

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM527866

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2019

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Apotex Technologies Inc.		03/26/2019	Corporation: CANADA

RECEIVING PARTY DATA

Name:	Apotex Inc.
Street Address:	150 Signet Drive
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M9L1T9
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1162404	APOTEX
Registration Number:	2859839	APO
Registration Number:	4632563	APOBIOLOGIX A DIVISION OF APOTEX CORP.
Registration Number:	4621329	APOBIOLOGIX
Registration Number:	4989604	APOTEX CONSUMER PRODUCTS
Registration Number:	5116756	APOBIOLOGIX
Registration Number:	5135257	APOBIOLOGIX
Registration Number:	5169202	APOBIOLOGIX
Registration Number:	5424083	APOSPEAKS
Registration Number:	5099243	APOPHARMA
Serial Number:	86958426	APOPHARMA USA

CORRESPONDENCE DATA

Fax Number: 7038164100

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: 7038164063

Email: sld@nixonvan.com

Correspondent Name: Sheryl De Luca; Nixon & Vanderhye P.C.

Address Line 1: 901 N. Glebe Road, 11th Floor

TRADEMARK

Address Line 4: Arlington, VIRGINIA 22203

NAME OF SUBMITTER: Sheryl De Luca

SIGNATURE: /Sheryl De Luca/

DATE SIGNED: 06/14/2019

Total Attachments: 7

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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

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
Apotex Inc.	1612278	2019	03	26
Apotex Leasing Inc.	1553313	2019	03	26
Apotex Technologies Inc.	2020446	2019	03	26
Apobiologix Inc.	2577341	2019	03	26
Apotex Research Inc.	986460	2019	03	26
ApoPharma Inc.	1557245	2019	03	26

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 :

An unlimited number of Class A Common shares and an unlimited number of Class B
Common 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 :

Class A Common Shares

1. Dividends

1.1 The holders of Class A Common shares shall be entitled to receive dividends and the Corporation shall pay dividends thereon, as and when declared by the board of directors of the Corporation out of moneys properly applicable to the payment of dividends, in such amount and in such form as the board of directors may from time to time determine, and all dividends which the directors may declare on the Class A Common shares shall be declared and paid in equal amounts per share on all Class A Common shares at the time outstanding.

2. Dissolution

2.1 In the event of the dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Class A Common shares shall be entitled to receive the remaining property and assets of the Corporation.

3. Voting Rights

3.1 The holders of the Class A Common shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation and shall have one vote for each Class A Common share held at all meetings of the shareholders of the Corporation.

Class B Common Shares

1. Dividends

1.1 The holders of Class B Common shares shall be entitled to receive dividends and the Corporation shall pay dividends thereon, as and when declared by the board of directors of the Corporation out of moneys properly applicable to the payment of dividends, in such amount and in such form as the board of directors may from time to time determine, and all dividends which the directors may declare on the Class B Common shares shall be declared and paid in equal amounts per share on all Class B Common shares at the time outstanding.

2. Dissolution

2.1 In the event of the dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Class B Common shares shall be entitled to receive the remaining property and assets of the Corporation.

3. Voting Rights

3.1 Except as otherwise provided by the Act, the holders of the Class B Common shares shall not be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation, or to vote at any such meeting.

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 right to transfer securities of the Corporation (other than debt securities that are not convertible into shares of the Corporation) shall be restricted in that no holder of such securities shall be entitled to transfer any such securities without either:

(a) if the transfer of such securities is restricted by any security holders' agreement, complying with such restrictions in such agreement; or

(b) if there are no such restrictions, either:

(i) the express sanction of the holders of more than 50% of the voting shares of the Corporation for the time being outstanding expressed by a resolution passed at a meeting of the shareholders or by an instrument or instruments in writing signed by the holders of more than 50% of such shares; or

(ii) the express sanction of the directors of the Corporation expressed by a resolution passed by the votes of a majority of the directors of the Corporation at a meeting of the board of directors or signed by all of the directors entitled to vote on that resolution at a meeting of directors.

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

None

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 office (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.**

APOTEX INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Jeffrey Watson

President

Signature / Signature

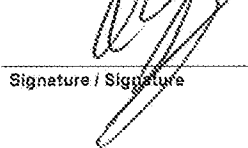
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

APOTEX LEASING INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alex Glasenberg

President

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

APOTEX TECHNOLOGIES INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alex Glasenberg

Secretary

Signature / Signature

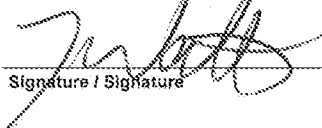
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

APOBIOLOGIX INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Jeffrey Watson

President

Signature / Signature

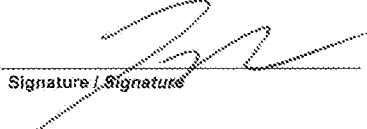
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

APOTEX RESEARCH INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Gordon Fahner

Secretary and Treasurer

Signature / Signature


Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

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 office (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.*

APOPHARMA INC.

By / Par	Names of Corporations / <i>Dénomination sociale des sociétés</i>	
	Alex Glasenberg	Treasurer
Signature / <i>Signature</i>	Print name of signatory / <i>Nom du signataire en lettres moulées</i>	Description of Office / <i>Fonction</i>

By / Par	Names of Corporations / <i>Dénomination sociale des sociétés</i>	
Signature / <i>Signature</i>	Print name of signatory / <i>Nom du signataire en lettres moulées</i>	Description of Office / <i>Fonction</i>

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