

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4864400

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME	
EFFECTIVE DATE:	12/01/2017	
CONVEYING PARTY DATA		
	Name	Execution Date
	LASER DEPTH DYNAMICS INC.	12/01/2017
NEWLY MERGED ENTITY DATA		
	Name	Execution Date
	IPG PHOTONICS (CANADA) INC.	12/01/2017
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)		
Name:	IPG PHOTONICS (CANADA) INC.	
Street Address:	199 BAY STREET, SUITE 5300	
Internal Address:	COMMERCE COURT WEST	
City:	TORONTO	
State/Country:	CANADA	
Postal Code:	M5L 1B9	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	15250086
CORRESPONDENCE DATA		
Fax Number:	(603)668-2970	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	603-668-6560	
Email:	adavis@gtpp.com	
Correspondent Name:	KEVIN J. CARROLL	
Address Line 1:	55 SOUTH COMMERCIAL STREET	
Address Line 2:	GROSSMAN TUCKER PERREAULT & PFLEGER	
Address Line 4:	MANCHESTER, NEW HAMPSHIRE 03101	
ATTORNEY DOCKET NUMBER:	IPGP021CON	
NAME OF SUBMITTER:	KEVIN J. CARROLL	
SIGNATURE:	/Kevin J. Carroll/	
DATE SIGNED:	03/13/2018	

PATENT

Total Attachments: 16

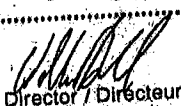
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CERTIFICATE
This is to certify that these
articles are effective on

CERTIFICAT
Ceci certifie que les présents
statuts entrent en vigueur le

DECEMBER 01 DÉCEMBRE 2017


Director / Directeur
Business Corporations Act / Loi sur les sociétés par actions

17

Form 4
Business
Corporations
Act

Formule 4
Loi sur les
sociétés par
actions

**ARTICLES OF AMALGAMATION
STATUTS DE FUSION**

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT) :

I	P	G		P	H	O	T	O	N	I	C	S		(	C	A	N	A	D	A	)		I	N	C	.				

2. The address of the registered office is:
Adresse du siège social :

199 Bay Street, Suite 5300, Commerce Court West

Street & Number or R.R. Number & if Multi-Office Building give Room No. /
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

Toronto

ONTARIO

M 5 L 1 B 9

Name of Municipality or Post Office /
Nom de la municipalité ou du bureau de poste

Postal Code/Code postal

3. Number of directors is: Fixed number OR minimum and maximum
Nombre d'administrateurs : Nombre fixe OU minimum et maximum

1 10

4. The director(s) is/are: / Administrateur(s) :

First name, middle names and surname Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
Chris Pilcher	758 Shadeland Avenue, Burlington, Ontario, Canada L7T 2M1	Yes
Felix Stukalin	50 Old Webster Road, Oxford, Massachusetts, United States 01540	No
Valentin P. Gapontsev	50 Old Webster Road, Oxford, Massachusetts, United States 01540	No

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4. The director(s) is/are:
Administrateur(s) :

First name, middle names and surname <i>Prénom, autres prénoms et nom de famille</i>	Address for services, giving street & No. or R.R. No., Municipality, Province, Country and Postal code. <i>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal</i>	Resident Canadian State 'Yes' or 'No' <i>Résident canadien Oui/Non</i>
Timothy P.V. Mammen	50 Old Webster Road, c/o IPG Photonics, Oxford, Massachusetts, United States 01540	No

5. Method of amalgamation, check A or B
Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :

☐

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.
Les actionnaires de chaque société qui fusionnent ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :

☒

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

OCT Acquisition Corp.

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
OCT Acquisition Corp.	2605089	2017	12	01
Coherent Holdings Inc.	2534463	2017	12	01
Laser Depth Dynamics Inc.	2345875	2017	12	01

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

An unlimited number of common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

Not applicable.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

Shares of the Corporation may not be transferred unless the restrictions on the transfer of securities of the Corporation contained in section 10 of these Articles (entitled "Other provisions, if any") are complied with.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless:

(a) (i) the consent of the directors of the Corporation is obtained; or (ii) the consent of shareholders holding more than 50% of the shares entitled to vote at such time is obtained;
or

(b) in the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer are complied with.

The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, or by an instrument or instruments in writing signed by a majority of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

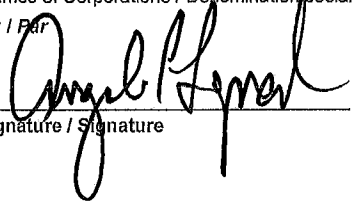
11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.

12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

OCT ACQUISITION CORP.

Names of Corporations / Dénomination sociale des sociétés		
By / Par	Angelo Lopresti	Secretary
		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

COHERENT HOLDINGS INC.

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

LASER DEPTH DYNAMICS INC.

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / Nom et **signature originale** d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). **Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

OCT ACQUISITION CORP.

Names of Corporations / Dénomination sociale des sociétés

By / Par

Angelo Lopresti

Secretary

Signature / Signature

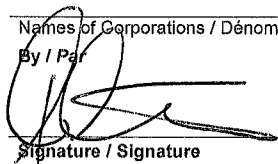
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

COHERENT HOLDINGS INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



PAUL WEBSTER

PRESIDENT

Signature / Signature

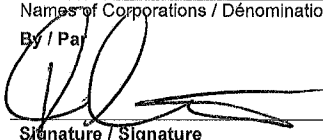
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Nom du signataire en lettres moulées

Description of Office / Fonction

LASER DEPTH DYNAMICS INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



PAUL WEBSTER

PRESIDENT

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

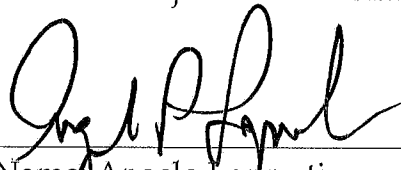
SCHEDULE "A-1"

Statement of Director or Officer Under Subsection 178(2) of the Business Corporations Act (Ontario)

I am the Secretary of OCT Acquisition Corp. This Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (Ontario) in connection with the amalgamation of OCT Acquisition Corp., Coherent Holdings Inc. and Laser Depth Dynamics Inc. (the "**Amalgamating Corporations**"). In my capacity as Secretary of OCT Acquisition Corp., I state that:

1. There are reasonable grounds for believing that:
 - (a) each of the Amalgamating Corporations is, and the corporation continuing from the amalgamation of the Amalgamating Corporations (the "**Corporation**") will be, able to pay its liabilities as they become due, and
 - (b) the realizable value of the Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
2. There are reasonable grounds for believing that no creditor of the Amalgamating Corporations will be prejudiced by the amalgamation.
3. No creditor of either of the Amalgamating Corporations has notified either of the Amalgamating Corporations that such creditor objects to the amalgamation.

DATED December 1, 2017.



Name: Angelo Lopresti
Title: Secretary

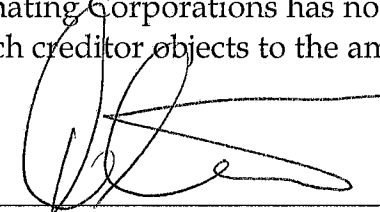
SCHEDULE "A-2"

Statement of Director or Officer Under Subsection 178(2) of the Business Corporations Act (Ontario)

I am a director of Coherent Holdings Inc. ("**Coherent**") and a director of Laser Depth Dynamics Inc. ("**LDD**"). I have conducted such examinations of the books and records of OCT Acquisition Corp., Coherent and LDD (the "**Amalgamating Corporations**") as are necessary to enable me to make this statement. This Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (Ontario). In my capacity as a director of Coherent and a director of LDD, I state that:

1. There are reasonable grounds for believing that:
 - (a) each of the Amalgamating Corporations is, and the corporation continuing from the amalgamation of the Amalgamating Corporations (the "**Corporation**") will be, able to pay its liabilities as they become due, and
 - (b) the realizable value of the Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
2. There are reasonable grounds for believing that no creditor of the Amalgamating Corporations will be prejudiced by the amalgamation.
3. No creditor of either of the Amalgamating Corporations has notified either of the Amalgamating Corporations that such creditor objects to the amalgamation.

DATED December 1, 2017.



Name: Paul Webster

Title: Director

SCHEDULE "B-1"

CERTIFIED RESOLUTION OF THE DIRECTORS

OF

OCT ACQUISITION CORP.

(the "Corporation")

In my capacity as Secretary of the Corporation, I certify that the attached resolution is a true and accurate copy of a resolution of the directors of the Corporation duly passed on December 1, 2017. The resolution is still in full force and effect, unamended as of today's date.

DATED December 1, 2017.



Name: Angelo Lopresti
Title: Secretary

RESOLUTION OF THE DIRECTORS

OF

OCT ACQUISITION CORP.

(the "Corporation")

RECITAL

The Corporation has agreed to amalgamate with its wholly-owned subsidiaries Coherent Holdings Inc. ("Coherent") and Laser Depth Dynamics Inc. ("LDD") under subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act").

RESOLVED THAT

1. The Corporation is authorized to amalgamate with Coherent and LDD under subsection 177(1) of the Act and continue as one corporation.
2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of Coherent and LDD shall be cancelled without any repayment of capital in respect of the shares. None of the shares of the Corporation shall be cancelled.
3. The articles of amalgamation shall be the same as the articles of the Corporation, except that the name of the Corporation shall be "IPG Photonics (Canada) Inc.".
4. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.

SCHEDULE "B-2"

CERTIFIED RESOLUTION OF THE DIRECTOR

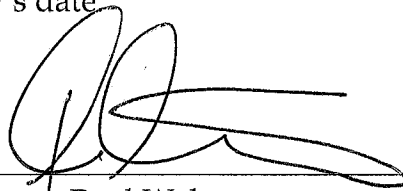
OF

COHERENT HOLDINGS INC.

(the "Corporation")

In my capacity as President of the Corporation, I certify that the attached resolution is a true and accurate copy of a resolution of the director of the Corporation duly passed on December 1, 2017. The resolution is still in full force and effect, unamended as of today's date.

DATED December 1, 2017.

A handwritten signature in black ink, appearing to read 'Paul Webster', is written over a horizontal line.

Name: Paul Webster

Title: President

RESOLUTION OF THE DIRECTOR
OF
COHERENT HOLDINGS INC.
(the "Corporation")

RECITALS

- (a) The Corporation and Laser Depth Dynamics Inc. ("**LDD**") are wholly-owned subsidiaries of OCT Acquisition Corp. ("**AcquireCo**").
- (b) The Corporation has agreed to amalgamate with LDD and AcquireCo under subsection 177(1) of the *Business Corporations Act* (Ontario) (the "**Act**").

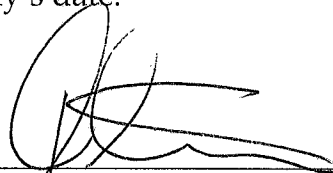
RESOLVED THAT

- 1. The Corporation is authorized to amalgamate with LDD and AcquireCo under subsection 177(1) of the Act and continue as one corporation.
- 2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of the Corporation, including all shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect of the shares.
- 3. The articles of amalgamation shall be the same as the articles of AcquireCo, except that the name of the Corporation shall be "IPG Photonics (Canada) Inc."
- 4. The by-laws of the amalgamated corporation shall be the same as the by-laws of AcquireCo.
- 5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
- 6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.

SCHEDULE "B-3"
CERTIFIED RESOLUTION OF THE DIRECTOR
OF
LASER DEPTH DYNAMICS INC.
(the "Corporation")

In my capacity as President of the Corporation, I certify that the attached resolution is a true and accurate copy of a resolution of the director of the Corporation duly passed on December 1, 2017. The resolution is still in full force and effect, unamended as of today's date.

DATED December 1, 2017.



Name: Paul Webster

Title: President

RESOLUTION OF THE DIRECTOR

OF

LASER DEPTH DYNAMICS INC.

(the "Corporation")

RECITALS

- (a) The Corporation and Coherent Holdings Inc. ("Coherent") are wholly-owned subsidiaries of OCT Acquisition Corp. ("AcquireCo").
- (b) The Corporation has agreed to amalgamate with Coherent and AcquireCo under subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act").

RESOLVED THAT

1. The Corporation is authorized to amalgamate with Coherent and AcquireCo under subsection 177(1) of the Act and continue as one corporation.
2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of the Corporation, including all shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect of the shares.
3. The articles of amalgamation shall be the same as the articles of AcquireCo, except that the name of the Corporation shall be "IPG Photonics (Canada) Inc.".
4. The by-laws of the amalgamated corporation shall be the same as the by-laws of AcquireCo.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.