



# Articles of Continuance

Business Corporations Act

## 1. Corporation Name

RIDER 2 INVESTMENT CAPITAL CORP.

## 2. Date of Incorporation/Amalgamation

February 01, 2021

## 3. Name of jurisdiction the corporation is leaving

Canada - Alberta

## 4. The continuance was authorized by home jurisdiction on

September 29, 2021

## 5. The corporation is continued in Ontario under the name

METAL ENERGY CORP.

## 6. Registered Office Address

100 King Street West, 1 First Canadian Place, 6000, Toronto, Ontario, Canada, M5X 1E2

## 7. Number of Directors

Minimum/Maximum

Min 1 / Max 11

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

A handwritten signature in black ink, appearing to read "Barbara Duckitt".

Director/Registrar, Ministry of Government and Consumer Services

**8. The director(s) is/are:**

**Full Name**

**Address for Service**

David M. ANTONY

250 2nd Street Sw, Calgary, Alberta, Canada, T2P 0C1

**Full Name**

**Address for Service**

Michael BOWIE

816 7th Avenue Sw, 650, Calgary, Alberta, Canada, T2P 1A1

**Full Name**

**Address for Service**

Charidy LAZORKO

816 7th Avenue Sw, 650, Calgary, Alberta, Canada, T2P 1A1

**Full Name**

**Address for Service**

Trevor WONG-CHOR

250 2nd Street Sw, 1000, Calgary, Alberta, Canada, T2P 0C1

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

None.

**10. The classes and any maximum number of shares that the corporation is authorized to issue:**

The Corporation is authorized to issue an unlimited number of Common shares and an unlimited number of Preferred shares, issuable in series.

**11. 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":**

The Common shares and Preferred shares shall have attached thereto the following rights, privileges, restrictions and conditions:

1. Common shares (a) to receive notice of and to attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote; (b) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled to declare dividends on the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Common shares of the Corporation; (c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation; and (d) to the rights, privileges and restrictions normally attached to common shares; 2. Preferred shares (a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred shares including, without limiting the generality of the foregoing, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or other provisions; (b) the Preferred shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the voting and non-voting

Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. The Preferred shares of any series may also be given such other preferences, not inconsistent with these Articles, over the Common shares and any other such Preferred shares as may be fixed in accordance with clause (2)(a); and (c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preferred shares are not paid in full, all series of Preferred shares shall participate rateably in respect of accumulated dividends and return of capital.

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

None.

**13. Other provisions**

It shall be a condition of the articles: (a) that the board of directors may from time to time in such amounts and on such terms as it deems expedient charge, mortgage, hypothecate, pledge or grant a security interest in all or any of the currently owned or subsequently acquired real or personal, moveable or immovable property of the Corporation including book debts, rights, powers, franchises and undertakings, 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.

**14. The corporation is to be continued under the Business Corporations Act to the same extent as if it had been incorporated under this Act.**

**15. The corporation has complied with subsection 180(3) of the Business Corporations Act.**

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

Supporting Document -Constating Document from Governing Jurisdiction

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

*Sabrina Duckitt*  
Director/Registrar, Ministry of Government and Consumer Services

**Supporting Information - Nuans Report Information**

**Nuans Report Reference #**

121431440

**Nuans Report Date**

November 16, 2021