



State of Rhode Island
Department of State - Business Services Division

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Articles of Amendment

DOMESTIC Business Corporation

→ Filing Fee: \$50.00 (\$210 for an increase in authorized shares)

Pursuant to the provisions of RIGL 7-1.2-905, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Entity ID Number: 000016734	2. The name of the corporation is: Dassault Systemes Simulia Corp.	
3. The shareholders of the corporation (or, where no shares have been issued by the board of directors of the corporation) in the manner prescribed by <u>RIGL 7-1.2</u> May 17, 2023 adopted the following amendment(s) to the Articles of Incorporation on:		
4. If the entity's name is changing, state the new name: <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>		
5. If the total authorized shares are changing complete the following section: *List ALL authorized shares as of this amendment.		
Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share
82000	Common	\$0.01
_____	_____	_____
If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of <u>RIGL 7-1.2</u> . State any provisions here (optional):		Check the box to indicate an attachment <input checked="" type="checkbox"/>
Reclassification. Each share of Preferred Stock held by the Corporation has been changed and reclassified into one share of Common Stock, pursuant to the attached Articles of Amendment to the Articles of Incorporation of Dassault Systemes Simulia Corp.		Check the box to indicate no change <input type="checkbox"/>
6. If the period of its duration is changing complete the following section: CHECK ONE BOX ONLY		
<input type="checkbox"/> Perpetual (on-going)		Check the box to indicate no change <input checked="" type="checkbox"/>
<input type="checkbox"/> Date certain for dissolution _____		

FILED 1140
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BY 16188

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

7. If the entity's purpose is changing complete the following section: **The new purpose should include ALL activity to be transacted in the State of Rhode Island.*

Check the box to indicate an attachment

Check the box to indicate no change

8. If adding or amending additional provisions, complete the following section:

Check the box to indicate an attachment

Check the box to indicate no change

9. As required by RIGL 7-1.2-105, the entity has paid all fees and taxes.

10. Date when these Articles of Amendment will be effective: **CHECK ONE BOX ONLY**

Date received (Upon filing)

Later effective date (Date must be no more than 90 days from the date of filing) _____

11. *Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.*

Type or Print Name of Authorized Officer of the Corporation

Susan Gregoire, CFO & Treasurer

Date

November 6, 2023

Signature of Authorized Officer of the Corporation

DocuSigned by:

Susan E Conrude Gregoire

Printed by user

Date

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
DASSAULT SYSTEMES SIMULIA CORP.**

Pursuant to the provisions of Section 7-1.2-905 of the General Laws of Rhode Island, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation (hereinafter, the “**Corporation**”) is Dassault Systemes Simulia Corp.
2. The Corporation filed its original Articles of Incorporation on January 24, 1978 under the name H.D. Hibbitt & Associates, Inc. The Corporation filed Articles of Amendment to the Articles of Incorporation May 15, 2007, changing its name to Dassault Systemes Simulia Corp.
3. The shareholders of the Corporation, in the manner prescribed by Chapter 7-1.2 of the General Laws, adopted the following amendment to the Articles of Incorporation:

ARTICLE IV of the Articles of Incorporation shall be amended by replacing such Article in its entirety with a new ARTICLE IV as set forth as follows:

“Article 4 – Capital Stock

Authorized Shares. The total number of shares of all classes of stock which the Corporation shall have authority to issue is 82,000 shares of Common Stock, \$0.01 par value per share (“**Common Stock**”).

Reclassification. Upon the effectiveness of this paragraph (the “**Effective Time**”), without further action of any kind on the part of the Corporation or its stockholders each share of Preferred Stock outstanding or held by the Corporation in its treasury (collectively, “**Old Preferred Stock**”) shall be changed and reclassified into one share of Common Stock, which shares shall be fully paid and nonassessable shares of Common Stock. Each stock certificate that, immediately prior to the Effective Time, represented shares of Old Preferred Stock shall, from and after the Effective Time, automatically and without the necessity of presenting the same for exchange, represent the shares of Common Stock into which the shares of Old Preferred Stock represented by such certificate shall have been changed and reclassified as a result of this paragraph.

Voting Rights. The holders of record of the Common Stock are entitled to one vote per share on all matters to be voted on by the Corporation’s stockholders.

Dividends. Dividends may be declared and paid on the Common Stock from funds lawfully available therefor if, as and when determined by the Board of Directors in its sole discretion, subject to provisions of law, and any provision of this Articles of Incorporation, as amended from time to time.

Liquidation. Upon the dissolution, liquidation or winding up of the Corporation, whether voluntary or involuntary, holders of record of the Common Stock will be entitled to receive pro rata all assets of the Corporation available for distribution to its stockholders.”

4. As required by Section 7-1.2-105 of the General Laws, the Corporation has paid all fees and taxes.

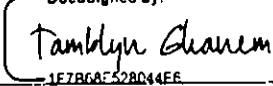
5. The Articles of Amendment shall be effective upon filing.

[Remainder intentionally left blank, signature page to follow]

Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

IN WITNESS WHEREOF, this Articles of Amendment has been executed by a duly authorized officer of this Corporation on this 17th day of May, 2023.

DASSAULT SYSTEMES SIMULIA CORP.

DocuSigned by:

By: _____
Name: Tamblyn Ghanem
Title: Assistant Secretary



State of Rhode Island
Department of State | Office of the Secretary of State
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this
office on this day:

November 07, 2023 01:40 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State

