

Before You Begin

Please consider applying online at Ontario.ca/BusinessRegistry because it is better, easier, and faster for you. Benefits of applying online include: a faster response, getting immediate notice that your application is received, and being able to check the progress of your application online.

If you prefer to complete this form, you must complete it on a computer. The form is dynamic – it changes depending on how you answer questions. You can save the form but can't print it until you complete all mandatory fields – they are marked with an asterisk (*).

Articles of Dissolution under the Ontario *Not-for-Profit Corporations Act, 2010* (NFPCA) must be completed and filed by an Ontario not-for-profit corporation to voluntarily dissolve the corporation.

For detailed information about this application, please see the [applicable Notice](#) first.

Information You Need

Before completing this form, please make sure that you have the following information ready.

1. Corporation name, Ontario Corporation Number (OCN) and official email address of the corporation.
2. Company Key. This is the 9-digit number provided by the ministry that establishes access to the corporation. For more information refer to [company key](#).
3. Administrative information for the contact person (name, telephone number and email address). **This will not be shown on the public record.**
4. Be ready to confirm the required statements.
5. Effective date of the articles of dissolution. You may request a specific date up to 30 days from the current date.

Section Numbers

Note: The numbering of the sections in the form are for ease of reference only. It does not correspond to the numbering of the articles you will receive if your application is accepted.

Completing the Form

Corporation Information

Please enter the current corporation name, the OCN, company key, and official email address of the Ontario not-for-profit corporation filing for Articles of Dissolution.

We will need the company key to verify that you are authorized to file this voluntary dissolution.

The corporation name entered must be the same as it appeared on the original articles of incorporation document or if there has been a name change, the name as it appears on the most recent document changing the name.

You must enter the corporation's official email address on record with the ministry. The corporation's official email will be used to communicate with the corporation and must be kept current. All official documents or notices and correspondence to the corporation that is the subject of this filing will be sent to this email address. The documents related to this application will be sent to the official email address of the corporation as well as to the email of the contact person indicated in Section 2 of this form. This information will not appear in the public record and is collected for administrative purposes only.

If the corporation's official email address has changed, you must notify the ministry by filing an [Initial Return/Notice of Change/Annual Return by an Ontario Corporation - Form Number 5284](#) under the *Corporations Information Act* (CIA). You may include the CIA filing together with this form when you mail your application.

Contact Information

Please enter the full name, telephone number and email address of the contact person. This will not be shown on the public record. The ministry will contact this person for any questions related to this application, and documents related to this application will be sent to the contact person's email address.

Required Statements

You will need to confirm the following required statements:

- There are no proceedings pending in any court against the corporation.
- The dissolution has been duly authorized under clause 166(a) or (b) (as applicable) of the *Not-for-Profit Corporations Act, 2010*.
- The corporation has complied with the requirements of the *Not-for-Profit Corporations Act, 2010* and the conditions contained in the articles or by-laws of the corporation prior to the filing of these articles.
- That if it was at any time a registered owner of land in Ontario, that it is no longer a registered owner of land in Ontario.

You will need to select which one of these statements apply to the corporation.

The corporation has:

- No debts, obligations or liabilities.
- Duly provided for its debts, obligations or liabilities in accordance with subsection 167(2) of the *Not-for-Profit Corporations Act, 2010*.
- Obtained consent to its dissolution from its creditors or other persons having interests in its debts, obligations or liabilities.

You will need to select which one of these statements apply to the corporation.

After satisfying the interests of creditors, in all its debts, obligations and liabilities, if any, the corporation has:

- If it is a charitable public benefit corporation, it has no property to distribute or it has distributed its remaining property in accordance with its articles to a Canadian body corporate that is a registered charity under the *Income Tax Act (Canada)* with similar purposes to its own, the Crown in right of Ontario, the Crown in right of Canada, an agent of either of those Crowns or a municipality in Canada.
- If it is a non-charitable public benefit corporation, it has no property to distribute or it has distributed its remaining property in accordance with its articles to another public benefit corporation with similar purposes to its own, a Canadian body corporate that is a registered charity under the *Income Tax Act (Canada)* with similar purposes to its own, the Crown in right of Ontario, the Crown in right of Canada, an agent of either of those Crowns or a municipality in Canada.
- If it is not a public benefit corporation, it has no property to distribute among its members or it has distributed its remaining property,
 - (i) in accordance with its articles, or
 - (ii) if there is no provision in its articles for distribution of property, rateably to its members according to their rights and interests in the corporation.

You will also need to confirm the following required statement:

- All notices and returns required under the *Corporations Information Act* have been filed.

Requested Date for Dissolution

The date of dissolution is the effective date that your corporation will be dissolved and be shown as inactive in the ministry's records. You must select a preferred date; however, the earliest effective date will be the date the application acceptable for filing is received by the ministry. You may choose a future date up to 30 calendar days later than the current date. Allow enough time for the application to be received through the mail.

Authorization

The contact person must confirm that the form has been signed by all the required persons.

Signature

The form must bear the signatures of two directors or officers of the corporation. Please indicate the full name and position of the individual (e.g., director, chairman, secretary). Please ensure that the form is signed by the required person(s) before mailing the form.

Submitting the Form

Once you have completed the form, print it, obtain the appropriate signatures, and mail it to the ministry at the address below.

Ministry of Government and Consumer Services
Central Production and Verification Services Branch
393 University Avenue, Suite 200
Toronto, Ontario M5G 2M2

Returned Application

If your application is handwritten, missing the company key, or email addresses, or if the wrong form is used, it will not be processed and will be returned to you by regular mail. You may resubmit by regular mail in this case.

However, if the form is missing any other required information or has not been properly completed, it will be returned electronically for correction to the email address provided on the form. To resubmit the application, you will be provided with a link to the electronic business registration system, where you must complete the transaction electronically. When you resubmit the application, it is your responsibility to review the entire application, and to ensure that all data is accurate and meets all requirements. You are also responsible for obtaining the required signatures when prompted during the electronic transaction.

The effective date of a returned application that is resubmitted to the ministry will be the date an application acceptable for filing is received by the ministry. For details, please refer to the applicable Notice.

Successful Application

Whether you applied electronically or by mail, after the ministry receives your application and it is successfully processed, you will receive official documents by email, including a payment receipt if applicable and a company key if one has not already been assigned to the entity. For more information on the documents, please see the applicable Notice.

These documents will be sent to the official corporation or entity email provided and to the contact person specified, except for the company key, if applicable, which is sent only to the official email.

Questions

After reading these detailed instructions and the applicable Notice, if you still have questions, visit Ontario.ca/BusinessRegistry or contact us by [email](#). Alternatively, you may call ServiceOntario at:

- Telephone: 416-314-8880 or Toll-free: 1-800-361-3223
- TTY: 416-325-3408 or Toll-free TTY: 1-800-268-7095