



**INSTRUCTIONS**  
**Form 9: ARTICLES OF CONTINUANCE**  
***BUSINESS CORPORATIONS ACT***

**NOTE:** All documents sent to the Registrar must comply with sections 2 to 8 of the Business Corporations Regulations. If any part of a form does not apply, you must indicate this by specifying “not applicable”, by the abbreviation “N/A” or by a brief explanatory statement.

- Item 1** Set out the full legal name of the corporation that you had searched and reserved.
- Item 2** List the name of the community where the registered office will be located. An address is not needed.
- Item 3** Set out the details required by paragraph 6(1)(c) of the Act, 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 Act. Nominal or par value shares issued by a body corporate before continuance comply with the Act by virtue of subsections 25(2), 190(8) and 190(9) of the Act. In the case of the application of subsection 190(11) of the Act, set out the maximum number of shares of a class or series as required by subsection 190(12) of the Act.
- Item 4** If there are restrictions on the issue, transfer or ownership of shares, state the restrictions.
- Item 5** State the number of directors of the corporation. If cumulative voting is permitted, the number of directors must be fixed; otherwise this can be a minimum and maximum number of directors.
- Item 6** If restrictions are to be placed on the business the corporation may carry on, set out the restrictions.
- Item 7** Set out the previous name of the corporation if a change of name is effected on continuance.
- Item 8** Indicate whether the continuance is pursuant to section 190 or section 276 of the Act.
- Item 9** Check the box if the corporation is a "distributing corporation" as defined in the Act.
- Item 10** Set out any provisions, permitted by the Act or by law 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.

The Articles must be signed by a director or officer of the corporation. The title of the person signing the Articles must be stated.

**OTHER DOCUMENTS:** The articles must be accompanied by the following documents:

- a) Request for Name Search and Reservation (if not submitted previously).
- b) Notice of Registered Office (Form 2).
- c) Notice of Directors (Form 4).

If the continuance is pursuant to section 190, details of the corporate history of the corporation and such supporting documents as the Registrar may require must also be submitted. If the continuance is pursuant to section 276, the Articles must be accompanied by a special resolution of the shareholders under subsection 276(3). The Articles cannot effect a change to the memorandum or articles of a kind referred to in subsection 178(1) of the Act unless the written consent of all shareholders in accordance with subsection 276(7) of the Act accompanies the Articles.

**NOTE:** If the body corporate applying for continuance is in default of filing any document or fulfilling any undertaking under the Act, the documents necessary to remedy the default or fulfill the undertaking must be submitted with the Articles.

**SUBMISSION GUIDELINES:** Be sure to read the document titled [Corporate Registries –Submissions Guide](#) (available from our website) so you understand the process, requirements and advantages of submitting your registration via email, and other submission options. The guide also explains how to complete the forms, and how to scan any additional supporting documentation that may be required.