

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM488306

<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>
Newalta Corporation		07/19/2018	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Tervita Corporation		
<b>Street Address:</b>	1600, 140 10th Avenue S.E.		
<b>City:</b>	Calgary, AB		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	T2G0R1		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85564544	ENGINEERED ENVIRONMENTAL SOLUTIONS	
<b>Serial Number:</b>	86596721	SUSTAINABILITY SIMPLIFIED	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	5125364598		
<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>	5124745201		
<b>Email:</b>	aoipdocket@nortonrosefulbright.com		
<b>Correspondent Name:</b>	Alicia Morris Groos		
<b>Address Line 1:</b>	98 San Jacinto Boulevard, Suite 1100		
<b>Address Line 4:</b>	Austin, TEXAS 78701		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	Alicia Morris Groos		
<b>Address Line 1:</b>	98 San Jacinto Boulevard, Suite 1100		
<b>Address Line 4:</b>	Austin, TEXAS 78701		
<b>NAME OF SUBMITTER:</b>	Alicia Morris Groos		
<b>SIGNATURE:</b>	/Alicia Morris Groos/		
<b>DATE SIGNED:</b>	08/31/2018		
<b>Total Attachments: 16</b>			

OP \$65.00 85564544

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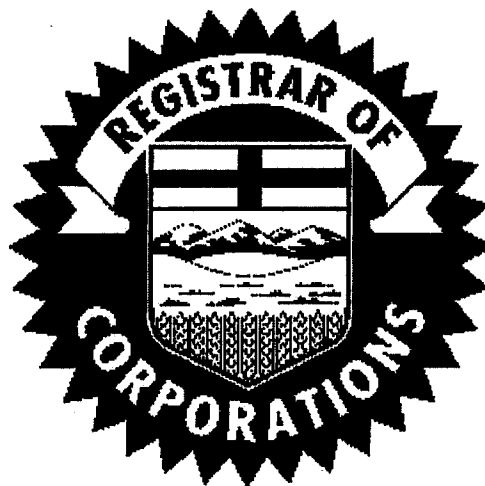
**CORPORATE ACCESS NUMBER: 2021309782**

**Government  
of Alberta ■**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMALGAMATION**

**TERVITA CORPORATION  
IS THE RESULT OF AN AMALGAMATION FILED ON 2018/07/19.**



**TRADEMARK  
REEL: 006427 FRAME: 0585**

**Articles of Amalgamation  
For  
TERVITA CORPORATION**

**Share Structure:** THE ATTACHED SCHEDULE IS INCORPORATED INTO AND FORMS PART OF THE ARTICLES OF THE CORPORATION.

**Share Transfers Restrictions:** NONE

**Number of Directors:**

**Min Number of Directors:** 3

**Max Number of Directors:** 15

**Business Restricted To:** NONE

**Business Restricted From:** NONE

**Other Provisions:** THE ATTACHED SCHEDULE IS INCORPORATED INTO AND FORMS PART OF THE ARTICLES OF THE CORPORATION.

**Registration Authorized By: KIRSTY SKLAR  
SOLICITOR**

THIS SCHEDULE IS INCORPORATED INTO  
AND FORMS PART OF THE ARTICLES OF  
TERVITA CORPORATION (the "Corporation")

The authorized share capital of the Corporation shall consist of an unlimited number of Common Shares and an unlimited number of Preferred Shares, issuable in series. The rights, privileges, restrictions and conditions attaching to each class of shares of the Corporation shall be as follows:

1. COMMON SHARES

The rights, privileges, restrictions and conditions attaching to the Common Shares of the Corporation are as follows:

1.1 Voting

Holders of Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to vote at any such meeting, except in respect of any vote of a particular class or series of shares other than Common Shares who are entitled to vote separately as a class or series at such meeting.

1.2 Dividends

Subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation ranking in priority to or rateably with the Common Shares, holders of Common Shares shall be entitled to receive dividends if, as and when declared by the 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 directors of the Corporation may from time to time determine.

1.3 Liquidation

In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, or any other distribution of the property or assets of the Corporation among its shareholders for the purpose of winding up its affairs (a "Distribution"), holders of Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive the property or assets of the Corporation upon such Distribution in priority to or rateably with holders of Common Shares, be entitled to receive the remaining property and assets of the Corporation.

2. PREFERRED SHARES

The Preferred Shares, as a class, shall have attached thereto the following rights, privileges, restrictions and conditions:

2.1 Issuance in Series

Subject to the filing of Articles of Amendment in accordance with the Business Corporations Act (Alberta) (the "Act") and subject to Section 2.2 hereof, the Board of Directors may at any time and from time to time issue the Preferred Shares in one or more series, each series to consist of such number of shares as may, before the issuance thereof, be determined by the Board of Directors.

Subject to the filing of Articles of Amendment in accordance with the Act, the Board of Directors may from time to time fix, before issuance, the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred Shares including, without limiting the generality of the foregoing, the amount, if any, specified as being payable preferentially to such series on a Distribution; the extent, if any, of further participation on a Distribution; voting rights, if any; and dividend rights (including whether such dividends be preferential, or cumulative or non-cumulative), if any.

## 2.2 Limitation

No Preferred Shares of any series shall be issued at any time if, as a result of, and at the time of, such issuance:

(a) the aggregate number of Preferred Shares that would then be outstanding would exceed 50% of the aggregate number of Common Shares then outstanding; or

(b) the maximum aggregate number of Common Shares into which all of the Preferred Shares then outstanding could be converted in accordance with their terms (regardless of any restrictions on the time of conversion and regardless of any conditions to the conversion) would exceed 20% of the aggregate number of Common Shares then outstanding; or

(c) the aggregate number of votes which the holders of all of the Preferred Shares then outstanding would be entitled to cast (regardless of any conditions) at any meeting of the shareholders of the Corporation (other than a meeting at which only holders of the Preferred Shares or any series are entitled to vote) would exceed 20% of the aggregate number of votes which the holders of all of the Common Shares then outstanding would be entitled to cast at any such meeting.

## 2.3 Dividends

Subject to the preferences accorded to holders of any other shares of the Corporation ranking senior to the Preferred Shares from time to time with respect to the payment of dividends, the holders of each series of Preferred Shares shall be entitled, in priority to holders of Common Shares and any other shares of the Corporation ranking junior to the Preferred Shares from time to time with respect to the payment of dividends, to be paid rateably with holders of each other series of Preferred Shares, the amount of accumulated dividends, if any, specified as being payable preferentially to the holders of such series.

## 2.4 Liquidation

In the event of a Distribution, holders of each series of

Preferred Shares shall be entitled, in priority to holders of Common Shares and any other shares of the Corporation ranking junior to the Preferred Shares from time to time with respect to payment on a Distribution, to be paid rateably with holders of each other series of Preferred Shares the amount, if any, specified as being payable preferentially to the holders of such series on a Distribution.

THIS SCHEDULE IS INCORPORATED INTO  
AND FORMS PART OF THE ARTICLES OF  
TERVITA CORPORATION (the "Corporation")

OTHER RULES OR PROVISIONS:

The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at the expiration of the last annual meeting of the Corporation.

Meetings of the shareholders of the Corporation may be held outside Alberta at any place in Canada as the Board of Directors of the Corporation may determine.



This information is collected in accordance with the *Business Corporations Act*. It is required to collect an amalgamated Alberta corporation's articles for the purpose of issuing a certificate of amalgamation. Collection is authorized under s. 33(a) of the *Freedom of Information and Protection of Privacy Act*. Questions about the collection can be directed to Service Alberta Contact Centre staff at [cr@gov.ab.ca](mailto:cr@gov.ab.ca) or 780-427-7013 (toll-free 310-0000 within Alberta).

1. Name of Amalgamated Corporation

TERVITA CORPORATION

2. The classes of shares, and any maximum number of shares that the corporation is authorized to issue:

The attached Schedule is incorporated into and forms part of the Articles of the Corporation.

3. Restrictions on share transfers (if any):

None

4. Number, or minimum and maximum number of directors that the corporation may have:

Minimum 3 and Maximum 15

5. If the corporation is restricted FROM carrying on a certain business or restricted TO carrying on a certain business, specify the restrictions

None

6. Other rules or provisions (if any):

The attached Schedule is incorporated into and forms part of the Articles of the Corporation.

7. Amalgamating Corporations

Name	Corporate Access Number
Tervita Corporation	2021165564

Name	Corporate Access Number
Newalta Corporation	2015061084

8. Authorized Representative/Authorized Signing Authority for the Corporation

Dawson, Robert  
Last Name, First Name, Middle Name (optional)

Chief Financial Officer  
Relationship to Corporation

Telephone Number (optional)

Email Address (optional)

2018/07/19  
Date of submission (yyyy-mm-dd)

/s/ Robert Dawson  
Signature

THIS SCHEDULE IS INCORPORATED INTO  
AND FORMS PART OF THE ARTICLES OF  
TERVITA CORPORATION (the "Corporation")

The authorized share capital of the Corporation shall consist of an unlimited number of Common Shares and an unlimited number of Preferred Shares, issuable in series. The rights, privileges, restrictions and conditions attaching to each class of shares of the Corporation shall be as follows:

**1. COMMON SHARES**

The rights, privileges, restrictions and conditions attaching to the Common Shares of the Corporation are as follows:

**1.1 Voting**

Holders of Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to vote at any such meeting, except in respect of any vote of a particular class or series of shares other than Common Shares who are entitled to vote separately as a class or series at such meeting.

**1.2 Dividends**

Subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation ranking in priority to or rateably with the Common Shares, holders of Common Shares shall be entitled to receive dividends if, as and when declared by the 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 directors of the Corporation may from time to time determine.

**1.3 Liquidation**

In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, or any other distribution of the property or assets of the Corporation among its shareholders for the purpose of winding up its affairs (a "Distribution"), holders of Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive the property or assets of the Corporation upon such Distribution in priority to or rateably with holders of Common Shares, be entitled to receive the remaining property and assets of the Corporation.

**2. PREFERRED SHARES**

The Preferred Shares, as a class, shall have attached thereto the following rights, privileges, restrictions and conditions:

**2.1 Issuance in Series**

Subject to the filing of Articles of Amendment in accordance with the *Business Corporations Act* (Alberta) (the "Act") and subject to Section 2.2 hereof, the Board of Directors may at any time and from time to time issue the Preferred Shares in one or more series, each series to consist of such number of shares as may, before the issuance thereof, be determined by the Board of Directors.

Subject to the filing of Articles of Amendment in accordance with the Act, the Board of Directors may from time to time fix, before issuance, the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred Shares including, without limiting the generality of the foregoing, the amount, if any, specified as being payable preferentially to such series on a Distribution; the extent, if any, of further participation on a Distribution; voting rights, if any; and dividend rights (including whether such dividends be preferential, or cumulative or non-cumulative), if any.

**2.2 Limitation**

No Preferred Shares of any series shall be issued at any time if, as a result of, and at the time of, such issuance:

- (a) the aggregate number of Preferred Shares that would then be outstanding would exceed 50% of the aggregate number of Common Shares then outstanding; or
- (b) the maximum aggregate number of Common Shares into which all of the Preferred Shares then outstanding could be converted in accordance with their terms (regardless of any restrictions on the time of conversion and regardless of any conditions to the conversion) would exceed 20% of the aggregate number of Common Shares then outstanding; or
- (c) the aggregate number of votes which the holders of all of the Preferred Shares then outstanding would be entitled to cast (regardless of any conditions) at any meeting of the shareholders of the Corporation (other than a meeting at which only holders of the Preferred Shares or any series are entitled to vote) would exceed 20% of the aggregate number of votes which the holders of all of the Common Shares then outstanding would be entitled to cast at any such meeting.

### **2.3 Dividends**

Subject to the preferences accorded to holders of any other shares of the Corporation ranking senior to the Preferred Shares from time to time with respect to the payment of dividends, the holders of each series of Preferred Shares shall be entitled, in priority to holders of Common Shares and any other shares of the Corporation ranking junior to the Preferred Shares from time to time with respect to the payment of dividends, to be paid rateably with holders of each other series of Preferred Shares, the amount of accumulated dividends, if any, specified as being payable preferentially to the holders of such series.

### **2.4 Liquidation**

In the event of a Distribution, holders of each series of Preferred Shares shall be entitled, in priority to holders of Common Shares and any other shares of the Corporation ranking junior to the Preferred Shares from time to time with respect to payment on a Distribution, to be paid rateably with holders of each other series of Preferred Shares the amount, if any, specified as being payable preferentially to the holders of such series on a Distribution.

THIS SCHEDULE IS INCORPORATED INTO  
AND FORMS PART OF THE ARTICLES OF  
TERVITA CORPORATION (the "Corporation")

**OTHER RULES OR PROVISIONS:**

The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at the expiration of the last annual meeting of the Corporation.

Meetings of the shareholders of the Corporation may be held outside Alberta at any place in Canada as the Board of Directors of the Corporation may determine.

**Amalgamate Alberta Corporation - Registration Statement**

**Alberta Registration Date: 2018/07/19**

**Corporate Access Number: 2021309782**

**Service Request Number: 29324989**

**Alberta Corporation Type:** Named Alberta Corporation

**Legal Entity Name:** TERVITA CORPORATION

**French Equivalent Name:**

**Nuans Number:**

**Nuans Date:**

**French Nuans Number:**

**French Nuans Date:**

**REGISTERED ADDRESS**

**Street:** 400 3RD AVENUE SW, SUITE 3700

**Legal Description:**

**City:** CALGARY

**Province:** ALBERTA

**Postal Code:** T2P 4H2

**RECORDS ADDRESS**

**Street:** 400 3RD AVENUE SW, SUITE 3700

**Legal Description:**

**City:** CALGARY

**Province:** ALBERTA

**Postal Code:** T2P 4H2

**ADDRESS FOR SERVICE BY MAIL**

**Post Office Box:**

**City:**

**Province:**

**Postal Code:**

**Internet Mail ID:**

**Share Structure:**

THE ATTACHED SCHEDULE IS INCORPORATED INTO AND  
FORMS PART OF THE ARTICLES OF THE CORPORATION.

**Share Transfers  
Restrictions:** NONE

**Number of Directors:**

**Min Number Of  
Directors:** 3

**Max Number Of  
Directors:** 15

**Business Restricted To:** NONE

**Business Restricted  
From:** NONE

**Other Provisions:** THE ATTACHED SCHEDULE IS INCORPORATED INTO AND  
FORMS PART OF THE ARTICLES OF THE CORPORATION.

**Professional  
Endorsement Provided:**

**Future Dating Required:**

**Registration Date:** 2018/07/19

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**Director**

**Last Name:** BILLING

**First Name:** GRANT

**Middle Name:**

**Street/Box Number:** 88 BRIDLE ESTATES ROAD SW

**City:** CALGARY

**Province:** ALBERTA

**Postal Code:** T2Y 5A9

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** HAGERMAN

**First Name:** ALLEN

**Middle Name:**

**Street/Box Number:** BOX 1, SITE 11, RR #1

**City:** MILLARVILLE

**Province:** ALBERTA

**Postal Code:** T0L 1K0

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** THORNTON  
**First Name:** JAY  
**Middle Name:**  
**Street/Box Number:** 1216 LANSDOWNE AVENUE SW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2S 1A6  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** RAMSAY  
**First Name:** DOUGLAS  
**Middle Name:**  
**Street/Box Number:** 500, 140 10TH AVENUE SE  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2G 0R1  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** WALBRIDGE  
**First Name:** KEVIN  
**Middle Name:**  
**Street/Box Number:** 6 WOODARD PLACE  
**City:** ZIONSVILLE  
**Province:** INDIANA  
**Postal Code:** 46077  
**Country:**  
**Resident Canadian:**  
**Named On Stat Dec:**

**Last Name:** COOPER  
**First Name:** JOHN  
**Middle Name:**  
**Street/Box Number:** 140 10TH AVENUE SE, SUITE 1600  
**City:** CALGARY  
**Province:** ALBERTA

**Postal Code:** T2G 0R1

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** PRIDHAM

**First Name:** GORDON

**Middle Name:**

**Street/Box Number:** 46 EDGIN AVENUE

**City:** TORONTO

**Province:** ONTARIO

**Postal Code:** M5R 1G6

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** RIDDELL ROSE

**First Name:** SUSAN

**Middle Name:**

**Street/Box Number:** 3200, 605 5 AVENUE SW

**City:** CALGARY

**Province:** ALBERTA

**Postal Code:** T2P 3H5

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** KRAMER

**First Name:** CAMERON

**Middle Name:**

**Street/Box Number:** 214 SIENNA PARK TERRACE SW

**City:** CALGARY

**Province:** ALBERTA

**Postal Code:** T3H 4N1

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** COLODNER

**First Name:** MICHAEL

**Middle Name:**



**Street/Box Number:** 410 PARK AVENUE, 11TH FLOOR

**City:** NEW YORK

**Province:** NEW YORK

**Postal Code:** 10022

**Country:**

**Resident Canadian:**

**Named On Stat Dec:**

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**Amalgamating Corporation**

<b>Corporate Access Number</b>	<b>Legal Entity Name</b>
2015061084	NEWALTA CORPORATION
2021165564	TERVITA CORPORATION

**Attachment**

<b>Attachment Type</b>	<b>Microfilm Bar Code</b>	<b>Date Recorded</b>
Other Rules or Provisions	ELECTRONIC	2018/07/19
Articles/Plan of Arrangement/Court Order	10000407125945331	2018/07/19
Share Structure	ELECTRONIC	2018/07/19

**Registration Authorized By:** KIRSTY SKLAR  
SOLICITOR

This information is collected in accordance with the *Business Corporations Act*. It is required to update an Alberta corporation's articles for the purpose of issuing a certificate of amendment. Collection is authorized under s. 33(a) of the *Freedom of Information and Protection of Privacy Act*. Questions about the collection can be directed to Service Alberta Contact Centre staff at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000 within Alberta).

1. Name of Corporation

2. Corporate Access Number

TERVITA CORPORATION	2021309782
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3. In accordance with the order approving the arrangement, the articles of the corporation are amended as follows:

In accordance with the order of the Court of Queen's Bench of Alberta dated June 26, 2018 approving the arrangement pursuant to Section 193 of the *Business Corporations Act* (Alberta), a copy of which is attached hereto as Schedule "A", the Plan of Arrangement, a copy of which is attached hereto as Schedule "B" (which are incorporated into and form a part hereof), involving, among others, Tervita Corporation, Newalta Corporation and Tervita 2018 Escrow Corporation is hereby effected.

The Plan of Arrangement does not affect any amendment to the Articles of the Corporation, other than as a result of the amalgamation of Tervita Corporation and Newalta Corporation to form Tervita Corporation, which forms part of the Plan of Arrangement.

4. Authorized Representative/Authorized Signing Authority for the Corporation

Dawson, Robert  
Last Name, First Name, Middle Name (optional)

\_\_\_\_\_  
Telephone Number (optional)

2018/07/19  
Date of submission (yyyy-mm-dd)

Chief Financial Officer  
Relationship to Corporation

\_\_\_\_\_  
Email Address (optional)

/s/ Robert Dawson  
Signature