

Certificate of Amendment

Certificat de modification

Business Corporations Act

Loi sur les sociétés par actions

SANGOMA TECHNOLOGIES CORPORATION

Corporation Name / Dénomination sociale

1483474

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en vigueur le

November 02, 2021 / 02 novembre 2021

Sacbara Duckitts

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

The Certificate of Amendment is not complete without the Articles of Amendment

Certified a true copy of the record of the Ministry of Government and Consumer Services.

Sacbara Suckett

Director/Registrar



Ce certificat de modification n'est pas complet s'il ne contient pas les statuts de modification

Copie certifiée conforme du dossier du ministère des Services gouvernementaux et des Services aux consommateurs.

Sacbara Duckett

Directeur ou registrateur



Ministry of Government and Consumer Services

Articles of Amendment

Business Corporations Act

Corporation Name (Date of Incorporation/Amalgamation) SANGOMA TECHNOLOGIES CORPORATION (July 01, 2001)

1. The name of the corporation is changed to: Not amended

2. The number of directors or the minimum/maximum number of directors are amended as follows: Not amended

3. The articles are amended as follows:

A. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":

Not amended

B. The classes and any maximum number of shares that the corporation is authorized to issue: Not amended

C. 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. If there is only one class of shares, enter "Not Applicable": 1. The common shares in the capital of the Corporation be changed at the ratio of seven (7) pre-consolidation common shares for each one (1) post-consolidation common share (the "Share Consolidation"); 2. If as a result of the Share Consolidation, a holder of common shares would otherwise be entitled to a fraction of a common share, any fraction, shall be rounded down to the nearest whole common share.

The endorsed Articles of Amendment are not complete without the Certificate of Amendment. Certified a true copy of the record of the Ministry of Government and Consumer Services.



Director/Registrar, Ministry of Government and Consumer Services

BCA - Articles of Amendment - SANGOMA TECHNOLOGIES CORPORATION - OCN:1483474 - November 02, 2021

D. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

Not amended

E. Other provisions: Not amended

4. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the Business Corporations Act.

5. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on: September 23, 2021

The articles have been properly executed by the required person(s).

The endorsed Articles of Amendment are not complete without the Certificate of Amendment. Certified a true copy of the record of the Ministry of Government and Consumer Services.

Sacbara Duckitts

Director/Registrar, Ministry of Government and Consumer Services

	For Ministry Use Only A fusege exclusif du ministère Ministry of Consumer and Ontate Businons Services CERTIFICATE This is to estuity that those articles are offective on OCTOBER 18 OCT		
	Eusines Odiporalismenter -		
	· ·	ARTICLES OF A	
Form 3 Business	1. The name of the comparation	STATUTS DE MO	
Corporations Act	1. The name of the corporation		Dénomination sociale de la société:
70	SANGOMA. C	OMINC.	┽┽┽┽┽┽┼┼┼┼┼┼
Formule 3		╋╋	╏╶┨╶┨╶┫╶┫╶┫╶┫╶┫
Loi sur les sociétés par		╋╋╋	┪╺┧╺┨╶┨╶┨╶┨╶┨╶┨╶┨╶┨
actions			
	2. The name of the corporation applicable):		Nouvelle dénomination sociale de la société(s'il y a lieu):
		<u> </u>	I E S C O R P O R A T I
	ON		
	3. Date of incorporation/amalg	amation: 2001/07/	Date de la constitution ou de la fusion: IO1
	·	2001/07/ (Year, Monti	
		(année, moi	s, jour)
	 The articles of the corporati follows: 	ion are amended as	es statuts de la société sont modifiés de la façon suivante:
	(a) by changing the name Corporation; and	of the Corporation from	Sangoma.com Inc. to Sangoma Technologies
			les of the Corporation as set out in the original ubstituting the following therefor:
	1 The name of the Co	orporation is Sangoma T	echnologies Corporation.
0 01/2000			

- 5. The amendment has been duly authorized as required by Sections 168 & 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.
- 6. The resolution authorizing the amendment was Les actionnaires ou les administrateurs (selon le cas) de approved by the shareholders/directors (as applica- la société ont approuvé la résolution autorisant la ble) of the corporation on modification le

2001/09/17

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

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaire.

SANGOMA.COM INC.

(Name of Corporation) (Dénomination sociale de la société) Director By/Par: (Description of Office) (Fonction) (Signature) (Signature)

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A l'usage	exclusif du	ministère

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Ministry of

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Ontario Corporation Number Numéro de la compagnie en Ontario

1483474

1.

	CERTIFICATE CI This is to certify that these Cad	u Commorco ERTIFICAT Cl certille qua les presents lus entrent en viguour la			
	JULY 01 JUIL	LET, 2001			
	Business Corporations Act / Lor su	cirige Ir les sociétes par actions			
	ARTICLES OF AMALGAMATION STATUTS DE FUSION				
Form 4 Business Corporations	1. The name of the amalgamated corport		ssue de la fusion:		
Act	SANGOMA.CO	M I N C .			
	╽╴╞┽┽┽┽┽┾┼┾	┝┽┼┽┽┽┽┼┼┼┼┽┽┽┼╎┼┽┥			
Formule numéro 4					
Loi sur les compagnies	2. The address of the registered office	is: Adresse du siège social:			
		BAY STREET, SUITE 1800	<u>.</u> .		
		, or R.R. Number & if Multi-Office Building give Room No.) éro de la R.R. et, s'il s'agit édifice à bureaux, numéro du bureau)			
	тс	DRONTO M 5 J	2 T 9		
	(Nom de la munici) 3. Number (or minimum and maximum	number) of Nombre (ou nombres minimal et maximal)	2/Code postal)		
	directors is: Minimum of three (3) and a Max	d'administrateurs: cimum of nine (9)			
	4. The director(s) is/are:	Administrateur(s):			
	First name, initials and surname Prénom, initiales et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality and Postal Code Domicile élu, y compris la rue et le numéro, le numéro de la R.R. ou le nom de la municipalité et le code postal	Resident Canadian State Yes or No <i>Résident</i> <i>Canadien</i> <i>Oui/Non</i>		
	David Mandelstam	24 Dell Glen Court Thornhill, ON M4G 2A8	Yes		
	Gideon Hack	207 Sandringham Drive Toronto, ON M3H 1E9	Yes		
	David MacDonald	1 South Marine Drive Toronto, ON M1E 1A1	Yes		
DSG 01/2000	Jonathan Matthews	24 Huntington Park Drive Thornhill, ON L3T 7G8	Yes		
	Jay A. Lefton	181 Bay Street, Suite 1800 Toronto, ON M5J 2T9	Yes		

Ministòre de

la Concommation

 (A) The amalgamation agreemen adopted by the shareholders amalgamating corporations subsection 176 (4) of Corporations Act on the date s 	s of each of the fusi- as required by con the Business les	2 actionnaires de chaque compagnie qui onne ont dûment adopté la convention de fusion formément au paragraphe 176 (4) de la Loi sur compagnies à la date mentionnée ci-dessous.
	Check Cocher A or B A ou B]
 (B) The amalgamation has been directors of each amalgamating resolution as required by set Business Corportaions Act on below. The articles of amalgamatic contain the provisions of incorporation of 	corporation by a fusion ction 177 of the réso the date set out sur ci-d on in substance Les	administrateurs de chaque compagnie qui onne ont approuvé la fusion par voie de olution conformément à l'article 177 de la Loi les compagnies à la date mentionnée lessous. statuts de fusion reprennent essentiellement dispositions des statuts constitutifs de
	SANGOMA.COM IN	С
and are more particularly se articles.	et out in these et s	ont énoncés textuellement aux présents statuts.
Names of amalgamating corporations Dénomination sociale des compagnies qui fusionnent	Ontario Corporation Number Numéro de la compagnie en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation
SANGOMA.COM INC.	1411634	June 28, 2001
1056574 ONTARIO LIMITED	1056574	June 29 , 2001
883750 ONTARIO LIMITED	883750	June 28 , 2001

6 Destrictions if any on business the parabration may	l imites s'il v a lieu, imposées aux activités commerciales ^{3.}
 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 ^{3.} ou aux pouvoirs de la compagnie.
None.	
7. The classes and any maximum number of shares that	Catégorios et nombre maximal s'il y a lieu, d'actions que
the corporation is authorized to issue:	Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:
the corporation is authorized to issue: Unlimited number of Common Shares without p	

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 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:

Not Applicable.

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:

4.

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 ⁵. pas restreinte. Les restrictions, s'il y a lieu, sont les suivantes:

Autres dispositions, s'il y a lieu:

None

10. Other provisions, (if any):

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 compagnies constituent l'annexe "A"

DSG 01/2000

 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.

Names of the amalgamating corporations and signatures and descriptions of office of their proper officers.

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Dénomination sociale des compagnies qui fusionnent, signature et fonction de leurs dirigeants régullèrement désignés.

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SANGOMA.COM INC. Per: 1 1056574 ONTARIO LIMITED

Per: ٢

883750 ONTARIO LIMITED Per:

STATEMENT OF DIRECTOR OR OFFICER PURSUANT TO SUBSECTION 178(2) OF THE BUSINESS CORPORATIONS ACT

I, David Mandelstam, hereby state that:

- 1. I am the President, Chief Executive Officer and a director of Sangoma.com Inc. and as such have knowledge of its affairs.
- 2. I have conducted such examinations of the books and records of each amalgamating corporation as are necessary to enable me to make the statements hereinafter set forth.
- 3. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation, namely **Sangoma.com Inc.**, will be able to pay its liabilities as they become due, and
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
- 4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this ______ day of June, 2001.

David Mandelstam

STATEMENT OF DIRECTOR OR OFFICER PURSUANT TO SUBSECTION 178(2) OF THE BUSINESS CORPORATIONS ACT

I, David Mandelstam, hereby state that:

- 1. I am the President and a director of 1056574 Ontario Limited and as such have knowledge of its affairs.
- 2. I have conducted such examinations of the books and records of each amalgamating corporation as are necessary to enable me to make the statements hereinafter set forth.
- 3. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation, namely **Sangoma.com Inc.**, will be able to pay its liabilities as they become due, and
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
- 4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this _____ day of June, 2001.

David Mandelstam

STATEMENT OF DIRECTOR OR OFFICER PURSUANT TO SUBSECTION 178(2) OF THE BUSINESS CORPORATIONS ACT

I, Gideon Hack, hereby state that:

- 1. I am the President, Secretary and a director of 883750 Ontario Limited and as such have knowledge of its affairs.
- 2. I have conducted such examinations of the books and records of each amalgamating corporation as are necessary to enable me to make the statements hereinafter set forth.
- 3. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation, namely **Sangoma.com Inc.**, will be able to pay its liabilities as they become due, and
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
- 4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this 2.5^{CL} day of June, 2001.

Gideon Hack

SCHEDULE "B"

SANGOMA.COM INC.

"The following resolution, signed by all of the directors of Sangoma.com Inc. ("Holding"), is hereby passed pursuant to the *Business Corporations Act* (Ontario) (the "Act"):

AMALGAMATION WITH WHOLLY-OWNED SUBSIDIARY CORPORATIONS

WHEREAS Holding is the holding corporation of and has agreed to amalgamate with 1056574 Ontario Limited and 883750 Ontario Limited (the "Subsidiaries") pursuant to subsection 177(1) of the Act:

RESOLVED THAT:

1. the amalgamation of Holding and the Subsidiaries under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;

2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Subsidiaries under their articles of incorporation and of any act done thereunder, all shares in the capital of the Subsidiaries, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;

3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of Holding;

4. the by-laws of the amalgamated corporation shall be the same as the by-laws of Holding;

5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and

6. the proper officers of Holding be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing."

* * * * * *

CERTIFIED to be a true copy of a resolution passed by the all of the directors of Sangoma.com Inc. which resolution is in full force and effect unamended at the date hereof.

DATED this _____ day of June, 2001.

David Mandelstam, President & Chief Executive Officer

SCHEDULE "B"

1056574 ONTARIO LIMITED

"The following resolution, signed by all of the directors of 1056574 Ontario Limited (the "Subsidiary"), is hereby passed pursuant to the *Business Corporations Act* (Ontario) (the "Act"):

AMALGAMATION WITH HOLDING CORPORATION

WHEREAS the Subsidiary is a wholly-owned subsidiary of and has agreed to amalgamate with Sangoma.com Inc. ("Holding") and 883750 Ontario Limited pursuant to subsection 177(1) of the Act:

RESOLVED THAT:

1. the amalgamation of the Subsidiary, Holding and 883750 Ontario Limited under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;

2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Subsidiary under its articles of incorporation and of any act done thereunder, all shares in the capital of the Subsidiary, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;

3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of Holding;

4. the by-laws of the amalgamated corporation shall be the same as the by-laws of Holding;

5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and

6. the proper officers of the Subsidiary be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing."

* * * * * *

CERTIFIED to be a true copy of a resolution passed by all of the directors of 1056574 Ontario Limited which resolution is in full force and effect unamended at the date hereof.

DATED this ______ day of June, 2001.

David Mandelstam, President

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SCHEDULE "B"

883750 ONTARIO LIMITED

"The following resolution, signed by the sole director of 883750 Ontario Limited (the "Subsidiary"), is hereby passed pursuant to the *Business Corporations Act* (Ontario) (the "Act"):

AMALGAMATION WITH HOLDING CORPORATION

WHEREAS the Subsidiary is a wholly-owned subsidiary of and has agreed to amalgamate with Sangoma.com Inc. ("Holding") and 1056574 Ontario Limited pursuant to subsection 177(1) of the Act:

RESOLVED THAT:

1. the amalgamation of the Subsidiary, Holding and 1056574 Ontario Limited under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;

2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Subsidiary under its articles of incorporation and of any act done thereunder, all shares in the capital of the Subsidiary, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;

3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of Holding;

4. the by-laws of the amalgamated corporation shall be the same as the by-laws of Holding;

5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and

6. the proper officers of the Subsidiary be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing."

* * * * * *

CERTIFIED to be a true copy of a resolution passed by the sole director of 883750 Ontario Limited which resolution is in full force and effect unamended at the date hereof.

DATED this 28 the day of June, 2001.

Gideon-Hack, President

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