

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM433066

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Amalgamation		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CNJ Holdings, Inc.		04/01/2016	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cangene Corporation		
<b>Street Address:</b>	155 Innovation Drive		
<b>City:</b>	Winnipeg, Manitoba		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	R3T5Y3		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4597459	IXINITY	
<b>Registration Number:</b>	4923507	IXPERIENCE	
<b>Registration Number:</b>	4788624	IXINITY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2023712540		
<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>			
<b>Phone:</b>	2023712600		
<b>Email:</b>	tm@skgf.com		
<b>Correspondent Name:</b>	Monica Riva Talley		
<b>Address Line 1:</b>	1100 New York Avenue, N.W.		
<b>Address Line 2:</b>	Sterne, Kessler, Goldstein & Fox PLLC		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	Monica Riva Talley		
<b>Address Line 1:</b>	1100 New York Avenue, N.W.		
<b>Address Line 2:</b>	Sterne, Kessler, Goldstein & Fox PLLC		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>NAME OF SUBMITTER:</b>	Monica Riva Talley		

OP \$90.00 4597459

<b>SIGNATURE:</b>	/Monica Riva Talley/
<b>DATE SIGNED:</b>	06/29/2017
<b>Total Attachments: 6</b> source=CNJ and Cangene Amalgamation#page1.tif source=CNJ and Cangene Amalgamation#page2.tif source=CNJ and Cangene Amalgamation#page3.tif source=CNJ and Cangene Amalgamation#page4.tif source=CNJ and Cangene Amalgamation#page5.tif source=CNJ and Cangene Amalgamation#page6.tif	



## Certificate of Amalgamation

*Canada Business Corporations Act*

## Certificat de fusion

*Loi canadienne sur les sociétés par actions*

Cangene Corporation

Corporate name / Dénomination sociale

969261-4

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Virginie Ethier

Director / Directeur

2016-04-01

Date of Amalgamation (YYYY-MM-DD)  
Date de fusion (AAAA-MM-JJ)

**Canada Business Corporations Act (CBCA)  
FORM 9  
ARTICLES OF AMALGAMATION  
(Section 185)**

**1 - Corporate name of the amalgamated corporation**  
 Cengage Corporation

**2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)**  
 Manitoba

**3 - The classes and any maximum number of shares that the corporation is authorized to issue**  
 See attached schedule.

**4 - Restrictions, if any, on share transfers**  
 See attached schedule.

**5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)**

Minimum number  Maximum number

**6 - Restrictions, if any, on the business the corporation may carry on**  
 See attached schedule.

**7 - Other provisions, if any**  
 See attached schedule.

**8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:**

<input checked="" type="checkbox"/> 183 - Long form : approved by special resolution of shareholders	<input type="checkbox"/> 184(1) - Vertical short-form : approved by resolution of directors	<input type="checkbox"/> 184(2) - Horizontal short-form : approved by resolution of directors
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**9 - Declaration**

I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the amalgamating corporations	Corporation number	Signature
Cengage Corporation	968955-9	<i>Robert G. Yarn</i>
CNI Holdings Inc.	968952-4	<i>Robert G. Yarn</i>

**Note:** Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA)

## SCHEDULE

### THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE

The Corporation is authorized to issue an unlimited number of common shares with the following rights, privileges, restrictions and conditions:

- (a) **Payment of Dividends:** The holders of the common shares will be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the common shares, the board of directors may in its sole discretion declare dividends on the common shares to the exclusion of any other class of shares of the Corporation.
- (b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the common shares will, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the common shares, be entitled to participate in the distribution. Such distribution will be made in equal amounts per share on all the common shares at the time-outstanding without preference or distinction.
- (c) **Voting Rights:** The holders of the common shares will be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one vote in respect of each common share held at all such meetings.

## SCHEDULE

### RESTRICTIONS ON SHARE TRANSFERS

No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in paragraph 7 (Other Provisions) hereof.

SCHEDULE  
RESTRICTIONS ON BUSINESS

None.

## SCHEDULE

### OTHER PROVISIONS

- (1) The number of directors within the minimum and maximum number set out in paragraph 5 may be determined from time to time by resolution of the board of directors. Any vacancy among the directors resulting from an increase in the number of directors as so determined may be filled by resolution of the directors, subject to any limitations imposed on the directors to fill such vacancy under the *Canada Business Corporations Act*.
- (2) No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:
  - (a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;
  - (b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;
  - (c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or
  - (d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.