

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
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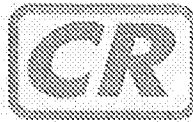
EPAS ID: PAT6430093

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	AMALGAMATION	
CONVEYING PARTY DATA		
	Name	Execution Date
	SBC VIRBAC LIMITED	01/01/2020
RECEIVING PARTY DATA		
Name:	VIRBAC H.K. TRADING LIMITED	
Street Address:	11/F, ONE PACIFIC PLACE	
Internal Address:	88 QUEENSWAY	
City:	ADMIRALTY	
State/Country:	HONG KONG	
PROPERTY NUMBERS Total: 6		
Property Type	Number	
Patent Number:	9029522	
Patent Number:	8956623	
Patent Number:	8784834	
Patent Number:	9657063	
Patent Number:	9770501	
Patent Number:	9101571	
CORRESPONDENCE DATA		
Fax Number:		
<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:	617-239-0100	
Email:	danielle.olive@lockelord.com	
Correspondent Name:	LOCKE LORD LLP	
Address Line 1:	P.O. BOX 55874	
Address Line 4:	BOSTON, MASSACHUSETTS 02205	
ATTORNEY DOCKET NUMBER:	0125938.00001	
NAME OF SUBMITTER:	TIM TINGKANG XIA	
SIGNATURE:	/Tim Tingkang Xia/	
DATE SIGNED:	12/03/2020	
Total Attachments: 5		

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編號
No.

1634225



公 司 註 冊 處
COMPANIES REGISTRY

合併證明書
CERTIFICATE OF AMALGAMATION

本人謹此證明
I hereby certify that

VIRBAC H.K. TRADING LIMITED (1634225)

及 and

施懷哲維克有限公司 SBC VIRBAC LIMITED (0454885)

將依據香港法例第 622 章《公司條例》第 680 / 681 條的規定合併。
合併後的公司為：

will be amalgamated pursuant to the provisions of section 680 / 681 of the
Companies Ordinance (Chapter 622 of the Laws of Hong Kong). The
amalgamated company will be :

VIRBAC H.K. TRADING LIMITED (1634225)

合併的生效日期為二〇二〇年一月一日。
The effective date of the amalgamation is 1 January 2020.

本證明書於二〇一九年十二月六日發出。
Issued on 6 December 2019.

香港特別行政區公司註冊處處長鍾麗玲

Ms Ada L L CHUNG

Registrar of Companies

Hong Kong Special Administrative Region

copy

THE COMPANIES ORDINANCE

SPECIAL RESOLUTION

OF

SBC VIRBAC LIMITED

施懷哲維克有限公司

(the "Company")

Passed on the 28th day of November 2019

The following resolution was duly passed as a Special Resolution of the Company on 28 November 2019 by a Written Resolution of the Sole Member of the Company pursuant to section 548 of the Companies Ordinance (Cap. 622):

AS A SPECIAL RESOLUTION

"THAT pursuant to section 681 of the Companies Ordinance (Cap. 622) (the "Ordinance"), the Company and VIRBAC H.K. TRADING LIMITED ("Virbac HK"), each a wholly-owned subsidiary of Virbac S.A., be and are hereby amalgamated (the "Amalgamation") with effect from 1 January 2020 (the "Effective Date") and shall continue as one company with Virbac HK as the surviving entity (the "Amalgamated Company"), on the terms that with effect from the Effective Date:

- i. the shares of the Company will be cancelled without payment or other consideration;
- ii. the articles of association of the Amalgamated Company will be the same as the articles of association of Virbac HK whose shares are not cancelled;
- iii. the directors of the Company and Virbac HK have confirmed that (i) they are satisfied that, as at the date of the solvency statements made by them pursuant to section 679 of the Ordinance, there is no ground on which the Company and Virbac HK, respectively, could be found to be unable to pay their respective debts; and (ii) after taking into account all the liabilities of the Company and Virbac HK (including contingent and prospective liabilities), they are satisfied that the Amalgamated Company will be able to pay its debts as they fall due during the period of 12 months immediately after the Effective Date;
- iv. the directors of the Company and Virbac HK have confirmed that as at the date of the solvency statements made by them pursuant to



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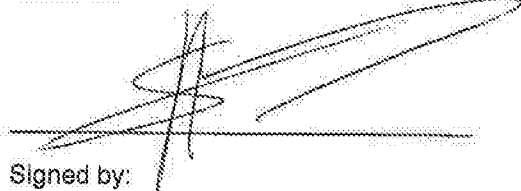
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section 679 of the Ordinance in respect of the Company and Virbac HK, respectively:

- a. none of the following exists:
 - (i) any floating charge created by the Company or Virbac HK;
 - (ii) any other security created by the Company or Virbac HK respectively over a class of assets, to any of which the security interest has not attached.
- v. the following persons will be appointed as the directors of the Amalgamated Company:
 - (1) PORTE Marie-Paule, Beatrix
 - (2) TANGUY Renan, Louis, Auguste"

For and on behalf of

Virbac S.A.

A handwritten signature in black ink, consisting of a series of loops and strokes, is written over a horizontal line.

Signed by:

Sébastien Huron, Chairman of the
Executive Board

THE COMPANIES ORDINANCE
SPECIAL RESOLUTION
OF
VIRBAC H.K. TRADING LIMITED
(the "Company")

Passed on the 28th day of November 2019

The following resolution was duly passed as a Special Resolution of the Company on 28 November 2019 by a Written Resolution of the Sole Member of the Company pursuant to section 548 of the Companies Ordinance (Cap. 622):

AS A SPECIAL RESOLUTION

"THAT pursuant to section 681 of the Companies Ordinance (Cap. 622) (the "Ordinance"), SBC VIRBAC LIMITED 施懷哲維克有限公司 and the Company, each a wholly-owned subsidiary of Virbac S.A., be and are hereby amalgamated (the "Amalgamation") with effect from 1 January 2020 (the "Effective Date") and shall continue as one company with the Company as the surviving entity (the "Amalgamated Company"), on the terms that with effect from the Effective Date:

- i. the shares of SBC VIRBAC LIMITED 施懷哲維克有限公司 will be cancelled without payment or other consideration;
- ii. the articles of association of the Amalgamated Company will be the same as the articles of association of the Company whose shares are not cancelled;
- iii. the directors of SBC VIRBAC LIMITED 施懷哲維克有限公司 and the Company have confirmed that (i) they are satisfied that, as at the date of the solvency statements made by them pursuant to section 679 of the Ordinance, there is no ground on which SBC VIRBAC LIMITED 施懷哲維克有限公司 and the Company, respectively, could be found to be unable to pay their respective debts; and (ii) after taking into account all the liabilities of SBC VIRBAC LIMITED 施懷哲維克有限公司 and the Company (including contingent and prospective liabilities), they are satisfied that the Amalgamated Company will be able to pay its debts as they fall due during the period of 12 months immediately after the Effective Date;
- iv. the directors of SBC VIRBAC LIMITED 施懷哲維克有限公司 and the Company have confirmed that as at the date of the solvency statements made by them pursuant to section 679 of the Ordinance in respect of SBC VIRBAC LIMITED 施懷哲維克有限公司 and the Company, respectively:
 - a. none of the following exists:

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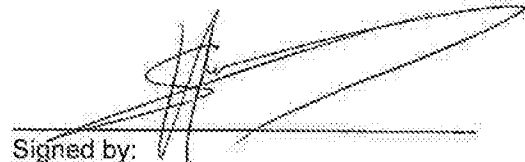


- (i) any floating charge created by SBC VIRBAC LIMITED 施懷哲維克有限公司 or the Company;
- (ii) any other security created by SBC VIRBAC LIMITED 施懷哲維克有限公司 or the Company over a class of assets, to any of which the security interest has not attached.

v. the following persons will be appointed as the directors of the Amalgamated Company:

- (1) PORTE Marie-Paule, Beatrix
- (2) TANGUY Renan, Louis, Auguste"

For and on behalf of
Virbac S.A.

A handwritten signature in black ink, appearing to be 'Sébastien Huron', is written over a horizontal line.

Signed by:
Sébastien Huron, Chairman of the
Executive Board

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