

For Ministry Use Only
À l'usage exclusif du ministère



Ministry of Government
and Consumer Services

Ministère des Services
gouvernementaux et des
Services aux consommateurs

Ontario
CERTIFICATE
This is to certify that these
articles are effective on

CERTIFICAT
Ceci certifie que les présents
statuts entrent en vigueur le

Ontario Corporation Number
Numéro de la société en Ontario

002601076

SEPTEMBER 17 SEPTEMBRE, 2018

Barbara Rachitt

(17)

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

Form 3
Business
Corporations
Act

Formule 3
Loi sur les
sociétés par
actions

**ARTICLES OF AMENDMENT
STATUTS DE MODIFICATION**

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

M	A	R	Y		A	G	R	O	T	E	C	H	N	O	L	O	G	I	E	S		I	N	C	.

2. The name of the corporation is changed to (if applicable) : (Set out in BLOCK CAPITAL LETTERS)
Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT) :

3. Date of incorporation/amalgamation:
Date de la constitution ou de la fusion :

2017/10/12

(Year, Month, Day)
(année, mois, jour)

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors.
Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors is/are: minimum and maximum number of directors is/are:
Nombre d'administrateurs : nombres minimum et maximum d'administrateurs :

Number minimum and maximum
Nombre minimum et maximum

or 1 10

5. The articles of the corporation are amended as follows.
Les statuts de la société sont modifiés de la façon suivante :

See pages 1a-1b incorporated into this form.

5. The articles of the Corporation are amended as follows:
- A. To delete all of the authorized and unissued Class A Common Shares.
 - B. To delete all of the authorized and unissued Class B Common Shares.
 - C. To delete in their entirety all of the rights, privileges, restrictions and conditions attaching to the Class A Common shares and the Class B Special Shares.
 - D. To create one (1) new class of shares as follows:
 - i) an unlimited number of Common shares.
 - E. After giving effect to the foregoing, the Corporation is authorized to issue:
 - i) an unlimited number of Common shares.
 - F. To re-designate the issued and outstanding seven hundred and fifty thousand (750,000) Class A Common Shares as seven hundred and fifty thousand (750,000) Common shares.
 - G. By providing that the rights, privileges, restrictions and conditions attaching to Common shares are as follows:

Common Shares

Voting: The holders of the Common shares shall be entitled to one vote in respect of each Common share held at any meeting of the shareholders of the corporation except meetings at which only holders of a specified class or series of shares are entitled to vote.

Dividends: The holders of the Common shares shall be entitled to receive dividends as and when declared by the directors in their discretion from time to time out of moneys of the corporation properly applicable to the payment of dividends.

Winding-Up: In the event of the liquidation, dissolution or winding-up of the corporation or other distribution of the assets of the corporation among its shareholders, the holders of the Common shares shall be entitled to share pro rata in the distribution of the balance of the assets of the corporation.

- H. To delete in its entirety the issue, transfer or ownership of shares provisions set out in article 8 on page 4 of the articles of incorporation of the Corporation dated October 12, 2017 and replace with the following:

“The transfer of shares is subject to the restrictions on the transfer of securities set out in Other provisions.”

- I. To delete in its entirety the other provisions set out in article 9 on pages 5 and 6 of the articles of incorporation of the Corporation dated October 12, 2017 and replace with the following:

“No securities (other than non-convertible debt securities) of the corporation shall at any time be transferred to any person without either (i) the consent of the directors to be signified by a resolution passed by the board or by an instrument or instruments in writing signed by a majority of the directors, or (ii) the consent of the shareholders of the corporation to be signified either by a resolution passed by the shareholders or by an instrument or instruments in writing signed by the holders of shares of the corporation which shares represent a majority of the votes attributable to all of the issued and outstanding shares of the corporation carrying the right to vote.”

TOR01: 7576510: v1

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la *Loi sur les sociétés par actions*.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2018-09-11

(Year, Month, Day)
(année, mois, jour)

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

MARY AGROTECHNOLOGIES INC.

(Print name of corporation from Article 1 on page 1)
(Veuillez écrire le nom de la société de l'article un à la page une)

By/
Par :

(signed) "Chuhan Qin"

(Signature)
(Signature)

CHUHAN QIN

Director

(Description of Office)
(Fonction)