

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM453860

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Amalgamation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
EMERGENT PROTECTIVE PRODUCTS CANADA ULC		01/01/2017	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	Emergent BioSolutions Canada Inc.		
Street Address:	155 Innovation Drive		
City:	Winnipeg, Manitoba		
State/Country:	CANADA		
Postal Code:	R3T5Y3		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3432719	RSDL	
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>			
Email:	sarnold@skgf.com		
Correspondent Name:	Sterne, Kessler, Goldstein & Fox PLLC		
Address Line 1:	1100 New York Avenue, N.W.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	3479.1700000/3479.304AGR0		
NAME OF SUBMITTER:	Monica Riva Talley		
SIGNATURE:	/Monica Riva Talley/		
DATE SIGNED:	12/08/2017		
Total Attachments: 6			
source=EPPC to Emergent BioSolutions Canada Inc. Amalgamation#page1.tif			
source=EPPC to Emergent BioSolutions Canada Inc. Amalgamation#page2.tif			
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OP \$40.00 3432719



Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

Emergent BioSolutions Canada Inc.

Corporate name / Dénomination sociale

1002896-7

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

2017-01-01

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		
Emergent BioSolutions Canada Inc.		
2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)		
Ontario		
3 - The classes and any maximum number of shares that the corporation is authorized to issue		
See Schedule Attached.		
4 - Restrictions, if any, on share transfers		
See Schedule Attached.		
5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)		
Minimum number	1	Maximum number 10
6 - Restrictions, if any, on the business the corporation may carry on		
None.		
7 - Other provisions, if any		
See Schedule Attached.		
8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:		
<input checked="" type="radio"/> 183 - Long form : approved by special resolution of shareholders	<input type="radio"/> 184(1) - Vertical short-form : approved by resolution of directors	<input type="radio"/> 184(2) - Horizontal short-form : approved by resolution of directors
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
Cangene Corporation	9692614	<i>Robert G. Flannery</i>
Emergent Protective Products Canada Inc.	10005797	<i>Robert G. Flannery</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).		

Emergent BioSolutions Canada Inc.

Schedule

Description of Classes of Shares

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.

Emergent BioSolutions Canada Inc.

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.

Emergent BioSolutions Canada Inc.

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.



Initial Registered Office Address and First Board of Directors

Siège social initial et premier conseil d'administration

Canada Business Corporations Act (CBCA) (s. 19 and 106)

Loi canadienne sur les sociétés par actions (LCSA) (art. 19 et 106)

1 Corporate name / Dénomination sociale
Emergent BioSolutions Canada Inc.

2 Address of registered office / Adresse du siège social
**1 First Canadian Place
 Suite 3400
 Toronto ON M5X 1A4**

3 Additional address / Autre adresse

4 Members of the board of directors / Membres du conseil d'administration

		Resident Canadian / Résident Canadien
Adam Havey	3500 N Martin Luther King Jr. Blvd, Lansing MI 48906, United States	No / Non
Christopher Sinclair	155 Innovation Drive, Winnipeg MB R3T 5Y3, Canada	Yes / Oui
Daniel J. Abdun-Nabi	400 Professional Drive, Suite 400, Gaithersburg MD 20879, United States	No / Non

5 Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form.
 Déclaration : J'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

Original signed by / Original signé par
Robert G. Kramer

Robert G. Kramer
 240-631-3200

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the Privacy Act allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la Loi sur les renseignements personnels permettent que de tels renseignements soient divulgués au public. Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049.

