

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM569012

| | | | |
|---|--|-----------------------|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Articles of Amalgamation | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Neptec Design Group Limited | | 01/07/2020 | Corporation: CANADA |
| RECEIVING PARTY DATA | | | |
| Name: | MacDonald, Dettwiler and Associates Inc. | | |
| Street Address: | 1300 W. 120th Avenue | | |
| City: | Westminster | | |
| State/Country: | COLORADO | | |
| Postal Code: | 80234 | | |
| Entity Type: | Corporation: CANADA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5947237 | TRIDAR | |
| 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> | | | |
| Phone: | (650) 843-5000 | | |
| Email: | myoung@cooley.com | | |
| Correspondent Name: | Anne H. Peck | | |
| Address Line 1: | 1299 Pennsylvania Avenue NW, Suite 700 | | |
| Address Line 4: | Washington, D.C. 20004 | | |
| ATTORNEY DOCKET NUMBER: | 331983-20428 TRIDAR | | |
| NAME OF SUBMITTER: | Michael Young | | |
| SIGNATURE: | /Michael Young/ | | |
| DATE SIGNED: | 03/26/2020 | | |
| Total Attachments: 14 | | | |
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Ontario
CERTIFICATE / **CERTIFICAT**
 This is to certify that these / Ceci certifie que les présents
 articles are effective on / statuts entrent en vigueur le

5028503

JANUARY 07 JANVIER, 2020

Barbara Ruschitt (17)

Director / Directrice
 Business Corporations Act / Loi sur les sociétés par actions

ARTICLES OF AMALGAMATION
STATUTS DE FUSION

Form 4
 Business
 Corporations
 Act

Formule 4
 Loi sur les
 sociétés par
 actions

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
 Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT):

| | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| M | A | C | D | O | N | A | L | D | , | D | E | T | T | W | I | L | E | R | A | N | D | A | S | S | O | C |
| I | A | T | E | S | I | N | C | . | | | | | | | | | | | | | | | | | | |
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2. The address of the registered office is:
 Adresse du siège social:

199 Bay Street, Commerce Court West, 5300

Street & Number or R.R. Number & if Multi-Office Building give Room No. /
 Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

Toronto

ONTARIO

M 5 L 1 B 9

Name of Municipality or Post Office /
 Nom de la municipalité ou du bureau de poste

Postal Code/Code postal

3. Number of directors is: / Nombre d'administrateurs: Fixed number / Nombre fixe OR / OU minimum and maximum / minimum et maximum 1 10

4. The director(s) is/are: / Administrateur(s):

| First name, middle names and surname Prénoms, autres prénoms et nom de famille | Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal | Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non |
|---|---|--|
| Hiten Makim | 9445 Airport Road, Brampton, Ontario, Canada L6S 4J3 | Yes |
| Laurie Korneffel | 1300 W. 120th Avenue, Westminster, Colorado, United States 80234 | No |
| Randall H. Lynch | 1300 W. 120th Avenue, Westminster, Colorado, United States 80234 | No |

4. The director(s) is/are:
Administrateur(s) :

| First name, middle names and surname <i>Prénom, autres prénoms et nom de famille</i> | Address for services, giving street & No. or R.R. No., Municipality, Province, Country and Postal code. <i>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal</i> | Resident Canadian State 'Yes' or 'No' <i>Résident canadien Oui/Non</i> |
|---|---|--|
| Tony Valento | 1300 W. 120th Avenue, Westminster, Colorado, United States 80234 | No |

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

MACDONALD, DETTWILER AND ASSOCIATES 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 |
| MACDONALD, DETTWILER AND ASSOCIATES INC. | 1426333 | 2020 | 01 | 07 |
| NEPTEC DESIGN GROUP LTD. | 5008495 | 2020 | 01 | 07 |

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 common shares and an unlimited number of preferred shares.

B. 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 relative à chaque catégorie d'actions qui peut être émise en série :

See attached pages 4A-4C.

SCHEDULE B-1

RESOLUTION OF THE DIRECTORS

OF

MACDONALD, DEFTWILER AND ASSOCIATES INC.

(the "Corporation")

RECITALS

- (a) The Corporation and Neptec Design Group Ltd. ("Neptec") are wholly-owned subsidiaries of MDA Systems Holdings Ltd.
- (b) The Corporation and Neptec have agreed to amalgamate under subsection 177(2) of the *Business Corporations Act* (Ontario) (the "Act") and continue as one corporation.

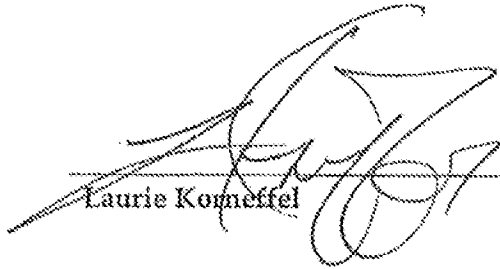
RESOLVED THAT

Effective as of 12:01 a.m. EST on January 7, 2020:

1. The Corporation is authorized to amalgamate with Neptec under subsection 177(2) of the Act and continue as one corporation.
2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of Neptec shall be cancelled without any repayment of capital in respect of the shares. None of the shares of the Corporation shall be cancelled.
3. The articles of amalgamation shall be the same as the articles of the Corporation.
4. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation.
5. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, the stated capital of Neptec shall be added to the stated capital of the Corporation.
6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.

[Remainder of page left intentionally blank.]

Pursuant to subsection 129(1) of the *Business Corporations Act* (Ontario), all of the directors of the Corporation, at least twenty-five percent of whom are resident Canadians, sign this resolution on January 7, 2020.



Laurie Korneffel

Randall H. Lynch

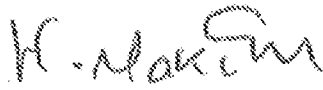
Hiten Makim

Tony Valento

Pursuant to subsection 129(1) of the *Business Corporations Act* (Ontario), all of the directors of the Corporation, at least twenty-five percent of whom are resident Canadians, sign this resolution on January 7, 2020.

Laurie Korneffel

Randall H. Lynch

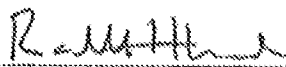


Hiten Makim

Tony Valento

Pursuant to subsection 129(1) of the *Business Corporations Act* (Ontario), all of the directors of the Corporation, at least twenty-five percent of whom are resident Canadians, sign this resolution on January 7, 2020.

Laurie Korneffel



Randall H. Lynch

Hiten Makin



Tony Valento

SCHEDULE B-2

RESOLUTION OF THE DIRECTORS

OF

NEPTEC DESIGN GROUP LTD.

(the "Corporation")

RECITALS

- (a) The Corporation and MacDonald, Dettwiler and Associates Inc. ("MDA Inc.") are wholly-owned subsidiaries of MDA Systems Holdings Ltd.
- (b) The Corporation and MDA Inc. have agreed to amalgamate under subsection 177(2) of the *Business Corporations Act* (Ontario) (the "Act") and continue as one corporation.

RESOLVED THAT

Effective as of 12:01 a.m. EST on January 7, 2020:

1. The Corporation is authorized to amalgamate with MDA Inc. under subsection 177(2) of the Act and continue as one corporation.
2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of the Corporation, including all shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect of the shares. The shares of MDA Inc. shall not be cancelled.
3. The articles of amalgamation shall be the same as the articles of MDA Inc.
4. The by-laws of the amalgamated corporation shall be the same as the by-laws of MDA Inc.
5. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, the stated capital of the Corporation shall be added to the stated capital of MDA Inc.
6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.

[Remainder of page left intentionally blank.]

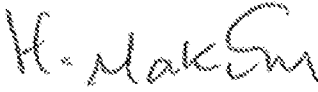
TRADEMARK

REEL: 006900 FRAME: 0474

Pursuant to subsection 129(1) of the *Business Corporations Act* (Ontario), all of the directors of the Corporation, at least twenty-five percent of whom are resident Canadians, sign this resolution on January 7, 2020.

Laurie Korneffel

Randall H. Lynch

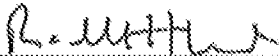


Hiten Makim

Tony Valento

Pursuant to subsection 129(1) of the *Business Corporations Act* (Ontario), all of the directors of the Corporation, at least twenty-five percent of whom are resident Canadians, sign this resolution on January 7, 2020.

Laurie Korneffel



Randall H. Lynch

Hiten Makim



Tony Valento

Pursuant to subsection 129(1) of the *Business Corporations Act* (Ontario), all of the directors of the Corporation, at least twenty-five percent of whom are resident Canadians, sign this resolution on January 7, 2020.



Liatie Kornieffel

Randall H. Lynch

Hiten Makim

Tony Valento

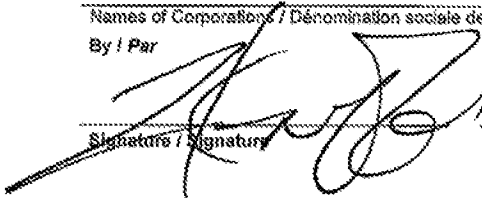
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

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.

MACDONALD, DETTWILER AND ASSOCIATES INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

 Laurie Korneffel

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

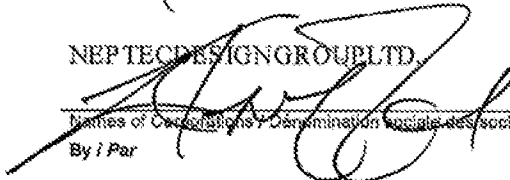
Director

Description of Office / Fonction

NEPTEC DESIGN GROUP LTD.

Names of Corporations / Dénomination sociale des sociétés

By / Par

 Laurie Korneffel

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Director

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