

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT7615371

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/31/2019

CONVEYING PARTY DATA

Name	Execution Date
LYSTEK INTERNATIONAL INC.	07/31/2019

RECEIVING PARTY DATA

Name:	LYSTEK ACQUISITION INC.
Street Address:	45 O'CONNOR STREET
Internal Address:	SUITE 1500
City:	OTTAWA
State/Country:	CANADA
Postal Code:	K1P 1A4

PROPERTY NUMBERS Total: 7

Property Type	Number
Patent Number:	9260322
Patent Number:	8011605
Patent Number:	7736511
Patent Number:	8349184
Patent Number:	9504969
Patent Number:	9139483
Patent Number:	10196293

CORRESPONDENCE DATA

Fax Number: (519)576-6030

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.

Phone: 5195757509

Email: val.cottrill@gowlingwlg.com

Correspondent Name: VAL COTTRILL

Address Line 1: 345 KING ST WEST

Address Line 2: SUITE 600

Address Line 4: KITCHENER, CANADA N2G 0C5

ATTORNEY DOCKET NUMBER:	K0562091
NAME OF SUBMITTER:	VALENTINE COTTRILL

PATENT

SIGNATURE:	/Valentine Cottrill/
DATE SIGNED:	10/28/2022
Total Attachments: 14 source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page1.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page2.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page3.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page4.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page5.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page6.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page7.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page8.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page9.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page10.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page11.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page12.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page13.tif source=Lystek Acquisition Inc. - Certificate and Articles of Amalgamation#page14.tif	

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 fusionne 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

LYSTEK ACQUISITION INC.

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
LYSTEK ACQUISITION INC.	002706986	2019	07	31
LYSTEK INTERNATIONAL INC.	1397137	2019	07	31

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 :

The Corporation is authorized to issue an unlimited number of Common Shares and an unlimited number of Special 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 :

COMMON SHARES

(a) Dividends

Subject to the *Business Corporations Act* (Ontario) (the Act), the holders of the Common Shares shall be entitled to receive non-cumulative dividends if, as and when the directors shall in their discretion declare dividends on the Common Shares and pay the same.

The directors may declare and pay dividends on the Common Shares to the exclusion of any other class or classes of shares, and none of the Common Shares shall be entitled to participate in any dividends declared on any other class and, for greater certainty, there shall be no requirement that any of the classes of shares be treated equally or rateably by the board of directors with respect to the declaration and payment of dividends.

(b) Voting

Each holder of Common Shares is entitled to receive notice of, attend and vote at all meetings of shareholders of the Corporation, except meetings at which only holders of another class of shares are entitled to vote separately as a class as provided in the Act. At all meetings at which notice must be given to the holders of the Common Shares, each holder of Common Shares is entitled to one (1) vote in respect of each Common Share held by that holder.

(c) Rights on Dissolution

In the event of the liquidation, dissolution or winding-up of the Corporation (whether voluntary or involuntary), reduction of capital or other distribution of its assets among the shareholders by way of repayment of capital, subject to the rights, privileges, restrictions and conditions attaching to the Special Shares and any other class of shares of the Corporation ranking senior to the Common Shares, the holders of the Common Shares are entitled to receive the remaining property and assets of the Corporation, on a pro rata basis, without preference or distinction.

SPECIAL SHARES

(a) Dividends

The holders of the Special Shares shall be entitled to receive, and the Corporation shall pay thereon, as and when declared by the board of directors out of the moneys of the Corporation properly applicable to the payment of dividends, non-cumulative dividends in such amount or in such form at such rate as the directors may from time to time determine.

The directors may declare and pay dividends on the Special Shares to the exclusion of any other class or classes of shares, and none of the Special Shares shall be entitled to participate in any dividends declared on any other class and, for greater certainty, there shall be no requirement that any of the classes of shares be treated equally or rateably by the board of directors with respect to the declaration and payment of dividends.

Notwithstanding anything in these Articles to the contrary, no dividend shall be declared and paid or set apart for payment to the holders of any class of shares of the

Corporation if the payment of the monies of the Corporation properly applicable to the payment of such dividend would result in the Corporation having insufficient net assets to redeem any of the Special Shares or to distribute to the holders of the Special Shares a sum equal to the aggregate Special Redemption Price (as hereinafter defined) then outstanding.

(b) Voting

The holders of the Special Shares shall not be entitled to receive notice of or to attend or vote at meetings of the shareholders of the Corporation provided, however, that the holders of the Special Shares shall be entitled to notice of meetings of shareholders called for the purpose of authorizing the dissolution of the Corporation or the sale, lease or exchange of all or substantially all the property of the Corporation other than in the ordinary course of business of the Corporation in accordance with the provisions of the Act.

(c) Rights on Dissolution

In the event of the liquidation, dissolution or winding-up of the Corporation (whether voluntary or involuntary), reduction of capital or other distribution of its assets among the shareholders by way of repayment of capital, the holders of the Special Shares shall be entitled to receive in respect of each such share, before any distribution of any part of the assets of the Corporation among the holders of the Common Shares and any other class of shares ranking junior to the Special Shares, an amount equal to the Special Redemption Price. After payment to the holders of the Special Shares of the amounts so payable to them as provided above, they shall not be entitled to share in any further distribution of the property or assets of the Corporation.

(d) Redemption at the Option of the Corporation

Subject to the Act and any shareholders' agreement of the Corporation, the Corporation shall, at its option, be entitled to redeem at any time or times all or any part of the Special Shares registered in the name of any holder of any such Special Shares on the books of the Corporation with or without the consent of such holder by giving notice in writing to such holder specifying:

- (i) that the Corporation desires to redeem all or any part of the Special Shares registered in the name of such holder;
- (ii) if part only of the Special Shares registered in the name of such holder is to be redeemed, the number thereof to be so redeemed;
- (iii) the business day (in this paragraph referred to as the **redemption date**) on which the Corporation desires to redeem such Special Shares. Such notice shall specify a redemption date which shall not be less than thirty (30) days after the date on which the notice is given by the Corporation or such shorter period of time as the Corporation and the holder of any such Special Shares may agree; and
- (iv) the place of redemption.

The Corporation shall, on the redemption date, redeem all Special Shares required to be redeemed by paying to such holder an amount equal to the Special Redemption Price for each Special Share on presentation and surrender of the certificate(s) for the Special Shares so called for redemption at such place as may be specified in such notice. The certificate(s) for such Special Shares shall thereupon be cancelled and the Special Shares represented thereby shall thereupon be redeemed. Such payment shall

be made by delivery to such holder of a cheque payable in the amount of or, at the option of the Corporation, a demand note with a principal amount equal to the aggregate Special Redemption Price for the Special Shares to be redeemed. From and after the redemption date, such Special Shares shall cease to be entitled to dividends and the holder thereof shall not be entitled to exercise any of the rights of holders of Special Shares in respect thereof unless payment of the said Special Redemption Price is not made on the redemption date, or on presentation and surrender of the certificate(s) for the Special Shares so called for redemption, whichever is later in which case the rights of the holder of the said Special Shares shall remain unaffected until payment in full of the Special Redemption Price.

Where at any time some but not all of such Special Shares are to be redeemed the Special Shares to be redeemed shall be selected by lot in such manner as the board of directors determines, or as nearly as may be in proportion to the number of Special Shares registered in the name of each holder, or in such other manner as the board of directors determines.

(e) Redemption at the Option of the Holder

Subject to the Act and any shareholders' agreement of the Corporation, a holder of Special Shares shall be entitled to require the Corporation to redeem at any time or times any Special Shares registered in the name of such holder on the books of the Corporation by tendering to the Corporation at its registered office a share certificate or certificates representing the Special Shares which the holder desires to have the Corporation redeem together with a request in writing specifying (in this paragraph referred to as a **redemption demand**):

- (i) that the holder desires to have the Special Shares represented by such certificate redeemed by the Corporation; and
- (ii) the business day (in this paragraph referred to as the **redemption date**) on which the holder desires to have the Corporation redeem such Special Shares. The redemption demand shall specify a redemption date which shall not be less than thirty (30) days after the date on which the redemption demand is tendered to the Corporation or such other date as the holder and the Corporation may agree.

The Corporation shall, on such redemption date, redeem all Special Shares required to be redeemed by paying to such holder an amount equal to the Special Redemption Price for each Special Share on presentation and surrender of the certificate(s) for the Special Shares to be so redeemed at the registered office of the Corporation. The certificate(s) for such Special Shares shall thereupon be cancelled and the Special Shares represented thereby shall thereupon be redeemed. Such payment shall be made by delivery to such holder of a cheque in the amount of or, at the option of the Corporation, a demand note with a principal amount equal to the aggregate Special Redemption Price for the Special Shares to be redeemed. From and after the redemption date, such Special Shares shall cease to be entitled to dividends and the holder thereof shall not be entitled to exercise any of the rights of holders of Special Shares in respect thereof unless payment of the said Special Redemption Price is not made on the redemption date, in which case the rights of the holder of the said Special Shares shall remain unaffected until payment in full of the Special Redemption Price.

If less than all Special Shares represented by a certificate are redeemed, the holder shall be entitled to receive, at the expense of the Corporation, a new certificate representing the Special Shares which have not been redeemed.

(f) **Definition**

Special Redemption Price means, with respect to the Special Shares of the Corporation, the sum of the original issue price paid for such Special Shares together with all declared and unpaid cash dividends thereon as at the date of payment of such price.

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 :

The shares of the Corporation shall not be transferred without the consent of either (a) the directors as evidenced by a resolution passed or signed by them and recorded in the books of the Corporation or (b) the holders of a majority in number of the outstanding voting shares of the Corporation.

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

Securities of the Corporation, other than shares and non-convertible debt securities, shall not be transferred without compliance with the restrictions on transfer contained in the applicable securityholders' agreement or, absent any such restrictions, shall not be transferred without the consent of the Secretary of the Corporation.

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.

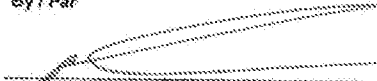
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

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 offices (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.

LYSTEK ACQUISITION INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par


Signature / Signature

Ronald Tomlinson

Print name of signatory /
Nom du signataire en lettres moulées

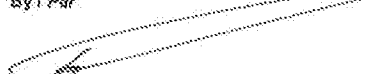
President

Description of Office / Fonction

LYSTEK INTERNATIONAL INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par


Signature / Signature

Ronald Tomlinson

Print name of signatory /
Nom du signataire en lettres moulées

Chairman of the board

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

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

) IN THE MATTER of the *Business Corporations Act*
) (Ontario) and the articles of amalgamation of Lystek
) International Inc. and Lystek Acquisition Inc.

STATEMENT OF DIRECTOR OR OFFICER

I, Ronald Tomlinson, of Manotick, Ontario, solemnly state that:

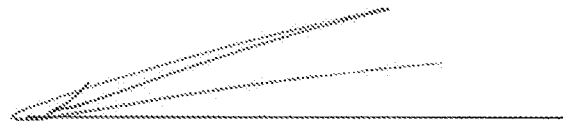
1. I am a Director of each of the amalgamating corporations, the name of each of which is hereinafter set out, and as such have personal knowledge of each of the amalgamating corporations herein deposed to:

Lystek International Inc.

Lystek Acquisition Inc.

2. I have conducted such examinations of the books and records of each amalgamating corporation as necessary to enable me to make the statements set forth in this Statement.
3. There are reasonable grounds for believing that:
- (a) Each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due; and
 - (b) The realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
4. There are reasonable grounds for believing that:
- (a) No creditor of any of the amalgamating corporations will be prejudiced by the amalgamation; or
 - (b) Adequate notice has been given by each amalgamating corporation to all known creditors of each respective corporation in accordance with the provisions of the *Business Corporations Act (Ontario)*.
5. No creditor of any of the amalgamating corporations has notified the respective corporation that such creditor objects to the amalgamation.

DATED this 31st day of July, 2019



Ronald Tomlinson

SCHEDULE B

CERTIFIED COPY OF RESOLUTIONS OF THE BOARD OF DIRECTORS

OF

LYSTEK ACQUISITION INC.
(the Corporation)

"AMALGAMATION

WHEREAS:

- (A) subsection 177(1) of the *Business Corporations Act* (Ontario) (the **Act**) provides that a holding corporation and one or more of its subsidiary corporations may amalgamate and continue as one corporation in the manner therein provided without complying with sections 175 and 176 of the Act.
- (B) Lystek International Inc. (the **Subsidiary**) is a subsidiary corporation of the Corporation.
- (C) It is considered desirable and in the best interests of the Corporation that, on July 31, 2019, the Corporation and the Subsidiary amalgamate and continue as one corporation pursuant to subsection 177(1) of the Act.

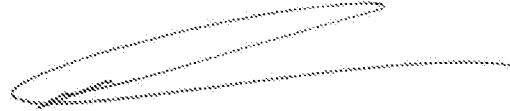
RESOLVED THAT:

- 1 The amalgamation of the Corporation and its wholly owned subsidiary, Lystek International Inc., pursuant to subsection 177(1) of the Act (the **Amalgamation**), be and the same is hereby authorized and approved;
- 2 Upon the Amalgamation becoming effective:
 - (a) shares of the capital of Subsidiary, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
 - (b) except as may be prescribed, the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of the Corporation;
 - (c) the by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation; and
 - (d) no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
- 3 Any director or officer of the Corporation is hereby authorized and directed, for and in the name of and on behalf of the Corporation, to execute (whether under the corporate seal of the Corporation or otherwise) and deliver all such agreements, instruments, certificates and other documents and to do all such other acts and things as such director or officer may determine to be necessary or advisable in connection with the Amalgamation, including the execution and delivery to the Director appointed under the Act of articles of amalgamation in the prescribed form in respect of the Amalgamation, the execution of any such document or the doing of any such other act or thing being conclusive evidence of such determination."

[Signature page follows]

I CERTIFY that the foregoing is a true copy of a Resolution of the Board of Directors of LYTEK ACQUISITION INC. passed in a manner authorized by law and that the said Resolution is in full force and effect.

DATED as of the 31st day of July, 2019.



Ronald Tomlinson
President of
LYSTEK ACQUISITION INC.

SCHEDULE B

CERTIFIED COPY OF RESOLUTIONS OF THE BOARD OF DIRECTORS

OF

LYSTEK INTERNATIONAL INC.
(the Corporation)

"AMALGAMATION

WHEREAS:

- (A) Subsection 177(1) of the *Business Corporations Act* (Ontario) (the **Act**) provides that a holding corporation and one or more of its subsidiary corporations may amalgamate and continue as one corporation in the manner therein provided without complying with sections 175 and 176 of the Act.
- (B) The Corporation is a wholly-owned subsidiary of Lystek Acquisition Inc. (**PurchaseCo**).
- (C) It is considered desirable and in the best interests of the Corporation that, on July 31, 2019, the Corporation and PurchaseCo amalgamate and continue as one corporation pursuant to subsection 177(1) of the Act.

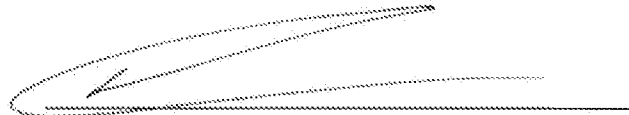
RESOLVED THAT:

- 1 The amalgamation of the Corporation and PurchaseCo pursuant to subsection 177(1) of the Act (the **Amalgamation**) be and the same is hereby authorized and approved.
- 2 Upon the Amalgamation becoming effective:
 - (a) all shares in the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
 - (b) except as may be prescribed, the articles of amalgamation of the amalgamated corporation shall be the same as the articles of PurchaseCo;
 - (c) the by-laws of the amalgamated corporation shall be the same as the by-laws of PurchaseCo; and
 - (d) no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
- 3 Any director or officer of the Corporation is hereby authorized and directed, for and in the name of and on behalf of the Corporation, to execute (whether under the corporate seal of the Corporation or otherwise) and deliver all such agreements, instruments, certificates and other documents and to do all such other acts and things as such director or officer may determine to be necessary or advisable in connection with the Amalgamation, including the execution and delivery to the Director appointed under the Act of articles of amalgamation in the prescribed form in respect of the Amalgamation, the execution of any such document or the doing of any such other act or thing being conclusive evidence of such determination."

[Signature page follows]

I CERTIFY that the foregoing is a true copy of a Resolution of the Board of Directors of **LYSTEK INTERNATIONAL INC.** passed in a manner authorized by law and that the said Resolution is in full force and effect.

DATED as of the 31st day of July, 2019.



Ronald Tomlinson
Chairman of the board of **LYSTEK INTERNATIONAL INC.**