

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM609557

|   |                      |                                    |                    |
|---|----------------------|------------------------------------|--------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT       |                                    |                    |
| <b>NATURE OF CONVEYANCE:</b>  | CHANGE OF NAME       |                                    |                    |
| <b>CONVEYING PARTY DATA</b>   |                      |                                    |                    |
| <b>Name</b>   | <b>Formerly</b>      | <b>Execution Date</b>              | <b>Entity Type</b> |
| The Governor and Company of Adventurers of England trading into Hudson's Bay also known as Hudson's Bay Company |                      | 12/13/1978                         | Company: CANADA    |
| <b>RECEIVING PARTY DATA</b>   |                      |                                    |                    |
| <b>Name:</b>  | Hudson's Bay Company |                                    |                    |
| <b>Street Address:</b>  | 401 Bay Street       |                                    |                    |
| <b>City:</b>  | Toronto              |                                    |                    |
| <b>State/Country:</b>   | CANADA               |                                    |                    |
| <b>Postal Code:</b>   | M5H2Y4               |                                    |                    |
| <b>Entity Type:</b>   | Company: CANADA      |                                    |                    |
| <b>PROPERTY NUMBERS Total: 33</b>   |                      |                                    |                    |
| <b>Property Type</b>  | <b>Number</b>        | <b>Word Mark</b>                   |                    |
| <b>Registration Number:</b>   | 5807210              | 1670                               |                    |
| <b>Registration Number:</b>   | 4962413              | CHRISTMAS STREET                   |                    |
| <b>Registration Number:</b>   | 5326512              | COMPANY OF ADVENTURERS N           |                    |
| <b>Serial Number:</b>   | 88057755             | CORE LIFE                          |                    |
| <b>Serial Number:</b>   | 88057766             | CORE LIFE                          |                    |
| <b>Registration Number:</b>   | 5355300              | DISTINCTLY HOME                    |                    |
| <b>Serial Number:</b>   | 88262771             | EN THREAD                          |                    |
| <b>Serial Number:</b>   | 88262775             | EN THREAD                          |                    |
| <b>Serial Number:</b>   | 88606092             | ENCORE LIVING                      |                    |
| <b>Registration Number:</b>   | 5143774              | GOVERNOR'S CHOICE                  |                    |
| <b>Serial Number:</b>   | 88821784             | HBAM                               |                    |
| <b>Registration Number:</b>   | 4783777              | HBC                                |                    |
| <b>Serial Number:</b>   | 87394315             | HBC FOUNDATION'S HEADFIRST PROGRAM |                    |
| <b>Registration Number:</b>   | 4783776              | HBC                                |                    |
| <b>Registration Number:</b>   | 1116411              | HUDSON'S BAY                       |                    |
| <b>Registration Number:</b>   | 1191220              | HUDSON'S BAY                       |                    |
| <b>Registration Number:</b>   | 0220747              | HUDSONS BAY "POINT"                |                    |

TRADEMARK

| Property Type        | Number   | Word Mark                    |
|----------------------|----------|------------------------------|
| Registration Number: | 3734281  | HUDSON'S BAY COMPANY         |
| Registration Number: | 4171901  | HUDSON'S BAY COMPANY         |
| Serial Number:       | 88389877 | JUST KIDDING                 |
| Serial Number:       | 88141594 | JUST KIDDING                 |
| Serial Number:       | 88291839 |                              |
| Registration Number: | 0291625  |                              |
| Registration Number: | 4286370  |                              |
| Registration Number: | 3718624  |                              |
| Serial Number:       | 88234768 | MOVA                         |
| Registration Number: | 0274403  | POINT                        |
| Serial Number:       | 88534166 | POWER 60 FLEX PLATE          |
| Registration Number: | 6061357  | SFW SUITABLE FOR WORK        |
| Registration Number: | 1164906  | THE BAY                      |
| Serial Number:       | 88131231 | YORK FACTORY                 |
| Serial Number:       | 88804433 | YORK FACTORY                 |
| Serial Number:       | 88131235 | YORK FACTORY BY HUDSON'S BAY |

#### CORRESPONDENCE DATA

Fax Number: 3102822200

*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: 3102822000

Email: trademarks@loeb.com

Correspondent Name: Melanie Howard

Address Line 1: 10100 Santa Monica blvd.

Address Line 2: Suite 2200

Address Line 4: Los Angeles, CALIFORNIA 90067

|                    |                  |
|--------------------|------------------|
| NAME OF SUBMITTER: | Melanie Howard   |
| SIGNATURE:         | /Melanie Howard/ |
| DATE SIGNED:       | 11/18/2020       |

#### Total Attachments: 6

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**Certificate of Continuance**

**Canada Business  
Corporations Act**

**Certificat de continuation**

**Loi sur les corporations  
commerciales canadiennes**

**HUDSON'S BAY COMPANY  
COMPAGNIE DE LA BAIE D'HUDSON**


Name of Corporation - Nom de la corporation

**11930-0**

Number - Numéro

I hereby certify that the above-mentioned Corporation was continued under Section 181 of the Canada Business Corporations Act as set out in the attached articles of Continuance.

Je certifie par les présentes que la corporation mentionnée ci-haut a été continuée en vertu de l'article 181 de la Loi sur les corporations commerciales canadiennes, tel qu'indiqué dans les statuts de continuation ci-joints.

  
**Deputy** - Director - Directeur

**December 13, 1978**

Date of Continuance - Date de la continuation



FORM 11

FORMULE 11

ARTICLES OF CONTINUANCE

STATUTS DE CONTINUATION

(SECTION 181)

(ARTICLE 181)

Name of Corporation / Nom de la corporation  
**The Governor and Company of Adventurers of England trading into Hudson's Bay', also known as 'Hudson's Bay Company' and, in French, 'Compagnie de la Baie d'Hudson'**

The place in Canada where the registered office is to be situated / Lieu au Canada où doit être situé le siège social

**The City of Winnipeg, Province of Manitoba**

The classes and any maximum number of shares that the corporation is authorized to issue / Catégories et tout nombre maximal d'actions que la corporation est autorisée à émettre

**The annexed Schedule A is incorporated in this form.**

Restrictions on any share transfers / Restrictions sur le transfert des actions s'il y a lieu

**The annexed Schedule B is incorporated in this form.**

Number of directors and maximum number of directors / Nombre des directeurs et nombre maximal de directeurs  
**The maximum number of directors is 22. The minimum number of directors is 12. The actual number of directors is to be determined by the board of directors.**

Restrictions if any on businesses the corporation may carry on / Restrictions imposées quant aux entreprises que la corporation peut exploiter, s'il y a lieu

**None**

If change of name effected, previous name / Si changement de nom a été opéré, nom antérieur

**Not applicable**

Other provisions if any / Autres dispositions s'il y a lieu

**The board of directors may from time to time, in such amounts and on such terms as it deems expedient charge, mortgage, hypothecate or pledge all or any of the currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation, including book debts, rights, powers, franchises and undertaking, to secure any debt obligations or any money borrowed or other debt or liability of the Corporation.**

**The board of directors may from time to time delegate to such one or more of the directors and officers of the Corporation as may be designated by the board all or any of the powers conferred on the board above to such extent and in such manner as the board shall determine at the time of each such delegation.**

|  |   |  |
|--|---|--|
| Date<br><b>December 13, 1978.</b>                        | Signature<br><i>D. S. McGivern</i><br><b>D. S. MCGIVERN</b> | Description of Office - Description du poste<br><b>PRESIDENT</b> |
| CORPORATION No. - No de la corporation<br><b>11930-0</b> |   | Filed - Déposée<br><b>December 13, 1978.</b>                     |

CANADA BUSINESS CORPORATION ACT

SCHEDULE A: TO FORM 11

The authorized classes of shares of the Corporation shall consist of ordinary shares (the "Ordinary Shares") without nominal or par value and preferred shares (the "Preferred Shares") without nominal or par value.

The Preferred Shares shall rank in priority to the Ordinary Shares and shall have attached thereto the following terms and conditions:

- (1) the directors of the Corporation 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 issuance thereof be determined by the directors;
- (2) the directors of the Corporation (subject as hereinafter provided) may from time to time fix before issuance the designation, rights, restrictions, conditions and limitations to attach to the Preferred Shares of each series including, without limiting the generality of the foregoing, the rate of preferential dividends, the dates of payment thereof, the redemption price and terms and conditions of redemption, voting rights and conversion rights (if any) and any sinking fund, purchase fund or other provisions attaching to the Preferred Shares of such series, the whole subject to the issue of articles of amendment setting forth the designation, rights, restrictions, conditions and limitations attaching to the Preferred Shares of such series;
- (3) when any dividends or amounts payable on a return of capital are not paid in full, the Preferred Shares of all series shall participate rateably in respect of such dividends including accumulations, if any, in accordance with the sums which would be payable on the Preferred Shares if all such dividends were declared and paid in full, and on any return of capital in accordance with the sums which would be payable on such return of capital if all sums so payable were paid in full;
- (4) the Preferred Shares shall be entitled to preference over the Ordinary Shares and any other shares of the Corporation ranking junior to the Preferred Shares with respect to the payment of dividends and return of capital but shall not have any further right to participate in profits or assets. Subject as aforesaid, the Preferred Shares may also be given such other preferences over the Ordinary Shares and any other shares of the Corporation ranking junior to the Preferred Shares as may be fixed by the directors of the Corporation as to the respective series authorized to be issued;

- (5) the Preferred Shares of each series shall rank on a parity with the Preferred Shares of every other series with respect to priority in payment of dividends and in the distribution of assets in the event of liquidation, dissolution or winding-up of the Corporation whether voluntary or involuntary; and
- (6) no dividends shall at any time be declared or paid on or set apart for payment on any shares of the Corporation ranking junior to the Preferred Shares unless all dividends up to and including the dividend payable for the last completed period for which such dividends shall be payable on each series of Preferred Shares then issued and outstanding shall have been declared and paid or set apart for payment at the date of such declaration or payment or setting apart for payment on such shares of the Corporation ranking junior to the Preferred Shares nor shall the Corporation call for redemption or redeem or purchase for cancellation or reduce or otherwise pay off any of the Preferred Shares (less than the total amount then outstanding) or any shares of the Corporation ranking junior to the Preferred Shares unless all dividends up to and including the dividend payable for the last completed period for which such dividends shall be payable on each series of the Preferred Shares then issued and outstanding shall have been declared and paid or set apart for payment at the date of such call for redemption, purchase, reduction or other payment off.

The holders of the Ordinary Shares shall be entitled to vote at all meetings of the shareholders of the Corporation except meetings at which only the holders of Preferred Shares of one or more series are entitled to vote.

After the payment to the holders of the Preferred Shares of the amount or amounts to which they may be entitled hereunder, the holders of the Ordinary Shares shall be entitled to receive the remaining property of the Corporation upon the dissolution thereof.

SCHEDULE B TO FORM 11

The issue and transfer of voting shares (as hereinafter defined) in the capital of the Corporation shall be constrained as hereinafter provided:

#### 4.1 Definitions

All terms used in this section which are defined in the Canada Business Corporations Act or the Canada Business Corporations Regulations, as now enacted or as the same may from time to time be amended or re-enacted, shall have the meanings therein set forth except as hereinafter otherwise provided.

#### 4.2 Constrained Class

The "constrained class" shall consist of persons who are not Canadian and their associates.

#### 4.3 Maximum Aggregate Holdings

Forty-nine per cent (49%) of the total number of voting shares of the Corporation shall be the maximum percentage (the "maximum aggregate holdings") of the voting shares that may be held by or on behalf of persons in the constrained class.

#### 4.4 Maximum Individual Holdings

Ten per cent (10%) of the total number of voting shares of the Corporation outstanding shall be the maximum percentage (the "maximum individual holdings") of the voting shares that may be held by or on behalf of any one person in the constrained class.

#### 4.5 Voting Shares

The expression "voting share" means a share in the capital of the Corporation carrying voting rights under all circumstances or by reason of the occurrence of an event that has occurred and that is continuing, and includes a security currently convertible into such a share and currently exercisable options and rights to acquire such a share or such a convertible security.

#### 4.6 Duty of Directors

The directors of the Corporation shall refuse to register a transfer of a voting share and shall not issue a voting share if:

- (i) The total number of voting shares held by or on behalf of persons in the constrained class exceeds the maximum aggregate holdings and the transfer or issuance of the voting share is to a person in the constrained class;
- (ii) The total number of voting shares held by or on behalf of persons in the constrained class does not exceed the maximum aggregate holdings and the transfer or the issuance of the voting share would cause the number of voting shares held by persons in the constrained class to exceed the maximum aggregate holdings;
- (iii) The total number of voting shares held by or on behalf of a person in the constrained class exceeds the maximum individual holdings and the transfer or the issuance of the voting share is to that person; or
- (iv) The total number of voting shares held by or on behalf of a person in the constrained class does not exceed the maximum individual holdings and the transfer or the issuance of the voting share would cause the number of voting shares held by that person to exceed the maximum individual holdings.