

EIGHTH JUDICIAL DISTRICT COURT
CLARK COUNTY, NEVADA

In re PARAMETRIC SOUND CORPORATION)	Lead Case No. A-13-686890-B
SHAREHOLDERS' LITIGATION)	
_____)	Dept. No. XI
This Document Relates To:)	<u>CLASS ACTION</u>
ALL ACTIONS.)	
_____)	

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. To recover based on your claims in the action entitled *In re Parametric Sound Corporation Shareholders' Litigation*, Lead Case No. A-13-686890-B (the "Litigation"), you must complete and, on page 5 hereof, sign this Proof of Claim and Release. If you fail to submit a properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release, postmarked or received by the date shown below, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed Settlement of the Litigation.

2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the Settlement.

3. YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, NO LATER THAN JUNE 3, 2020, TO THE COURT-APPOINTED CLAIMS ADMINISTRATOR IN THIS CASE, AT THE FOLLOWING ADDRESS:

Parametric Settlement
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 43342

Providence, RI 02940-3342

Online submissions: www.ParametricShareholderLitigation.com

If you are NOT a member of the Class or Merger Stockholder as defined in the Notice of Proposed Settlement of Class and Derivative Action (the "Notice"), DO NOT submit a Proof of Claim and Release form.

4. If you are a member of the Class or Merger Stockholder and you do not timely request exclusion in connection with the proposed Settlement, you will be bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.

II. CLAIMANT IDENTIFICATION

If you are a Class Member and held Parametric shares in your name, you are the beneficial owner as well as the record owner. If, however, you held Parametric common stock and the shares were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial owner and the third party is the record owner.

Use Part I of this form entitled "Claimant Identification" to identify each owner of record ("nominee"), if different from the beneficial owner of the common stock which forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNER(S) OR THE LEGAL REPRESENTATIVE OF SUCH OWNER(S) OF THE PARAMETRIC COMMON STOCK UPON WHICH THIS CLAIM IS BASED.

All joint owners must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

If you are acting in a representative capacity on behalf of a Class Member (for example, as an executor, administrator, trustee, or other representative), you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request to, or may be requested to, submit information regarding their transactions in electronic files. ***All claimants MUST submit a manually signed paper Proof of Claim and Release form listing all their transactions whether or not they also submit electronic copies.*** If you wish to file your claim electronically, you must contact the Claims Administrator at edata@gilardi.com to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgement of receipt and acceptance of electronically submitted data.

III. CLAIM FORM

Use Part II of this form entitled "Schedule of Parametric Common Stock held on January 15, 2014" to supply the number of shares of Parametric common stock you held on January 15, 2014, immediately prior to effectuation of the Merger.

Broker confirmations or other documents verifying that you held Parametric common stock on January 15, 2014 should be attached to your claim. Failure to do so could delay verification of your claim or result in rejection of your claim.

Official
Office
Use
Only

IN THE EIGHTH JUDICIAL COURT
FOR THE STATE OF NEVADA
IN AND FOR THE COUNTY OF CLARK

Must Be Postmarked (if Mailed)
or Received (if Submitted Online)
No Later Than June 3, 2020

P3S

In re Parametric Sound Corporation Shareholders' Litigation

Lead Case No. A-13-686890-B

PROOF OF CLAIM AND RELEASE

Please Type or Print in the Boxes Below

Do NOT use Red Ink, Pencil, or Staples

PART I: CLAIMANT IDENTIFICATION

Last Name	M.I.	First Name
Last Name (Co-Beneficial Owner)	M.I.	First Name (Co-Beneficial Owner)
<input type="radio"/> IRA <input type="radio"/> Joint Tenancy <input type="radio"/> Employee <input type="radio"/> Individual <input type="radio"/> Other _____		
Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA (specify)		
Trustee/Asset Manager/Nominee/Record Owner's Name (If Different from Beneficial Owner Listed Above)		
Account#/Fund# (Not Necessary for Individual Filers)		

Last Four Digits of Social Security Number	or	Taxpayer Identification Number
Telephone Number (Primary Daytime)		Telephone Number (Alternate)
Email Address		

MAILING INFORMATION

Address		
Address		
City	State	Zip Code
Foreign Province	Foreign Postal Code	Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY	OB	CB	<input type="radio"/> ATP <input type="radio"/> KE <input type="radio"/> ICI	<input type="radio"/> BE <input type="radio"/> DR <input type="radio"/> EM	<input type="radio"/> FL <input type="radio"/> ME <input type="radio"/> ND	<input type="radio"/> OP <input type="radio"/> RE <input type="radio"/> SH	MM / DD / YYYY	FOR CLAIMS PROCESSING ONLY
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PART II. SCHEDULE OF PARAMETRIC COMMON STOCK HELD ON JANUARY 15, 2014

A. Number of shares of Parametric common stock you held on January 15, 2014, immediately prior to effectuation of the Merger:

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Proof Enclosed?
 Y N

YOUR SIGNATURE ON PAGE 5 WILL CONSTITUTE YOUR ACKNOWLEDGMENT OF THE RELEASE DESCRIBED IN PART V BELOW.

IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the Eighth Judicial District Court of the State of Nevada, Clark County, with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the Parametric common stock I (we) held on January 15, 2014, and know of no other person having done so on my (our) behalf.

V. RELEASE

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby completely discharge, dismiss with prejudice, settle, relinquish, and release each and all of the Released Defendant Parties from the Released Claims as provided in the Stipulation of Settlement.

2. "Released Defendant Parties" means (i) Defendants; (ii) Defendants' affiliates; and (iii) all of the respective families, heirs, executors, personal or legal representatives, counsel (including, but not limited to, Defendants' counsel), insurers, estates, administrators, predecessors, successors and assigns for those persons identified in part (i) of this paragraph.

3. "Released Claims" means all claims, demands, rights, actions or causes of action, liabilities, debts, demands, rights, damages, losses, obligations, judgments, suits, fees, expenses, costs, matters, and issues of any kind or nature whatsoever, whether known or unknown, contingent or absolute, suspected or unsuspected, disclosed or undisclosed, hidden or concealed, matured or unmatured, whether based in law or equity, that have been, or could have been, asserted in the Litigation or any forum by Plaintiffs for themselves or by or on behalf of any member of the Class and/or derivatively on behalf of Turtle Beach Corporation, based on, arising out of, or relating to: (A) his, her, or its ownership of Parametric stock (whether individual, class, derivative, representative, legal, equitable, or any other type or in any other capacity); and (B) the allegations and claims in the Amended Class Action and Derivative Complaint; provided, however, that the Released Claims shall not include any claims to enforce the Settlement Term Sheet or the Stipulation. "Released Claims" includes "Unknown Claims" as defined below.

4. "Settled Defendants' Released Claims" means all actions, claims, debts, demands, liabilities, losses, matters, rights, suits and causes of action of any nature whatsoever, known or unknown, contingent or absolute, mature or immature, discoverable or undiscoverable, whether concealed or hidden, suspected or unsuspected, whether based in law or equity, arising under federal, state, common or foreign law, or any other law, rule or regulation, which now exist or heretofore have existed, that have been or could have been asserted in the Litigation or any forum by the Released Defendant Parties or any of them against Plaintiffs, Class Members, or Plaintiffs' Counsel, that arise out of or relate in any way to the institution, prosecution, or settlement of the claims against the Released Defendant Parties, provided, however, that this release shall not include any claims to enforce the Settlement Term Sheet or the Stipulation in the Litigation. "Settled Defendants' Released Claims" includes "Unknown Claims" as defined below.

5. "Unknown Claims" means any of the Released Claims which Plaintiffs or any Class Member does not know or suspect to exist in such party's favor at the time of the release of the Released Defendant Parties, and any of the Settled Defendants' Released Claims that the Released Defendant Parties do not know or suspect to exist in his, her, or its favor at the time of the release of Plaintiffs, each and all of the Class Members and Plaintiffs' Counsel, which, if known by such party, might have affected such party's settlement with and release of the Released Defendant Parties or Plaintiffs, each and all of the Class Members and Plaintiffs' Counsel, or might have affected such party's decision not to object to this Settlement or seek exclusion. Unknown Claims include those Released Claims in which some or all of the facts comprising the claim may be suspected, or even undisclosed or hidden. With respect to any and all Released Claims and the Settled Defendants' Released Claims, upon the Effective Date, Plaintiffs and Defendants shall expressly, and each of the Class Members and Released Defendant Parties shall be deemed to have, and by operation of the Order and Final Judgment shall have, expressly waived to the fullest extent permitted by law, the provisions, rights, and benefits of California Civil Code §1542, which provides:

A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor or released party.



Plaintiffs and Defendants shall expressly, and each of the Class Members and Released Defendant Parties shall be deemed to have, and by operation of the Order and Final Judgment shall have, expressly waived any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. Plaintiffs, Class Members and the Released Defendant Parties may hereafter discover facts in addition to or different from those which such party now knows or believes to be true with respect to the subject matter of the Released Claims and the Settled Defendants' Released Claims, but Plaintiffs and Defendants shall expressly, and each Class Member and Released Defendant Parties, upon the Effective Date, shall be deemed to have, and by operation of the Order and Final Judgment shall have fully, finally, and forever settled and released any and all Released Claims, or the Settled Defendants' Released Claims, as the case may be, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, reckless, intentional, with or without malice, or a breach of any duty, law, or rule, without regard to the subsequent discovery or existence of such different or additional facts, whether or not previously or currently asserted in any action. Plaintiffs and Defendants acknowledge, and the Class Members and Released Defendant Parties shall be deemed by operation of the Order and Final Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the Settlement of which this release is a part.

6. This release shall be of no force or effect unless and until the Court approves the Stipulation of Settlement and the Settlement becomes effective on the Effective Date.

7. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any claim or matter released pursuant to this release or any other part or portion thereof.

8. I (We) hereby warrant and represent that I (we) have included information (including supporting documentation) about all of my (our) holdings of Parametric common stock requested in this Proof of Claim and Release form.

9. I (We) hereby warrant and represent that I am (we are) not a Defendant or other person excluded from the Class.

I declare under penalty of perjury under the laws of the State of Nevada that the foregoing information supplied by the undersigned is true and correct.

Executed this _____ day of _____ in _____
(Month/Year) (City/State/Country)

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

(Capacity of person(s) signing, e.g.,
Beneficial Owner, Executor or Administrator)

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Beneficial Owner, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**



Reminder Checklist:

1. Please sign the above release and acknowledgment.
2. If this claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation, if available.
4. **Do not send** originals of stock certificates or other documentation as they will not be returned.
5. Keep a copy of your Proof of Claim and Release form and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your Proof of Claim and Release form please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use red pen or highlighter** on the Proof of Claim and Release form or supporting documentation.

THIS PROOF OF CLAIM AND RELEASE MUST BE SUBMITTED ONLINE BY JUNE 3, 2020, OR, IF MAILED, POSTMARKED NO LATER THAN JUNE 3, 2020, ADDRESSED AS FOLLOWS:

Parametric Settlement
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 43342
Providence, RI 02940-3342
www.ParametricShareholderLitigation.com

