

Performance Sports Group Ltd.

Form 3

September 21, 2016

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
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burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *Â BROOKFIELD ASSET
MANAGEMENT INC.

(Last) (First) (Middle)

BROOKFIELD PLACE,Â 181
BAY STREET, SUITE 300

(Street)

TORONTO,Â A6Â M5J 2T3

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
09/14/20163. Issuer Name **and** Ticker or Trading Symbol
Performance Sports Group Ltd. [PSG]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)5. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group
Filing(Check Applicable Line)
☐ Form filed by One Reporting
Person
☒ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Shares, no par value

4,751,408

I

Owned by 251091708 Delaware
LP (1) (2) (3) (4)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Cash-settled total return swap ⁽⁵⁾ ⁽⁶⁾	Â ⁽⁵⁾⁽⁶⁾	10/10/2017	Common Shares, no par value	93,036	\$ 3.4215 ⁽⁷⁾	I	Owned by 251091708 Delaware LP ⁽¹⁾ ⁽²⁾ ⁽³⁾ ⁽⁴⁾
Cash-settled total return swap ⁽⁵⁾ ⁽⁶⁾	Â ⁽⁵⁾⁽⁶⁾	10/10/2017	Common Shares, no par value	96,040	\$ 3.4416 ⁽⁷⁾	I	Owned by 251091708 Delaware LP ⁽¹⁾ ⁽²⁾ ⁽³⁾ ⁽⁴⁾
Cash-settled total return swap ⁽⁵⁾ ⁽⁶⁾	Â ⁽⁵⁾⁽⁶⁾	10/10/2017	Common Shares, no par value	21,951	\$ 3.3525 ⁽⁷⁾	I	Owned by 251091708 Delaware LP ⁽¹⁾ ⁽²⁾ ⁽³⁾ ⁽⁴⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROOKFIELD ASSET MANAGEMENT INC. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO,Â A6Â M5J 2T3	Â	Â X	Â	Â
251091708 Delaware LP BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO,Â A6Â M5J 2T3	Â	Â X	Â	Â
PubCo Investments LP BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO,Â A6Â M5J 2T3	Â	Â X	Â	Â
2484842 Ontario Ltd BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO,Â A6Â M5J 2T3	Â	Â X	Â	Â
Brookfield Capital Partners Ltd. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO,Â A6Â M5J 2T3	Â	Â X	Â	Â
BCP GP Ltd BROOKFIELD PLACE	Â	Â X	Â	Â

181 BAY STREET, SUITE 300
TORONTO, A6 M5J 2T3

Brookfield Private Equity Group Holdings LP
BROOKFIELD PLACE
181 BAY STREET, SUITE 300
TORONTO, A6 M5J 2T3

^ ^ X ^ ^

Brookfield Private Equity Inc.
BROOKFIELD PLACE
181 BAY STREET, SUITE 300
TORONTO, A6 M5J 2T3

^ ^ X ^ ^

Brookfield Asset Management Private Institutional Capital Adviser (Private
Equity), L.P.
BROOKFIELD PLACE
181 BAY STREET, SUITE 300
TORONTO, A6 M5J 2T3

^ ^ X ^ ^

Partners Ltd
BROOKFIELD PLACE
181 BAY STREET, SUITE 300
TORONTO, A6 M5J 2T3

^ ^ X ^ ^

Signatures

/s/ A.J. Silber for Brookfield Asset Management Inc.

09/21/2016

__Signature of Reporting Person

Date

/s/ A.J. Silber for 251091708 Delaware LP

09/21/2016

__Signature of Reporting Person

Date

/s/ A.J. Silber for PubCo Investments LP

09/21/2016

__Signature of Reporting Person

Date

/s/ A.J. Silber for 2484842 Ontario Limited

09/21/2016

__Signature of Reporting Person

Date

/s/ David Nowak for Brookfield Capital Partners Ltd.

09/21/2016

__Signature of Reporting Person

Date

/s/ David Nowak for BCP GP Limited

09/21/2016

__Signature of Reporting Person

Date

/s/ David Nowak for Brookfield Private Equity Group Holdings LP

09/21/2016

__Signature of Reporting Person

Date

/s/ David Nowak for Brookfield Private Equity Inc.

09/21/2016

__Signature of Reporting Person

Date

/s/ David Nowak for Brookfield Asset Management Private Institutional Capital Adviser
(Private Equity) LP

09/21/2016

__Signature of Reporting Person

Date

/s/ Brian D. Lawson for Partners Limited

09/21/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

This Form 3 is being jointly filed by and on behalf of each of the following persons (each, a "Reporting Person"): (i) 251091708 Delaware LP, a Delaware limited partnership ("251091708"); (ii) PubCo Investments LP, an Ontario limited partnership ("PubCo LP"); (iii) 2484842 Ontario Limited, a corporation formed under the laws of Ontario, Canada ("2484842 GP"); (iv) Brookfield Capital Partners Ltd., a corporation formed under the laws of Ontario, Canada ("BCP GP"); (v) BCP GP Limited, a corporation formed under the laws of Ontario, Canada ("BCP GP"); (vi) Brookfield Private Equity Group Holdings LP, a Manitoba limited partnership ("BF Holdings"); (vii) Brookfield Private Equity Inc., a corporation formed under the laws of Ontario, Canada ("BPE"); (viii) Brookfield Asset Management Private Institutional Capital Adviser (Private Equity) LP, a Manitoba limited partnership ("BAM PIC");

- (1) (ix) Brookfield Asset Management Inc., a corporation formed under the laws of Ontario, Canada ("BAM"); and (x) Partners Limited, a corporation formed under the laws of Ontario, Canada ("Partners").

251091708 is controlled by its general partner, PubCo LP. PubCo LP is controlled by its general partner, 2484842 GP. 2484842 GP is controlled by its sole shareholder, BF Capital Partners. BF Capital Partners is controlled by its sole shareholder, BCP GP. BCP GP is controlled by its sole shareholder, BF Holdings. BF Holdings is controlled by its general partner, BPE. BPE is controlled by its sole shareholder, BAM. BAM PIC serves as the investment advisor to 251091708, PubCo LP and 2484842 GP and is controlled by its general partner, BF Capital Partners. Partners Limited holds 85,120 Class B Limited Voting Shares of BAM, representing 100% of such shares, and 867,495 Class A Limited Voting Shares of BAM, representing approximately 0.1% of such shares.

- (3) Each of the Reporting Persons may be deemed to beneficially own the securities of the Issuer beneficially owned by the Reporting Persons directly or indirectly controlled by it, but each (other than 251091708 to the extent of its direct holdings) disclaims beneficial ownership of such securities, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.

- (5) 251091708 has entered into cash-settled total return swap agreements (the "Swap Agreements") as reported in Table II, under which: (i) 251091708 will be obligated to pay the counterparty any negative price performance of the common shares of the Issuer subject to such swap at the expiration date of such swap and (ii) the counterparty will be obligated to pay 251091708 any positive price performance of the common shares of the Issuer subject to such swap at the expiration date of such swap. Any dividends received by the counterparty on such notional common shares of the Issuer during the term of the swap will be paid to 251091708. All balances will be cash settled at the expiration date of the swaps.

- (6) The Swap Agreements do not provide the Reporting Persons with any voting or dispositive power over any shares held by the counterparty and do not require the counterparty thereto to acquire, hold, vote or dispose of any shares of the Issuer. Accordingly, the Reporting Persons disclaim any beneficial ownership of any common shares of the Issuer that may be referenced in such swaps or any other securities that may be held from time to time by the counterparty to such swaps.

- (7) Represents the reference price associated with the Swap Agreements.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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