

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

In re:

TSAWD HOLDINGS, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 16-10527 (MFW)

(Jointly Administered)

Hearing Date: October 18, 2017 at 10:30 a.m. (ET)

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

**NOTICE OF HEARING TO CONSIDER APPROVAL OF DISCLOSURE STATEMENT  
WITH RESPECT TO CHAPTER 11 PLAN OF LIQUIDATION OF TSA CARIBE, INC.**

**PLEASE TAKE NOTICE THAT** on September 5, 2017, TSA Caribe, Inc. (“Caribe”), a debtor in the above-captioned cases, filed the *Chapter 11 Plan of Liquidation of TSA Caribe, Inc.* [Docket No. 3795] (as modified, amended, or supplemented from time to time, the “Plan”)<sup>2</sup> and the related *Disclosure Statement with Respect to the Chapter 11 Plan of Liquidation of TSA Caribe, Inc.* [Docket No. 3796] (as modified, amended, or supplemented from time to time, the “Disclosure Statement”). **The Plan and Disclosure Statement relate only to TSA Caribe, Inc., and not the other TSA Debtors.**

**PLEASE TAKE FURTHER NOTICE THAT:**

1. A hearing will be held before the Honorable Mary F. Walrath, United States Bankruptcy Judge of the United States Bankruptcy Court for the District of Delaware (the “Court”), Fifth Floor, Courtroom #4, 824 North Market Street, Wilmington, Delaware 19801, on **October 18, 2017 at 10:30 a.m. (ET)** (the “Hearing”) to consider entry of an order, among other things, determining that the Disclosure Statement contains “adequate information” within the meaning ascribed to such term in section 1125 of the Bankruptcy Code and approving the Disclosure Statement.
2. Copies of the Plan and the Disclosure Statement may be obtained by visiting the website maintained by Caribe’s court-appointed Balloting Agent, [www.kccllc.net/sportsauthority](http://www.kccllc.net/sportsauthority), by contacting the Caribe’s court-appointed Balloting Agent by mail at TSA Caribe, Inc.

<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: TSAWD Holdings, Inc. (9008); Slap Shot Holdings Corp. (8209); TSAWD, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664) (collectively, the “TSA Debtors”). The headquarters for the TSA Debtors is located at 2305 East Arapahoe Road, Suite 234, Centennial, CO 80122.

The TSA Debtors were formerly known as: Sports Authority Holdings, Inc. (9008); Slap Shot Holdings Corp. (8209); The Sports Authority, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664).

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan.



Balloting Processing Center, c/o Kurtzman Carson Consultants, 2335 Alaska Avenue, El Segundo, CA 90245, or by calling the Balloting Agent at (866) 967-0490 (international callers may dial (310) 751-2690). In addition, copies of the Plan and the Disclosure Statement can be accessed (i) during regular business hours at the office of the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801; or (ii) for a fee at the Court's website at <http://www.deb.uscourts.gov>. A PACER login and password are required to access documents on the Bankruptcy Court's website and these can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov).

3. Any objection, comment, or response to approval of the Disclosure Statement must be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **October 4, 2017 at 4:00 p.m. (ET) (the "Objection Deadline")** and must (i) be in writing, (ii) state the name and address of the objecting party, (iii) state the amount (if applicable) and nature of the Claim of such party, (iv) state with particularity the basis and nature of any objection to the Disclosure Statement, and (v) be served on the following parties on or before the Objection Deadline: (a) TSAWD, Inc., 2305 East Arapahoe Road, Suite 234, Centennial, Colorado 80122 (Attn: Douglas Garrett); (b) the attorneys for Caribe, Irell & Manella LLP, 840 Newport Center Drive, Suite 400, Newport Beach, CA 92660 (Attn: Jeffrey M. Reisner); (c) the attorneys for the TSA Debtors, (A) Gibson, Dunn & Crutcher LLP, 333 South Grand Avenue, Los Angeles, CA 90071 (Attn: Robert A. Klyman) and (B) Young Conaway Stargatt & Taylor, LLP, 1000 N. King Street, Rodney Square, Wilmington, DE 19801 (Attn: Michael R. Nestor); (d) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Hannah McCollum); (e) counsel for the DIP Lenders under the Senior Secured, Super-Priority Debtor-in-Possession Credit Agreement, Riemer & Braunstein LLP, Three Center Plaza, Boston, Massachusetts 02108 (Attn: Donald Rothman); (f) counsel for Wells Fargo Bank, National Association, in its capacity as FILO Agent under the Second Amendment to Second Amended and Restated Credit Agreement, dated as of November 3, 2015, Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110 (Attn.: Kevin Simard); and (g) counsel for the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 919 North Market St., 17th Floor, Wilmington, DE 19801 (Attn: Bradford J. Sandler and Colin Robinson).
4. **IF AN OBJECTION TO THE DISCLOSURE STATEMENT IS NOT FILED AND SERVED AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO THE DISCLOSURE STATEMENT OR THE ADEQUACY THEREOF AND MAY NOT BE HEARD AT THE HEARING.**
5. Upon approval of the Disclosure Statement by the Court, any party in interest that is entitled to vote on the Plan will receive a copy of the Plan, Court-approved Disclosure Statement, and various documents related thereto, unless otherwise ordered by the Court.
6. The Hearing may be adjourned from time to time without further notice to parties in interest other than by an announcement in Court of such adjournment on the date

scheduled for the Hearing or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtor with the Court.

Dated: September 5, 2017  
Wilmington, Delaware

/s/ Andrew L. Magaziner

Michael R. Nestor (No. 3526)

Kenneth J. Enos (No. 4544)

Andrew L. Magaziner (No. 5426)

YOUNG CONAWAY STARGATT & TAYLOR, LLP

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

mnestor@ycst.com

kenos@ycst.com

amagaziner@ycst.com

*Counsel to the TSA Debtors*

-and-

Jeffrey M. Reisner

Michael Strub

Kerri A. Lyman

IRELL & MANELLA LLP

840 Newport Center Drive, Suite 400

Newport Beach, CA 92660

Telephone: (949) 760-0991

Facsimile: (949) 760-5200

*Special Counsel to Debtor TSA Caribe, Inc.*