



## Certificate of Amalgamation

*Canada Business Corporations Act*

## Certificat de fusion

*Loi canadienne sur les sociétés par actions*

SONA NANOTECH INC.

Corporate name / Dénomination sociale

1093738-0

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

2018-08-08

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**

SONA NANOTECH INC.

**2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)**

British Columbia

**3 - The classes and any maximum number of shares that the corporation is authorized to issue**

An unlimited number of common shares without par value

**4 - Restrictions, if any, on share transfers**

If the Corporation is not or ceases to be a "distributing corporation", then no shares of the Corporation shall be transferred without the prior approval of the directors by resolution of the board.

**5 - Minimum and maximum number of directors (for a fixed number of directors, indicate the same number in both boxes)**

Minimum number  Maximum number

**6 - Restrictions, if any, on the business the corporation may carry on**

None

**7 - Other provisions, if any**

None

**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
Sona Nanotech Ltd.	1078706 - 0	
Stockport Exploration Inc.	0426859 - 8	

**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).



**Instructions  
FORM 9  
ARTICLES OF AMALGAMATION**

**Filing this application costs \$200.**

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.

**Item 1**

Set out the proposed name of the amalgamated corporation that complies with sections 10 and 12 of the CBCA. If this name is not the same one as one of the amalgamating corporations, articles of amalgamation must be accompanied by a Nuans Name Search Report dated not more than ninety (90) days prior to the receipt of the articles by Corporations Canada. A numbered name may be assigned under subsection 11(2) of the CBCA without a Nuans Name Search Report.

**Item 2**

Set out the name of the province or territory within Canada where the registered office is to be situated.

**Item 3**

Set out the details required by paragraph 6(1)(c) of the CBCA, including details of the rights, privileges, restrictions and conditions attached to each class of shares. All shares must be without nominal or par value and must comply with the provisions of Part V of the CBCA.

**Item 4**

If restrictions are to be placed on the right to transfer shares of the corporation, set out a statement to this effect and the nature of such restrictions.

**Item 5**

State the number of directors. If cumulative voting is permitted, the number of directors must be fixed.

**Item 6**

If restrictions are to be placed on the business the corporation may carry out, set out the restrictions.

**Item 7**

Set out any provisions, permitted by the CBCA or its Regulations to be set out in the by-laws of the corporation, that are to form part of the articles, including any pre-emptive rights or cumulative voting provisions.

**Item 8**

Indicate whether the amalgamation is under section 183 or subsection 184(1) or 184(2) of the CBCA.

**Item 9**

A director or officer of the amalgamating corporations shall sign the articles.

If space in items 3, 4, 6, 7 and 9 is insufficient, please attach a schedule.

**Also Include:**

- Form 2 - Initial Registered Office Address and First Board of Directors
- A statutory declaration from a director or officer of each amalgamating corporation in accordance with subsection 185(2) of the CBCA.
- A Nuans Name Search Report, if applicable
- Fee of \$200, payable by credit card (American Express, Visa or Master Card) or by cheque made payable to the Receiver General for Canada

For more information, consult the Corporations Canada Website ([corporationscanada.ic.gc.ca](http://corporationscanada.ic.gc.ca)) or call toll-free (within Canada) **1-866-333-5556** or (from outside Canada) **(613) 941-9042**.

**Send documents:**

By e-mail: [IC.corporationscanada.IC@canada.ca](mailto:IC.corporationscanada.IC@canada.ca)

By mail: Corporations Canada  
235 Queen Street  
Ottawa, Ontario K1A 0H5