



Court File No.: CV-17-011758-00CL

**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 PAYLESS HOLDINGS LLC, PAYLESS
SHOESHOURCE CANADA INC, PAYLESS SHOESOURCE CANADA GP INC AND
THE OTHER ENTITIES LISTED ON SCHEDULE "A" HERETO**

**APPLICATION OF PAYLESS HOLDINGS LLC UNDER SECTION 46 OF THE
COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS
AMENDED**

INFORMATION OFFICER'S CERTIFICATE

Pursuant to an Order of the Court dated July 28, 2017 (the "**Plan Recognition Order**"), the Court recognized and gave full force and effect to the Plan Confirmation Order and the Confirmed Plan and ordered that upon the filing by the Information Officer of a certificate stating that the Effective Date has occurred, the Stay Period (as defined in the Supplemental Order dated April 12, 2017) and stay of proceedings contained in the Initial Recognition Order dated April 7, 2017 in respect of the Chapter 11 Debtors (collectively with the Stay Period, the "**Stay**") shall terminate immediately.

Pursuant to the Plan Recognition Order, the Information Order may rely on written notice from the Foreign Representative or its counsel that the Effective Date has occurred in accordance with the terms of the Confirmed Plan, and shall incur no liability with respect to the delivery of this Information Officer's Certificate.

Unless otherwise defined herein, capitalized terms shall have the meanings ascribed to them in the Plan Recognition Order.

THE INFORMATION OFFICER HEREBY CERTIFIES as follows:

- (a) The Information Officer has been provided with written notice from the Foreign Representative or its counsel that the Effective Date has occurred in accordance with the terms of the Confirmed Plan;
- (b) The Effective Date has occurred; and
- (c) Upon filing of this Information Officer's certificate, the Stay shall be terminated.

DATED at the City of Toronto, in the Province of Ontario, this 10th day of August, 2017.

**Alvarez & Marsal Canada Inc. in its
capacity as Information Officer of Payless
Holdings LLC, *et al.* and not in its
personal or corporate capacity**

By: Alan J. Hutchens

Name: ALAN J. HUTCHENS

Title: SENIOR VICE-PRESIDENT

SCHEDULE A

ADDITIONAL CHAPTER 11 DEBTORS

Payless Intermediate Holdings LLC
WBG PSS Holdings LLC
Payless Inc.
Payless Finance, Inc.
Collective Brands Services, Inc.
PSS Delaware Company 4, Inc.
Shoe Sourcing, Inc
Payless ShoeSource, Inc
Eastborough, Inc.
Payless Purchasing Services, Inc.
Payless ShoeSource Merchandising, Inc.
Payless Gold Value CO, Inc.
Payless ShoeSource Distribution, Inc.
Payless ShoeSource Worldwide, Inc.
Payless NYC, Inc.
Payless ShoeSource of Puerto Rico, Inc.
Payless Collective GP, LLC
Collective Licensing, LP
Collective Licensing International LLC
Clinch, LLC
Collective Brands Franchising Services, LLC
Payless International Franchising, LLC
Collective Brands Logistics, Limited
Dynamic Assets Limited
PSS Canada, Inc.

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

Court File No: CV-17-011758-00C

AND IN THE MATTER OF PAYLESS HOLDINGS LLC, PAYLESS SHOESOURCE CANADA INC., PAYLESS SHOESOURCE CANADA GP INC. AND THOSE OTHER ENTITIES LISTED ON SCHEDULE "A" HERETO

APPLICATION OF PAYLESS HOLDINGS LLC UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

**ONTARIO
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Proceeding commenced at Toronto

INFORMATION OFFICER'S CERTIFICATE

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