

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)

Ref. Docket No. 2746

**ORDER APPROVING MODIFIED EXECUTIVE INCENTIVE  
PROGRAM AND AUTHORIZING PAYMENTS THEREUNDER**

Upon the *Debtors' Motion for Order (a) Approving Modified Executive Incentive Program and Authorizing Payments Thereunder and (b) Authorizing Debtors to File Modified Key Employee Incentive Program Under Seal (the "Motion")*<sup>2</sup>; and it appearing that this Court has jurisdiction to consider 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 dated as of February 29, 2012; and it appearing that venue of these chapter 11 cases and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors and other parties-in-interest; and it appearing that proper and adequate notice of the Motion has been given and that, except as otherwise ordered herein, no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor;

<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). The headquarters for the above-captioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.


<sup>2</sup> All terms not otherwise defined herein shall be given the meanings ascribed to them in the Motion.



IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent set forth herein.
2. The Modified KEIP is approved on the terms described in the Motion; provided that the maximum aggregate Modified KEIP payment shall be \$1,425,000.
3. The Debtors are authorized to take any and all actions necessary or appropriate to implement the Modified KEIP, and to make all payments provided under the Modified KEIP.
4. Notwithstanding the provisions of Bankruptcy Rules 6004 and 6006, or any applicable provisions of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Code for the District of Delaware, this Order shall not be stayed for 14 days after the entry hereof, but shall be effective and enforceable immediately upon entry, and the 14 day stay provided in such rules is hereby expressly waived and shall not apply.
5. This Court shall retain jurisdiction over the parties for the purpose of enforcing the terms and provisions of this Order.

Dated: Wilmington, Delaware  
August 31, 2016

  
\_\_\_\_\_  
Mary F. Walrath  
United States Bankruptcy Judge