

**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 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)

**MOTION RECORD
(Returnable April 10, 2017)
(Re: Amendment to Style of Cause and Employee Claims Procedure)**

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Lawyers for the Applicants

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PERFORMANCE SPORTS UNIFORMS INC., BPS DIAMOND SPORTS INC., BPS US
HOLDINGS INC., EASTON BASEBALL/SOFTBALL INC., PERFORMANCE LACROSSE
GROUP INC., PSG INNOVATION INC.

(Applicants)

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TAB 1

**ONTARIO
SUPERIOR COURT OF JUSTICE
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IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
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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)

**NOTICE OF MOTION
(Returnable April 10, 2017)
(Re: Amendment to Style of Cause and Employee Claims Procedure)**

Performance Sports Group Ltd., Bauer Hockey Corp., Bauer Hockey Retail Corp.,
Bauer Performance Sports Uniform 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 Sport Inc., BPS US Holdings Inc.,
Easton Baseball/Softball Inc., Performance Lacrosse Group Inc., and PSG Innovation Inc.
(collectively, the **"Applicants"** or the **"PSG Entities"**), will make a motion to a judge
presiding over the Commercial List at 10:00 a.m. on April 10, 2017 at 330 University Avenue,
Toronto, Ontario.

PROPOSED METHOD OF HEARING:

The motion is to be heard orally.

THE MOTION IS FOR:

1. An Order substantially in the form of the draft Order included at Tab 3 of the Applicants' Motion Record amending the style of cause in the within proceedings to reflect changes to certain of the Applicants' corporate names and the amalgamation of certain of the Applicants;
2. An Order substantially in the form of the draft Order included at Tab 4 of the Applicants' Motion Record establishing a claims bar date of May 17, 2017 at 5:00 p.m. for filing proofs of claim in respect of claims or restructuring claims of any employee, independent contractor, or temporary worker, whom the Applicants employed as of October 31, 2016 or thereafter ("**Employees**" and each, an "**Employee**"); and
3. Such further and other relief as this court (the "**Canadian Court**") deems just.

THE GROUNDS FOR THE MOTION ARE:

Background

4. On October 31, 2016, the Applicants sought and obtained an Order (as amended and restated, the "**Initial Order**") of this Canadian Court providing creditor protection under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") to facilitate a going-concern sale transaction for the benefit of the Applicants' stakeholders. On the same date, the PSG Entities also filed for creditor protection (the "**Chapter 11 Proceedings**") in the United States Bankruptcy Court for the District of Delaware (together with the Canadian Court, the "**Courts**") under Chapter 11 of Title 11 of the U.S. Code;
5. Pursuant to the Initial Order, Ernst & Young Inc. was appointed as monitor (the "**Monitor**") of the Applicants in these CCAA proceedings;
6. On February 6, 2017, after the conclusion of a Court-approved sales process, the Courts issued and entered orders, among other things, naming 9938982 Canada Inc. or its designate as the successful bidder and approving the stalking horse asset purchase agreement dated October 31, 2016, as amended (the "**Asset Purchase Agreement**") and the contemplated sale transaction, which transaction closed effective on February 27, 2017;

Change of Corporate Name, Amalgamation

7. As required pursuant to, and in accordance with, s. 5.16 of the Asset Purchase Agreement, the Applicants have changed their corporate and company names, which names are set out in the draft order included at Tab 3 of the Applicants' Motion Record, and now seek to amend the style of cause to reflect the correct names of the Applicants;

8. Pursuant to a corporate reorganization approved by the Courts within the February 6, 2017 orders, Bauer Hockey Corp., BPS Canada Intermediate Corp. and KBAU Holdings Canada, Inc. were amalgamated with Performance Sports Group Ltd. and as such, no corporate name change was required, but the names Bauer Hockey Corp., BPS Canada Intermediate Corp. and KBAU Holdings Canada, Inc. should accordingly be removed from the style of cause;

Employee Claims Procedure

9. Following the sale of their business pursuant to the Asset Purchase Agreement, the Applicants no longer operated any business and therefore did not require the ongoing services of the Employees. The majority of the Applicants' Employees were transferred to the purchaser and their remaining Employees were terminated prior to or on closing of the sale;

10. The Applicants' former Employees may have claims for unpaid compensation, expenses, benefits, contribution and indemnity, severance, termination pay or stock options. The Applicants are seeking to establish a specific process to solicit proofs of claims from their former Employees (the "**Employee Claims Procedure**");

11. The proposed Employee Claims Procedure requires each Employee asserting a claim against one or more of the Applicants, whether arising prior to or after October 31, 2016, to file a proof of claim by May 17, 2017 at 5:00 p.m. E.D.T. and such proof of claim will only be deemed to have been validly filed if actually received by the Applicants' claims and noticing agent, Prime Clerk LLC ("**Prime Clerk**"), or the Monitor;

12. The proposed Employee Claims Procedure contemplates that Prime Clerk will give notice of the Employee Claims Procedure by mailing a notice with instructions for filing a

proof of claim to each known Employee at the Employee's last known address as found in the Applicants' books and records;

General

13. The provisions of the CCAA, including section 11 thereof, and the inherent and equitable jurisdiction of this Canadian Court;

14. Rules 1.05, 2.03, 3.02, 5.04 and 37 of the Ontario *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended; and

15. Such further and other grounds as counsel may advise and this Canadian Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

1. The Affidavit of Brian J. Fox sworn March 30, 2017 and the Exhibits attached thereto;
2. The Report of the Monitor, to be filed; and
3. Such further and other materials as counsel may advise and this Canadian Court may permit.

March 31, 2017

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Lawyers for the Applicants

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

**NOTICE OF MOTION
(RETURNABLE APRIL 10, 2017)**

STIKEMAN ELLIOTT LLP
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TAB 2

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IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
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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)

AFFIDAVIT OF BRIAN J. FOX
(Sworn March 30, 2017)

I, BRIAN J. FOX, of the City of Port Washington, in the State of New York, MAKE
OATH AND SAY:

1. I am a Managing Director of Alvarez & Marsal North America LLC ("**A&M**") and the Court-appointed Chief Restructuring Officer of Performance Sports Group Ltd. ("**PSG**"), 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., and PSG Innovation Inc. (collectively, the "**Applicants**" or the "**PSG Entities**"). The Applicants incorporated in Canada are referred to herein collectively as the "**Canadian Debtors.**"¹ The Applicants incorporated in the United States ("**U.S.**") are referred to herein as the "**U.S. Debtors.**"²

¹ The Canadian Debtors are: Performance Sports Group Ltd., KBAU Holdings Canada, Inc., Bauer Hockey Retail Corp., Easton Baseball/Softball Corp., PSG Innovation Corp., Bauer Hockey Corp., BPS Canada

2. As a result of my engagement with the Applicants, I have knowledge of the Applicants' business, operations, properties and finances and as such have knowledge of the matters to which I hereinafter depose.

3. This affidavit is sworn in support of the Applicants' motion seeking:

- (a) an Order amending the style of cause in these CCAA proceedings to reflect certain of the Applicants changing their corporate names and certain of the Applicants' amalgamation, as described below; and
- (b) an Order establishing a claims bar date of May 17, 2017 at 5:00 p.m. for filing proofs of claim in respect of claims or restructuring claims of any employee, independent contractor, or temporary worker, whom the Applicants employed as of October 31, 2016 or thereafter ("**Employees**" and each, an "**Employee**").

A. Background

4. The PSG Entities formerly designed, developed, manufactured, marketed and sold performance sports equipment and accessories for ice hockey, roller hockey, lacrosse, baseball and softball, as well as related apparel.

5. On October 31, 2016 (the "**Filing Date**"), in response to a confluence of significant negative events affecting the Applicants' business and leading to a liquidity crisis, the Applicants sought and obtained an Initial Order of this court (the "**Canadian Court**") providing creditor protection under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") to facilitate a going-concern sale transaction for the benefit of the Applicants' stakeholders. On the same date, the Applicants also filed for creditor protection (the "**Chapter 11 Proceedings**") in the U.S. Bankruptcy Court for the District of Delaware (the "**U.S. Court**" and together with the Canadian Court, the "**Courts**") under Chapter 11 of Title 11 of the U.S. Code.

Intermediate Corp., BPS Diamond Sports Corp., Bauer Performance Sports Uniforms Corp., and Performance Lacrosse Group Corp.

² The U.S. Debtors are: BPS US Holdings Inc., Bauer Hockey, Inc., Easton Baseball / Softball Inc., Bauer Hockey Retail Inc., Bauer Performance Sports Uniforms Inc., Performance Lacrosse Group Inc., BPS Diamond Sports Inc., and PSG Innovation Inc.

6. Pursuant to the Initial Order, Ernst & Young Inc. was appointed as the monitor (the “**Monitor**”) of the Applicants in these CCAA proceedings (together with the Chapter 11 Proceedings, the “**Restructuring Proceedings**”).

7. An essential component of the Applicants’ restructuring was the going concern sale of substantially all of their assets following a comprehensive marketing and sales process. On November 30, 2016, the Courts issued and entered orders approving a sales process (the “**Sales Process**”) to be implemented through these Restructuring Proceedings, including bidding procedures governing the Sales Process and a stalking horse asset purchase agreement dated October 31, 2016, as amended (the “**Asset Purchase Agreement**”) for the sale of substantially all of the Applicants’ assets to 9938982 Canada Inc. or its designate (in either case, the “**Purchaser**”).

8. On February 6, 2017, the Courts issued and entered orders, among other things, naming the Purchaser as the successful bidder in the Sales Process and approving the Asset Purchase Agreement and associated sale transaction, and vesting all of the purchased assets under the Asset Purchase Agreement in the Purchaser free and clear of any security, claims, charges or other restrictions other than permitted encumbrances as specified in the Asset Purchase Agreement.

9. Closing of the transaction contemplated under the Asset Purchase Agreement was announced on February 28, 2017 (the “**Closing**”). Since that time, the Applicants have engaged in administering the estates with a view to winding up the Restructuring Proceedings in a cost- and time-efficient manner.

B. The Corporate Name Change and Amalgamation

10. Section 5.16 of the Asset Purchase Agreement requires the Applicants to change their corporate and company names as soon as reasonably practicable and in any event within one hundred eighty (180) days after the Closing.

11. Pursuant to a corporate reorganization approved within the February 6, 2017 orders, Bauer Hockey Corp., BPS Canada Intermediate Corp. and KBAU Holdings Canada, Inc. were continued from the *Canada Business Corporations Act* into the *Business Corporations Act*

British Columbia and amalgamated with Performance Sports Group Ltd. and as such, only one corporate name change was required for the newly amalgamated entity.

12. In compliance with s. 5.16 of the Asset Purchase Agreement, on or about March 20, 2017 the Applicants filed corporate filings in Canada and the U.S. changing the names of the Applicants to the following:

Corporate Name as of October 31, 2016	New Corporate Name
Performance Sports Group Ltd.	Old PSG Wind-down Ltd.
Bauer Hockey Corp.	n/a (amalgamated into Old PSG Wind-down Ltd.)
Bauer Hockey Retail Corp.	Old BHR Wind-down Corp.
Bauer Performance Sports Uniforms Corp.	Old BPSU Wind-down Corp.
BPS Canada Intermediate Corp.	n/a (amalgamated into Old PSG Wind-down Ltd.)
BPS Diamond Sports Corp.	Old BPSDS Wind-down Corp.
Easton Baseball/Softball Corp.	Old EBS Wind-down Corp.
KBAU Holdings Canada, Inc.	n/a (amalgamated into Old PSG Wind-down Ltd.)
Performance Lacrosse Group Corp.	Old PLG Wind-down Corp.
PSG Innovation Corp.	Old PSGI Wind-down Corp.
Bauer Hockey Retail Inc.	Old BHR Inc.
Bauer Hockey, Inc.	Old BH Inc.
Bauer Performance Sports Uniforms Inc.	Old BPSU Inc.
BPS Diamond Sports Inc.	Old BPSCI Inc.
BPS US Holdings Inc.	Old BPSUSH Inc.
Easton Baseball/Softball Inc.	Old EBS Inc.
Performance Lacrosse Group Inc.	Old PLG Inc.
PSG Innovation Inc.	Old PSGI Inc.

13. In addition to the name changes required under the Asset Purchase Agreement, amending the style of cause in the within Application to reflect the correct corporate names of the Applicants ensures that third parties do not confuse the Applicants involved in the Restructuring Proceedings with the Purchaser's business and operations and vice versa.

14. The Applicants have sought similar relief in the Chapter 11 Proceedings, which motion is currently returnable on April 12, 2017.

C. Employee Claims Bar Date

15. Following Closing, the Applicants no longer operated any business and therefore did not require the ongoing services of the Employees. The majority of the Applicants' Employees were transferred to the Purchaser and their remaining Employees were terminated prior to or on Closing. The Applicants only retained a limited number of individuals engaged specifically as consultants to perform wind-down functions. These individuals are engaged by the U.S. Debtors.

16. Employees who were terminated prior to or on the Closing may have claims for unpaid compensation, expenses, benefits, contribution and indemnity and/or termination, severance pay and stock options and Employees who transferred to the Purchaser may also allege to have claims against the Applicants. These Employees may not have received specific notice of the prior claims process approved by this Court by Order dated December 19, 2016 (the "**Claims Procedure Order**") as they had not been terminated at the time the Claims Procedure Order was issued. In order to ensure all Employees have an opportunity to file and prove any claims they may have, the Applicants are seeking to establish a specific process for soliciting proofs of claims from their former Employees (the "**Employee Claims Procedure**").

17. The Applicants have sought similar relief in the Chapter 11 Proceedings and are coordinating the claims process in these Restructuring Proceedings. A copy of the motion filed with the U.S. Court is attached hereto as Exhibit "A" and is currently returnable on April 12, 2017.

18. The proposed Employee Claims Procedure requires each Employee asserting a claim against one or more of the Applicants, whether arising prior to or after the Filing Date, to file a proof of claim specifically designed for Employees. However, any Employee who may have submitted proof of claim pursuant to the Claims Procedure Order is not required to submit another proof of claim. All proofs of claim from Employees must be filed by May 17, 2017 at 5:00 p.m. EDT and will only be deemed to have been validly filed if actually received by Prime Clerk or the Monitor.

19. An Employee may submit the proof of claim to Prime Clerk LLC ("**Prime Clerk**"), noticing and claims agent to the Applicants in the Restructuring Proceedings, either via the electronic interface on Prime Clerk's website at <https://cases.primeclerk.com/PSG> or by delivering a proof of claim to Prime Clerk by first-class mail, overnight delivery service, or hand delivery. Any proof of claim received by the Monitor will be deemed to have been validly filed and the Monitor will promptly forward the proof of claim to Prime Clerk for inclusion in the claims register.

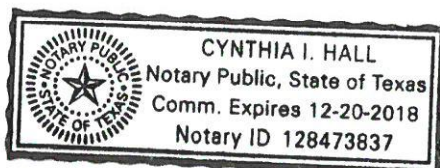
20. To give notice to Employees of the Employee Claims Procedure, Prime Clerk will mail a notice with instructions for filing a proof of claim ("**Employee Claims Bar Date Notice**") to each known Employee at the Employee's last known address as found in the Applicants' books and records. The Monitor will also post the Employee Claims Bar Date Notice, along with a proof of claim, on the Monitor's website at www.ey.com/ca/psg. A copy of the proposed Employee Claims Bar Date Notice is attached hereto as Exhibit "B".

21. The Applicants believe that Employee Claims Procedure provides for sufficient time and notice for Employees to submit proofs of claim to prove any claim they may have against the Applicants. Canvassing the universe of claims will ensure Employees receive any distribution they may be entitled to and will advance the Applicants' goal of distributing sale proceeds to their stakeholders in a timely and efficient manner.

SWORN BEFORE ME at the City of
Houston, State of Texas, on March 30,
2017.

Cynthia I. Hall
Commissioner for Taking Affidavits

Brian J. Fox
BRIAN J. FOX



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

**AFFIDAVIT OF BRIAN J. FOX
(SWORN MARCH 30, 2017)**

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Lawyers for the Applicants

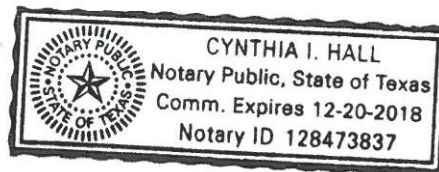
TAB A

*THIS IS EXHIBIT "A" referred to in the Affidavit
of Brian J. Fox, sworn on March 30, 2017.*

[Handwritten Signature]

Commissioner for Taking Affidavits

Cynthia I. Hall



**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
BPS US Holdings Inc., <i>et al.</i> , ¹	)	
	)	Case No. 16-12373 (KJC)
Debtors.	)	
	)	(Jointly Administered)
	)	
	)	Hearing Date: April 12, 2017 at 11:00 a.m. (ET)
	)	Objection Deadline: April 5, 2017 at 4:00 p.m. (ET)

**DEBTORS’ MOTION, PURSUANT TO SECTIONS 365, 501, 502, AND 503 OF THE
BANKRUPTCY CODE AND BANKRUPTCY RULES 2002, 3002 AND 3003, FOR AN
ORDER (I) AUTHORIZING THE DEBTORS TO REJECT EMPLOYMENT-RELATED
AGREEMENTS, *NUNC PRO TUNC* TO FEBRUARY 27, 2017 AND (II) (A)
ESTABLISHING A BAR DATE FOR THE FILING OF PROOFS OF CLAIM BY
EMPLOYEES, INDEPENDENT CONTRACTORS, AND TEMPORARY WORKERS
AND (B) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

BPS US Holdings Inc. and its above-captioned affiliated debtors and debtors in possession (collectively, the “Debtors”), by and through their undersigned counsel, hereby move the Court (the “Motion”) for the entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), pursuant to sections 365(a), 501, 502, and 503 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and Rules 2002, 3002, 3003, and 6006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), (i) authorizing and approving the rejection of their executory employment-related agreements that have not been assumed and assigned in connection with the Debtors’ going-concern sale

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian equivalent, are as follows: BPS US Holdings Inc. (8341); Bauer Hockey, Inc. (3094); Easton Baseball / Softball Inc. (5670); Bauer Hockey Retail Inc. (6663); Bauer Performance Sports Uniforms Inc. (1095); Performance Lacrosse Group Inc. (4200); BPS Diamond Sports Inc. (5909); PSG Innovation Inc. (9408); Performance Sports Group Ltd. (1514); KBAU Holdings Canada, Inc. (5751); Bauer Hockey Retail Corp. (1899); Easton Baseball / Softball Corp. (4068); PSG Innovation Corp. (2165); Bauer Hockey Corp. (4465); BPS Canada Intermediate Corp. (4633); BPS Diamond Sports Corp. (8049); Bauer Performance Sports Uniforms Corp. (2203); and Performance Lacrosse Group Corp. (1249). The Debtors’ headquarters are located at 100 Domain Dr., Exeter, New Hampshire 03833.

(the “Employment Agreements”), including those agreements identified on **Schedule 1** to the Proposed Order, effective as of February 27, 2017, and (ii) (a) establishing a bar date for the filing of proofs of claim in these Chapter 11 Cases by any employee, independent contractor, or temporary worker, whom the Debtors employed as of the Petition Date (as defined below) or thereafter (each an “Employee” and, collectively, the “Employees”) and (b) approving the form and manner of notice thereof. In support of this Motion, the Debtors respectfully represent as follows:

JURISDICTION

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated as of February 29, 2012 (the “Amended Standing Order”). This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and pursuant to Local Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this Motion to the extent it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory and legal predicates for the relief sought herein are sections 105(a), 365(a), 501, 502, and 503 of the Bankruptcy Code and Bankruptcy Rules 2002, 3002, 3003 and 6006.

BACKGROUND

4. On October 31, 2016 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Each of the Debtors also filed for protection from their creditors under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-

36, as amended (the “CCAA”), in the Ontario Superior Court of Justice (Commercial List) (the “Canadian Court,” and the filing, the “Canadian Proceedings”). The Debtors incorporated in the U.S. are referred to herein collectively, as the “U.S. Debtors.”² The Debtors incorporated in Canada are referred to herein collectively as the “Canadian Debtors.”³

5. The Debtors are authorized to continue managing their properties and operating their business as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On November 10, 2016, the Office of the United States Trustee for the District of Delaware (the “UST”) appointed a statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Creditors’ Committee”). On November 28, 2016, the UST appointed a statutory committee of equity security holders pursuant to section 1102 of the Bankruptcy Code (the “Equity Committee”). A monitor (the “Monitor”)⁴ has been appointed in the Canadian Proceedings.

7. Additional information about the Debtors’ former business and the events leading to the commencement of these chapter 11 cases and the Canadian Proceedings (together, the “Bankruptcy Proceedings”) can be found in the *Declaration of Brian J. Fox in Support of Debtors’ Chapter 11 Petitions and First-Day Motions* [D.I. 15], which is incorporated herein by reference.

² The U.S. Debtors are: BPS US Holdings Inc.; Bauer Hockey, Inc.; Easton Baseball / Softball Inc.; Bauer Hockey Retail Inc.; Bauer Performance Sports Uniforms Inc.; Performance Lacrosse Group Inc.; BPS Diamond Sports Inc.; and PSG Innovation Inc.

³ The Canadian Debtors are: Performance Sports Group Ltd.; KBAU Holdings Canada, Inc.; Bauer Hockey Retail Corp.; Easton Baseball / Softball Corp.; PSG Innovation Corp.; Bauer Hockey Corp.; BPS Canada Intermediate Corp.; BPS Diamond Sports Corp.; Bauer Performance Sports Uniforms Corp.; and Performance Lacrosse Group Corp..

⁴ A monitor in Canada is an independent party appointed by the Canadian Court to monitor the company's operations and to assist with the restructuring of the company. The Monitor reports to the Canadian Court on any material matters and often provides recommendations about a proposed action to the Canadian Court.

8. On February 6, 2017, as supplemented on February 10, 2017, this Court and the Canadian Court entered orders approving the sale of substantially all of the Debtors' assets (the "Sale") to 9938982 Canada Inc. (the "Purchaser"), a corporation organized under the Laws of Canada and owned by affiliates of Sagard Holdings Inc. and Fairfax Financial Holdings Limited.

9. The effective date of the Sale closing was February 27, 2017 (the "Closing Effective Date") and the Debtors no longer conduct any business operations other than the winding down of their estates, including through the reconciliation of claims against the estates and preparation for the formulation of a liquidating plan or other scheme for the distribution of the proceeds generated by the Sale.

10. Notably, prior to the Closing Effective Date, several of the Debtors' Employees were terminated. In addition, other than with respect to the continued engagement of Alvarez and Marsal as the Debtors' Chief Restructuring Officer, and the engagement of the Debtors' former general counsel as a consultant to the estates to assist with wind-down functions, the Debtors' have no need for their Employees. Towards that end, the Debtors' relationship with each of the Employees was terminated effective no later than the Closing Effective Date.

RELIEF REQUESTED

11. By this Motion, the Debtors seek entry of the Proposed Order, pursuant to sections 365(a), 501, 502, and 503 of the Bankruptcy Code and Bankruptcy Rules 2002, 3002, 3003, and 6006: (i) authorizing and approving the rejection of the Employment Agreements identified on **Schedule 1** to the Proposed Order, effective as of February 27, 2017 (i.e. the Closing Effective Date); and (ii) (a) establishing **May 17, 2017 at 5:00 p.m.**, prevailing Eastern Time (the "Employee Claims Bar Date") as the deadline for the filing of proofs of claim against the Debtors in these Chapter 11 Cases by any Employee with respect to any and all claims,

whether arising prior to or after the Petition Date, including any claim against any of the Debtors for indemnification or reimbursement, unpaid compensation, expenses or benefits, and any claims arising from the rejection of the Employment Agreements, and (b) approving the form and manner of notice thereof.

12. As noted above, the Debtors no longer operate any businesses and accordingly, no longer require the Employees' services other than the very limited number of individuals engaged for wind-down functions. To minimize accrual of expenses and claims against the estates, the Debtors therefore request authority to reject all of their outstanding employment agreements. Towards that end, the Debtors have endeavored to identify all of their outstanding Employment Agreements, and believe all Employment Agreements are listed on Schedule 1 to the Proposed Order attached hereto as Exhibit A.

13. In addition, the Debtors request authority to establish a bar date for Employees to file claims. As noted above, a number of Employees were terminated prior to the Sale closing and may have claims for unpaid compensation, expenses or benefits. In addition, Employees may have claims under rejected Employment Agreements. As a result, to allow the Debtors to effectively identify and liquidate claims against their estates as part of the wind-down process, the Debtors request authority to establish a supplemental bar date for Employee claims.

14. In furtherance thereof, the Proposed Order provides as follows with respect to the establishment of the Employee Claims Bar Date: Each Employee asserting a claim against one or more of the Debtors, whether arising prior to or after the Petition Date, shall be required to file a Proof of Claim in substantially the form attached hereto as Exhibit B,⁵ against each such Debtor so as to be actually received on or before the Employee Claims Bar Date by Prime Clerk

⁵ The form of Proof of Claim (the "Proof of Claim Form") is substantially the same as that previously approved by this Court pursuant to the *Order (I) Establishing Bar Dates for Filing Claims and (II) Approving the Form and Manner of Notice Thereof* [D.I. 327] (the "Bar Date Order").

LLC (“Prime Clerk”), the Court-approved claims and noticing agent in these Chapter 11 Cases; provided, however, any such Proofs of Claim will also be accepted and considered timely filed in these Chapter 11 Cases if received by the Monitor on or before the Employee Claims Bar Date.

15. No later than five (5) days following entry of the Employee Claims Bar Date Order (the “Service Date”), Prime Clerk will provide notice and instructions regarding the Employee Claims Bar Date, substantially in the form attached hereto as **Exhibit C** (the “Employee Claims Bar Date Notice”), by mailing a copy of the Employee Claims Bar Date Notice, together with a Proof of Claim Form, by first-class mail to all known Employees, at such Employees’ last known addresses as found in the Debtors’ books and records.

16. The Proposed Order provides that Proofs of Claim may be: (i) filed electronically via the interface available on the Prime Clerk’s website: <https://cases.primeclerk.com/PSG> or (ii) sent by first-class mail, overnight delivery service, or hand delivery at the following address: Performance Sports Group Claims Processing Center, c/o Prime Clerk LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022. Proofs of Claim will be deemed timely filed only if they are actually received by Prime Clerk, or the Monitor, on or before the Employee Claims Bar Date.

17. The Proposed Order further provides that, pursuant to Bankruptcy Rules 3002 and 3003, any Employee who is required, but fails to file a timely Proof of Claim in the manner prescribed by the Employee Claims Bar Date Order shall be forever barred, estopped and enjoined from asserting such claim against the Debtors or their property, or thereafter filing a proof of claim with respect thereto, and such Employees shall not be permitted to participate in any voting and distribution in these Chapter 11 Cases on account of such claims.

BASIS FOR RELIEF REQUESTED

A. Rejecting the Employment Agreements Constitutes a Sound Exercise of the Debtors' Business Judgment

18. Section 365(a) of the Bankruptcy Code provides, in pertinent part, that a debtor-in-possession, "subject to the court's approval, may assume or reject any executory contract or unexpired lease of the debtor." 11 U.S.C. § 365(a). Section 365(a) of the Bankruptcy Code is intended to allow a debtor to assume those contracts that benefit the estate and to reject those that are of no value or are burdensome to the estate. *In re Fleming Companies, Inc.*, 499 F.3d 300, 304 (3d Cir. 2007) (section 365 of the Bankruptcy Code enables "the trustee to maximize the value of the debtor's estate by assuming executory contracts . . . that benefit the estate and rejecting those that do not") (internal citations omitted); *L.R.S.C. Co. v. Rickel Home Ctrs, Inc.* (*In re Rickel Home Ctrs., Inc.*), 209 F.3d 291, 298 (3d Cir. 2000) (same).

19. A debtor's decision to assume or reject executory contracts or unexpired leases is a matter within the "business judgment" of the debtor. *Sharon Steel Corp. v. Nat'l Fuel Gas Dist. Corp.*, 872 F.2d 36, 40 (3d Cir. 1989) (acknowledging business judgment as the standard for determining whether rejection of a contract is proper); *Nickels Midway Pier, LLC v. Wild Waves, LLC* (*In re Nickels Midway Pier, LLC*), 341 B.R. 486, 493 (D.N.J. 2006) ("[a]lthough the Bankruptcy Code does not specify the standard to be applied in assessing the decision of a trustee or debtor in possession to assume or reject of a contract, the Third Circuit has adopted the business judgment standard") (citing *Sharon Steel*, 872 F.2d at 39-40); *In re HQ Global Holdings, Inc.*, 290 B.R. 507, 511 (Bankr. D. Del. 2003) ("[a] debtor's decision to reject an executory contract under section 365 is governed by the business judgment standard") (citations omitted); *In re Trans World Airlines, Inc.*, 261 B.R. 103, 120 (Bankr. D. Del. 2001) (same) (citations omitted). Accordingly, courts approve the assumption or rejection of an executory

contract or unexpired lease unless evidence is presented that the debtor's decision to assume or reject "was the product of bad faith, whim or caprice." *In re HQ Global Holdings*, 290 B.R. at 511 (citations omitted); *In re Trans World Airlines*, 261 B.R. at 120 (citations omitted).

20. Further, bankruptcy courts are empowered to grant retroactive rejection of a contract or lease under sections 105(a) and 365(a) of the Bankruptcy Code "when principles of equity so dictate." *Cf. TW, Inc. v. Angelastro (In re TW, Inc.)*, 2004 U.S. Dist. LEXIS 671, at *5 (D. Del. Jan. 14, 2004) (*quoting Thinking Machs. Corp. v. Mellon Fin. Servs. Corp. (In re Thinking Machs. Corp.)*, 67 F.3d 1021, 1028 (1st Cir. 1995)); *see also In re Amber's Stores, Inc.*, 193 B.R. 819, 827 (Bankr. D. Tex. 1996). The Debtors request authority to reject the Employment Agreements retroactive to the Closing Effective Date, and respectfully submit that such relief is appropriate under the circumstances, as the Debtors' relationship with each of the Employees ceased as of that date or earlier, as applicable.

21. Following the closing of the Sale, and in connection with the Debtors' pursuit of an orderly liquidation of their assets and wind down of their estates, the Debtors have determined in their business judgment that the rejection of the Employment Agreements and the establishment of the Employee Claims Bar Date is in the best interests of their estates, creditors and other parties in interest.

22. The Employees' services are not needed for the wind-down or liquidation processes and their relationship with the Debtors was therefore terminated as of the Closing Effective Date. Therefore, the Employment Agreements are an unnecessary burden, the rejection of which will advance the Debtors' efforts to preserve and maximize estate value for the benefit of all parties in interest in these Chapter 11 Cases. Accordingly, the Debtors

respectfully request that the Court authorize the rejection of the Employment Agreements, effective as of the Closing Effective Date. .

B. An Employee Claims Bar Date Will Assist with the Liquidation of Claims and the Wind-down of the Debtors' Estates

23. The establishment of the Employee Claims Bar Date will serve the Debtors' goals of proposing, soliciting approval of, and confirming a liquidation plan by allowing the Debtors to better estimate and more efficiently reconcile claims against their estates. The Debtors' U.S. and Canadian counsel have coordinated with the Monitor, and U.S. and Canadian counsel to the Committees with respect to the establishment of the Employee Claims Bar Date and the Debtors will seek substantially similar relief in Canada

24. Bankruptcy Rule 3003(c)(3) provides that the Court shall fix the time within which proofs of claim must be filed in a chapter 11 case pursuant to section 501 of the Bankruptcy Code. *See* Fed. R. Bankr. P. 3003(c)(3). Bankruptcy Rule 3003(c)(2) further provides that any creditor who asserts a claim against the debtor, and whose claim is not scheduled in the debtor's schedules of assets and liabilities, or whose claim is listed on such schedules as disputed, contingent, or unliquidated, must file a proof of claim, failing which such creditor shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution. *See* Fed. R. Bankr. P. 3003(c)(2).

25. Bankruptcy Rule 2002(a)(7) requires that twenty-one (21) days' notice of the deadlines for filing proofs of claim against the debtor be provided to creditors. Here, the Debtors propose to establish May 17, 2017 at 5:00 p.m. (ET) as the Employee Claims Bar Date. The proposed notice period will provide potential claimants with at least 30 days' notice and thus ample opportunity to prepare any proofs of claim. Further, the establishment of the Employee Claims Bar Date will promote the efficient reconciliation and resolution of claims filed against

the Debtors' estates. Therefore, the Debtors respectfully submit that the proposed Employee Claims Bar Date provides sufficient notice to potential creditors, is reasonable and necessary for the efficient administration of these Chapter 11 Cases, and should be approved.

26. Further, the Debtors must ensure that the Employees receive "adequate" notice of the Employee Claims Bar Date. To determine the adequacy of notice given to a creditor, the law distinguishes between "known" and "unknown" creditors. See *Chemetron Corp. v. Jones (In re Chemetron Corp.)*, 72 F.3d 341, 345–46 (3d Cir. 1995). As the Third Circuit in *Chemetron* explained, "[k]nown creditors must be provided with actual written notice of a debtor's bankruptcy filing and bar claims date. A 'known' creditor is one whose identity is 'either known or 'reasonably ascertainable by the debtor.'" *Id.* (quoting *Tulsa Prof'l Collection Serv., Inc. v. Pope*, 485 U.S. 478, 490 (1988)). An "unknown" creditor is one whose "interests are either conjectural or future or, although they could be discovered upon investigation, do not in due course of business come to knowledge [of the debtor]." *Chemetron*, 71 F.3d at 346 (quoting *Mullane v. Cent. Hanover Bank & Trust Co.*, 339 U.S. 306, 317 (1950)).

27. In defining the efforts required to identify "known" creditors, the Third Circuit has stated:

Precedent demonstrates that what is required is not a vast, open-ended investigation. ... The requisite search instead focuses on the debtor's own books and records. Efforts beyond a careful examination of these documents are generally not required. Only those claimants who are identifiable through a diligent search are "reasonably ascertainable" and hence "known" creditors.

Chemetron, 72 F.3d at 346-47 (citations omitted). As for the particular efforts a debtor must exert to identify known creditors, "[w]hether a creditor received adequate notice of a bar date 'depends upon the facts and circumstances of a given case.'" *In re Grand Union Co.*, 204 B.R.

864, 871 (Bankr. D. Del. 1997) (quoting *Oppenheim, Appel, Dixon & Co. v. Bullock (In re Robintech, Inc.)*, 863 F.2d 393, 396 (5th Cir. 1989)).

28. The Debtors submit that the form and manner of notice of the Employee Claims Bar Date proposed herein satisfies the *Chemetron* standard. After a thorough review and careful examination of their books and records, the Debtors believe that they have identified all Employees potentially subject to the Employee Claims Bar Date and will provide them with written notice in the form of the Employee Claims Bar Date Notice. The proposed form of Employee Claims Bar Date Notice is reasonable and appropriate in the context of these Chapter 11 Cases, as it clearly identifies the Employee Claims Bar Date and contains information regarding who must file a Proof of Claim, the procedure for filing a Proof of Claim, the consequences of failure to timely file a Proof of Claim, and instructions for completing a Proof of Claim.

29. As noted, the Debtors have thoroughly and carefully reviewed their books and records and do not believe any “unknown” Employees exist. Therefore the Debtors respectfully submit that publication of the Employee Claims Bar Date Notice is not necessary under the circumstances.

30. Accordingly, the Debtors respectfully submit that the form and manner of notice described herein is reasonably calculated to provide Employees with sufficient notice of the Employee Claims Bar Date and should be approved.

NOTICE

31. Notice of this Motion has been provided to: (i) the UST; (ii) those parties served with notice of the Comeback Hearing in the Canadian Proceedings; (iii) counsel to the Creditors’ Committee and counsel to the Equity Committee; (iv) the Monitor; (v) the Purchaser; (vi) the

Employees who are parties to Employment Agreements; and (vii) all parties requesting notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested herein, the Debtors submit that no other or further notice is necessary.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order, in substantially the form attached hereto as **Exhibit A**, granting the relief requested herein and such other and further relief as is just and proper.

Dated: March 22, 2017
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Shane Reil

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Co-Counsel to the Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BPS US Holdings Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 16-12373 (KJC)

Jointly Administered

Objection Deadline: April 5, 2017 at 4:00 p.m. (ET)

Hearing Date: April 12, 2017 at 11:00 a.m. (ET)

NOTICE OF MOTION

TO: (I) THE U.S. TRUSTEE; (II) THOSE PARTIES SERVED WITH NOTICE OF THE COMEBACK HEARING IN THE CANADIAN PROCEEDINGS; (III) COUNSEL TO THE CREDITORS' COMMITTEE AND COUNSEL TO THE EQUITY COMMITTEE; (IV) THE MONITOR; (V) COUNSEL TO THE PURCHASER; (VI) THE EMPLOYEES WHO ARE PARTIES TO EMPLOYMENT AGREEMENTS; AND (VII) ALL PARTIES REQUESTING NOTICE PURSUANT TO BANKRUPTCY RULE 2002

PLEASE TAKE NOTICE that BPS US Holdings Inc. and its above-captioned affiliated debtors and debtors in possession (collectively, the "Debtors") have filed the attached *Debtors' Motion, Pursuant to Sections 365, 501, 502, and 503 of the Bankruptcy Code and Bankruptcy Rules 2002, 3002 and 3003, for an Order (I) Authorizing the Debtors to Reject Employment-Related Agreements, Nunc Pro Tunc to February 27, 2017 and (II) (A) Establishing a Bar Date for the Filing of Proofs of Claim by Employees, Independent Contractors, and Temporary Workers and (B) Approving the Form and Manner of Notice Thereof* (the "Motion").

PLEASE TAKE FURTHER NOTICE that any objections to the Motion must be filed on or before **April 5, 2017 at 4:00 p.m. (ET)** (the "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must serve a copy of the objection upon the undersigned counsel to the Debtors so as to be received on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER THE MOTION WILL BE HELD ON **APRIL 12, 2017 AT 11:00 A.M. (ET)** BEFORE THE HONORABLE KEVIN J. CAREY AT THE UNITED STATES BANKRUPTCY COURT FOR

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or Canadian equivalent, are as follows: BPS US Holdings Inc. (8341); Bauer Hockey, Inc. (3094); Easton Baseball / Softball Inc. (5670); Bauer Hockey Retail Inc. (6663); Bauer Performance Sports Uniforms Inc. (1095); Performance Lacrosse Group Inc. (4200); BPS Diamond Sports Inc. (5909); PSG Innovation Inc. (9408); Performance Sports Group Ltd. (1514); KBAU Holdings Canada, Inc. (5751); Bauer Hockey Retail Corp. (1899); Easton Baseball / Softball Corp. (4068); PSG Innovation Corp. (2165); Bauer Hockey Corp. (4465); BPS Canada Intermediate Corp. (4633); BPS Diamond Sports Corp. (8049); Bauer Performance Sports Uniforms Corp. (2203); and Performance Lacrosse Group Corp. (1249). The Debtors' headquarters are located at 100 Domain Drive, Exeter, New Hampshire 03833.

THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, FIFTH FLOOR,
COURTROOM NO. 5, WILMINGTON, DELAWARE 19801.

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND
IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF
REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.**

Dated: March 22, 2017
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Shane M. Reil

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Co-Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BPS US Holdings Inc., *et al.*,¹

Debtors.

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Chapter 11

Case No. 16-12373 (KJC)

(Jointly Administered)

Ref Docket No. ____

**ORDER, PURSUANT TO SECTIONS 365, 501, 502, AND 503 OF THE BANKRUPTCY
CODE AND BANKRUPTCY RULES 2002, 3002 AND 3003, (I) AUTHORIZING THE
DEBTORS TO REJECT CERTAIN EMPLOYMENT AGREEMENTS, NUNC PRO
TUNC TO FEBRUARY 27, 2017 AND (II) (A) ESTABLISHING A BAR DATE FOR
EMPLOYEES TO FILE PROOFS OF CLAIM AND (B) APPROVING THE FORM AND
MANNER OF NOTICE THEREOF**

Upon consideration of the motion (the “Motion”)² of BPS US Holdings Inc. and its above-captioned affiliated debtors and debtors in possession (collectively, the “Debtors”) requesting entry of an order, pursuant to sections 105(a), 365(a), 501, 502, and 503 of the Bankruptcy Code and Bankruptcy Rules 2002, 3002, and 3003, (i) authorizing and approving the rejection of the Employment Agreements, effective as of February 27, 2017 (the “Closing Effective Date”) and (ii) (a) establishing a bar date for the filing of proofs of claim against the Debtors in these Chapter 11 Cases by any person who was an Employee of the Debtors, whether such claim arose before or after the Petition Date, and (b) approving the form and manner of notice thereof; and the Court finding that it has jurisdiction over the matters raised in the Motion

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian equivalent, are as follows: BPS US Holdings Inc. (8341); Bauer Hockey, Inc. (3094); Easton Baseball / Softball Inc. (5670); Bauer Hockey Retail Inc. (6663); Bauer Performance Sports Uniforms Inc. (1095); Performance Lacrosse Group Inc. (4200); BPS Diamond Sports Inc. (5909); PSG Innovation Inc. (9408); Performance Sports Group Ltd. (1514); KBAU Holdings Canada, Inc. (5751); Bauer Hockey Retail Corp. (1899); Easton Baseball / Softball Corp. (4068); PSG Innovation Corp. (2165); Bauer Hockey Corp. (4465); BPS Canada Intermediate Corp. (4633); BPS Diamond Sports Corp. (8049); Bauer Performance Sports Uniforms Corp. (2203); and Performance Lacrosse Group Corp. (1249). The Debtors’ headquarters are located at 100 Domain Dr., Exeter, New Hampshire 03833.

² Capitalized terms used but not otherwise defined herein shall have the meaning given to them in the Motion.

pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware* dates as of February 29, 2012; and that venue is appropriate pursuant to 28 U.S.C. §§ 1408 and 1409; and that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and that proper and adequate notice of the Motion and the hearing thereon has been given under the circumstances and no other or further notice is necessary; and the Court being satisfied that the rejection of the Employment Agreements is in the best interest of the Debtors, their estates and creditors and is a proper exercise of the Debtors' business judgment; and the Court finding that the establishment of the Employee Claims Bar Date is in the best interest of the Debtors, their estates and creditors and that the form and manner of notice thereof proposed in the Motion is sufficient and reasonable given the circumstances; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED** that:

1. The Motion is **GRANTED** as set forth herein.
2. The Debtors' rejection of the Employment Agreements, including those listed on **Schedule 1** hereto, is hereby approved, effective as of February 27, 2017.
3. The form of the Employee Claims Bar Date Notice, the Proof of Claim Form, and the manner of providing notice of the Employee Claims Bar Date proposed in the Motion are each approved in all respects. The form and manner of notice of the Employee Claims Bar Date approved herein satisfy the notice requirements of the Bankruptcy Code and the Bankruptcy Rules. As such, the Debtors are authorized to serve the Employee Bar Date Notice in the manner described below.

4. All Employees shall have until May 17, 2017 at 5:00 p.m., prevailing Eastern Time (the “Employee Claims Bar Date”) to file a proof of claim against the Debtors in these Chapter 11 Cases in accordance with the terms of this Order.

5. Employees who fail to file a claim on or before the Employee Claims Bar Date with respect to any alleged obligation of the Debtors, whether arising before or after the Petition Date, and including but not limited to claims against any of the Debtors for indemnification or reimbursement and any claims arising from the rejection of the Employment Agreements, shall be forever barred, estopped, and enjoined from asserting such claim against any of the Debtors (or filing a Proof of Claim with respect thereto) and shall not be permitted to vote to accept or reject any chapter 11 plan filed in these Chapter 11 Cases, participate in any distribution in these Chapter 11 Cases on account of such claim, or receive further notices regarding such claim.

6. No later than five (5) days following entry of this Order, Prime Clerk shall serve the Employee Claims Bar Date Notice, substantially in the form attached to the Motion as **Exhibit C** by mailing a copy of the Employee Bar Date Notice, together with a Proof of Claim Form, by first-class mail to all known Employees at such Employees’ last known addresses as found in the Debtors’ books and records.

7. Further, the Claims Agent shall prominently display the Employee Claims Bar Date and post the Proof of Claim Form and Employee Claims Bar Date Notice on its website at <https://cases.primeclerk.com/PSG>.

8. All Proofs of Claim filed against the Debtors must substantially conform to the Proof of Claim Form.

9. Proofs of Claim will be deemed timely filed only if **actually received** by Prime Clerk, or the Monitor, on or before the Employee Claims Bar Date.

10. The following procedures for the filing of Proofs of Claim shall apply:

- a. Employees must file each Proof of Claim Form so that it is received on or before the Employee Claims Bar Date (i) electronically via the interface available on Prime Clerk's website at <https://cases.primeclerk.com/PSG> or (ii) by first-class mail, overnight delivery service, or hand delivery at the following address: Performance Sports Group Claims Processing Center, c/o Prime Clerk LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022.
- b. Proofs of Claim will be deemed filed when actually received by Prime Clerk in the manner provided for in the Employee Bar Date Notice, or by the Monitor.
- c. Proofs of Claim may not be delivered via facsimile or electronic mail transmission.
- d. Proofs of Claim will be collected, docketed and maintained by Prime Clerk.
- e. All Proofs of Claim must be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. The form must be written in English or French. Claimants should attach to the completed form any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

10. To the extent any Employee submits a proof of claim to the Monitor by registered mail or hand delivery on or before the Employee Claims Bar Date, such proof of claim will be forwarded to Prime Clerk for inclusion on the Debtors' official claims register and shall be deemed timely filed.

11. Notice provided under this Order to any foreign creditors is sufficient under Bankruptcy Rule 2002(p).

12. The Debtors and Prime Clerk are authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this order.

13. The entry of this order is without prejudice to the right of the Debtors to seek a further order of this Court fixing a date by which holders of claims or interests not subject to the Employee Claims Bar Date established herein must file proofs of claim or interest.

14. Nothing herein shall be deemed to enlarge or extend the bar dates for any parties that were previously required to file proofs of claim pursuant to the *Order (I) Establishing Bar Dates for Filing Claims and (II) Approving the Form and Manner of Notice Thereof* [Docket No. 327].

15. This Order is without prejudice to the Debtors' right to seek further orders of this Court to implement specific procedures for the reconciliation and/or resolution of claims against the Debtors, including, without limitation, pursuant to any cross-border claims protocol that may be established in these Chapter 11 Cases.

16. This Court and the Canadian Court retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2017

Wilmington, Delaware

THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

SCHEDULE 1

Employment Agreements to be Rejected

Debtor	Contract Counterparty	Non-Assigned Contract
Easton Baseball / Softball Inc.	ABURTO, FLAVIO ADDRESS ON FILE	Cash Incentive Agreement
Bauer Hockey Corp.	Adam Gans	Letter of Termination - Gans dated August 26, 2015, between Adam Gans and Bauer Hockey Corp.
Performance Sports Group Ltd.	AIKMAN, JAMES ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	ALEXANDER, GARNET ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Amir Rosenthal	Independent Contractor Agreement
Bauer Hockey, Inc.	Amir Rosenthal	Termination Letter for Amir Rosenthal dated October 28, 2016, between Amir Rosenthal and Bauer Hockey Inc.
Easton Baseball / Softball Inc.	ANDERLE, JOHN ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	ANDERSON, JAMES ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	ANDERSON, JAMES ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Angela Bass	Employment Agreement for Angela Bass, dated January 9, 2012
Performance Sports Group Ltd.	ANGUS, BRUCE ADDRESS ON FILE	Nonqualified Stock Option Award Agreement , dated 10/19/2015
Performance Sports Group Ltd.	ANGUS, BRUCE ADDRESS ON FILE	Stock Options Grants
BPS Diamond Sports Inc.	Anna Miller	Separation & Release Letter Agreement dated September 30, 2016, between Anna Miller and BPS Diamond Sports Inc.
Bauer Hockey, Inc.	Anna Pastore	Employment Agreement for Anna Pastore dated June 13, 2012, between Anna Pastore and Bauer Hockey, Inc.
Performance Lacrosse Group Inc.	Anna Pastore	Letter of Termination - Pastore dated September 30, 2016, between Anna Pastore and Performance Lacrosse Group Inc.
Bauer Hockey, Inc.	Anthony Formichelli	Separation & Release Letter Agreement dated August 5, 2016, between Anthony Formichelli and Bauer Hockey, Inc.
Easton Baseball / Softball Inc.	April Calzada	Separation and Release Letter Agreement dated July 22, 2016, between April Calzada and Easton Baseball / Softball Inc.
Bauer Hockey, Inc.	Arthur Yeomelakis	Letter of Termination - Yeomelakis dated August 5, 2016, between Arthur Yeomelakis and Bauer Hockey, Inc.
Performance Sports Group Ltd.	ASKENBACK, FREDRIK ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	ASKENBACK, FREDRIK ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	BAKER, EVAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	BANTON, LORRAINE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	BARSA, KARYN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	BASS, ANGELA ADDRESS ON FILE	Cash Incentive Agreement, dated 08/29/2016
Performance Sports Group Ltd.	BASS, ANGELA ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball	BEAMER, DANIEL ADDRESS ON FILE	Offer Letter Including Long-Term Incentive, dated

Debtor	Contract Counterparty	Non-Assigned Contract
Inc.		4/28/2015
Performance Sports Group Ltd.	BEAMER, DANIEL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	BILODEAU, SCOTT ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	BISOGNANI, LESLIE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	BRETTON, DANIEL ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Brian Taylor	Termination Notice and Severance Offer dated August 2, 2016, between Brian Taylor and Bauer Hockey Corp.
Easton Baseball / Softball Inc.	CAMARENA, RAFAEL ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	CARCATERRA, PAUL ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	Caryl Dolabson	Separation & Release Letter Agreement dated July 22, 2016, between Caryl Dolabson and Easton Baseball / Softball Inc.
Performance Sports Group Ltd.	CHAMPAGNE, GAETAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	CHAUVIN, DEWEY ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	CHAUVIN, DEWEY ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Chris Langevin	Letter of Termination - Langevin dated November 30, 2015, between Chris Langevin and Bauer Hockey Corp.
Performance Sports Group Ltd.	COOPER, DONALD ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	CORBEIL, JEAN-FRANCOIS ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	CORBEIL, JEAN-FRANCOIS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	COVELLA, ROCCO ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	COVELLA, ROCCO ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	COVO, KENNETH ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	CROWELL, BETH ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	D'AMICO, ANDREA ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	DACHSTEINER, PAUL ADDRESS ON FILE	Cash Incentive Agreement, dated 08/29/2016
Performance Sports Group Ltd.	DACHSTEINER, PAUL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	D'AMICO, ANDREA ADDRESS ON FILE	Nonqualified Stock Option Award Agreement, dated 05/17/2016
Performance Sports Group Ltd.	DAUB, DAVID ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	DAUB, DAVID ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	DAVIDSON, JOHN ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports	DAVIDSON, JOHN ADDRESS ON FILE	Stock Options Grants

Debtor	Contract Counterparty	Non-Assigned Contract
Group Ltd.		
Performance Sports Group Ltd.	DEA, JOAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	DEAN, ALLAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	DENTE, MASSIMO ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	DESJARDINS, CRAIG ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	DESJARDINS, CRAIG ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	DEY, INDRANI ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Dilip Bhatt	Termination Notice dated August 2, 2016, between Dilip Bhatt and Bauer Hockey Corp.
Performance Sports Group Ltd.	DOLAN, MICHAEL ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	Donna Boswell	Letter of Termination dated September 18, 2015, between Donna Boswell and Easton Baseball / Softball Inc.
Performance Sports Group Ltd.	DOUGLAS, GRANT ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	DUCHARME, MATHIEU ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	DUCHARME, MATHIEU ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	EICHEL, JACK ADDRESS ON FILE	Nonqualified Stock Option Award Agreement , dated 05/17/2016
Performance Sports Group Ltd.	EICHEL, JACK ADDRESS ON FILE	Stock Option Contract, dated 05/17/2016
Performance Sports Group Ltd.	EICHEL, JACK ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	ELLSWORTH, TIMOTHY ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	ELLSWORTH, TIMOTHY ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	ENGLISH, PAUL ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	ENGLISH, PAUL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	ENO, JAMES ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Erik Murer	Separation & Release Letter Agreement dated August 5, 2016, between Erik Murer and Bauer Hockey, Inc.
Performance Sports Group Ltd.	ESPOSITO, MARY-KAY ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	ESPOSITO, MARY-KAY ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	FILLION, YANN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	FILOCAMO, SHELLEY ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	FILOCAMO, SHELLEY ADDRESS ON FILE	Stock Options Grants
Performance Sports	FITZGERALD, STEPHEN ADDRESS ON FILE	Stock Options Grants

Debtor	Contract Counterparty	Non-Assigned Contract
Group Ltd.		
Performance Sports Group Ltd.	FITZPATRICK, HENRY ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	FLOROS, MICHAEL ADDRESS ON FILE	Stock Options Grants
BPS Diamond Sports Inc.	Frank Griffin	Separation & Release Letter Agreement dated September 30, 2016, between Frank Griffin and BPS Diamond Sports Inc.
Performance Sports Group Ltd.	FREAM, DAVID ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	FREAM, DAVID ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Fred Ciufo	Letter of Termination - Ciufo dated April 3, 2016, between Fred Ciufo and Bauer Hockey Corp.
Performance Sports Group Ltd.	FRIEDBERG, DANIEL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	GASOWSKI, SAM ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	GASOWSKI, SAMUEL ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	GEARY, JAMES ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	GIBSON, DOUGLAS ADDRESS ON FILE	Stock Options Grants
BPS Diamond Sports Inc.	Gina Curry	Separation & Release Letter Agreement dated September 30, 2016, between Gina Curry and BPS Diamond Sports Inc.
Performance Sports Group Ltd.	GIOVINCO, SEBASTIAN ADDRESS ON FILE	Nonqualified Stock Option Award Agreement, dated 05/17/2016
Performance Sports Group Ltd.	GIOVINCO, SEBASTIAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	GRASSO, ROBERT ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	GREEN, JESSICA ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	GREEN, JESSICA ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Greg Goyer	Letter of Termination - Goyer dated September 19, 2014, between Greg Goyer and Bauer Hockey Corp.
Performance Sports Group Ltd.	HANSON, MICHELLE ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	HANSON, MICHELLE ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Harlan Kent	Employment Agreement for Harlan Kent, dated June 20, 2016, as amended September 22, 2016
Performance Sports Group Ltd.	HEALEY, PAUL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	HELLAND, RICKY ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	HELLAND, RICKY ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	HOEY, THOMAS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	HUGHES, DARRYL ADDRESS ON FILE	Stock Options Grants

Debtor	Contract Counterparty	Non-Assigned Contract
Bauer Hockey, Inc.	Indrani Dey	Severance Letter for Indrani Dey dated August 2, 2016, between Indrani Dey and Bauer Hockey, Inc.
Performance Sports Group Ltd.	JACOBI, CHARLES ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	James Darby	Letter of Termination - Darby dated August 26, 2016, between James Darby and Easton Baseball / Softball Inc.
Easton Baseball / Softball Inc.	James Duren	Separation & Release Letter Agreement dated July 22, 2016, between James Duren and Easton Baseball / Softball Inc.
Easton Baseball / Softball Inc.	James Elford	Separation & Release Letter Agreement dated July 22, 2016, between James Elford and Easton Baseball / Softball Inc.
Performance Sports Group Ltd.	JAMES, BRADLEY ADDRESS ON FILE	Stock Options Grants
BPS Diamond Sports Inc.	Jason Kendrick	Separation & Release Letter Agreement dated July 22, 2016, between Jason Kendrick and BPS Diamond Sports Inc.
Performance Sports Group Ltd.	JEAN, PHILIPPE ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	JEAN, PHILIPPE ADDRESS ON FILE	Stock Options Grants
Performance Lacrosse Group Inc.	Jeanna Grasso	Separation & Release Letter Agreement dated August 26, 2016, between Jeanna Grasso and Performance Lacrosse Group Inc.
BPS Diamond Sports Inc.	Jeffrey Wallace	Separation & Release Letter Agreement dated September 30, 2016, between Jeffrey Wallace and BPS Diamond Sports Inc.
Bauer Hockey, Inc.	Jennifer Tobbe	Letter of Termination – Tobbe dated August 2, 2016, between Jennifer Tobbe and Bauer Hockey, Inc.
Bauer Hockey, Inc.	John McCartan	Separation & Release Letter Agreement dated August 5, 2016, between John McCartan and Bauer Hockey, Inc.
BPS Diamond Sports Inc.	Johnny McCraw	Separation & Release Letter Agreement dated July 22, 2016, between Johnny McCraw and BPS Diamond Sports Inc.
Performance Sports Group Ltd.	JOHNSON, MARCUS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	JONES, STEVEN ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	JONES, STEVEN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	KAPLAN, MICHAEL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	KAPLAN, MICHAEL ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Kathy McGown	Letter of Termination - McGown dated August 2, 2016, between Kathy McGown and Bauer Hockey Corp.
Bauer Hockey Corp.	Ken Covo	Employment Agreement dated September 17, 2012, between Ken Covo and Bauer Hockey Corp.
Bauer Hockey Corp.	Ken Covo	Letter of Termination - Covo dated August 2, 2016, between Ken Covo and Bauer Hockey Corp.
BPS Diamond Sports Inc.	Kerri Ladines	Separation & Release Letter Agreement dated September 30, 2016, between Kerri Ladines and BPS Diamond Sports Inc.

Debtor	Contract Counterparty	Non-Assigned Contract
Bauer Hockey, Inc.	Kevin Davis	Employment Agreement - Davis dated March 3, 2011, between Kevin Davis and Bauer Hockey, Inc.
Bauer Hockey, Inc.	Kyle Sweeney	Severance Letter for Kyle Sweeney dated March 31, 2016, between Kyle Sweeney and Performance Lacrosse Group Inc.
Performance Sports Group Ltd.	LABONTE, IVAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	LAPERRIERE, JEAN-FRANCOIS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	LAROSE, ROLAND ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	LOCKRIDGE, DAVID ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	LUCCHINO, LAWRENCE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	LUNDQVIST, HENRIK ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MACKEY, LEE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MANNELLY, MATTHEW ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Margaret Heath	Separation & Release Letter Agreement dated August 19, 2016, between Margaret Heath and Bauer Hockey, Inc.
Bauer Hockey, Inc.	Mark Vendetti	Employment Agreement for Mark Vendetti, dated December 14, 2015
Bauer Hockey Corp.	Maryse Charbonneau	Severance Agreement dated August 2, 2016, between Maryse Charbonneau and Bauer Hockey Corp.
Bauer Hockey Corp.	Massimo Dente	Employment Agreement - Dente dated October 9, 2012, between Massimo Dente and Bauer Sweep Acquisition Canada Inc.
Bauer Hockey, Inc.	Matt Smith	Amended Employment Agreement for Matt Smith dated March 9, 2011, between Matt Smith and Bauer Hockey, Inc.
Bauer Hockey Corp.	Matt Smith	Letter of Termination - Smith dated August 5, 2016, between Matt Smith and Bauer Hockey Corp.
Performance Sports Group Ltd.	MAYER, OLIVER ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MAZZOLA III, SALVATORE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MCDERMOTT, BRYAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MCDONELL, BERNARD ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MCGOWN, KATHRYN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MCMENIMAN, THOMAS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MESSIER, MARK ADDRESS ON FILE	Stock Options Grants
BPS Diamond Sports Inc.	Michael Dill	Separation & Release Letter Agreement dated July 22, 2016, between Michael Dill and BPS Diamond Sports Inc.

Debtor	Contract Counterparty	Non-Assigned Contract
Bauer Hockey, Inc.	Michael Floros	Employment Agreement - Floros dated June 10, 2014, between Michael Floros and Bauer Hockey, Inc.
Bauer Hockey, Inc.	Michael Floros	Letter of Termination - Floros dated August 31, 2016, between Michael Floros and Bauer Hockey, Inc.
Performance Sports Group Ltd.	Michael Wall	Employment Agreement for Michael Wall, dated December 2, 2015
Performance Sports Group Ltd.	MICHIELLI, SAVERIO ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	Miguel Letran	Separation & Release Letter Agreement dated July 22, 2016, between Miguel Letran and Easton Baseball / Softball Inc.
Performance Sports Group Ltd.	MOHNS, THOMAS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MONTGOMERY, IAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MOORE, STEPHEN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	MORRIS, KRYSTIN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	NADEAU, NORMAND ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Nayyer Malik	Release Agreement of Severance Package dated August 10, 2016, between Nayyer Malik and Bauer Hockey Corp.
Bauer Hockey Corp.	Nayyer Malik	Termination Notice and Severance Offer dated August 10, 2016, between Nayyer Malik and Bauer Hockey Corp.
Performance Sports Group Ltd.	NICHOLSON, ROBERT ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	NICKERSON, DAVID ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Nirvair Khattrra	Notice of Permanent Lay-Off dated December 18, 2015, between Nirvair Khattrra and Bauer Hockey Corp.
Bauer Hockey Corp.	Nol Khenmanisoht	Notice of Permanent Lay-Off dated December 10, 2015, between Nol Khenmanisoht and Bauer Hockey Corp.
Bauer Hockey Corp.	Normand Nadeau	Letter of Termination - Nadeau dated November 2, 2016, between Normand Nadeau and Bauer Hockey Corp.
Bauer Hockey Corp.	Normand Nadeau	Severance Letter for Normand Nadeau dated November 2, 2016, between Normand Nadeau and Bauer Hockey Corp.
Easton Baseball / Softball Inc.	ORTIZ, LISA ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	OSTERHAMMER, ROBERT ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	OVECHKIN, ALEXANDER ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	PASTORE, ANNA	Letter of Termination - Pastore dated September 30, 2016, between Anna Pastore and Performance Lacrosse Group Inc.
Performance Sports Group Ltd.	PASTORE, ANNA ADDRESS ON FILE	Stock Options Grants

Debtor	Contract Counterparty	Non-Assigned Contract
Easton Baseball / Softball Inc.	Paul English	Employment Agreement - English dated January 11, 2016, between Paul English and Easton Baseball / Softball Inc.
Bauer Hockey, Inc.	Paul Healey	Letter of Promotion - Healey dated November 30, 2015, between Paul Healey and Bauer Hockey, Inc.
Performance Sports Group Ltd.	PEARSON, TIM ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Rebecca Crabtree	Separation & Release Letter Agreement dated August 2, 2016, between Rebecca Crabtree and Bauer Hockey, Inc.
Performance Sports Group Ltd.	REMILLARD, KEITH ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Richard M. Wuerthele	Employment Agreement for Richard M. Wuerthele dated March 1, 2014, between Richard M. Wuerthele and Bauer Hockey, Inc.
BPS Diamond Sports Inc.	Rick Baker	Separation and Release Letter Agreement dated July 20, 2016, between Rick Baker and BPS Diamond Sports Inc.
Performance Sports Group Ltd.	RILEY, SEAN ADDRESS ON FILE	Stock Options Grants
BPS Diamond Sports Inc.	Robert Kaufman	Separation & Release Letter Agreement dated September 30, 2016, between Robert Kaufman and BPS Diamond Sports Inc.
BPS Diamond Sports Inc.	Robert Nifong	Separation & Release Letter Agreement dated July 22, 2016, between Robert Nifong and BPS Diamond Sports Inc.
Performance Sports Group Ltd.	ROCHE, PAMELA ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Roger Keszei	Employment Agreement for Roger Keszei dated October 4, 2012, between Roger Keszei and Bauer Hockey AB
Bauer Hockey Corp.	Roger Keszei	Severance Letter for Roger Keszei dated March 12, 2015, between Roger Keszei and Bauer Hockey AB
Easton Baseball / Softball Inc.	Ron Thomas	Separation & Release Letter Agreement dated July 22, 2016, between Ron Thomas and Easton Baseball / Softball Inc.
Bauer Hockey, Inc.	ROSENTHAL, AMIR ADDRESS ON FILE	Amended Employment Agreement Dated 03/10/2011 plus Amendments
Performance Sports Group Ltd.	ROSENTHAL, AMIR ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	RUDD, DAVID ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Salvatore Mazzola III	Separation & Release Letter Agreement dated August 5, 2016, between Salvatore Mazzola III and Bauer Hockey, Inc.
Easton Baseball / Softball Inc.	SAMALA, EVELYN ADDRESS ON FILE	Cash Incentive Agreement
Performance Sports Group Ltd.	SAMALA, EVELYN ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Saverio Michielli	Employment Agreement for Saverio Michielli dated October 9, 2012, between Saverio Michielli and Bauer Sweep Acquisition Canada Inc.
BPS Diamond Sports Inc.	Scott Brown	Separation and Release Letter Agreement dated July 22, 2016, between Scott Brown and BPS Diamond Sports Inc.

Debtor	Contract Counterparty	Non-Assigned Contract
Performance Sports Group Ltd.	SEPULVEDA-AYERS, SANDY ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	SIEGAL, JONATHAN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	SMITH, MATTHEW ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	SPRINGER, MICHAEL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	ST. LAURENT, FREDERIC ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	STAMKOS, STEVEN ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	STEELE, CAROLYN ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	Stephanie Maghakian	Separation & Release Letter Agreement dated July 22, 2016, between Stephanie Maghakian and Easton Baseball / Softball Inc.
Bauer Hockey, Inc.	Stephen Fitzgerald	Severance Agreement dated September 30, 2016, between Stephen Fitzgerald and BPS Diamond Sports Corp.
BPS Diamond Sports Corp.	Steve Fitzgerald	Employment Agreement dated May 6, 2013, between Steve Fitzgerald and BPS Diamond Sports Corp.
BPS Diamond Sports Corp.	Steve Fitzgerald	Termination Letter and Release of Claims dated July 20, 2016, between Steve Fitzgerald and BPS Diamond Sports Corp.
Bauer Hockey, Inc.	Steve Moore	Amended Employment Agreement for Steve Moore, dated June 19, 2012
Bauer Hockey, Inc.	Tammi Mohns	Separation & Release Letter Agreement dated August 5, 2016, between Tammi Mohns and Bauer Hockey, Inc.
Performance Sports Group Ltd.	THOMAS, CALIN ADDRESS ON FILE	Stock Options Grants
Bauer Hockey Corp.	Tim Pearson	Severance Letter dated August 2, 2016
Performance Sports Group Ltd.	TOBBE, JENNIFER ADDRESS ON FILE	Stock Options Grants
Easton Baseball / Softball Inc.	Todd Harman	Independent Contractor Agreement
Bauer Hockey, Inc.	Todd Harman	Termination Letter for Todd Harman dated October 28, 2016, between Todd Harman and Easton Baseball/Softball Inc.
Easton Baseball / Softball Inc.	Travis Blasingame	Letter of Termination - Blasingame dated July 22, 2016, between Travis Blasingame and Easton Baseball / Softball Inc.
Easton Baseball / Softball Inc.	Travis Blasingame	Separation and Release Letter Agreement dated July 22, 2016, between Travis Blasingame and Easton Baseball / Softball Inc.
Performance Sports Group Ltd.	TREMBLAY, JEAN-FRANCOIS ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Troy Mohns	Amended Employment Agreement for Troy Mohns dated March 3, 2011, between Troy Mohns and Bauer Hockey, Inc.
Easton Baseball / Softball Inc.	Troy Mohns	Severance Letter for Troy Mohns dated August 1, 2016, between Troy Mohns and Bauer Hockey, Inc.

Debtor	Contract Counterparty	Non-Assigned Contract
Performance Sports Group Ltd.	TYMOWSKI, CATHERINE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	VENDETTI, MARK ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	VENNER, GARY ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	WAGNER, CURTIS ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	WALL, MICHAEL ADDRESS ON FILE	Cash Incentive Agreement Dated 08/29/2016
Performance Sports Group Ltd.	WALL, MICHAEL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	WATSON, JAMIE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	WEBER, LAWRENCE ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	WILSON, CHERYL ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	YEOMELAKIS, ARTHUR ADDRESS ON FILE	Stock Options Grants
Bauer Hockey, Inc.	Yi Qiu	Separation & Release Letter Agreement dated August 5, 2016, between Yi Qiu and Bauer Hockey, Inc.
Performance Sports Group Ltd.	YU, CECILIA ADDRESS ON FILE	Stock Options Grants
Performance Sports Group Ltd.	ZALESKI, JULIE ADDRESS ON FILE	Stock Options Grants

EXHIBIT B

Proof of Claim Form

Fill in this information to identify the case (Select only one Debtor per claim form):

- | | | |
|--|--|---|
| ☐ BPS US Holdings Inc.
(Case No. 16-12373) | ☐ BPS Diamond Sports Inc.
(Case No. 16-12379) | ☐ PSG Innovation Corp.
(Case No. 16-12385) |
| ☐ Bauer Hockey, Inc.
(Case No. 16-12374) | ☐ PSG Innovation Inc.
(Case No. 16-12380) | ☐ Bauer Hockey Corp.
(Case No. 16-12386) |
| ☐ Easton Baseball / Softball Inc.
(Case No. 16-12375) | ☐ Performance Sports Group Ltd.
(Case No. 16-12381) | ☐ BPS Canada Intermediate Corp.
(Case No. 16-12387) |
| ☐ Bauer Hockey Retail Inc.
(Case No. 16-12376) | ☐ KBAU Holdings Canada, Inc.
(Case No. 16-12382) | ☐ BPS Diamond Sports Corp.
(Case No. 16-12388) |
| ☐ Bauer Performance Sports Uniforms Inc.
(Case No. 16-12377) | ☐ Bauer Hockey Retail Corp.
(Case No. 16-12383) | ☐ Bauer Performance Sports Uniforms Corp.
(Case No. 16-12389) |
| ☐ Performance Lacrosse Group Inc.
(Case No. 16-12378) | ☐ Easton Baseball / Softball Corp.
(Case No. 16-12384) | ☐ Performance Lacrosse Group Corp.
(Case No. 16-12390) |

Proof of Claim

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy/restructuring case.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be subject to severe penalties including significant monetary fines and /or imprisonment.

- ☐ **The amounts set forth on this claim form are in US Dollars**
- ☐ **The amounts set forth on this claim form are in Canadian Dollars**

Part 1: Identify the Claim

1. Who is the current creditor?

Name of the current creditor (the person or entity to be paid for this claim) _____

Other names the creditor used with the debtor _____

2. Has this claim been acquired from someone else?

☐ No

☐ Yes. From whom? _____

3. Where should notices and payments to the creditor be sent?

Where should notices to the creditor be sent?

Name _____

Number _____ Street _____

City _____ State/Province _____ ZIP/Postal Code _____

Country _____

Contact phone _____

Contact email _____

Uniform claim identifier for electronic payments in chapter 13 (if you use one):

Where should payments to the creditor be sent? (if different)

Name _____

Number _____ Street _____

City _____ State/Province _____ ZIP/Postal Code _____

Country _____

Contact phone _____

Contact email _____

4. Does this claim amend one already filed?

☐ No

☐ Yes. Claim number on court claims registry (if known) _____

Filed on _____
MM / DD / YYYY

5. Do you know if anyone else has filed a proof of claim for this claim?

☐ No

☐ Yes. Who made the earlier filing? _____

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?	☐ No ☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ ____ ____ ____
7. How much is the claim and in what currency?	\$ _____ Does this amount include interest or other charges? ☐ USD ☐ No ☐ CDN ☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges.
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, credit card, restructuring claim/disclaimed or resiliated contract, etc. Attach redacted copies of any documents supporting the claim. Limit disclosing information that is entitled to privacy, such as health care information. _____
9. Is all or part of the claim secured?	☐ No ☐ Yes. The claim is secured by a lien on property. Nature of property: ☐ Real estate. ☐ Motor vehicle ☐ Other. Describe: _____ Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.) Value of property: \$ _____ Amount of the claim that is secured: \$ _____ Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.) Amount necessary to cure any default as of October 31, 2016: \$ _____ Annual Interest Rate (when case was filed) _____ % ☐ Fixed ☐ Variable
10. Is this claim based on a lease?	☐ No ☐ Yes. Amount necessary to cure any default as of the date of the petition or Initial Order. \$ _____
11. Is this claim subject to a right of setoff?	☐ No ☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority or special treatment under US or Canadian law?	☐ No ☐ Yes. <i>Check one:</i> Under U.S. law: ☐ Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). ☐ Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). ☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). ☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). ☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies. Under Canadian law: ☐ Wages, salaries, or commissions (up to CDN \$2,000) earned within 6 months before the Initial Order or disbursements of a travelling salesperson (up to CDN \$1,000) incurred in the same period, as referred to in section 6(5) CCAA. ☐ Amounts due in respect of a registered pension plan as referred to in section 6(6) CCAA. ☐ Amounts due to the governments and referred to in section 6(3) CCAA.	Amount entitled to priority \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____	
* Amounts are subject to adjustment on 4/01/16 and every 3 years after that for cases begun on or after the date of adjustment.			
13. Is all or part of the claim an administrative expense entitled to administrative priority?	☐ No ☐ Yes.	Amount entitled to administrative priority \$ _____	

Part 3: Sign Below

The person completing this proof of claim must sign and date it.

Check the appropriate box:

- ☐ I am the creditor.
☐ I am the creditor's attorney or authorized agent.
☐ I am the trustee, or the debtor, or their authorized agent.
☐ I am a guarantor, surety, endorser, or other codebtor.

A person who files a fraudulent claim could be subject to severe penalties including significant monetary fines and/or imprisonment.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____ (mm/dd/yyyy)

 Signature
Print the name of the person who is completing and signing this claim:

Name	First name	Middle name	Last name
Title	_____		
Company	_____		
Identify the corporate servicer as the company if the authorized agent is a servicer.			
Address	_____		
	Number	Street	
	City	State/Province	ZIP/Postal Code
			Country
Contact phone	_____	Email	_____

Instructions for Proof of Claim

United States Bankruptcy Court and Ontario Superior Court of Justice (Commercial List)

These instructions and definitions generally explain the law. In certain circumstances, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy/insolvency process and privacy regulations.

Notice to claimant/creditor: A person who files a fraudulent claim could be subject to severe penalties, including monetary fines and/or imprisonment. It is your responsibility to prepare and file your claim accurately.

How to fill out this form

- ☐ **Fill in the caption at the top of the form:** You must indicate to which of the listed Debtor Companies your Claim relates. If your Claim is against several of the listed entities, you must prepare a *Proof of Claim* for each entity against which a Claim is asserted. If a Claim is made against more than one entity, you must indicate in a schedule accompanying the Claim the reasons why the entity is liable for the Claim (e.g. principal/guarantor) and provide the documentation supporting the guarantee, as the case may be.
- ☐ **Proceedings:** This *Proof of Claim* form is intended to be used in the Debtors' proceedings under the *Companies' Creditors Arrangement Act* (Canada) ("**CCAA**") as well as in the Debtors' concurrent proceedings under Chapter 11 of the *Bankruptcy Code*. Creditors are expected to complete a single *Proof of Claim* form in respect of the Restructuring Proceedings (see the definition on the next page) for a particular Debtor.
- ☐ **Identification:** Make sure the name of the creditor is properly identified on the *Proof of Claim* (in section 1) together with the addresses to be used for notices and payments (in section 3) and the name and address of the person completing the *Proof of Claim* form (in Part 3).
- ☐ **Make sure you indicate the currency used for the amounts referred to in the claim.** The amounts may be expressed in U.S. currency (U.S.\$) or in Canadian currency (CDN\$). If your Claim is expressed in a currency other than U.S.\$ or CDN\$, your Claim should be converted in U.S.\$ or in CDN\$ at the rate of exchange that prevailed on October 31, 2016. In such a case, Creditors must also provide particulars of the original currency of your Claim and of the foreign exchange rate used to convert the Claim, in a separate document.
- ☐ **If the claim has been acquired from someone else:** State the identity of the last party who owned the Claim or was the holder of the Claim and who transferred it to you before the initial Claim was filed.
- ☐ **Attach copies of any supporting documents to this form.** You may attach copies of any document you believe is necessary in order to establish your Claim. If the documents contain confidential information, the documents should be redacted to make the confidential information unrecognizable (see the definition of *redaction* on the next page). Attach copies of any documents that show that the debt exists, a lien secures the debt, or both. Also attach copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added.
- ☐ **Do not send original documents because attachments may be destroyed after scanning.**
- ☐ **Confidential Information:** If the Claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the Claim and in the attached documents. A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth.
- ☐ **For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*.

Confirmation that the claim has been filed

To receive confirmation that the Claim has been filed, enclose a stamped (with appropriate stampage for a delivery from the United States) self-addressed envelope and a copy of this form. You may view a list of filed Claims in this case by visiting the Claims and Noticing Agent's website at <http://cases.primeclerk.com/psg>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a case is filed in connection with operating, liquidating, or distributing the estate, in the context of proceedings under the U.S. *Bankruptcy Code*.

Bankruptcy: Typically, the term "bankruptcy" refers to proceedings under the *Bankruptcy Code*, either as a voluntary or involuntary liquidation process or a restructuring process under Chapter 11 of the *Bankruptcy Code*, whether or not a trustee is appointed. In the present case, the term may also include the restructuring process initiated by the Debtors under the provisions of the CCAA, where the context so requires.

CCAA: *Companies' Creditors Arrangement Act* (Canada)

Claim: A Creditor's right to receive payment for a debt or liability that the Debtor owed on the Relevant Date, whether secured, preferred, unsecured priority, unsecured nonpriority, or otherwise entitled to special treatment under applicable U.S. or Canadian law in the context of the Restructuring Proceedings. A Claim may be secured or unsecured, fixed or contingent, and/or liquidated or unliquidated. A Claim must be an amount owed by Debtor on the Relevant Date, or an amount that becomes due after that date as a result of an obligation incurred before the Relevant Date.

Creditor: A person, corporation, or other entity that has a Claim against a Debtor.

Debtor: A person, corporation, or other entity who is undergoing a Restructuring Proceeding. Use the Debtor's name and case number as shown in the bankruptcy notice you received.

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded or published, such as a mortgage, lien, certificate of title, financing statement or hypothec.

Information entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a Claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if an objection is made regarding the Claim, or if the Debtor or the Monitor requests additional information to support the Claim.

Monitor: The Court appointed officer in the proceedings under the CCAA.

Priority claim: A Claim within a category of unsecured claims that is entitled to priority or otherwise entitled to special treatment under applicable U.S. or Canadian law in the context of the Restructuring Proceedings. These claims are paid from the available money or property before other unsecured claims are paid. Common priority unsecured claims include certain unpaid wages (up to prescribed limits), source deductions, certain governmental claims entitled to priority by statute, and certain amounts due to prescribed pension plans.

Proof of claim: A form that indicates the Claim asserted by a Creditor against a Debtor, as of the Relevant Date. The form must be filed in compliance with the procedures approved by the court in the context of the Restructuring Proceedings, and within the deadlines set by the orders of the Court.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out Information entitled to privacy on the *Proof of Claim* form and any attached documents.

Relevant Date: Used in this form, the expression Relevant Date means October 31, 2016, namely the date of the petition under the *Bankruptcy Code*, or the date of the Initial Order made under the CCAA, as the case may be.

Restructuring Proceedings: The proceedings commenced by the Debtors under Chapter 11 of the *Bankruptcy Code* and pending in the United States Bankruptcy Court for the District of Delaware, and the proceedings commenced by the Debtors under the CCAA and pending before the Ontario Superior Court of Justice (Commercial List), in Toronto, Ontario.

Secured claim: A Claim backed by a lien, a security instrument or other similar encumbrance on particular property of the Debtor. A Claim is secured to the extent that a Creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular encumbered property that secures the debt. Any amount owed to a Creditor that is more than the value of the encumbered property normally may be an unsecured claim. But exceptions exist. Examples of liens on property include a mortgage or hypothec on real estate or

a security interest in a car. A lien may be voluntarily granted by a Debtor, may arise by statute or other force of law, or may be obtained through a court proceeding.

Setoff: Occurs when a Creditor pays itself with money belonging to the Debtor that it is holding, or by canceling a debt it owes to the Debtor.

Unsecured claim: A Claim that does not meet the requirements of a secured claim. A Claim may be unsecured in part to the extent that the amount of the Claim is more than the value of the property on which a Creditor has a lien.

Offers to purchase a Claim

Certain entities purchase Claims for an amount that is less than the face value of the Claims. These entities may contact Creditors offering to purchase their Claims. Some written communications from these entities may easily be confused with official court documentation or communications from the Debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, the Debtor or the Monitor. A Creditor has no obligation to sell its Claim. However, if a Creditor decides to sell its Claim, any transfer of that Claim is subject to applicable U.S. or Canadian law in the context of the Restructuring Proceedings, and any orders of the U.S. Bankruptcy Court or of the Ontario Superior Court of Justice that apply in the context of the Restructuring Proceedings.

Please send completed Proof(s) of Claim to:

BPS US Holdings Inc. Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022

Do not file these instructions with your form
--

EXHIBIT C

Employee Claims Bar Date Notice

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

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 PROPOSED PLAN OF COMPROMISE OR ARRANGEMENT
OF PERFORMANCE SPORTS GROUP LTD. *ET. AL.*

- and -

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
BPS US Holdings Inc., <i>et al.</i> , ¹	)	
	)	Case No. 16-12373 (KJC)
	)	
Debtors.	)	(Jointly Administered)
	)	

NOTICE TO EMPLOYEES OF BAR DATES FOR FILING CLAIMS

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

TO ALL KNOWN EMPLOYEES, INDEPENDENT CONTRACTORS, AND/OR TEMPORARY WORKERS EMPLOYED BY THE ABOVE CAPTIONED AFFILIATED DEBTORS AND DEBTORS IN POSSESSION (COLLECTIVELY, THE "DEBTORS") AS OF OCTOBER 31, 2016 (THE "PETITION DATE") OR THEREAFTER:

¹ The Debtors in these Chapter 11 Cases and Canadian Proceedings, along with the last four digits of each Debtor's federal tax identification number or Canadian equivalent, are as follows: BPS US Holdings Inc. (8341); Bauer Hockey, Inc. (3094); Easton Baseball / Softball Inc. (5670); Bauer Hockey Retail Inc. (6663); Bauer Performance Sports Uniforms Inc. (1095); Performance Lacrosse Group Inc. (4200); BPS Diamond Sports Inc. (5909); PSG Innovation Inc. (9408); Performance Sports Group Ltd. (1514); KBAU Holdings Canada, Inc. (5751); Bauer Hockey Retail Corp. (1899); Easton Baseball / Softball Corp. (4068); PSG Innovation Corp. (2165); Bauer Hockey Corp. (4465); BPS Canada Intermediate Corp. (4633); BPS Diamond Sports Corp. (8049); Bauer Performance Sports Uniforms Corp. (2203); and Performance Lacrosse Group Corp. (1249). The Debtors' headquarters are located at 100 Domain Dr., Exeter, New Hampshire 03833.

PLEASE TAKE NOTICE THAT, on [____], the United States Bankruptcy Court for the District of Delaware and the Ontario Superior Court of Justice (Commercial List) (the "Courts") entered orders (together, the "Employee Claims Bar Date Orders") establishing May 17, 2017 at 5:00 p.m., prevailing Eastern Time as the deadline by which all employees, independent contractors, or temporary workers employed or otherwise utilized by the Debtors (each an "Employee" and, collectively, the "Employees") must file proofs of claim in the Debtors' chapter 11 cases (the "Chapter 11 Cases") or the Canadian Proceedings (the "Canadian Proceeding"), as applicable, on account of any claim against the Debtors, whether arising before or after the Petition Date.

As used in this Notice, the term "claim" means, as to or against any of the Debtors: (i) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (ii) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

As used in this Notice, "prepetition" has the same meaning as the term "pre-filing".

FILING CLAIMS

WHO MUST FILE

The Employee Claims Bar Date applies to all employees, independent contractors, and/or temporary workers employed or otherwise utilized by the Debtors as of the Petition Date or thereafter. Pursuant to the Employee Claims Bar Date Order, such persons **must** file proofs of claim in the Chapter 11 Cases or the Canadian Proceedings, as applicable, on account of any alleged claim against the Debtors, whether arising before or after the Petition Date, by the Employee Claims Bar Date.

WHAT TO FILE

The Debtors are enclosing a proof of claim form (the "Proof of Claim Form") for use in these Chapter 11 Cases or Canadian Proceedings, or you may use another proof of claim form that conforms substantially thereto. If your claim is scheduled by the Debtors, the enclosed Proof of Claim Form also sets forth: (i) the amount of your claim (if any) as scheduled; (ii) the specific Debtor against which the claim is scheduled; (iii) whether your claim is scheduled as disputed, contingent or unliquidated; and (iv) whether your claim is listed as a secured, preferred, unsecured non-priority, unsecured priority claim or otherwise entitled to special treatment under applicable U.S. or Canadian law in connection with the Chapter 11 Cases or the Canadian Proceedings. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the proof of claim form(s) provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at the following website: <https://cases.primeclerk.com/PSG> (the "Claim Agent Website") or the website of the court-appointed Monitor in the Canadian Proceeding: www.ey.com/ca/psg (the "Monitor's Website").

WHEN AND WHERE TO FILE

Entities must file each Proof of Claim Form so that it is received on or before the Employee Claims Bar Date, (i) via the electronic interface on the website of the Debtors' claims agent, Prime Clerk LLC, <https://cases.primeclerk.com/PSG>, or (ii) at the following address:

**Performance Sports Group Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022**

Proofs of claim will be deemed filed when **actually received** by Prime Clerk on or before the applicable Bar Date. **Proofs of claim may not be delivered via facsimile or electronic mail transmission.**

Proofs of claim will be collected, docketed and maintained by Prime Clerk for both the Chapter 11 Cases and the Canadian Proceedings. If you want to receive acknowledgement of Prime Clerk's receipt of a proof of claim, you must submit, by the Employee Claims Bar Date and concurrently with submitting your original proof of claim, (i) a copy of the original proof of claim and (ii) a self-addressed, postage prepaid return envelope or follow the instructions on Prime Clerk's website if submitting electronically.

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

Any entity asserting claims against multiple Debtors must file a separate proof of claim form with respect to each Debtor. In addition, any entity filing a claim must identify on its proof of claim form the particular Debtor against which the entity asserts its claim. If an entity lists more than one Debtor on any one form, the relevant claims will be treated as filed **only** against the first listed Debtor.

CONSEQUENCES OF FAILURE TO FILE A CLAIM

Employees that fail to properly file a Proof of Claim Form by the Employee Claims Bar Date shall be forever barred, estopped and enjoined from asserting such claim against any of the Debtors (or filing a Proof of Claim with respect thereto) and shall not be permitted to vote to accept or reject any chapter 11 plan filed in these Chapter 11 Cases, participate in any distribution in these Chapter 11 Cases on account of such claim, or receive further notices regarding such claim.

RESERVATION OF RIGHTS

The Debtors retain the right to: (i) dispute, or assert offsets or defenses against, any filed proofs of claim or requests for payment of administrative expenses, or any claim listed or reflected in the Schedules, as to nature, amount, liability, classification or otherwise; (ii) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (iii) otherwise amend or supplement the Schedules. Notwithstanding the foregoing, nothing contained herein shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

ADDITIONAL INFORMATION

If you require additional information regarding the filing of a claim, you may contact Prime Clerk at **855-631-5352** or by submitting an inquiry at <https://cases.primeclerk.com/PSG>. Copies of the Employee Claims Bar Date Orders and other information regarding the Debtors' Chapter 11 Cases and the Canadian Proceedings are available for inspection free of charge on Prime Clerk's website at: <https://cases.primeclerk.com/PSG/Home-Index>, or the Monitor' Website: www.ey.com/ca/psg, as applicable.

Neither Prime Clerk nor the Monitor can advise you how to file, or whether you should file, a claim. You may wish to consult an attorney regarding this matter.

Dated: Wilmington, Delaware and
Toronto, Ontario

_____, 2017

BY ORDER OF THE COURTS

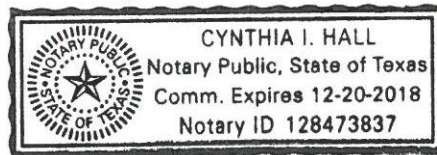
TAB B

*THIS IS EXHIBIT "B" referred to in the Affidavit of
Brian J. Fox, sworn on March 30, 2017.*



Commissioner for Taking Affidavits

Cynthia I. Hall



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

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 PROPOSED PLAN OF COMPROMISE OR ARRANGEMENT
OF PERFORMANCE SPORTS GROUP LTD. *ET. AL.*

- and -

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
BPS US Holdings Inc., <i>et al.</i> , ¹	)	
	)	Case No. 16-12373 (KJC)
	)	
Debtors.	)	(Jointly Administered)
	)	

NOTICE TO EMPLOYEES OF BAR DATES FOR FILING CLAIMS

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

TO ALL KNOWN EMPLOYEES, INDEPENDENT CONTRACTORS, AND/OR TEMPORARY WORKERS EMPLOYED BY THE ABOVE CAPTIONED AFFILIATED DEBTORS AND DEBTORS IN POSSESSION (COLLECTIVELY, THE "DEBTORS") AS OF OCTOBER 31, 2016 (THE "PETITION DATE") OR THEREAFTER:

¹ The Debtors in these Chapter 11 Cases and Canadian Proceedings, along with the last four digits of each Debtor's federal tax identification number or Canadian equivalent, are as follows: BPS US Holdings Inc. (8341); Bauer Hockey, Inc. (3094); Easton Baseball / Softball Inc. (5670); Bauer Hockey Retail Inc. (6663); Bauer Performance Sports Uniforms Inc. (1095); Performance Lacrosse Group Inc. (4200); BPS Diamond Sports Inc. (5909); PSG Innovation Inc. (9408); Performance Sports Group Ltd. (1514); KBAU Holdings Canada, Inc. (5751); Bauer Hockey Retail Corp. (1899); Easton Baseball / Softball Corp. (4068); PSG Innovation Corp. (2165); Bauer Hockey Corp. (4465); BPS Canada Intermediate Corp. (4633); BPS Diamond Sports Corp. (8049); Bauer Performance Sports Uniforms Corp. (2203); and Performance Lacrosse Group Corp. (1249). The Debtors' headquarters are located at 100 Domain Dr., Exeter, New Hampshire 03833.

PLEASE TAKE NOTICE THAT, on [____], the United States Bankruptcy Court for the District of Delaware and the Ontario Superior Court of Justice (Commercial List) (the "Courts") entered orders (together, the "Employee Claims Bar Date Orders") establishing May 17, 2017 at 5:00 p.m., prevailing Eastern Time as the deadline by which all employees, independent contractors, or temporary workers employed or otherwise utilized by the Debtors (each an "Employee" and, collectively, the "Employees") must file proofs of claim in the Debtors' chapter 11 cases (the "Chapter 11 Cases") or the Canadian Proceedings (the "Canadian Proceeding"), as applicable, on account of any claim against the Debtors, whether arising before or after the Petition Date.

As used in this Notice, the term "claim" means, as to or against any of the Debtors: (i) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (ii) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

As used in this Notice, "prepetition" has the same meaning as the term "pre-filing".

FILING CLAIMS

WHO MUST FILE

The Employee Claims Bar Date applies to all employees, independent contractors, and/or temporary workers employed or otherwise utilized by the Debtors as of the Petition Date or thereafter. Pursuant to the Employee Claims Bar Date Order, such persons **must** file proofs of claim in the Chapter 11 Cases or the Canadian Proceedings, as applicable, on account of any alleged claim against the Debtors, whether arising before or after the Petition Date, by the Employee Claims Bar Date.

WHAT TO FILE

The Debtors are enclosing a proof of claim form (the "Proof of Claim Form") for use in these Chapter 11 Cases or Canadian Proceedings, or you may use another proof of claim form that conforms substantially thereto. If your claim is scheduled by the Debtors, the enclosed Proof of Claim Form also sets forth: (i) the amount of your claim (if any) as scheduled; (ii) the specific Debtor against which the claim is scheduled; (iii) whether your claim is scheduled as disputed, contingent or unliquidated; and (iv) whether your claim is listed as a secured, preferred, unsecured non-priority, unsecured priority claim or otherwise entitled to special treatment under applicable U.S. or Canadian law in connection with the Chapter 11 Cases or the Canadian Proceedings. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the proof of claim form(s) provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at the following website: <https://cases.primeclerk.com/PSG> (the "Claim Agent Website") or the website of the court-appointed Monitor in the Canadian Proceeding: www.ey.com/ca/psg (the "Monitor's Website").

WHEN AND WHERE TO FILE

Entities must file each Proof of Claim Form so that it is received on or before the Employee Claims Bar Date, (i) via the electronic interface on the website of the Debtors' claims agent, Prime Clerk LLC, <https://cases.primeclerk.com/PSG>, or (ii) at the following address:

**Performance Sports Group Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022**

Proofs of claim will be deemed filed when **actually received** by Prime Clerk on or before the applicable Bar Date. **Proofs of claim may not be delivered via facsimile or electronic mail transmission.**

Proofs of claim will be collected, docketed and maintained by Prime Clerk for both the Chapter 11 Cases and the Canadian Proceedings. If you want to receive acknowledgement of Prime Clerk's receipt of a proof of claim, you must submit, by the Employee Claims Bar Date and concurrently with submitting your original proof of claim, (i) a copy of the original proof of claim and (ii) a self-addressed, postage prepaid return envelope or follow the instructions on Prime Clerk's website if submitting electronically.

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

Any entity asserting claims against multiple Debtors must file a separate proof of claim form with respect to each Debtor. In addition, any entity filing a claim must identify on its proof of claim form the particular Debtor against which the entity asserts its claim. If an entity lists more than one Debtor on any one form, the relevant claims will be treated as filed **only** against the first listed Debtor.

CONSEQUENCES OF FAILURE TO FILE A CLAIM

Employees that fail to properly file a Proof of Claim Form by the Employee Claims Bar Date shall be forever barred, estopped and enjoined from asserting such claim against any of the Debtors (or filing a Proof of Claim with respect thereto) and shall not be permitted to vote to accept or reject any chapter 11 plan filed in these Chapter 11 Cases, participate in any distribution in these Chapter 11 Cases on account of such claim, or receive further notices regarding such claim.

RESERVATION OF RIGHTS

The Debtors retain the right to: (i) dispute, or assert offsets or defenses against, any filed proofs of claim or requests for payment of administrative expenses, or any claim listed or reflected in the Schedules, as to nature, amount, liability, classification or otherwise; (ii) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (iii) otherwise amend or supplement the Schedules. Notwithstanding the foregoing, nothing contained herein shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

ADDITIONAL INFORMATION

If you require additional information regarding the filing of a claim, you may contact Prime Clerk at **855-631-5352** or by submitting an inquiry at <https://cases.primeclerk.com/PSG>. Copies of the Employee Claims Bar Date Orders and other information regarding the Debtors' Chapter 11 Cases and the Canadian Proceedings are available for inspection free of charge on Prime Clerk's website at: <https://cases.primeclerk.com/PSG/Home-Index>, or the Monitor' Website: www.ey.com/ca/psg, as applicable.

Neither Prime Clerk nor the Monitor can advise you how to file, or whether you should file, a claim. You may wish to consult an attorney regarding this matter.

Dated: Wilmington, Delaware and
Toronto, Ontario

_____, 2017

BY ORDER OF THE COURTS

TAB 3

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.	)	MONDAY, THE 10 TH
	)	
JUSTICE NEWBOULD	)	DAY OF APRIL, 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 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)

ORDER
(Re Amendment to Style of Cause)

THIS MOTION, made by the Applicants pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an order approving the amendment of the style of cause to reflect the change of certain of the Applicants' corporate names, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Brian J. Fox sworn March 30, 2017 and the Exhibits thereto (the "**Fox Affidavit**"), the Sixth Report of Ernst & Young Inc. in its capacity as monitor (the "**Monitor**") to the Applicants dated ●, 2017, and on hearing the submissions of counsel for the Applicants and the Monitor, no one appearing for any other party although duly served as appears from the affidavit of service of ●, filed.

AMENDMENT TO STYLE OF CAUSE

1. **THIS COURT ORDERS** that the style of cause in the within Applications is hereby amended to, and shall in all pleadings and other materials submitted to this Court be referred to as:

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.

GENERAL

2. **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 and 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 the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

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

**ORDER
(RE AMENDMENT TO STYLE OF CAUSE)**

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

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Lawyers for the Applicants

TAB 4

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.	)	MONDAY, THE 10 TH
	)	
JUSTICE NEWBOULD	)	DAY OF APRIL, 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 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)

ORDER
(Re: Employee Claims Procedure)

THIS MOTION, made by the Applicants pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an order approving the procedures and bar dates for former employees of the Applicants to file claims against the Applicants, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Brian J. Fox sworn March 30, 2017 and the Exhibits thereto, the Sixth Report of Ernst & Young Inc. in its capacity as monitor (the "**Monitor**") to the Applicants dated ●, 2017, and on hearing the submissions of counsel for the Applicants, the Monitor and those other parties present, no one appearing for any other person on the service list, although duly served as appears from the affidavit of service of ●, filed.

DEFINITIONS

1. **THIS COURT ORDERS** that for purposes of this Order all capitalized terms not otherwise defined herein have the meaning ascribed to them in the Claims Procedure Order and the following terms shall have the following meanings:

- (a) **"Claims Procedure Order"** means the Order of this Court dated December 19, 2016 outlining the procedures for asserting a Claim or Restructuring Claim;
- (b) **"Employee"** means any employee, independent contractor, or temporary worker, whom the Applicants employed as of October 31, 2016 or thereafter.
- (c) **"Employee Claim"** means any Claim or Restructuring Claim held by an Employee, including, but not limited to, claims for indemnification or reimbursement, unpaid compensation, expenses, severance, termination pay or benefits, and any claims arising from the rejection of any employment agreement.
- (d) **"Employee Claims Bar Date Notice"** means the notice substantially in the form attached hereto as Schedule "A";
- (e) **"Employee Claims Bar Date"** means May 17, 2017 at 5:00 p.m., EDT.
- (f) **"Employee Proof of Claim"** means the form to be completed and filed by an Employee setting forth his or her purported Employee Claim, which proof of claim shall be substantially in the form attached hereto as Schedule "B"; and
- (g) **"U.S. Claims Procedures"** means the claims process and employee claims process approved by the U.S. Court to be conducted within the Chapter 11 Proceedings in respect of the Applicants.

NOTICE

2. **THIS COURT ORDERS** that no later than seven (7) days following entry of this Order, Prime Clerk shall serve the Employee Claims Bar Date Notice by mailing a copy of the Employee Bar Date Notice, together with an Employee Proof of Claim, by first-class mail to all known Employees at such Employees' last known addresses as found in the Applicants' books and records.

3. **THIS COURT ORDERS** that the Monitor shall cause the Employee Claims Bar Date Notice and an Employee Proof of Claim to be posted on the Monitor's website at www.ey.com/ca/psg within three (3) days of the date of this Order.

FILING OF EMPLOYEE PROOFS OF CLAIM

4. **THIS COURT ORDERS** that any Employee asserting an Employee Claim shall complete an Employee Proof of Claim and file the Employee Proof of Claim before the Employee Claims Bar Date by (i) filing electronically via the interface available on Prime Clerk's website at <https://cases.primeclerk.com/PSG>; or (ii) delivering a completed Employee Proof of Claim by first-class mail, overnight delivery service, or hand delivery at the following address: Performance Sports Group Claims Processing Center, c/o Prime Clerk LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022.

5. **THIS COURT ORDERS** that any Employee who has submitted a Proof of Claim pursuant to the Claims Procedure Order or U.S. Claims Procedures (such claim being a "**Prior Proof of Claim**") shall not be required to file an Employee Proof of Claim, his or her Prior Proof of Claim shall continue to act as that Employee's Proof of Claim, and the Employee may amend the Prior Proof of Claim until, but not following, the Employee Claims Bar Date.

6. **THIS COURT ORDERS** that paragraphs 10 and 13 of the Claims Procedure Order shall continue to apply.

7. **THIS COURT ORDERS** that the following procedures for the filing of Employee Proofs of Claim shall apply:

- (a) Employee Proofs of Claim will be deemed filed when actually received by Prime Clerk in the manner provided for in the Employee Bar Date Notice, or by the Monitor.
- (b) Employee Proofs of Claim may not be delivered via facsimile or electronic mail transmission.
- (c) Employee Proofs of Claim will be collected, docketed and maintained by Prime Clerk.
- (d) All Employee Proofs of Claim must be signed by the Employee or, by an authorized agent of the Employee. The Employee Proof of Claim must be written in English or French. The Employee shall attach to the completed form any documents on which the Employee Claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

8. **THIS COURT ORDERS** that to the extent that an Employee submits an Employee Proof of Claim to the Monitor by registered mail or hand delivery on or before the Employee Claims Bar Date, the Employee Proof of Claim will be forwarded to Prime Clerk for inclusion on the Applicants' official claims register and shall be deemed timely filed.

9. **THIS COURT ORDERS** that any Employee who does not deliver an Employee Proof of Claim in respect of an Employee Claim in accordance with paragraphs 4 and 7 of this Order or a Proof of Claim in accordance the Claim Procedure Order, shall be forever barred from asserting such Employee Claim against any of the Applicants and such Employee Claim shall be forever extinguished and any holder of such Employee Claim shall not be entitled to participate as a creditor in these proceedings or receive any further notice in respect of the CCAA Proceedings, the Claims Procedure or any Plan and shall not be entitled to vote on any Plan or receive any distribution from any Plan or otherwise from the Applicants, or the Monitor on behalf of the Applicants, in respect of such Employee Claim.

10. **THIS COURT ORDERS** that nothing in the within Order shall be deemed to enlarge or extend the bar dates for any parties previously required to file proofs of claim pursuant to the Claims Procedure Order or U.S. Claims Procedures.

DETERMINATION OF CLAIMS AND RESTRUCTURING CLAIMS

11. **THIS COURT ORDERS** that the applicable procedures for reviewing and determining Claims or Restructuring Claims, if any, shall be established by further Order of the Court. Notice of such procedures shall be provided to the service list in this CCAA Proceedings and any Person who has filed a Proof of Claim or Employee Proof of Claim in accordance with the Claims Procedure or the procedures established by this Order.

GENERAL

12. **THIS COURT ORDERS** that references to the singular shall include the plural, references to the plural shall include the singular and to any gender shall include the other gender.

13. **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 and 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 the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

Schedule "A" - Employee Claims Bar Date Notice

Attached

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

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 PROPOSED PLAN OF COMPROMISE OR ARRANGEMENT
OF PERFORMANCE SPORTS GROUP LTD. *ET. AL.*

- and -

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
BPS US Holdings Inc., <i>et al.</i> , ¹	)	
	)	Case No. 16-12373 (KJC)
	)	
Debtors.	)	(Jointly Administered)
	)	

NOTICE TO EMPLOYEES OF BAR DATES FOR FILING CLAIMS

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

TO ALL KNOWN EMPLOYEES, INDEPENDENT CONTRACTORS, AND/OR TEMPORARY WORKERS EMPLOYED BY THE ABOVE CAPTIONED AFFILIATED DEBTORS AND DEBTORS IN POSSESSION (COLLECTIVELY, THE “DEBTORS”) AS OF OCTOBER 31, 2016 (THE “PETITION DATE”) OR THEREAFTER:

¹ The Debtors in these Chapter 11 Cases and Canadian Proceedings, along with the last four digits of each Debtor's federal tax identification number or Canadian equivalent, are as follows: BPS US Holdings Inc. (8341); Bauer Hockey, Inc. (3094); Easton Baseball / Softball Inc. (5670); Bauer Hockey Retail Inc. (6663); Bauer Performance Sports Uniforms Inc. (1095); Performance Lacrosse Group Inc. (4200); BPS Diamond Sports Inc. (5909); PSG Innovation Inc. (9408); Performance Sports Group Ltd. (1514); KBAU Holdings Canada, Inc. (5751); Bauer Hockey Retail Corp. (1899); Easton Baseball / Softball Corp. (4068); PSG Innovation Corp. (2165); Bauer Hockey Corp. (4465); BPS Canada Intermediate Corp. (4633); BPS Diamond Sports Corp. (8049); Bauer Performance Sports Uniforms Corp. (2203); and Performance Lacrosse Group Corp. (1249). The Debtors' headquarters are located at 100 Domain Dr., Exeter, New Hampshire 03833.

PLEASE TAKE NOTICE THAT, on [____], the United States Bankruptcy Court for the District of Delaware and the Ontario Superior Court of Justice (Commercial List) (the "Courts") entered orders (together, the "Employee Claims Bar Date Orders") establishing May 17, 2017 at 5:00 p.m., prevailing Eastern Time as the deadline by which all employees, independent contractors, or temporary workers employed or otherwise utilized by the Debtors (each an "Employee" and, collectively, the "Employees") must file proofs of claim in the Debtors' chapter 11 cases (the "Chapter 11 Cases") or the Canadian Proceedings (the "Canadian Proceeding"), as applicable, on account of any claim against the Debtors, whether arising before or after the Petition Date.

As used in this Notice, the term "claim" means, as to or against any of the Debtors: (i) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (ii) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

As used in this Notice, "prepetition" has the same meaning as the term "pre-filing".

FILING CLAIMS

WHO MUST FILE

The Employee Claims Bar Date applies to all employees, independent contractors, and/or temporary workers employed or otherwise utilized by the Debtors as of the Petition Date or thereafter. Pursuant to the Employee Claims Bar Date Order, such persons **must** file proofs of claim in the Chapter 11 Cases or the Canadian Proceedings, as applicable, on account of any alleged claim against the Debtors, whether arising before or after the Petition Date, by the Employee Claims Bar Date.

WHAT TO FILE

The Debtors are enclosing a proof of claim form (the "Proof of Claim Form") for use in these Chapter 11 Cases or Canadian Proceedings, or you may use another proof of claim form that conforms substantially thereto. If your claim is scheduled by the Debtors, the enclosed Proof of Claim Form also sets forth: (i) the amount of your claim (if any) as scheduled; (ii) the specific Debtor against which the claim is scheduled; (iii) whether your claim is scheduled as disputed, contingent or unliquidated; and (iv) whether your claim is listed as a secured, preferred, unsecured non-priority, unsecured priority claim or otherwise entitled to special treatment under applicable U.S. or Canadian law in connection with the Chapter 11 Cases or the Canadian Proceedings. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the proof of claim form(s) provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at the following website: <https://cases.primeclerk.com/PSG> (the "Claim Agent Website") or the website of the court-appointed Monitor in the Canadian Proceeding: www.ey.com/ca/psg (the "Monitor's Website").

WHEN AND WHERE TO FILE

Entities must file each Proof of Claim Form so that it is received on or before the Employee Claims Bar Date, (i) via the electronic interface on the website of the Debtors' claims agent, Prime Clerk LLC, <https://cases.primeclerk.com/PSG>, or (ii) at the following address:

**Performance Sports Group Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022**

Proofs of claim will be deemed filed when **actually received** by Prime Clerk on or before the applicable Bar Date. **Proofs of claim may not be delivered via facsimile or electronic mail transmission.**

Proofs of claim will be collected, docketed and maintained by Prime Clerk for both the Chapter 11 Cases and the Canadian Proceedings. If you want to receive acknowledgement of Prime Clerk's receipt of a proof of claim, you must submit, by the Employee Claims Bar Date and concurrently with submitting your original proof of claim, (i) a copy of the original proof of claim and (ii) a self-addressed, postage prepaid return envelope or follow the instructions on Prime Clerk's website if submitting electronically.

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

Any entity asserting claims against multiple Debtors must file a separate proof of claim form with respect to each Debtor. In addition, any entity filing a claim must identify on its proof of claim form the particular Debtor against which the entity asserts its claim. If an entity lists more than one Debtor on any one form, the relevant claims will be treated as filed **only** against the first listed Debtor.

CONSEQUENCES OF FAILURE TO FILE A CLAIM

Employees that fail to properly file a Proof of Claim Form by the Employee Claims Bar Date shall be forever barred, estopped and enjoined from asserting such claim against any of the Debtors (or filing a Proof of Claim with respect thereto) and shall not be permitted to vote to accept or reject any chapter 11 plan filed in these Chapter 11 Cases, participate in any distribution in these Chapter 11 Cases on account of such claim, or receive further notices regarding such claim.

RESERVATION OF RIGHTS

The Debtors retain the right to: (i) dispute, or assert offsets or defenses against, any filed proofs of claim or requests for payment of administrative expenses, or any claim listed or reflected in the Schedules, as to nature, amount, liability, classification or otherwise; (ii) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (iii) otherwise amend or supplement the Schedules. Notwithstanding the foregoing, nothing contained herein shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

ADDITIONAL INFORMATION

If you require additional information regarding the filing of a claim, you may contact Prime Clerk at **855-631-5352** or by submitting an inquiry at <https://cases.primeclerk.com/PSG>. Copies of the Employee Claims Bar Date Orders and other information regarding the Debtors' Chapter 11 Cases and the Canadian Proceedings are available for inspection free of charge on Prime Clerk's website at: <https://cases.primeclerk.com/PSG/Home-Index>, or the Monitor' Website: www.ey.com/ca/psg, as applicable.

Neither Prime Clerk nor the Monitor can advise you how to file, or whether you should file, a claim. You may wish to consult an attorney regarding this matter.

Dated: Wilmington, Delaware and
Toronto, Ontario

_____, 2017

BY ORDER OF THE COURTS

Schedule “B” – Employee Proof of Claim

Attached

Fill in this information to identify the case (Select only one Debtor per claim form):

- | | | |
|--|--|---|
| ☐ BPS US Holdings Inc.
(Case No. 16-12373) | ☐ BPS Diamond Sports Inc.
(Case No. 16-12379) | ☐ PSG Innovation Corp.
(Case No. 16-12385) |
| ☐ Bauer Hockey, Inc.
(Case No. 16-12374) | ☐ PSG Innovation Inc.
(Case No. 16-12380) | ☐ Bauer Hockey Corp.
(Case No. 16-12386) |
| ☐ Easton Baseball / Softball Inc.
(Case No. 16-12375) | ☐ Performance Sports Group Ltd.
(Case No. 16-12381) | ☐ BPS Canada Intermediate Corp.
(Case No. 16-12387) |
| ☐ Bauer Hockey Retail Inc.
(Case No. 16-12376) | ☐ KBAU Holdings Canada, Inc.
(Case No. 16-12382) | ☐ BPS Diamond Sports Corp.
(Case No. 16-12388) |
| ☐ Bauer Performance Sports Uniforms Inc.
(Case No. 16-12377) | ☐ Bauer Hockey Retail Corp.
(Case No. 16-12383) | ☐ Bauer Performance Sports Uniforms Corp.
(Case No. 16-12389) |
| ☐ Performance Lacrosse Group Inc.
(Case No. 16-12378) | ☐ Easton Baseball / Softball Corp.
(Case No. 16-12384) | ☐ Performance Lacrosse Group Corp.
(Case No. 16-12390) |

Proof of Claim

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy/restructuring case.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be subject to severe penalties including significant monetary fines and /or imprisonment.

☐ **The amounts set forth on this claim form are in US Dollars**

☐ **The amounts set forth on this claim form are in Canadian Dollars**

Part 1: Identify the Claim

1. Who is the current creditor?

Name of the current creditor (the person or entity to be paid for this claim) _____

Other names the creditor used with the debtor _____

2. Has this claim been acquired from someone else?

☐ No

☐ Yes. From whom? _____

3. Where should notices and payments to the creditor be sent?

Where should notices to the creditor be sent?

Name _____

Number _____ Street _____

City _____ State/Province _____ ZIP/Postal Code _____

Country _____

Contact phone _____

Contact email _____

Uniform claim identifier for electronic payments in chapter 13 (if you use one):

Where should payments to the creditor be sent? (if different)

Name _____

Number _____ Street _____

City _____ State/Province _____ ZIP/Postal Code _____

Country _____

Contact phone _____

Contact email _____

4. Does this claim amend one already filed?

☐ No

☐ Yes. Claim number on court claims registry (if known) _____

Filed on _____
MM / DD / YYYY

5. Do you know if anyone else has filed a proof of claim for this claim?

☐ No

☐ Yes. Who made the earlier filing? _____

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?	☐ No ☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ ____ ____ ____
7. How much is the claim and in what currency?	\$ _____ Does this amount include interest or other charges? ☐ USD ☐ No ☐ CDN ☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges.
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, credit card, restructuring claim/disclaimed or resiliated contract, etc. Attach redacted copies of any documents supporting the claim. Limit disclosing information that is entitled to privacy, such as health care information. _____
9. Is all or part of the claim secured?	☐ No ☐ Yes. The claim is secured by a lien on property. Nature of property: ☐ Real estate. ☐ Motor vehicle ☐ Other. Describe: _____ Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.) Value of property: \$ _____ Amount of the claim that is secured: \$ _____ Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.) Amount necessary to cure any default as of October 31, 2016: \$ _____ Annual Interest Rate (when case was filed) _____ % ☐ Fixed ☐ Variable
10. Is this claim based on a lease?	☐ No ☐ Yes. Amount necessary to cure any default as of the date of the petition or Initial Order. \$ _____
11. Is this claim subject to a right of setoff?	☐ No ☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority or special treatment under US or Canadian law?	☐ No ☐ Yes. <i>Check one:</i> Under U.S. law: ☐ Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). ☐ Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). ☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). ☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). ☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies. Under Canadian law: ☐ Wages, salaries, or commissions (up to CDN \$2,000) earned within 6 months before the Initial Order or disbursements of a travelling salesperson (up to CDN \$1,000) incurred in the same period, as referred to in section 6(5) CCAA. ☐ Amounts due in respect of a registered pension plan as referred to in section 6(6) CCAA. ☐ Amounts due to the governments and referred to in section 6(3) CCAA.	Amount entitled to priority \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____	
* Amounts are subject to adjustment on 4/01/16 and every 3 years after that for cases begun on or after the date of adjustment.			
13. Is all or part of the claim an administrative expense entitled to administrative priority?	☐ No ☐ Yes.	Amount entitled to administrative priority \$ _____	

Part 3: Sign Below

The person completing this proof of claim must sign and date it.

Check the appropriate box:

- ☐ I am the creditor.
☐ I am the creditor's attorney or authorized agent.
☐ I am the trustee, or the debtor, or their authorized agent.
☐ I am a guarantor, surety, endorser, or other codebtor.

A person who files a fraudulent claim could be subject to severe penalties including significant monetary fines and/or imprisonment.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____ (mm/dd/yyyy)

 Signature
Print the name of the person who is completing and signing this claim:

Name	First name	Middle name	Last name
Title	_____		
Company	_____		
Identify the corporate servicer as the company if the authorized agent is a servicer.			
Address	_____		
	Number	Street	
	City	State/Province	ZIP/Postal Code
			Country
Contact phone	_____	Email	_____

Instructions for Proof of Claim

United States Bankruptcy Court and Ontario Superior Court of Justice (Commercial List)

These instructions and definitions generally explain the law. In certain circumstances, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy/insolvency process and privacy regulations.

Notice to claimant/creditor: A person who files a fraudulent claim could be subject to severe penalties, including monetary fines and/or imprisonment. It is your responsibility to prepare and file your claim accurately.

How to fill out this form

- ❑ **Fill in the caption at the top of the form:** You must indicate to which of the listed Debtor Companies your Claim relates. If your Claim is against several of the listed entities, you must prepare a *Proof of Claim* for each entity against which a Claim is asserted. If a Claim is made against more than one entity, you must indicate in a schedule accompanying the Claim the reasons why the entity is liable for the Claim (e.g. principal/guarantor) and provide the documentation supporting the guarantee, as the case may be.
- ❑ **Proceedings:** This *Proof of Claim* form is intended to be used in the Debtors' proceedings under the *Companies' Creditors Arrangement Act* (Canada) ("**CCAA**") as well as in the Debtors' concurrent proceedings under Chapter 11 of the *Bankruptcy Code*. Creditors are expected to complete a single *Proof of Claim* form in respect of the Restructuring Proceedings (see the definition on the next page) for a particular Debtor.
- ❑ **Identification:** Make sure the name of the creditor is properly identified on the *Proof of Claim* (in section 1) together with the addresses to be used for notices and payments (in section 3) and the name and address of the person completing the *Proof of Claim* form (in Part 3).
- ❑ **Make sure you indicate the currency used for the amounts referred to in the claim.** The amounts may be expressed in U.S. currency (U.S.\$) or in Canadian currency (CDN\$). If your Claim is expressed in a currency other than U.S.\$ or CDN\$, your Claim should be converted in U.S.\$ or in CDN\$ at the rate of exchange that prevailed on October 31, 2016. In such a case, Creditors must also provide particulars of the original currency of your Claim and of the foreign exchange rate used to convert the Claim, in a separate document.
- ❑ **If the claim has been acquired from someone else:** State the identity of the last party who owned the Claim or was the holder of the Claim and who transferred it to you before the initial Claim was filed.
- ❑ **Attach copies of any supporting documents to this form.** You may attach copies of any document you believe is necessary in order to establish your Claim. If the documents contain confidential information, the documents should be redacted to make the confidential information unrecognizable (see the definition of *redaction* on the next page). Attach copies of any documents that show that the debt exists, a lien secures the debt, or both. Also attach copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added.
- ❑ **Do not send original documents because attachments may be destroyed after scanning.**
- ❑ **Confidential Information:** If the Claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the Claim and in the attached documents. A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth.
- ❑ **For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*.

Confirmation that the claim has been filed

To receive confirmation that the Claim has been filed, enclose a stamped (with appropriate stampage for a delivery from the United States) self-addressed envelope and a copy of this form. You may view a list of filed Claims in this case by visiting the Claims and Noticing Agent's website at <http://cases.primeclerk.com/psg>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a case is filed in connection with operating, liquidating, or distributing the estate, in the context of proceedings under the U.S. *Bankruptcy Code*.

Bankruptcy: Typically, the term "bankruptcy" refers to proceedings under the *Bankruptcy Code*, either as a voluntary or involuntary liquidation process or a restructuring process under Chapter 11 of the *Bankruptcy Code*, whether or not a trustee is appointed. In the present case, the term may also include the restructuring process initiated by the Debtors under the provisions of the CCAA, where the context so requires.

CCAA: *Companies' Creditors Arrangement Act* (Canada)

Claim: A Creditor's right to receive payment for a debt or liability that the Debtor owed on the Relevant Date, whether secured, preferred, unsecured priority, unsecured nonpriority, or otherwise entitled to special treatment under applicable U.S. or Canadian law in the context of the Restructuring Proceedings. A Claim may be secured or unsecured, fixed or contingent, and/or liquidated or unliquidated. A Claim must be an amount owed by Debtor on the Relevant Date, or an amount that becomes due after that date as a result of an obligation incurred before the Relevant Date.

Creditor: A person, corporation, or other entity that has a Claim against a Debtor.

Debtor: A person, corporation, or other entity who is undergoing a Restructuring Proceeding. Use the Debtor's name and case number as shown in the bankruptcy notice you received.

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded or published, such as a mortgage, lien, certificate of title, financing statement or hypothec.

Information entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a Claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if an objection is made regarding the Claim, or if the Debtor or the Monitor requests additional information to support the Claim.

Monitor: The Court appointed officer in the proceedings under the CCAA.

Priority claim: A Claim within a category of unsecured claims that is entitled to priority or otherwise entitled to special treatment under applicable U.S. or Canadian law in the context of the Restructuring Proceedings. These claims are paid from the available money or property before other unsecured claims are paid. Common priority unsecured claims include certain unpaid wages (up to prescribed limits), source deductions, certain governmental claims entitled to priority by statute, and certain amounts due to prescribed pension plans.

Proof of claim: A form that indicates the Claim asserted by a Creditor against a Debtor, as of the Relevant Date. The form must be filed in compliance with the procedures approved by the court in the context of the Restructuring Proceedings, and within the deadlines set by the orders of the Court.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out Information entitled to privacy on the *Proof of Claim* form and any attached documents.

Relevant Date: Used in this form, the expression Relevant Date means October 31, 2016, namely the date of the petition under the *Bankruptcy Code*, or the date of the Initial Order made under the CCAA, as the case may be.

Restructuring Proceedings: The proceedings commenced by the Debtors under Chapter 11 of the *Bankruptcy Code* and pending in the United States Bankruptcy Court for the District of Delaware, and the proceedings commenced by the Debtors under the CCAA and pending before the Ontario Superior Court of Justice (Commercial List), in Toronto, Ontario.

Secured claim: A Claim backed by a lien, a security instrument or other similar encumbrance on particular property of the Debtor. A Claim is secured to the extent that a Creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular encumbered property that secures the debt. Any amount owed to a Creditor that is more than the value of the encumbered property normally may be an unsecured claim. But exceptions exist. Examples of liens on property include a mortgage or hypothec on real estate or

a security interest in a car. A lien may be voluntarily granted by a Debtor, may arise by statute or other force of law, or may be obtained through a court proceeding.

Setoff: Occurs when a Creditor pays itself with money belonging to the Debtor that it is holding, or by canceling a debt it owes to the Debtor.

Unsecured claim: A Claim that does not meet the requirements of a secured claim. A Claim may be unsecured in part to the extent that the amount of the Claim is more than the value of the property on which a Creditor has a lien.

Offers to purchase a Claim

Certain entities purchase Claims for an amount that is less than the face value of the Claims. These entities may contact Creditors offering to purchase their Claims. Some written communications from these entities may easily be confused with official court documentation or communications from the Debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, the Debtor or the Monitor. A Creditor has no obligation to sell its Claim. However, if a Creditor decides to sell its Claim, any transfer of that Claim is subject to applicable U.S. or Canadian law in the context of the Restructuring Proceedings, and any orders of the U.S. Bankruptcy Court or of the Ontario Superior Court of Justice that apply in the context of the Restructuring Proceedings.

Please send completed Proof(s) of Claim to:

BPS US Holdings Inc. Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022

Do not file these instructions with your form
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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

**ORDER
(RE EMPLOYEE CLAIMS PROCEDURE)**

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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

MOTION RECORD
(Returnable April 10, 2017)
(Re: Amendment to Style of Cause and
Employee Claims Procedure)

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