Review e-mails with respect to tax return;	0.10	RB
Aug-30-18	E-mails with respect to location of QRA refund cheques;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	1.40	\$1,100.00	\$1,540.00
Rachel Bengino	13.20	\$500.00	\$6,600.00

Total Fees	\$8,140.00
HST (@ 13%) on Fees	<u>\$1,058.20</u>

Total Fees and HST	\$9,198.20
---------------------------	-------------------

DISBURSEMENTS

Couriers	<u>\$22.53</u>
----------	----------------

Total Taxable Disbursements	\$22.53
HST (@ 13%) on Taxable Disbursements	\$2.93
Total *Non-Taxable Disbursements	<u>\$0.00</u>

Total Disbursements and HST	<u>\$25.46</u>
------------------------------------	-----------------------

TOTAL NOW DUE	<u>\$9,223.66</u>
----------------------	--------------------------

THORNTON GROUT FINNIGAN LLP

Per: Robert I. Thornton

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

October 24, 2018

Attention: Brian M. Denega

Invoice No. 32743
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: September 30, 2018

FEES

Sep-04-18	E-mails with respect to distributions;	0.30	RB
Sep-05-18	Call with M. Daigneault to discuss various matters; review CCAA Approval Order;	0.30	RB
Sep-06-18	Review and consider CCAA Approval Order in response to inquiry from M. Daigneault;	0.10	RB
Sep-11-18	Review e-mails with respect to cheque;	0.10	RB
Sep-12-18	E-mail with respect to outstanding claim;	0.30	RB
Sep-13-18	E-mails with respect to claimant and review documents with respect to same;	0.30	RB
Sep-14-18	Emails with respect to claimants;	0.10	RIT
	E-mails with respect to claimants;	0.10	RB
Sep-18-18	Review e-mails with respect to tax notice;	0.20	RB
Sep-19-18	Review e-mails with respect to various tax claims;	0.20	RB
Sep-20-18	E-mails with respect to distributions to equity;	0.20	RB
Sep-21-18	E-mail with respect to call; review plan with respect to equity distributions; call with Monitor to discuss equity distributions;	0.70	RB

Sep-23-18	Respond to e-mail inquiry from claims holder;	0.20	RB
Sep-24-18	E-mail with respect to distributions; Call with McMillan to discuss distributions;	0.50	RB
Sep-25-18	Review e-mail with respect to distributions;	0.10	RB
Sep-29-18	Emails with respect to timing for outstanding tax issues;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.10	\$1,100.00	\$110.00
Rachel Bengino	3.80	\$500.00	\$1,900.00
Total Fees			\$2,010.00
HST (@ 13%) on Fees			<u>\$261.30</u>
Total Fees and HST			<u>\$2,271.30</u>
TOTAL NOW DUE			<u>\$2,271.30</u>

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

November 23, 2018

Attention: Brian M. Denega

Invoice No. 32839
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 23, 2018

FEES

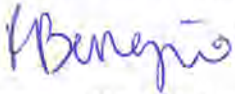
Oct-01-18	E-mail with claimant's counsel; e-mails with respect to distributions; e-mails with respect to call;	0.60	RB
Oct-02-18	Attend conference call with Monitor and McMillan to discuss outstanding items; e-mails with respect to same;	0.60	RB
Oct-03-18	Review e-mails with respect to tax assessment matters;	0.20	RB
Oct-04-18	Attend call to discuss claims resolution;	0.80	RB
Oct-09-18	Respond to e-mail from claimant;	0.20	RB
Oct-18-18	E-mails with respect to corporate resolutions;	0.20	RB
Oct-19-18	E-mail with McMillan with respect to corporate resolutions;	0.10	RB
Oct-23-18	Call with McMillan to discuss locating resolutions; review e-mails;	0.30	RB
Oct-25-18	E-mails with Monitor with respect to success fee payment; review board presentation; e-mail with respect to resolution;	0.60	RB
Oct-29-18	E-mails with respect to resolutions;	0.20	RB
Oct-30-18	Review resolutions; review fee approval;	0.40	RB
Oct-31-18	Meeting with R. Bengino regarding stay and extension and distribution issues;	0.20	RIT
	Discussion with R. Thornton with respect to stay extension; call with McMillan with respect to stay extension; e-mails with respect to court motion;	0.70	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.20	\$1,100.00	\$220.00
Rachel Bengino	4.90	\$500.00	<u>\$2,450.00</u>

Total Fees	\$2,670.00
HST (@ 13%) on Fees	<u>\$347.10</u>
Total Fees and HST	\$3,017.10
TOTAL NOW DUE	<u>\$3,017.10</u>

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E. & O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

December 11, 2018

Attention: Brian M. Denega

Invoice No. 32898
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 30, 2018

FEES

Nov-01-18	Call client with respect to upcoming court date;	0.20	RB
Nov-06-18	Review e-mails with respect to tax correspondence; e-mails with respect to draft Monitor's report;	0.20	RB
Nov-08-18	E-mail with respect to QRA requests;	0.20	RB
Nov-12-18	Call with M. Daigneault with respect to Monitor's Report;	0.20	RB
Nov-21-18	E-mails with respect to Monitor's Report;	0.30	RB
Nov-22-18	E-mails with respect to draft Report;	0.20	RB
Nov-23-18	Review and revise Monitor's Report;	0.70	RIT
	Review and revise draft Thirteenth report; send same to clients for review;	5.60	RB
Nov-24-18	Review and consider comments on draft report from client; revise draft report; circulate draft report for review;	2.10	RB
Nov-25-18	Review comments on report; review draft affidavit;	1.10	RB
Nov-26-18	Further review draft affidavit of Mark Palmer and provide comments for review; review and revise draft report and provide same to Monitor for review; review and revise draft Service List; further review and revise report; calls with client with respect to same; review final report; review factum and motion record;	5.70	RB

Nov-27-18	Review and swear Affidavit of Service; discussions with respect to filing of report; e-mails with respect to service list;	0.50	RB
Nov-29-18	Revise Service List; send same to Monitor;	0.20	RB
Nov-30-18	E-mail with respect to Service List;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.70	\$1,100.00	\$770.00
Rachel Bengino	16.70	\$500.00	\$8,350.00
Total Fees			\$9,120.00
HST (@ 13%) on Fees			<u>\$1,185.60</u>
Total Fees and HST			\$10,305.60

DISBURSEMENTS

Photocopies	\$870.25
Photocopies - Colour	\$3.30
Telephone	<u>\$1.21</u>
Total Taxable Disbursements	\$874.76
HST (@ 13%) on Taxable Disbursements	\$113.72
Total *Non-Taxable Disbursements	<u>\$0.00</u>

Total Disbursements and HST **\$988.48**

TOTAL NOW DUE **\$11,294.08**

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313
December 11, 2018

Attention: **Brian M. Denega**

Invoice No. **32898**
File No. **519-043**

RE: **Performance Sports Group**

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 30, 2018

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.70	\$1,100.00	\$770.00
Rachel Bengino	16.70	\$500.00	\$8,350.00

Total Fees	\$9,120.00	
HST (@ 13%) on Fees	\$1,185.60	
Total Fees and HST		\$10,305.60

DISBURSEMENTS

Photocopies	\$870.25	
Photocopies - Colour	\$3.30	
Telephone	\$1.21	
Total Taxable Disbursements	\$874.76	
HST (@ 13%) on Taxable Disbursements	\$113.72	
Total *Non-Taxable Disbursements	\$0.00	
Total Disbursements and HST		\$988.48

TOTAL NOW DUE	\$11,294.08
----------------------	--------------------

THORNTON GROUT FINNIGAN LLP

Per: **Rachel Bengino**

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

January 15, 2019

Attention: **Brian M. Denega**

Invoice No. **33043**
File No. **519-043**

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: December 31, 2018

FEES

Dec-03-18	Review Monitor's Report and Motion Record in preparation for motion returnable today; travel to and attend motion returnable today;	3.40	RB
Dec-04-18	Receive and review issued order and endorsement; call with equity holder;	0.60	RB
Dec-06-18	Review and consider e-mail from Nova Scotia Department of Justice; send same to client;	0.20	RB
Dec-10-18	Call and leave message for M. Daigneault to discuss e-mail from Nova Scotia counsel; call with M. Daigneault; respond to e-mail from Province of Nova Scotia counsel; review documents with respect to Luxcor liquidation, including draft report and resolution; e-mail with respect to same;	1.20	RB
Dec-11-18	Review e-mails with respect to Luxco wind down; call with McMillan with respect to same; review tax certificate;	0.40	RB
Dec-13-18	Review e-mail from Luxembourg liquidator;	0.20	RB
Dec-18-18	Review e-mails with respect to CBSA claim;	0.10	RB
Dec-19-18	Review e-mails with respect to tax updates; review draft shareholder resolutions and report of the liquidator;	0.90	RB
Dec-21-18	E-mail from equity holder;	0.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the

conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	7.10	\$500.00	\$3,550.00
Total Fees			\$3,550.00
HST (@ 13%) on Fees			<u>\$461.50</u>
Total Fees and HST			\$4,011.50
<u>DISBURSEMENTS</u>			
Couriers			\$115.70
Stationery/Supplies			\$28.24
Telephone			\$2.42
Total Taxable Disbursements			\$146.36
HST (@ 13%) on Taxable Disbursements			\$19.03
Total *Non-Taxable Disbursements			<u>\$0.00</u>
Total Disbursements and HST			<u>\$165.39</u>
TOTAL NOW DUE			<u>\$4,176.89</u>

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E. & O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

REMINDER

December 11, 2018

Attention: **Brian M. Denega**

Invoice No. 32898
File No. 519-043

RE: **Performance Sports Group**

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 30, 2018

FEES

Nov-01-18	Call client with respect to upcoming court date;	0.20	RB
Nov-06-18	Review e-mails with respect to tax correspondence; e-mails with respect to draft Monitor's report;	0.20	RB
Nov-08-18	E-mail with respect to QRA requests;	0.20	RB
Nov-12-18	Call with M. Daigneault with respect to Monitor's Report;	0.20	RB
Nov-21-18	E-mails with respect to Monitor's Report;	0.30	RB
Nov-22-18	E-mails with respect to draft Report;	0.20	RB
Nov-23-18	Review and revise Monitor's Report;	0.70	RIT
	Review and revise draft Thirteenth report; send same to clients for review;	5.60	RB
Nov-24-18	Review and consider comments on draft report from client; revise draft report; circulate draft report for review;	2.10	RB
Nov-25-18	Review comments on report; review draft affidavit;	1.10	RB
Nov-26-18	Further review draft affidavit of Mark Palmer and provide comments for review; review and revise draft report and provide same to Monitor for review; review and revise draft Service List; further review and revise report; calls with client with respect to same; review final report; review factum and motion record;	5.70	RB

Nov-27-18	Review and swear Affidavit of Service; discussions with respect to filing of report; e-mails with respect to service list;	0.50	RB
Nov-29-18	Revise Service List; send same to Monitor;	0.20	RB
Nov-30-18	E-mail with respect to Service List;	0.20	RB

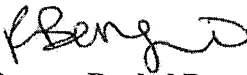
And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.70	\$1,100.00	\$770.00
Rachel Bengino	16.70	\$500.00	\$8,350.00
Total Fees			\$9,120.00
HST (@ 13%) on Fees			<u>\$1,185.60</u>
Total Fees and HST			\$10,305.60

DISBURSEMENTS

Photocopies	\$870.25
Photocopies - Colour	\$3.30
Telephone	<u>\$1.21</u>
Total Taxable Disbursements	\$874.76
HST (@ 13%) on Taxable Disbursements	\$113.72
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$988.48</u>
TOTAL NOW DUE	<u>\$11,294.08</u>

THORNTON GROUT FINNIGAN LLP


Per: Rachel Bengino

E.& O.E.
 GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313
December 11, 2018

Attention: Brian M. Denega

Invoice No. 32898
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 30, 2018

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.70	\$1,100.00	\$770.00
Rachel Bengino	16.70	\$500.00	\$8,350.00

Total Fees	\$9,120.00
HST (@ 13%) on Fees	<u>\$1,185.60</u>
Total Fees and HST	\$10,305.60

DISBURSEMENTS

Photocopies	\$870.25
Photocopies - Colour	\$3.30
Telephone	<u>\$1.21</u>
Total Taxable Disbursements	\$874.76
HST (@ 13%) on Taxable Disbursements	\$113.72
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$988.48</u>

TOTAL NOW DUE \$11,294.08

THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

February 11, 2019

Attention: Brian M. Denega

Invoice No. 33122
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: January 31, 2019

FEES

Jan-14-19	Emails with respect to scheduling call to discuss clearance certificate; call with client with respect to same; review Plan; attend conference call regarding same;	1.10	RB
Jan-16-19	Call with R. Kennaley with respect to claim against Bauer; email to M. Hanson with respect to same;	0.30	RB
Jan-21-19	Emails with respect to letter to taxing authorities;	0.10	RB
Jan-29-19	Emails with respect to scheduling call; call to discuss clearance certificates;	0.60	RB
Jan-30-19	Emails with respect to Canada's Best;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Rachel Bengino	2.30	\$550.00	\$1,265.00	
Total Fees			\$1,265.00	
HST (@ 13%) on Fees			\$164.45	
Total Fees and HST				<u>\$1,429.45</u>

TOTAL NOW DUE
THORNTON GROUT FINNIGAN LLP

\$1,429.45


Per: Rachel Bengino
E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

February 11, 2019

Attention: Brian M. Denega

Invoice No. 33122
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: January 31, 2019

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Rachel Bengino	2.30	\$550.00	\$1,265.00	
Total Fees			\$1,265.00	
HST (@ 13%) on Fees			<u>\$164.45</u>	
Total Fees and HST				<u>\$1,429.45</u>
TOTAL NOW DUE				<u>\$1,429.45</u>
THORNTON GROUT FINNIGAN LLP				

Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

March 15, 2019

Attention: **Brian M. Denega**

Invoice No. **33238**
File No. **519-043**

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: February 28, 2019

FEES

Feb-08-19	Prepare for and attend call with Canada's Best;	0.80	RB
Feb-21-19	Review emails with respect to claims updates;	0.20	RB
Feb-26-19	Emails with respect to monthly estimates;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

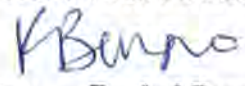
<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	1.20	\$550.00	\$660.00

Total Fees	\$660.00
HST (@ 13%) on Fees	<u>\$85.80</u>

Total Fees and HST **\$745.80**

TOTAL NOW DUE **\$745.80**

THORNTON GROUT FINNIGAN LLP


Per: Rachel Bengino

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

March 15, 2019

Attention: Brian M. Denega

Invoice No. 33238
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: February 28, 2019

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	1.20	\$550.00	\$660.00
Total Fees			\$660.00
HST (@ 13%) on Fees			<u>\$85.80</u>
Total Fees and HST			<u>\$745.80</u>
TOTAL NOW DUE			<u>\$745.80</u>

THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

April 9, 2019

Attention: **Brian M. Denega**

Invoice No. **33312**
File No. **519-043**

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: March 31, 2019

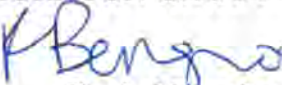
FEES

Mar-18-19	Communicate (other external) - Emails with respect to distributions and clearance certificate;	0.20	RB
-----------	--	------	----

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	0.20	\$550.00	\$110.00
Total Fees			\$110.00
HST (@ 13%) on Fees			<u>\$14.30</u>
Total Fees and HST			<u>\$124.30</u>
TOTAL NOW DUE			<u>\$124.30</u>

THORNTON GROUT FINNIGAN LLP


Per: Rachel Bengino

E. & O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

April 9, 2019

Attention: Brian M. Denega

Invoice No. 33312
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: March 31, 2019

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	0.20	\$550.00	\$110.00
Total Fees			\$110.00
HST (@ 13%) on Fees			<u>\$14.30</u>
Total Fees and HST			<u>\$124.30</u>
TOTAL NOW DUE			<u>\$124.30</u>

THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E.& O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

May 8, 2019

Attention: **Brian M. Denega**

Invoice No. **33390**
File No. **519-043**

RE: **Performance Sports Group**

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: April 30, 2019

FEES

Apr-15-19	Review, consider and respond to emails with respect to distributions;	0.20	RB
Apr-16-19	Emails with respect to options regarding distributions;	0.20	RB
Apr-23-19	Draft and send email to M. Palmer with respect to options for distributions;	0.20	RB
Apr-24-19	Review document received by CBSA and emails with respect to same; send email to M. Palmer with respect to same;	0.30	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	0.90	\$550.00	\$495.00

Total Fees	\$495.00
HST (@ 13%) on Fees	<u>\$64.35</u>

Total Fees and HST **\$559.35**

TOTAL NOW DUE **\$559.35**

THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E.& O.E.
GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

June 7, 2019

Attention: Brian M. Denega

Invoice No. 33491
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: May 31, 2019

FEES

May-24-19	Emails with respect to withholding tax return; emails with respect to scheduling call to discuss stay extension; review Asset Purchase Agreement;	0.50	RB
	Emails with respect to withholding tax return; emails with respect to scheduling call to discuss stay extension;	0.50	RB
May-26-19	Review email from T. Weerasooriya; schedule call;	0.20	RB
May-27-19	Review Asset Purchase Agreement and closing funds to consider payment of withholding taxes; attend conference call with Monitor and Tushara to discuss next steps and upcoming motion; discuss same with R. Thornton;	1.00	RB
May-31-19	Consideration of CBSA claim; Attend conference call to discuss upcoming stay extension motion; email with respect to Monitor's Report;	1.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	3.30	\$550.00	\$1,815.00

Total Fees
HST (@ 13%) on Fees

\$1,815.00
\$235.95

Total Fees and HST

\$2,050.95

TOTAL NOW DUE

\$2,050.95

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

July 9, 2019

Attention: Brian M. Denega

Invoice No. 33638
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: June 30, 2019

FEEES

Jun-18-19	Review and revise draft Monitor's Report; review draft affidavit; call with M. Daigneault;	2.60	RB
Jun-19-19	Review and revise draft Monitor's report and send same to R. Thornton for review; review and revise draft affidavit; call with M. Daigneault; email to B. Denega with respect to draft report;	1.80	RB
Jun-20-19	Email with respect to Monitor's Report; review compiled Appendices; call with J. Levine; call with Monitor;	0.90	RB
Jun-24-19	Email to unsecured creditor; review and consider email from unsecured creditor;	0.10	RB
Jun-25-19	Emails with respect to motion tomorrow; review motion materials;	0.60	RB
Jun-26-19	Prepare for and attend motion returnable today; emails with respect to Canada Revenue Agency;	3.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	9.10	\$550.00	\$5,005.00

Total Fees	\$5,005.00	
HST (@ 13%) on Fees	<u>\$650.65</u>	
Total Fees and HST		\$5,655.65

DISBURSEMENTS

Stationery/Supplies	\$34.04	
Telephone	<u>\$10.89</u>	
Total Taxable Disbursements	\$44.93	
HST (@ 13%) on Taxable Disbursements	\$5.84	
Total *Non-Taxable Disbursements	<u>\$0.00</u>	
Total Disbursements and HST		<u>\$50.77</u>
TOTAL NOW DUE		<u>\$5,706.42</u>

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

July 9, 2019

Attention: **Brian M. Denega**

Invoice No. **33638**
File No. **519-043**

RE: **Performance Sports Group**

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: June 30, 2019

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	9.10	\$550.00	\$5,005.00
Total Fees			\$5,005.00
HST (@ 13%) on Fees			<u>\$650.65</u>
Total Fees and HST			\$5,655.65

DISBURSEMENTS

Stationery/Supplies	\$34.04
Telephone	<u>\$10.89</u>
Total Taxable Disbursements	\$44.93
HST (@ 13%) on Taxable Disbursements	\$5.84
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$50.77</u>

TOTAL NOW DUE **\$5,706.42**

THORNTON GROUT FINNIGAN LLP

Per: **Rachel Bengino**

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

December 11, 2018

REMINDER

Attention: Brian M. Denega

Invoice No. 32898
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: November 30, 2018

FEES

Nov-01-18	Call client with respect to upcoming court date;	0.20	RB
Nov-06-18	Review e-mails with respect to tax correspondence; e-mails with respect to draft Monitor's report;	0.20	RB
Nov-08-18	E-mail with respect to QRA requests;	0.20	RB
Nov-12-18	Call with M. Daigneault with respect to Monitor's Report;	0.20	RB
Nov-21-18	E-mails with respect to Monitor's Report;	0.30	RB
Nov-22-18	E-mails with respect to draft Report;	0.20	RB
Nov-23-18	Review and revise Monitor's Report;	0.70	RIT
	Review and revise draft Thirteenth report; send same to clients for review;	5.60	RB
Nov-24-18	Review and consider comments on draft report from client; revise draft report; circulate draft report for review;	2.10	RB
Nov-25-18	Review comments on report; review draft affidavit;	1.10	RB
Nov-26-18	Further review draft affidavit of Mark Palmer and provide comments for review; review and revise draft report and provide same to Monitor for review; review and revise draft Service List; further review and revise report; calls with client with respect to same; review final report; review factum and motion record;	5.70	RB

Nov-27-18	Review and swear Affidavit of Service; discussions with respect to filing of report; e-mails with respect to service list;	0.50	RB
Nov-29-18	Revise Service List; send same to Monitor;	0.20	RB
Nov-30-18	E-mail with respect to Service List;	0.20	RB

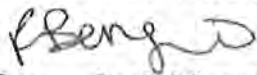
And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert I. Thornton	0.70	\$1,100.00	\$770.00
Rachel Bengino	16.70	\$500.00	\$8,350.00
Total Fees			\$9,120.00
HST (@ 13%) on Fees			<u>\$1,185.60</u>
Total Fees and HST			\$10,305.60

DISBURSEMENTS

Photocopies	\$870.25
Photocopies - Colour	\$3.30
Telephone	<u>\$1.21</u>
Total Taxable Disbursements	\$874.76
HST (@ 13%) on Taxable Disbursements	\$113.72
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$988.48</u>
TOTAL NOW DUE	<u>\$11,294.08</u>

THORNTON GROUT FINNIGAN LLP


Per: Rachel Bengino

E. & O.E.
 GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

REMINDER

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

February 11, 2019

Attention: Brian M. Denega

Invoice No. 33122
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: January 31, 2019

FEES

Jan-14-19	Emails with respect to scheduling call to discuss clearance certificate; call with client with respect to same; review Plan; attend conference call regarding same;	1.10	RB
Jan-16-19	Call with R. Kennaley with respect to claim against Bauer; email to M. Hanson with respect to same;	0.30	RB
Jan-21-19	Emails with respect to letter to taxing authorities;	0.10	RB
Jan-29-19	Emails with respect to scheduling call; call to discuss clearance certificates;	0.60	RB
Jan-30-19	Emails with respect to Canada's Best;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the
conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Rachel Bengino	2.30	\$550.00	\$1,265.00	
Total Fees			\$1,265.00	
HST (@ 13%) on Fees			\$164.45	
Total Fees and HST				<u>\$1,429.45</u>

TOTAL NOW DUE **\$1,429.45**
THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E.& O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with
Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that
is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

August 9, 2019

Attention: **Brian M. Denega**

Invoice No. **33714**
File No. **519-043**

RE: **Performance Sports Group**

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: July 31, 2019

FEES

Jul-08-19	Call with creditor;	0.10	RB
Jul-10-19	Email to claimant;	0.20	RB
Jul-17-19	Email with respect to status of claims;	0.10	RB
Jul-18-19	Email from M. Daigneault; Email to Tushara with respect to outstanding claims;	0.20	RB
Jul-30-19	Emails with respect to NORD;	0.20	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	0.80	\$550.00	\$440.00
Total Fees			\$440.00
HST (@ 13%) on Fees			<u>\$57.20</u>
Total Fees and HST			\$497.20

DISBURSEMENTS

Couriers	<u>\$362.68</u>
----------	-----------------

Total Taxable Disbursements	\$362.68
------------------------------------	-----------------

HST (@ 13%) on Taxable Disbursements	\$47.15
---	----------------

Total *Non-Taxable Disbursements	<u>\$0.00</u>
---	----------------------

Total Disbursements and HST	<u>\$409.83</u>
------------------------------------	------------------------

TOTAL NOW DUE	<u>\$907.03</u>
----------------------	------------------------

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

August 9, 2019

Attention: Brian M. Denega

Invoice No. 33714
File No. 519-043

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: July 31, 2019

FEES

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	0.80	\$550.00	\$440.00
Total Fees			\$440.00
HST (@ 13%) on Fees			<u>\$57.20</u>
Total Fees and HST			\$497.20

DISBURSEMENTS

Couriers	\$362.68
Total Taxable Disbursements	\$362.68
HST (@ 13%) on Taxable Disbursements	\$47.15
Total *Non-Taxable Disbursements	<u>\$0.00</u>
Total Disbursements and HST	<u>\$409.83</u>
TOTAL NOW DUE	<u>\$907.03</u>

THORNTON GROUT FINNIGAN LLP

Per: Rachel Bengino

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

October 8, 2019

Attention: **Brian M. Denega**

Invoice No. **33931**
File No. **519-043**

RE: Performance Sports Group

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: September 30, 2019

FEES

Aug-26-19	Review emails with respect to cheques;	0.10	RB
Sep-05-19	Emails with respect to cheque and clearance certificate;	0.20	RB
Sep-16-19	Review and consider updates from Deloitte with respect to discussions with auditor;	0.40	RB
Sep-17-19	Emails with respect to CBSA claim; review draft NORD and emails with respect to same;	0.30	RB
Sep-18-19	Review amended CBSA proofs of claim; emails with respect to same;	0.40	RB
Sep-19-19	Emails with respect to remaining claims;	0.10	RB
Sep-23-19	Respond to email with respect to remnant assets;	0.10	RB
Sep-24-19	Call and leave message for A. Carty;	0.10	RB
Sep-25-19	Email with respect to scheduling call with A. Carty;	0.10	RB
Sep-26-19	Call and leave voice message for A. Carty; call with A. Carty to discuss remaining claim; emails with M. Daigneault with respect to same;	0.30	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	2.10	\$550.00	\$1,155.00
Total Fees			\$1,155.00
HST (@ 13%) on Fees			<u>\$150.15</u>
Total Fees and HST			<u>\$1,305.15</u>
TOTAL NOW DUE			<u>\$1,305.15</u>

THORNTON GROUT FINNIGAN LLP



Per: Rachel Bengino

E. & O. E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Toronto-Dominion Centre
100 Wellington Street West
Suite 3200, P.O. Box 329
Toronto, ON Canada M5K 1K7
T 416.304.1616 F 416.304.1313

Ernst & Young Inc.
Ernst & Young Tower
222 Bay St., PO Box 251
Toronto, ON M5K 1J7

November 8, 2019

Attention: **Brian M. Denega**

Invoice No. **34038**
File No. **519-043**

RE: **Performance Sports Group**

TO ALL PROFESSIONAL SERVICES RENDERED HEREIN INCLUDING THE FOLLOWING
for the period ending: **October 31, 2019**

FEES

Oct-22-19	Call with J. Levine to discuss stay of proceeding and clearance certificates;	0.20	RB
Oct-28-19	Review documents with respect to remaining claim; call with M. Daigneault to discuss same; emails with respect to scheduling call with M. Palmer;	0.40	RB
Oct-29-19	Attend call with Monitor and M. Palmer to discuss remaining claim; emails with Monitor, McMillan, M. Palmer and Deloitte to schedule call to discuss stay expiration;	0.50	RB
Oct-31-19	Email previous monitor's report to A. Carty;	0.10	RB

And to all other necessary telephone communications, attendances and correspondence with respect to the conduct of this matter.

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Bengino	1.20	\$550.00	\$660.00

Total Fees

\$660.00

HST (@ 13%) on Fees

\$85.80

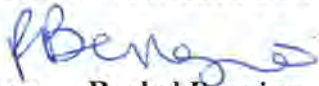
Total Fees and HST

\$745.80

TOTAL NOW DUE

\$745.80

THORNTON GROUT FINNIGAN LLP


Per: Rachel Bengino

E. & O.E.

GST/HST #87042 1039 RT0001 * GST/HST Exempt

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 33 of The Solicitor's Act, interest will be charged at the rate of 4.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

EXHIBIT “B”

**Calculation of Average Hourly Billing Rates of
Thornton Grout Finnigan LLP
for the period April 1, 2017 to October 31, 2019**

Invoice No.	Fees	Disbursements	HST	Hours	Average Rate	Total
31443	\$56,610.00	\$1,367.47	\$2,666.96	98.60	\$574.14	\$60,644.43
31524	\$80,550.00	\$416.04	\$3,724.44	134.80	\$597.55	\$84,690.48
31583	\$33,322.50	\$49.30	\$1,535.11	54.40	\$612.55	\$34,906.91
31676	\$81,337.50	\$387.74	\$3,759.36	118.50	\$686.40	\$85,484.60
31718	\$153,712.50	\$988.51	\$7,113.33	256.10	\$612.40	\$161,814.34
31839	\$70,345.00	\$1,675.83	\$3,312.96	119.30	\$589.65	\$75,333.79
31857	\$61,595.00	\$50.87	\$2,833.78	96.50	\$638.30	\$64,479.65
32009	\$30,550.00	\$437.89	\$1,423.52	55.50	\$550.50	\$32,411.41
32076	\$37,805.00	\$790.52	\$1,775.39	64.50	\$586.12	\$40,370.91
32147	\$33,805.00	\$44.21	\$1,557.04	63.60	\$531.53	\$35,406.25
32225	\$10,120.00	\$63.15	\$468.42	19.40	\$521.65	\$10,651.57
32293	\$13,990.00	\$79.59	\$647.20	26.30	\$528.52	\$14,716.79
32374	\$4,320.00	\$4.84	\$198.94	8.40	\$514.29	\$4,523.78
32465	\$3,870.00	\$66.11	\$511.69	7.50	\$516.00	\$4,447.80
32553	\$5,660.00	\$30.38	\$739.75	10.60	\$534.00	\$6,430.13
32603	\$3,000.00	\$26.65	\$393.46	6.00	\$500.00	\$3,420.11
32691	\$8,140.00	\$22.53	\$1,061.13	14.60	\$557.53	\$9,223.66
32743	\$2,010.00	0.00	\$261.30	3.90	\$515.40	\$2,271.30
32839	\$2,670.00	0.00	\$347.10	5.10	\$523.53	\$3,017.10

32898	\$9,120.00	\$874.76	\$1,299.32	17.40	\$524.14	\$11,294.08
33043	\$3,550.00	\$146.36	\$480.53	7.10	\$500.00	\$4,176.89
33122	\$1,265.00	0.00	\$164.45	2.30	\$550.00	\$1,429.45
33238	\$660.00	0.00	\$85.80	1.20	\$550.00	\$745.80
33312	\$110.00	0.00	\$14.30	0.20	\$550.00	\$124.30
33390	\$495.00	0.00	\$64.35	0.90	\$550.00	\$559.35
33491	\$1,815.00	0.00	\$235.95	3.30	\$550.00	\$2,050.95
33638	\$5,005.00	\$44.93	\$656.49	9.10	\$550.00	\$5,706.42
33714	\$440.00	\$362.68	\$104.35	0.80	\$550.00	\$907.03
33931	\$1,155.00	0.00	\$150.15	2.10	\$550.00	\$1,305.15
34038	\$660.00	0.00	\$85.80	1.20	\$550.00	\$745.80
TOTAL	\$717,687.50	\$7,930.36	\$37,672.37	1,209.20		\$763,290.23

EXHIBIT “C”

Billing Rates of Thornton Grout Finnigan LLP

For the period April 1, 2017 to December 31, 2017

	<u>Rate</u>	<u>Year of Call</u>
Robert I. Thornton	\$1,025	1984
Asim Iqbal	\$475	2012
Rachel A. Bengino	\$400	2015
Sapna Thakker	\$400	2015
Puya Fesharaki	\$350	2016
James Hardy	\$300	Student
Matt Aleksic	\$300	Student
Owen Gaffney	\$300	Student

For the period January 1, 2018 to December 31, 2018

	<u>Rate</u>	<u>Year of Call</u>
Robert I. Thornton	\$1,100	1984
Asim Iqbal	\$550	2012
Rachel A. Bengino	\$500	2015
Owen Gaffney	\$300	Student

For the period January 1, 2019 to October 31, 2019

	<u>Rate</u>	<u>Year of Call</u>
Rachel A. Bengino	\$550	2015

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceedings commenced at Toronto

AFFIDAVIT OF ROBERT I. THORNTON
(Sworn December 10, 2019)

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Rachel Bengino (LSO # 68348V)
Tel: (416) 304-1153
Email: rbengino@tgf.ca

Lawyers for Ernst & Young Inc.,
the Court-appointed Monitor

Appendix “E”

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, RSC 1985, C. C-36, AS AMENDED.

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
OLD PSG WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-
DOWN CORP., OLD BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP.,
OLD PLG WIND-DOWN CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC.,
OLD BH INC., OLD BPSU INC., OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC.,
OLD PLG INC., AND OLD PSGI INC.

(the "Applicants")

AFFIDAVIT OF KEN COLEMAN
(Sworn December 3, 2019)

I, **KEN COLEMAN**, of the City of New York, in the State of New York, make
oath and say:

1. I am an attorney licensed to practice law in the State of New York and am a partner at Allen & Overy LLP ("**A&O**"), U.S. legal counsel to Ernst & Young Inc., in its capacity as the Court-appointed Monitor (the "**Monitor**") of the Applicants and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Attached hereto as Appendix "**A**" are copies of the invoices issued to the Monitor by A&O for fees and disbursements incurred by A&O through the course of these proceedings between April 1, 2017 and November 30, 2018.

3. Attached hereto as Appendix "**B**" is a schedule summarizing each invoice in Appendix "**A**", the total billable hours charged per invoice, the total fees charged per invoice, the

total disbursements charged per invoice, and the average hourly rate charged per invoice for the period between April 1, 2017 and November 30, 2018.

4. Attached hereto as Appendix "C" is a schedule summarizing the respective years of bar admission and billing rates of each of the attorneys at A&O who acted for the Monitor and the billing rates of each support personnel at A&O who assisted the attorneys in their work for the Monitor.

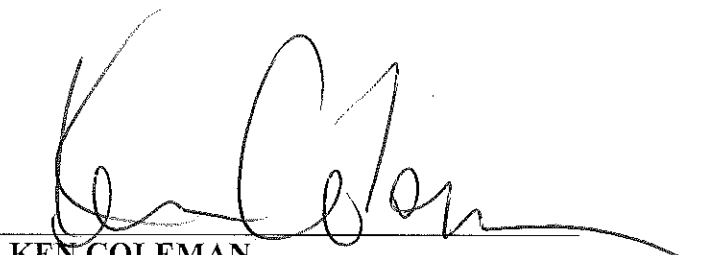
5. To the best of my knowledge, the rates charged by A&O throughout the course of these proceedings are comparable to the rates charged by other law firms in the New York City market for the provision of similar services.

6. The hourly billing rates outlined in Appendix "C" to this affidavit are comparable to the hourly rates charged by A&O for services rendered in relation to similar proceedings.

7. I make this affidavit in support of a motion by the Monitor for, *inter alia*, approval of the fees and disbursements of the Monitor's counsel.

SWORN before me at the City of New York, in the State of New York, this 3 day of December, 2019.


Notary Public
Dawn France
Notary Public, State of New York
No. 01FR6069782
Qualified in Queens County
Commission Expires Feb. 11, 2022


KEN COLEMAN

Appendix "A"

**Invoices of Allen & Overy LLP
for the period April 1, 2017 to November 30, 2018**

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 28 April 2017
Invoice Date 28 April 2017
Due Date 28 May 2017
Tax Invoice 6001027101

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 04/28/2017

Charges	USD
Legal Services	76,106.00
Other Charges	41.80
Subtotal	76,147.80
Disbursements	
Paid Disbursements	635.03
Subtotal	635.03
Total Charges and Disbursements	76,782.83
AMOUNT DUE	USD 76,782.83

We kindly request payment of USD 76,782.83 to the following bank account, quoting reference 6001027101 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC308763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001027101

New York

Fee Earner Ken Coleman
Grade Snr Partner O Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/03/2017	Work on SEC issues and consolidation; conference call with EY and TGF.	3.60
04/04/2017	US section of Monitor's Report; review draft report; attention to plan/distribution issues; review unliquidated claims; conference call with A. Kent, et al.	2.90
04/05/2017	Review and revise US filing summary for Monitor's report; telephone call to A. Eaton; attention to litigation claims.	1.40
04/06/2017	Review comments to report.	0.60
04/07/2017	Revisions to report; review US litigation report; conference call with PW.	1.60
04/10/2017	Review orders; agenda for 4/12 hearing; EY conference call; consider dismissal issues.	1.10
04/12/2017	Review work streams; update; conference call re post closing matters.	1.40
04/19/2017	Emails; stay motion; email re plan and subordination issue.	0.80
04/21/2017	Review BOD presentation; dial into BOD meeting.	1.60
04/25/2017	Claims issues; monitors report; conference call re recovery analysis; email team.	2.80
04/26/2017	Conference call with EY and TFG; work on plan distribution issues; weekly call with A&M, SE.	4.00
04/27/2017	Emails re SEC issues; conference with Josh; Review T/S; conference call.	1.00
04/28/2017	Emails re exit strategies; review emails re SEC claim.	1.80
Total		24.60

Fee Earner Laura R. Hall
Grade Partner 1

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/26/2017	Conference with K. Coleman re: potential SEC claim; conference with T. Fishman re: potential claims based on alleged "channel stuffing"; research recently filed "channel stuffing" case and claims asserted by SEC; review penalty provisions of Securities and Exchange Acts; confer with J. Neifeld re: potential scope of violations.	1.70
04/27/2017	Conferences with K. Coleman, J. Neifeld and D. Jackson re: research on SEC claims in other bankruptcies and channel stuffing cases, calculation of violations and current penalty tiers; review allegations in class action complaint; summarize research in correspondence with K. Coleman.	1.80
Total		3.50

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/26/2017	Review issues on plan and subordination with K Coleman and Josh N; Analyze and research same; Review and revise note on preliminary research and Superior case.	1.20
04/27/2017	Review corresp; Confs with Josh N and Ken C re: plan scenarios; Review research on same; Conf with Josh N re: subordination and research on same.	2.00
04/28/2017	Review plan and related issues on claims; Confs with Josh N re research; Conf with K Coleman and J Cho re: process and dismissal; Analyze issues re same.	0.50
Total		3.70

Fee Earner Josh Neifeld
Grade Grade 14

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/03/2017	Attend monitor team call; draft edits to monitor's seventh report	4.00
04/04/2017	Draft U.S. section of monitors report; monitor docket for recent filings and email correspondence concerning same; discussion and email correspondence with K. Coleman regarding matter	8.50
04/05/2017	Edits to US section to monitor's report; review recent US filings; research regarding KPMG resignation; review seller disclosure letter and APA and email correspondence with K. Coleman regarding assigned actions	3.40

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027101

04/06/2017	Finalize monitor report; research regarding US actions and email correspondence concerning same	2.20
04/07/2017	Finalize monitor report and filing notice of monitors report in US proceedings and email correspondence concerning same; discuss US actions with K. Coleman and make edits to US actions chart; review docket filings and email correspondence concerning same	3.00
04/11/2017	Review recent filings and email correspondence concerning same	0.50
04/12/2017	Email correspondence relating to recent filings	0.10
04/13/2017	Email correspondence relating to US litigation actions	0.70
04/17/2017	Review recently filed items and email correspondence concerning same; email correspondence concerning US action review	1.70
04/18/2017	Email correspondence regarding docket filings and draft US section to monitor report	0.40
04/19/2017	Discussion with K. Coleman regarding matter; attention to email correspondence; review CCAA draft materials and email correspondence concerning same	0.40
04/20/2017	Draft US section of monitor report; discuss fee affidavit with team	0.30
04/20/2017	Review recent filings and email correspondence concerning same	0.10
04/21/2017	Draft US section to monitors report; call with R. Bengino regarding fee affidavit; draft Coleman affidavit	1.90
04/23/2017	Email correspondence regarding fee affidavit; edits to US section to monitor report and email correspondence concerning same	0.50
04/24/2017	Email correspondence and telephone conversations regarding fee application; edits to fee affidavit	4.30
04/25/2017	Edits to Coleman fee affidavit and email correspondence concerning same; edits to monitor report and email correspondence concerning same	2.20
04/26/2017	Research relating to SEC claims in bankruptcy and email correspondence concerning same; discuss matter with D. Guyder and K. Coleman	10.60
04/27/2017	Research regarding SEC claims in bankruptcy cases and email correspondence concerning same	0.30
04/27/2017	Research regarding SEC claims in bankruptcy and email correspondence concerning same	8.60
04/28/2017	Research regarding structured dismissal and email correspondence in connection with same	4.90

Total 58.60

Fee Earner Derek Jackson
Grade Grade 12

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/27/2017	Call w/ L. Hall and J. Neifeld to discuss issue; Research into channel stuffing and civil penalties under securities laws	3.20

Total 3.20

Fee Earner Toby Mann
Grade Paralegal 2

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/06/2017	Online docket search for J. Neifeld.	0.90

Total 0.90

Total - New York 94.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027101

Washington DC

Fee Earner Heather Elmore
Grade Paralegal 0

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/06/2017	NY BK Josh Neifeld. Research opened administrative matters with FINRA and California Workers Comp Appeals Board.	0.20
04/07/2017	NY BK Josh Neifeld. Pull documents from dockets of Wilson Sporting Goods v Easton Baseball from US Patent and Trademark Office - Patent Trial and Appeal Board.	0.50
Total		0.70
Total - Washington DC		0.70
Legal Services		95.20

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027101

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	3.70	1,165.00	4,310.50
Derek Jackson	3.20	465.00	1,488.00
Josh Neifeld	58.60	620.00	36,332.00
Ken Coleman	24.60	1,215.00	29,889.00
Laura R. Hall	3.50	1,025.00	3,587.50
Toby Mann	0.90	290.00	261.00
Total	94.50		75,868.00
<u>Washington DC</u>			
Heather Elmore	0.70	340.00	238.00
Total	0.70		238.00
Legal Services	95.20		76,106.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027101

Other Charges

Amount

Internal Printing and Photocopying

41.80

Total

41.80

Disbursements

Amount

On Line Services

584.03

Telephone Charges

51.00

Total

USD

635.03

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 May 2017
Invoice Date 31 May 2017
Due Date 30 June 2017
Tax Invoice 6001027343

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 05/30/2016

Charges	USD
Legal Services	54,703.00
Other Charges	6.67
Subtotal	54,709.67
Disbursements	
Paid Disbursements	7,300.87
Subtotal	7,300.87
Total Charges and Disbursements	62,010.54
AMOUNT DUE	USD 62,010.54

We kindly request payment of USD 62,010.54 to the following bank account, quoting reference 6001027343 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242

SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306783. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Delft, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Harlow, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yantai.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001027343

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/01/2017	Review claims estimates and dismissal issues; attention to SEC claim issues; conference call.	2.40
05/03/2017	Review protocol DE cross-border rules re court to court communication.	0.20
05/04/2017	Update conference call; conference call with client.	0.70
05/05/2017	Conference call with EY and TGF; conference call with PW and SE; telephone conference with PW.	1.60
05/06/2017	Emails re SEC issues.	0.50
05/07/2017	Review SE draft documents; emails re same.	1.20
05/08/2017	Review draft distribution protocol; review post jevic objections; conference call with SE, PW, EY, TGF, A&M; conference call with EC; telephone conference with R. Stark.	2.80
05/09/2017	Review plan term sheet; emails re same.	1.10
05/10/2017	Update call; telephone conference with RT; telephone conference with R. Stark; emails.	1.70
05/13/2017	Review revised term sheets and issues list; emails.	0.70
05/14/2017	Plan issues; conference call with TGF and EY.	1.10
05/15/2017	Teleconference with A. Eaton; review EDW email and T/S mark-up; email monitor team.	2.80
05/16/2017	Teleconference with Rachel B.	0.20
05/17/2017	Conference calls with PW and EC.	4.50
05/18/2017	Conference call with TGF and EY re class action issues; analysis of potential objection; review cases forwarded by Rachel B.	2.10
05/19/2017	Emails re claims resolution.	0.20
05/22/2017	Telephone conference with R. Stark; email monitor team.	1.40
05/24/2017	Review plan outline; conference call with PW.	0.80
Total		26.00

Fee Earner Laura R. Hall
Grade Partner 1

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/28/2017	Teleconferences with K. Coleman and J. Neifeld re: calculation of potential penalties SEC could seek.	0.10
05/01/2017	Review SEC claim; conference with K. Coleman and J. Neifeld re: same and next steps.	0.30
05/05/2017	Conference with K. Coleman re: potential dismissal of chapter 11 proceeding.	0.10
05/18/2017	Conference with K. Coleman and J. Neifeld re: potential procedure for resolution of class action claim in Canada; review scheduling stipulation in US class action proceeding.	0.30
05/23/2017	Review memorandum on settlement of class actions in bankruptcy.	0.10
Total		0.90

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/09/2017	Review plan issues; Corresp with K Coleman re same.	0.20
05/10/2017	Confs with Ken C and Josh N re SEC claims issues; Review and analyze same; Research same; Conf with Josh N re same.	1.00
05/15/2017	Conf with Joe BB re PPI issues and class action issues; Research same.	0.30
Total		1.50

Fee Earner Joseph Badtke-Berkow
Grade Grade 17 Specialist

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027343

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/27/2017	Conferences with J. Neifeld and D. Guyder re securities class action claim issues.	0.80
05/15/2017	Review of research on class action settlements in bankruptcy; new research into same.	1.90
Total		2.70

Fee Earner Josh Neifeld
Grade Grade 14

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/28/2017	Research regarding structured dismissals and email correspondence concerning same	1.50
05/01/2017	Prepare for PSG call re structured dismissals; call regarding structured dismissals; email correspondence regarding call summary; email correspondence related to recent filings; discuss matter with K. Coleman	5.20
05/02/2017	Review claims register for government claims	2.40
05/03/2017	Email correspondence relating to cross border protocol	0.60
05/04/2017	Email correspondence relating to filings	0.20
05/05/2017	Conference call with monitor team	0.90
05/07/2017	Review Stikeman materials and email correspondence concerning same	1.60
05/08/2017	Email correspondence regarding structured dismissal and docket updates	0.70
05/09/2017	Attention to email correspondence	0.50
05/10/2017	Draft US update to monitor report; research and email correspondence regarding SEC claims in bankruptcy and discuss same with D. Guyder	4.00
05/11/2017	Email correspondence relating to recent filings	0.60
05/15/2017	Attention to email correspondence; email correspondence regarding recent filings	0.60
05/16/2017	Review recent filings and email correspondence concerning same	0.70
05/17/2017	Attention to recent filings	0.10
05/18/2017	Conference with K. Coleman and L. Hall regarding SDNY class action suit and research regarding same	0.70
05/19/2017	Review recent filings and email correspondence concerning same	0.40
05/22/2017	Review recent filings and email correspondence relating to same	0.30
05/23/2017	Review recent filings and email correspondence concerning same	0.40
05/24/2017	Review recent filings and email correspondence concerning same	0.30
05/26/2017	Review recent filings and email correspondence concerning same	0.10
05/30/2017	Review recent filings and correspondence regarding same	0.20
Total		22.00

Fee Earner Benjamin Taylor
Grade Grade 13

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/28/2017	Researched dismissal of bankruptcy cases. Discussed with K. Coleman.	4.30

Total	4.30
Total - New York	57.40
Legal Services	57.40

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027343

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Benjamin Taylor	4.30	520.00	2,236.00
Daniel Guyder	1.50	1,215.00	1,822.50
Joseph Badtke-Berkow	0.80	805.00	644.00
Joseph Badtke-Berkow	1.90	870.00	1,653.00
Josh Neifeld	1.50	620.00	930.00
Josh Neifeld	20.50	650.00	13,325.00
Ken Coleman	26.00	1,275.00	33,150.00
Laura R. Hall	0.10	1,025.00	102.50
Laura R. Hall	0.80	1,050.00	840.00
Total	57.40		54,703.00
Legal Services	57.40		54,703.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027343

Other Charges

Amount

Internal Printing and Photocopying

6.67

Total

6.67

Disbursements

Amount

External Legal Services

4,539.38

On Line Services

2,646.64

Overtime meals

30.40

Search Fees

29.40

Taxi Charges

55.05

Total

USD

7,300.87

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 11 July 2017
Invoice Date 11 July 2017
Due Date 10 August 2017
Tax Invoice 6001027513

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 06/30/2017

Charges	USD
Legal Services	55,371.00
Disbursements	
Paid Disbursements	114.20
Unpaid Disbursements	14.16
Subtotal	128.36
Total Charges and Disbursements	55,499.36
AMOUNT DUE	USD 55,499.36

We kindly request payment of USD 55,499.36 to the following bank account, quoting reference 6001027513 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC308763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 8AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanói, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001027513

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/02/2017	Review revised plan term sheet; emails re same.	1.50
06/05/2017	Emails re SEC claim and S Ct decision; conference call re term sheet.	1.40
06/07/2017	Review EC plan comments; conference call with EY and TGF; emails re plan issues.	2.40
06/09/2017	Telephone conference with A. Eaton and K. Cornish; emails.	1.00
06/12/2017	Email; review issues list and prior term sheet.	1.20
06/14/2017	Conference call with Stikomans, EY and TGF; conference call with PW et al.	2.50
06/15/2017	Conference call with EY and TGF; conferences with DG; teleconference with RB.	3.10
06/16/2017	Work on plan issues.	3.60
06/19/2017	Emails re plan issues/strategy.	0.30
06/20/2017	Conference calls re plan; email re same.	1.40
06/21/2017	Conference call with PW, YC re plan approach; emails with clients.	0.50
06/28/2017	Conference call with TGF, EY and PW re SEC; conference call with EY and TGF; conference with D. Guyder re interim distributions.	1.40
Total		20.30

Fee Earner Laura R. Hall
Grade Partner 1

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/05/2017	Conferences with J. Neifeld and correspondence with K. Coleman re: Supreme Court decision holding SEC disgorgement remedy to be a penalty; review decision; correspondence with EY re: same; review treatment of penalty under Bankruptcy Code.	0.80
Total		0.80

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/02/2017	Review issues re solicitation; Confs with K Coleman; Corresp re same.	0.30
06/14/2017	Conf with K Coleman re plan and resp person issues; Review corresp; Research same.	0.30
06/15/2017	Call with EY re resignation and plan issues; Conf with K Coleman re status of plan issues; Research re resp officer issues; Conf with Josh N re research; Conf with K Coleman and Josh N re results of research.	1.00
06/16/2017	Review lock up and exclusivity issues; Review plan and structure issues; Confs with K Coleman and Joe BB; Research and corresp re same; Confs with Joe BB re research.	2.00
06/28/2017	Call from K Coleman re plan issues and interim dists; Research same; Conf with Josh N; Analyze issues re same.	1.00
06/29/2017	Review plan issues; Confs with Josh N and J Cho; Review research results; Corresp with K Coleman re same.	1.50
Total		6.10

Fee Earner Jonathan Cho
Grade Grade 19 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/28/2017	Discussing interim distribution issues w/ D. Guyder and J. Neifeld.	0.30
06/29/2017	Researching interim distribution cases.	1.70
Total		2.00

Fee Earner Joseph Badtke-Berkow
Grade Grade 17 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
-------------	--------------------	--------------

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001027513

06/16/2017 Research into co-exclusivity and dual plan process; meetings with K. Coleman and D. Guyder re same. 4.60

Total 4.60

Fee Earner Josh Neifeld

Grade Grade 14.

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/31/2017	Review recent filings and email correspondence regarding same	0.20
06/01/2017	Review recent filings and email correspondence concerning same	0.10
06/02/2017	Research regarding third party releases in Delaware; review recent filings and email correspondence concerning same	2.60
06/05/2017	Email correspondence regarding Supreme Court decision regarding classification of SEC disgorgement claim; research regarding section 726, treatment of SEC claims in bankruptcy, and email correspondence concerning same; review recent filings and email correspondence regarding same	4.40
06/12/2017	Review recent filings and email correspondence concerning same	0.90
06/13/2017	Review recent filings	0.30
06/14/2017	Review recent filings and email correspondence regarding same	0.40
06/15/2017	Research regarding appointment of responsible person in bankruptcy; discuss matter with K. Coleman	5.40
06/16/2017	Research regarding corporate governance issues in chapter 11; review recent filings and email correspondence concerning same	0.90
06/22/2017	Review docket and email correspondence concerning update	0.10
06/23/2017	Review recent filings and email correspondence concerning same	0.10
06/27/2017	Review recent filings and email correspondence concerning same	0.20
06/28/2017	Discuss interim distribution issue with D. Guyder; research regarding interim distributions and email correspondence concerning same	7.50
06/29/2017	Review recent docket filings and email correspondence concerning same; email correspondence with D. Guyder and K. Coleman regarding interim distributions	0.60

Total 23.70

Total - New York 57.50

Legal Services 57.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027513

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	6.10	1,215.00	7,411.50
Jonathan Cho	2.00	915.00	1,830.00
Joseph Badtke-Berkow	4.60	870.00	4,002.00
Josh Neifeld	23.70	650.00	15,405.00
Ken Coleman	20.30	1,275.00	25,882.50
Laura R. Hall	0.80	1,050.00	840.00
Total	57.50		55,371.00
Legal Services	57.50		55,371.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027513

<u>Disbursements</u>		<u>Amount</u>
On Line Services		92.43
Overtime meals		9.42
Taxi Charges		26.51
Total	USD	128.36

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 July 2017
Invoice Date 31 July 2017
Due Date 30 August 2017
Tax Invoice 6001027746

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 07/28/2017

Charges	USD
Legal Services	44,654.50
Other Charges	122.90
Subtotal	<u>44,777.40</u>
Disbursements	
Paid Disbursements	3,605.09
Unpaid Disbursements	460.00
Subtotal	<u>4,065.09</u>
Total Charges and Disbursements	<u>48,842.49</u>

AMOUNT DUE USD 48,842.49

We kindly request payment of USD 48,842.49 to the following bank account, quoting reference 6001027746 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC308783. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Harare, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001027746

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/03/2017	Review Thousand Oaks stip; email; email re interim distribution.	1.00
07/05/2017	Review Bybrook issues; emails re same.	0.80
07/06/2017	Emails re tax issues; conference call with PW et al re interim distribution.	0.80
07/07/2017	Conference call re SEC update.	0.50
07/10/2017	Review report and appendix; email re BOD issues.	1.90
07/11/2017	Telephone conference with B. Thornton; attention to liquidation and distribution issues.	0.80
07/12/2017	Emails re BOD; conference with J. Neifeld.	0.60
07/13/2017	Work on monitor's report; BOD issue; telephone conference with R. Stark; conference call with TGF; telephone conference with R. Thornton.	2.00
07/17/2017	Review draft plan; telephone conference with J. Rucki.	2.70
07/18/2017	Work on equity/520(b) allocation issue; review plan issues; conference call with client.	3.30
07/19/2017	Conference call with TGF, EY, SE.	0.50
07/24/2017	Emails re plan related issues.	0.30
07/25/2017	Review EC comments to plan; emails; conference call with UCC.	2.20
07/26/2017	Conference call with EC; emails; conference call with monitor team.	4.40
07/27/2017	Conference call with PW, SE re structure; review TGF plan comments; telephone conference with R. Stark; conference with YC re claim process.	2.70
07/28/2017	Review proposed plan structure.	0.50
Total		25.00

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/12/2017	Review responsible officer issues; Conf with K. Coleman.	0.30
Total		0.30

Fee Earner Josh Neifeld
Grade Grade 14

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/07/2017	Email correspondence relating to recent docket filings; draft US annex to monitor's report	0.90
07/08/2017	Draft US update to monitors report	4.20
07/08/2017	Edits to US update to monitor's report	1.10
07/10/2017	Edits to US update to monitor report and discuss same with K. Coleman	0.80
07/11/2017	Research regarding constellation energy case and email correspondence concerning same	1.40
07/12/2017	Research regarding corporate governance in chapter 11 and email correspondence concerning same; review recent docket filings and email correspondence concerning same; draft updates to US section of ninth monitor's report	4.10
07/13/2017	Email correspondence concerning monitor's report; draft edits to monitors report; review recent filings; discuss research concerning chapter 11 corporate governance with K. Coleman	1.70
07/14/2017	Email correspondence relating to recent filings; email correspondence relating to filing of monitor's report	0.20
07/17/2017	Review recent filings and email correspondence concerning same; attention to email correspondence; review draft chapter 11 plan; research concerning 510(b) claim conversion mechanism	1.50
07/18/2017	Research regarding 510(b) claim valuation and discuss same with K. Coleman; call with monitor team regarding plan process	2.40
07/19/2017	Attend call with Stikeman regarding plan	0.50
07/26/2017	Email correspondence with K. Coleman	0.30

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027746

Total	19.10
Total - New York	44.40
Legal Services	44.40

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027746

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	0.30	1,215.00	364.50
Josh Neifeld	19.10	650.00	12,415.00
Ken Coleman	25.00	1,275.00	31,875.00
Total	44.40		44,654.50
Legal Services	44.40		44,654.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001027746

Other Charges

Amount

Internal Printing and Photocopying

122,90

Total

122,90

Disbursements

Amount

External Legal Services

920,00

On Line Services

3,145,09

Total

USD

4,065,09

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 August 2017
Invoice Date 31 August 2017
Due Date 30 September 2017
Tax Invoice 6001028006

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 08/29/2017

Charges	USD
Legal Services	90,222.50
Disbursements	
Paid Disbursements	168.04
Unpaid Disbursements	1,968.31
Subtotal	<u>2,136.35</u>
Total Charges and Disbursements	92,358.85
 AMOUNT DUE	 USD
	<u><u>92,358.85</u></u>

We kindly request payment of USD 92,358.85 to the following bank account, quoting reference 6001028006 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001028006

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/31/2017	Conference call with EY and TGF re claims issues; conference with D. Guyder.	1.20
08/01/2017	Severance and non-compete issues; BOD issues; miscellaneous claim issues.	4.20
08/02/2017	Review revised plan.	1.10
08/03/2017	Review plan; emails; conference calls with EY and BOD.	4.50
08/05/2017	Review plan comments; edit TGF comments.	2.10
08/07/2017	Conference call re plan.	0.90
08/08/2017	Review revised plan; BOD call; conference calls re claims.	4.60
08/09/2017	Conference call re plan and BOD issue; review plan revisions.	2.60
08/10/2017	Plan and governance issues; conference call with J. Rucki.	4.20
08/11/2017	Conference call with EY and TGF re BOD.	0.50
08/14/2017	Review draft distribution order; emails; emails re BOD.	1.20
08/15/2017	Emails re BOD; claims resolutions; conference calls re claims process.	3.10
08/17/2017	DS review; telephone conference with R. Bengino.	2.60
08/18/2017	Conference call re DS and employee claims; emails.	1.40
08/20/2017	Review DS comments.	1.60
08/23/2017	Emails re plan and claims issues; review revised DS; conference call re claims process.	4.90
08/24/2017	Review revised plan and DS; emails; conference calls re claims resolution, plan and DS.	4.50
08/25/2017	Email re plan, DS and claims resolution; conference call with monitor team; Board call.	3.10
08/26/2017	Review motion and draft monitors report.	1.30
08/28/2017	Work on annex for Monitor's Report; email re 502(b); review JD comments; conference call with Monitor team re claim resolution order; telephone conference with R. Bengino; emails re claims resolution.	3.50
08/29/2017	Emails; claims resolution order.	0.80
Total		53.90

Fee Earner Laura R. Hall
Grade Partner 1

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/23/2017	Teleconference with K. Coleman re: priority of SEC penalty claims.	0.10
Total		0.10

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/31/2017	Conf with K Coleman re priority claim issues; Conf with J Neifeld re research; Review corresp re research.	0.50
08/23/2017	Review issues re claims; Corresp with K Coleman and Joe BB re legal research on same.	0.20
Total		0.70

Fee Earner Jonathan Cho
Grade Grade 19 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/23/2017	Discussing claims conversion rate issues w/ J. Badtke Berkow.	0.30
Total		0.30

Fee Earner Joseph Badtke-Berkow
Grade Grade 17 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
-------------	--------------------	--------------

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001028006

08/23/2017 Review of 502(b) plan issues for K. Coleman; telecon with J. Neifeld and D. Guyder re same. 3.50

Total 3.50

Fee Earner Josh Neifeld

Grade Grade 14

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/31/2017	Research regarding 502(b) claim caps in solvent debtor situations and email correspondence concerning same; review recent filings and email correspondence concerning same	3.80
08/01/2017	Research regarding 502(b)(7) cap concerning non-compete agreement claims and email correspondence concerning same; review relevant docket items and email correspondence summarizing same; determine whether non-compete was rejected by court order and email correspondence concerning same	5.30
08/02/2017	Research regarding employee claim cap and email correspondence concerning same; review recent filings and email correspondence concerning same	2.30
08/08/2017	Attention to email correspondence; review draft plan term sheet	0.30
08/08/2017	Email correspondence concerning recent filings	0.20
08/09/2017	Review recent filings and email correspondence concerning same	0.30
08/10/2017	Email correspondence regarding corporate governance with K. Coleman	1.00
08/11/2017	Attention to email correspondence; email correspondence concerning recent filings	0.50
08/15/2017	Discuss matter with K. Coleman; attention to email correspondence	0.40
08/16/2017	Attend telephonic hearing and email correspondence concerning same	0.70
08/17/2017	Review recent filings and email correspondence concerning same; email correspondence regarding 510b claims	0.90
08/18/2017	Email correspondence regarding 510(b) claim treatment	0.40
08/22/2017	Email correspondence regarding recent filings	0.20
08/23/2017	Review recent filings and email correspondence concerning same; research regarding 502(b) claim calculation and email correspondence concerning same	2.70
08/24/2017	Attention to recent filings and email correspondence concerning same	0.20
08/25/2017	Review recent filings and email correspondence concerning same	0.30
08/27/2017	Draft US update to tenth report	4.30
08/28/2017	Review and draft edits to monitor's report; attention to recent filings; research regarding 502(b)(7) and email correspondence concerning same	2.70

Total 26.50

Total - New York 85.00

Legal Services 85.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001028006

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	0.70	1,215.00	850.50
Jonathan Cho	0.30	915.00	274.50
Joseph Badlike-Berkow	3.50	870.00	3,045.00
Josh Neifeld	26.50	650.00	17,225.00
Ken Coleman	53.90	1,275.00	68,722.50
Laura R. Hall	0.10	1,050.00	105.00
Total	85.00		90,222.50
 Legal Services	 85.00		 90,222.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001028006

Disbursements

Amount

External Legal Services	923.47
On Line Services	1,044.84
Search Fees	138.04
Telephone Charges	30.00
Total	2,136.35

USD

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 29 September 2017
Invoice Date 29 September 2017
Due Date 29 October 2017
Tax Invoice 6001028214

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 09/28/2017

Charges	USD
Legal Services	32,906.50
Other Charges	8.30
Subtotal	32,914.80

Disbursements	
Paid Disbursements	3,130.43
Unpaid Disbursements	630.00
Subtotal	3,760.43

Total Charges and Disbursements 36,675.23

AMOUNT DUE	USD	36,675.23
-------------------	------------	------------------

We kindly request payment of USD 36,675.23 to the following bank account, quoting reference 6001028214 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment:

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028214

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/30/2017	Review revised CRO and monitors report.	0.90
08/31/2017	Emails re CRO; review draft class claim objection; conference call.	1.40
09/06/2017	Conference call re solicitation procedures; review recovery range disclosure; review EC comments.	2.20
09/07/2017	Revised documents.	1.20
09/08/2017	Emails re plan/DS comments; review solicitation motion; review class claim objections.	2.80
09/11/2017	Board call; conference call re CCAA order; conference call with monitor team.	2.20
09/12/2017	Conference call re trust certificate issues.	1.20
09/18/2017	Monitor's report.	1.50
09/20/2017	Conference with J. Neifeld re report; emails re same; review direction order.	1.70
09/21/2017	Review revision to Canadian order, solicitation letter from EC.	0.60
09/22/2017	Review revised plan documents.	1.30
09/25/2017	Review report comments; revise notice of motion report; revised solicitation motion; review securities claimants; DS objection.	2.70
Total		19.70

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/28/2017	Corresp with K. Coleman re employee claim issues; Review legal research results and corresp from Josh N re same; Analyze same.	0.20
09/14/2017	Confs with Joe BB re plan release/exculpation issues.	0.20
Total		0.40

Fee Earner Joseph Badtke-Berkow
Grade Grade 17 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/14/2017	Telecons with K. Coleman re exculpation/release issues; research into same.	0.40
Total		0.40

Fee Earner Josh Neifeld
Grade Grade 14

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/30/2017	Attention to recent filings and email updates relating to same	0.50
08/31/2017	Email correspondence relating to recent filings	0.30
09/07/2017	Attention to recent filings	0.10
09/08/2017	Attention to recent filings	0.10
09/12/2017	Review recent filings and email correspondence concerning same	0.90
09/13/2017	Review recent filings	0.10
09/15/2017	Email correspondence concerning recent filings	0.30
09/18/2017	Draft US update to monitor's report	1.90
09/19/2017	Draft edits to US update to monitor's report; email correspondence concerning recent filings	1.60
09/20/2017	Draft edits to US section of monitors reports; review monitors report and email correspondence concerning same	1.80
09/22/2017	Edits to monitor's report;	0.30
09/25/2017	Draft edits to monitor report; email correspondence concerning recent filings; review objection to disclosure statement	0.60
09/26/2017	Email correspondence with R. Bengino regarding question	0.40

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028214

09/26/2017	Email correspondence concerning recent filings; email correspondence concerning removal motion; review objection to enforcement motion and email correspondence concerning same	1.20
09/27/2017	Attention to email correspondence; review recent filings and email correspondence concerning same	0.30
09/28/2017	Review and email correspondence concerning web agreement settlement and other filings	0.30
Total		<u>10.70</u>
Total - New York		<u>31.20</u>
Legal Services		<u>31.20</u>

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028214

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	0.40	1,215.00	486.00
Joseph Badtke-Berkow	0.40	870.00	348.00
Josh Neifeld	10.70	650.00	6,955.00
Ken Coleman	19.70	1,275.00	25,117.50
Total	31.20		32,906.50
Legal Services	31.20		32,906.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028214

Other Charges

Internal Printing and Photocopying

Amount

8.30

Total

8.30

Disbursements

External Legal Services

630.00

On Line Services

3,100.43

Telephone Charges

30.00

Total

USD

3,760.43

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 October 2017
Invoice Date 31 October 2017
Due Date 30 November 2017
Tax Invoice 6001028525

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 10/30/2017

Charges	USD
Legal Services	56,538.00
Other Charges	40.50
Subtotal	<u>56,578.50</u>
Disbursements	
Paid Disbursements	205.68
Unpaid Disbursements	<u>2,249.87</u>
Subtotal	<u>2,455.55</u>
Total Charges and Disbursements	<u>59,034.05</u>

AMOUNT DUE USD 59,034.05

We kindly request payment of USD 59,034.05 to the following bank account, quoting reference 6001028525 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Pregue, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028525

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/26/2017	Monitor's report, distribution order, plan and DS revisions; review lead plaintiffs objection to motion to enforce Canadian order.	2.80
09/27/2017	Review plan changes; UCC letter; emails; conference call with BOD.	2.20
10/02/2017	Class action issues.	0.50
10/04/2017	Emails re 10/16 hearing; conference call with monitor team.	1.80
10/05/2017	Review lead plaintiffs brief and cross motion.	1.00
10/06/2017	Review revised plan and DS; emails re securities claim issues; conference call re claims order.	2.90
10/07/2017	Review revised plan; emails with Monitor team.	1.10
10/10/2017	Review revised plan; emails with Monitor team; telephone conference with J. Rucki.	1.50
10/11/2017	Review pleadings re class claim; revised plan and DS.	2.60
10/12/2017	Review pleadings for 10/16 hearing.	0.80
10/16/2017	Attend hearing re class claim and disclosure statement; travel to/from DE.	9.00
10/17/2017	Emails re orders.	0.30
10/19/2017	Emails re class claim.	0.20
10/20/2017	Emails; review draft press release.	0.20
10/25/2017	Review revised plan; emails.	0.70
10/26/2017	Review comments to amended plan.	1.00
10/27/2017	Review revised plan; conference call with Court; emails.	1.90
10/30/2017	Review revised DS emails; review settlement stip; conferences with L. Hall; conference call with EC.	3.40
Total		33.90

Fee Earner Josh Neifeld
Grade Grade 15

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/03/2017	Attention to email correspondence and recent filings	0.30
10/04/2017	Attend monitor team call regarding class action claim matters and upcoming hearing; email correspondence with K. Coleman regarding bar date motion and order	1.60
10/05/2017	Review docket filings relating to lead plaintiff objection and email correspondence concerning same	0.60
10/06/2017	Attend call concerning lead plaintiff response to class claim objection; review revised plan and disclosure statement; review recent filings; email correspondence with K. Coleman regarding lead plaintiff response	1.90
10/07/2017	Review alternative plan and email correspondence and telephone conversation with K. Coleman regarding same	1.70
10/11/2017	Review recent filings; draft U.S. section to monitor's report	0.90
10/12/2017	Review recent docket filings and email correspondence concerning same	1.20
10/13/2017	Attend Monday hearing preparation call and summary email to K. Coleman regarding same	2.60
10/16/2017	Telephonically attend joint hearing regarding Lead Plaintiff objection to plan and draft notes regarding same	3.60
Total		14.40

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/30/2017	Review recent filings; discuss matter with K. Crispi; draft US update to monitor report	1.50
Total		1.50

Fee Earner Josh Neifeld
Grade Grade 14

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028525

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/29/2017	Review recent filings and email correspondence concerning same	0.30

Total		0.30
--------------	--	-------------

Fee Earner Katherine Crisp
Grade Grade 13

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/06/2017	Research re: artificial impairment, comm w/ K. Coleman	1.30
10/19/2017	Review docket, summarize new filings and update client	1.50
10/25/2017	Calls to Courtcall re: Friday hearing, circulate notice of hearing	0.50

Total		3.30
--------------	--	-------------

Total - New York		53.40
-------------------------	--	--------------

Legal Services		53.40
-----------------------	--	--------------

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028525

<u>Fcc Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Josh Neifeld	0.30	650.00	195.00
Josh Neifeld	15.90	710.00	11,289.00
Katherine Crispi	3.30	555.00	1,831.50
Ken Coleman	33.90	1,275.00	43,222.50
Total	53.40		56,538.00
Legal Services	53.40		56,538.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028525

Other Charges

Internal Printing and Photocopying

Amount

40.50

Total

40.50

Disbursements

External Legal Services

1,857.87

On Line Services

19.28

Search Fees

147.40

Telephone Charges

121.00

Travel

310.00

Total

USD

2,455.55

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 30 November 2017
Invoice Date 30 November 2017
Due Date 30 December 2017
Tax Invoice 6001028852

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 11/24/2017

Charges	USD
Legal Services	31,791.00
Disbursements	
Paid Disbursements	1,278.07
Subtotal	1,278.07
Total Charges and Disbursements	33,069.07

AMOUNT DUE	USD
	<u>33,069.07</u>

We kindly request payment of USD 33,069.07 to the following bank account, quoting reference 6001028852 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishop's Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028852

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/01/2017	Review LT agreement; conference call with Monitor team.	2.70
11/02/2017	Stip with directors; emails re same; CRA claims; LT agreement.	3.80
11/03/2017	LT agreement; emails re various.	1.30
11/07/2017	Emails re LT.	0.20
11/08/2017	Comments to LT agreement.	0.20
11/15/2017	Cost sharing agreement; emails.	1.30
11/17/2017	RSU issues; conference call with M. Daigneault re claims issue; review claim steps; telephone conference with Sean G.; conference call with Monitor team.	3.90
11/19/2017	Confirmation order and cost sharing agreement.	1.20
11/23/2017	Review stipulations and claims data.	0.60
11/24/2017	Review claims notice; telephone conference with M. Daigneault re same and re RSUs.	0.90
Total		16.10

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/17/2017	Conf with K Coleman re: interest allowance issues; Research same; Review correspre solicitation; Conf with Josh N re same.	0.30
Total		0.30

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/31/2017	Review monthly operating report and other filings	0.20
11/01/2017	Review recent filings concerning plan and disclosure statement and email correspondence concerning same	0.80
11/02/2017	Email correspondence and discussion with K. Coleman regarding liquidating trust agreement and amended plan; review liquidating trust agreement and amended plan; research regarding precedent liquidation trust agreement	4.20
11/03/2017	Email correspondence and discussion with K. Coleman regarding liquidating trustee provisions in liquidating trust agreement and plan	0.50
11/06/2017	Review recent filings and draft U.S. section to monitor's report	0.50
11/07/2017	Review recent filings	0.10
11/08/2017	Review recent docket filings	0.20
11/09/2017	Review recent filings and email correspondence concerning same	0.30
11/16/2017	Email correspondence with K. Coleman regarding certain claims issues and review plan and disclosure statement in connection with same	1.00
11/17/2017	Call regarding claims and RSU issues with monitor team; discuss matter with K. Coleman; research regarding RSU case; review RSU documentation and email correspondence with K. Coleman regarding same	6.20
11/24/2017	Attention to email correspondence	0.10
Total		14.10

Fee Earner Katherine Crispi
Grade Grade 13

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/27/2017	Telephonically attend status conference, circulate update	0.80
11/02/2017	Compare precedents for liquidation trust agreement	0.80
Total		1.60
Total - New York		32.10

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028852

Legal Services

32.10

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028852

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	0.30	1,215.00	364.50
Josh Neifeld	14.10	710.00	10,011.00
Katherine Crispi	1.60	555.00	888.00
Ken Coleman	16.10	1,275.00	20,527.50
Total	32.10		31,791.00
Legal Services	32.10		31,791.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001028852

Disbursements

Amount

External Legal Services

1,260.13

On Line Services

17.94

Total

USD

1,278.07

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 8 January 2018
Invoice Date 8 January 2018
Due Date 7 February 2018
Tax Invoice 6001029253

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 12/26/2017

Charges	USD
Legal Services	41,792.50
Disbursements	
Paid Disbursements	614.82
Unpaid Disbursements	332.00
Subtotal	<u>946.82</u>
Total Charges and Disbursements	42,739.32

AMOUNT DUE	USD	<u><u>42,739.32</u></u>
------------	-----	-------------------------

We kindly request payment of USD 42,739.32 to the following bank account, quoting reference 6001029253 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanói, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai,

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029253

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/27/2017	Emails re claims issues; LT agreement.	2.50
11/28/2017	LT agreement; amended articles; claims process; conference call re LT; RSU issues.	2.90
11/29/2017	Emails re LTA, CCAA order.	1.40
11/30/2017	Review revised documents.	1.10
12/04/2017	Emails re CCAA order; review board update materials; conference call with monitor team; conference call re CSA.	2.30
12/05/2017	Conference call with Andy Lent and EY re board composition.	0.60
12/07/2017	Emails re claims issues; telephone conference with Sean G.	0.80
12/08/2017	Review revised conference order; emails; review Davis/Rosenthal stip.	1.70
12/11/2017	Telephone conference with R. Stark; telephone conference with R. Bengino.	0.50
12/12/2017	Review US update for monitor's report; review/revise report; telephone conference with R. Stark; review IRS objections.	2.70
12/13/2017	Confirmation and approval order provisions; IRS objection; emails; conference call with YC and SE.	1.70
12/14/2017	Review revisions to report.	0.30
12/15/2017	Board call; telephone conference with R. Bengino; emails re form of order.	1.10
12/19/2017	Conference call re privilege issues; conference with D. Guyder re hearing.	0.50
Total		20.10

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
12/06/2017	Review plan supplement and corresp re same.	0.20
12/19/2017	Call with K Coleman re confirmation status; Corresp with J Neifeld re same; Conf with J Neifeld re 12/20 hearing; Prepare for same.	0.30
12/20/2017	Prepare for and attend US confirmation hearing; Corresp with K Coleman and J Neifeld; Travel to/from DE.	5.50
Total		6.00

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/30/2017	Review recent docket filings	0.20
12/01/2017	Review recent docket filings and send email update regarding same	0.40
12/04/2017	Review recent docket filings	0.10
12/06/2017	Review recent docket filings and email correspondence concerning same	0.30
12/08/2017	Email correspondence with K. Coleman regarding proposed confirmation order and review same	0.40
12/11/2017	Review and edits to U.S. sections of monitor's report; discuss same with K. Coleman; email correspondence concerning same	2.90
12/12/2017	Review IRS objection to Plan confirmation; research regarding points raised in objection and discuss same with K. Coleman	3.90
12/13/2017	Review recent bankruptcy court filings	0.20
12/14/2017	Review comments to Monitor's report	0.20
12/15/2017	Review recent docket filings and email summary correspondence concerning same	0.50
12/16/2017	Review filings relating to plan confirmation and email correspondence relating to same	0.60
12/18/2017	Review stipulation regarding indemnification claims and email summary to monitor team summarizing same	1.20
12/19/2017	Review recent docket filings and email correspondence concerning same	0.40
12/20/2017	Telephonically attend confirmation hearing	0.70
12/21/2017	Review recent docket filings and send email summary concerning same	0.20
12/26/2017	Email correspondence relating to recent docket filings	0.30

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029253

Total	<u>12.50</u>
Total - New York	<u>38.60</u>
Legal Services	<u>38.60</u>

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029253

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	6.00	1,215.00	7,290.00
Josh Neifeld	12.50	710.00	8,875.00
Ken Coleman	20.10	1,275.00	25,627.50
Total	38.60		41,792.50
Legal Services	38.60		41,792.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029253

Disbursements

Amount

On Line Services

614.82

Travel

332.00

Total

USD

946.82

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 January 2018
Invoice Date 31 January 2018
Due Date 2 March 2018
Tax Invoice 6001029452

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/MMIN
Period Period through 01/26/2018

Charges	USD
Legal Services	22,929.50
Disbursements	
Paid Disbursements	193.75
Subtotal	193.75
Total Charges and Disbursements	23,123.25
AMOUNT DUE	USD 23,123.25

We kindly request payment of USD 23,123.25 to the following bank account, quoting reference 6001029452 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai,

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029452

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/10/2018	Emails re claims issues.	1.50
01/15/2018	Emails re various claims issues.	1.60
01/16/2018	Conference call with EY and TGF re claims; emails re same.	1.20
01/22/2018	Review employment claim; conferences with J. Neifeld; telephone conference with R. Bengino.	0.70
01/25/2018	Emails; telephone conference with R. Bengino re claims issues.	2.00
01/26/2018	Emails; conference call re claims and admin issues.	2.60
Total		9.60

Fee Earner Daniel Guyder
Grade Partner 2 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/10/2018	Review employee claims issues; Confs with K Coleman re same.	0.30
01/15/2018	Corresp with K Coleman re employee claim issues; Analyze same.	0.20
Total		0.50

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/04/2018	Email correspondence relating to recent docket filings	0.50
01/05/2018	Review recent docket filings and email correspondence regarding same	0.20
01/08/2018	Review recent docket filing regarding claim stipulation	0.20
01/09/2018	Review recent docket filings and email correspondence concerning same	0.30
01/10/2018	Conversation with K. Coleman regarding Ch. 11 Plan	0.20
01/12/2018	Review email correspondence regarding claims resolution process	0.10
01/15/2018	Review relevant filings to employee wage payments and email correspondence with K. Coleman concerning same	1.30
01/16/2018	Attend monitor team call and email correspondence regarding stipulated indemnification claim orders	1.30
01/19/2018	Review case concerning 502(b)(7) cap application to change in control agreement and email correspondence concerning same	1.00
01/21/2018	Review Brian Taylor proof of claim and non-compete agreement; email correspondence with K. Coleman regarding claim	2.10
01/22/2018	Email correspondence relating to Brian Taylor claim	0.70
01/24/2018	Review recent filings and email correspondence concerning same	0.20
01/25/2018	Research regarding claims allowance.	2.50
01/26/2018	Attend monitor and liquidating trustee call regarding claims; discuss matter with K. Coleman	3.60

Total	14.20
Total - New York	24.30
Legal Services	24.30

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029452

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Daniel Guyder	0.50	1,215.00	607.50
Josh Neifeld	14.20	710.00	10,082.00
Ken Coleman	9.60	1,275.00	12,240.00
Total	24.30		22,929.50
Legal Services	24.30		22,929.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029452

Disbursements

Amount

Audio Conference Calls	2.41
On Line Services	33.19
Taxi Charges	121.15
Telephone Charges	37.00
Total	193.75

USD

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 22 March 2018
Invoice Date 22 March 2018
Due Date 21 April 2018
Tax Invoice 6001029638

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 02/28/2018

Charges	USD
Legal Services	19,512.50
Disbursements	
Paid Disbursements	789.83
Subtotal	<u>789.83</u>
Total Charges and Disbursements	20,302.33
AMOUNT DUE	USD <u><u>20,302.33</u></u>

We kindly request payment of USD 20,302.33 to the following bank account, quoting reference 6001029638 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Blehops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Harlow, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029638

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/30/2018	Review draft claim letters; telephone conference with R. Bengino.	0.60
02/06/2018	Employee claim issues.	1.90
02/07/2018	Claims issues.	2.00
02/12/2018	Emails; review cases.	0.40
02/13/2018	Review claims notice.	0.20
02/15/2018	Conference call with EY re claims; emails with J. Rucki.	0.70
02/20/2018	Review responses to claim objections; telephone conference with J. Rucki.	0.90
02/21/2018	Edit MIPS document; emails; claims issues.	1.60
02/22/2018	Review NORD re directors; telephone conference with A. Carty.	0.60
Total		8.90

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/30/2018	Review recent docket filings and email correspondence concerning same	0.30
02/01/2018	Review recent filings and email correspondence concerning same	0.30
02/02/2018	Review recent docket filings and email correspondence concerning same	0.30
02/05/2018	Email correspondence concerning recent docket filings	0.20
02/06/2018	Review responses to claim objection and email correspondence concerning same; attention to email correspondence concerning 502(b)(7) and research and email correspondence concerning same	5.80
02/07/2018	Review recent docket filings and email correspondence concerning same	0.50
02/14/2018	Review recent docket filings and email correspondence concerning same	0.30
02/16/2018	Review recent docket filings relating to claims and email correspondence concerning same	0.60
02/20/2018	Review certain claims and email correspondence with K. Coleman regarding same; review KPMG fee application objection and email correspondence concerning same	1.80
02/21/2018	Email correspondence with K. Coleman regarding claims	0.50
02/26/2018	Review recent filing and email correspondence concerning same	0.60
02/27/2018	Review recent docket filings and email correspondence concerning same	0.30
Total		11.50
Total - New York		20.40
Legal Services		20.40

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029638

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Josh Neifeld	11.50	710.00	8,165.00
Ken Coleman	8.90	1,275.00	11,347.50
Total	20.40		19,512.50
Legal Services	20.40		19,512.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001029638

<u>Disbursements</u>		<u>Amount</u>
On Line Services		714.33
Search Fees		75.50
Total	USD	789.83

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 5 April 2018
Invoice Date 5 April 2018
Due Date 5 May 2018
Tax Invoice 6001030006

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 03/28/2018

Charges	USD
Legal Services	5,862.50
Disbursements	
Paid Disbursements	1,263.78
Subtotal	<u>1,263.78</u>
Total Charges and Disbursements	7,126.28

AMOUNT DUE	USD	<u><u>7,126.28</u></u>
-------------------	------------	-------------------------------

We kindly request payment of USD 7,126.28 to the following bank account, quoting reference 6001030006 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai,

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030006

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
03/02/2018	Claims issues; conferences with J. Neifeld.	0.20
03/27/2018	Work on NORD re 502(e).	0.50
Total		0.70

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
03/01/2018	Telephonically attend claims hearing and email summary concerning same	1.70
03/02/2018	Discuss 502(b)(7) case with K. Coleman and email correspondence concerning same	1.70
03/06/2018	Telephone conversation with R. Bengino regarding pending matters and email correspondence with K. Coleman regarding same	1.30
03/21/2018	Email correspondence regarding recent filings	0.90
03/27/2018	Email correspondence with K. Coleman regarding Claim Enforcement Order and 502(e) in connection with drafting NORD	1.10
03/28/2018	Review NORD and email correspondence with K. Coleman regarding section 502(e); research regarding 502(e) and email correspondence with R. Bengino concerning same	0.30

Total	7.00
Total - New York	7.70
Legal Services	7.70

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030006

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Josh Neifeld	7.00	710.00	4,970.00
Ken Coleman	0.70	1,275.00	892.50
Total	7.70		5,862.50
Legal Services	7.70		5,862.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030006

Disbursements

Amount

On Line Services
Telephone Charges
Total

1,226.78
37.00
1,263.78

USD

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 30 April 2018
Invoice Date 30 April 2018
Due Date 30 May 2018
Tax Invoice 6001030404

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 04/26/2018

Charges	USD
Legal Services	5,122.00
Disbursements	
Paid Disbursements	151.66
Unpaid Disbursements	154.00
Subtotal	305.66
Total Charges and Disbursements	5,427.66
AMOUNT DUE	USD 5,427.66

We kindly request payment of USD 5,427.66 to the following bank account, quoting reference 6001030404 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242

SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishop's Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanol, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

Tax Invoice 6001030404

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/04/2018	Email re Rosenthal claim.	0.20
04/17/2018	Emails re claims issue; conference with J. Neifeld; email J. Rucki.	1.20
Total		1.40

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/02/2018	Review recent docket filings and email correspondence concerning same	1.70
04/03/2018	Review recent docket filing and email summary regarding same	1.20
04/05/2018	Review recent filings and email correspondence concerning same	0.30
04/09/2018	Review docket filings and email correspondence concerning same.	0.10
04/10/2018	Review filings and email correspondence correspondence same.	0.20
04/17/2018	Correspondence and discussion with K. Coleman regarding claims; review docket filings concerning claim objections in US	1.00
04/26/2018	Review recent docket filings and email correspondence concerning same	0.20
Total		4.70
Total - New York		6.10
Legal Services		6.10

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001030404

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Josh Neifeld	4.70	710.00	3,337.00
Ken Coleman	1.40	1,275.00	1,785.00
Total	6.10		5,122.00
Legal Services	6.10		5,122.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

Tax Invoice 6001030404

Disbursements

Amount

On Line Services

305.66

Total

USD

305.66

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 May 2018
Invoice Date 31 May 2018
Due Date 30 June 2018
Tax Invoice 6001030678

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 05/25/2018

Charges	USD
Legal Services	3,266.00
Disbursements	
Unpaid Disbursements	235.43
Subtotal	235.43
Total Charges and Disbursements	3,501.43
AMOUNT DUE	USD 3,501.43

We kindly request payment of USD 3,501.43 to the following bank account, quoting reference 6001030678 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.

Ernst & Young - PSG

0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030678

New York

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/30/2018	Review docket filings and email correspondence concerning same	0.60
05/03/2018	Email correspondence and telephone conversation with Monitor team and Young Conaway regarding 502(b)(7) disputes	1.10
05/03/2018	Review recent filings and email correspondence concerning same	1.30
05/15/2018	Review recent filings and email correspondence concerning same	0.20
05/16/2018	Review recent filing and email correspondence concerning same	0.10
05/18/2018	Review recent docket filings and email correspondence concerning same	0.20
05/21/2018	Review recent filings and email correspondence concerning same	0.20
05/22/2018	Review recent docket filings and email correspondence concerning same	0.10
05/23/2018	Telephonically attend hearing and email correspondence concerning same	0.70
05/25/2018	Review recent filings and email correspondence concerning same	0.10
Total		4.60
Total - New York		4.60
Legal Services		4.60

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030678

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Josh Neifeld	4.60	710.00	3,266.00
Total	4.60		3,266.00
Legal Services	4.60		3,266.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030678

Disbursements

Amount

On Line Services

235.43

Total

USD

235.43

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 29 June 2018
Invoice Date 29 June 2018
Due Date 29 July 2018
Tax Invoice 6001030821

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 06/19/2018

Charges	USD
Legal Services	1,207.00
Disbursements	
Paid Disbursements	30.00
Unpaid Disbursements	1,018.19
Subtotal	1,048.19
Total Charges and Disbursements	2,255.19
AMOUNT DUE	USD 2,255.19

We kindly request payment of USD 2,255.19 to the following bank account, quoting reference 6001030821 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishop's Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington, D.C. and Yangon.

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030821

New York

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/30/2018	Review recent docket filings and email correspondence concerning same	0.80
06/01/2018	Review recent docket filings and email correspondence concerning same	0.30
06/11/2018	Review recent filings and email correspondence concerning same	0.10
06/18/2018	Review recent filings and email correspondence concerning same	0.20
06/19/2018	Review recent filings and email correspondence concerning same	0.30
Total		<u>1.70</u>
Total - New York		<u>1.70</u>
Legal Services		<u>1.70</u>

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030821

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<u>New York</u>			
Josh Neifeld	1.70	710.00	1,207.00
Total	1.70		1,207.00
Legal Services	1.70		1,207.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030821

Disbursements

Amount

External Legal Services
Telephone Charges
Total

1,018.19
30.00
1,048.19

USD

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 31 July 2018
Invoice Date 31 July 2018
Due Date 30 August 2018
Tax Invoice 6001030991

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 07/24/2018

Charges	USD
Legal Services	142.00
Disbursements	
Paid Disbursements	13.20
Subtotal	<u>13.20</u>
Total Charges and Disbursements	155.20

AMOUNT DUE	USD
	<u><u>155.20</u></u>

We kindly request payment of USD 155.20 to the following bank account, quoting reference 6001030991 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242

SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 5AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai.

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030991

New York

Fee Earner Josh Neifeld
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/06/2018	Review recent filings and email correspondence concerning same	0.10
07/24/2018	Email correspondence concerning docket updates	0.10
Total		<u>0.20</u>
Total - New York		<u>0.20</u>
Legal Services		<u>0.20</u>

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030991

<u>Fee Earner</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
New York			
Josh Neifeld	0.20	710.00	142.00
Total	0.20		142.00
Legal Services	0.20		142.00

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001030991

Disbursements

Amount

On Line Services

13.20

Total

USD

13.20

ALLEN & OVERY

ERNST & YOUNG INC.
222 Bay Street
Toronto, ON M5K 1J7
Canada
For the attention of Brian Denega

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

Business Registration N° 13-3302093
Tax Point 13 December 2018
Invoice Date 13 December 2018
Due Date 12 January 2019
Tax Invoice 6001031795

Subject Ernst & Young - PSG
Our reference 0017242-0000028/KENC/JOSN
Period Period through 11/30/2018

Charges	USD
Legal Services	6,965.50
Disbursements	
Paid Disbursements	82.62
Subtotal	<u>82.62</u>
Total Charges and Disbursements	<u>7,048.12</u>

AMOUNT DUE	USD
	<u><u>7,048.12</u></u>

We kindly request payment of USD 7,048.12 to the following bank account, quoting reference 6001031795 /0017242-0000028. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242

SWIFT: CITIUS33
Sort Code: 021000089

Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. It is regulated by the Solicitors Regulation Authority of England and Wales. Allen & Overy LLP is a multi-jurisdictional law firm with lawyers admitted to practise in a variety of jurisdictions. A list of the members of Allen & Overy LLP and their professional qualifications is open to inspection at its registered office, One Bishops Square, London, E1 6AD and at the above address. The term partner is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

Allen & Overy LLP or an affiliated undertaking has an office in each of: Abu Dhabi, Amsterdam, Antwerp, Bangkok, Barcelona, Beijing, Belfast, Bratislava, Brussels, Bucharest (associated office), Budapest, Casablanca, Doha, Dubai, Düsseldorf, Frankfurt, Hamburg, Hanoi, Ho Chi Minh City, Hong Kong, Istanbul, Jakarta (associated office), Johannesburg, London, Luxembourg, Madrid, Milan, Moscow, Munich, New York, Paris, Perth, Prague, Riyadh (cooperation office), Rome, São Paulo, Seoul, Shanghai, Singapore, Sydney, Tokyo, Warsaw, Washington DC, Zurich.

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001031795

New York

Fee Earner Ken Coleman
Grade Snr Partner 0 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/23/2018	Review cash flow; email with M. Daigneault re same.	0.20
11/26/2018	Work on chapter 11 update for Monitor's report.	0.90
Total		1.10

Fee Earner Benjamin Taylor
Grade Grade 15 Specialist

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/21/2018	Prepared update of US filings since December 2017	6.20
11/26/2018	Prepared update of US filings since December 2017, corresp with TGF, K Coleman	0.60
Total		6.80
Total - New York		7.90
Legal Services		7.90

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001031795

Fee Earner

New York

Benjamin Taylor

Ken Coleman

Total

Legal Services

<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
6.80	810.00	5,508.00
1.10	1,325.00	1,457.50
7.90		6,965.50
7.90		6,965.50

ERNST & YOUNG INC.
Ernst & Young - PSG
0017242-0000028

ALLEN & OVERY

Tax Invoice 6001031795

Disbursements

Amount

On Line Services
Total

USD

82.62

82.62

Appendix "B"

Summary of Invoices of Allen & Overy LLP for the Period of April 1, 2017 to November 30, 2018

Invoice No.	Fees	Disbursements	Hours	Average Rate	Total
6001027101	\$76,106.00	\$676.83	95.2	\$799	\$76,782.83
6001027343	\$54,703.00	\$7,307.54	57.4	\$953	\$62,010.54
6001027513	\$55,371.00	\$128.36	57.5	\$963	\$55,499.36
6001027746	\$44,654.50	\$4,187.99	44.4	\$1,006	\$48,842.49
6001028006	\$90,222.50	\$2,136.35	85	\$1,061	\$92,358.85
6001028214	\$32,906.50	\$3,768.73	31.2	\$1,055	\$36,675.23
6001028525	\$56,538.00	\$2,496.05	53.4	\$1,059	\$59,034.05
6001028852	\$31,791.00	\$1,278.07	32.1	\$990	\$33,069.07
6001029253	\$41,792.50	\$946.82	38.6	\$1,083	\$42,739.32
6001029452	\$22,929.50	\$193.75	24.3	\$944	\$23,123.25
6001029638	\$19,512.50	\$789.83	20.4	\$956	\$20,302.33
6001030006	\$5,862.50	\$1,263.78	7.7	\$761	\$7,126.28
6001030404	\$5,122.00	\$305.66	6.1	\$840	\$5,427.66
6001030678	\$3,266.00	\$235.43	4.6	\$710	\$3,501.43
6001030821	\$1,207.00	\$1,048.19	1.7	\$710	\$2,255.19
6001030991	\$142.00	\$13.20	0.2	\$710	\$155.20
6001031795	\$6,965.50	\$82.62	7.9	\$882	\$7,048.12
TOTAL	\$549,092.00	\$26,859.20	567.7	\$967	\$575,951.20

Appendix "C"

Billing Rates for Attorneys and Personnel of Allen & Overy LLP

For the period April 1, 2017 to December 31, 2017

	<u>Rate</u>	<u>Year Admitted</u>
Ken Coleman	\$1,275.00	1982
Daniel Guyder	\$1,215.00	1999
Laura R. Hall	\$1,050.00	2005
Jonathan Cho	\$915.00	2009
Joseph Badtke-Berkow	\$870.00	2012
Josh Neifeld	\$710.00	2015
Katherine Crispi	\$555.00	2016
Benjamin Taylor	\$520	2016
Derek Jackson	\$465	2017
Heather Elmore	\$340	Librarian
Toby Mann	\$290	Clerk

For the period January 1, 2018 to November 30, 2018

	<u>Rate</u>	<u>Year Admitted</u>
Ken Coleman	\$1,325.00	1982
Daniel Guyder	\$1,215.00	1999

Josh Neifeld	\$710	2015
Ben Taylor	\$810.00	2016

	<i>ONTARIO</i> SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST) Proceedings commenced at Toronto AFFIDAVIT OF KEN COLEMAN <i>(Sworn December 3, 2019)</i> THORNTON GROUT FINNIGAN LLP TD West Tower, Toronto-Dominion Centre 100 Wellington Street West, Suite 3200 Toronto, ON M5K 1K7 Fax: (416) 304-1313 Rachel Bengino (LSO # 68348V) Tel: (416) 304-1153 Email: rbengino@tgf.ca Lawyers for Ernst & Young Inc., the Court-appointed Monitor
--	--

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceedings commenced at Toronto

FIFTEENTH REPORT OF THE MONITOR
December 10, 2019

THORNTON GROUT FINNIGAN LLP
TD West Tower, Toronto-Dominion Centre
100 Wellington Street West, Suite 3200
Toronto, ON M5K 1K7
Fax: (416) 304-1313

Rachel Bengino (LSO # 68348V)
Tel: (416) 304-1153
Email: rbengino@tgf.ca

Lawyers for Ernst & Young Inc.,
the Court-appointed Monitor