

# **Before You Begin**

Please consider applying online at <u>Ontario.ca/BusinessRegistry</u> because it is better, easier and faster for you. Benefits of applying online include: a faster response, getting immediate notice that your application was received, ability to pay by debit or credit card 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 (\*).

A foreign business corporation must file an application for an Amended Extra-Provincial Licence only if it has changed its name in its governing jurisdiction, or if the governing jurisdiction has changed due to a continuance. You cannot use this form to update the corporation's address, agent for service, official email address or primary activity. To change this information, file an <u>Initial Return/Notice of Change/Annual Return by an EP Foreign Corporation with Share - Form Number 5285</u> under the *Corporations Information Act* (CIA).

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. Note, you require the information for items 4 to 6 depending on the information you are changing.

- 1. Corporation Name, Ontario Corporation Number (OCN) and official email address.
- 2. Company Key. This is the 9-digit number provided by the ministry that establishes authority over the corporation. For more information refer to <u>company key</u>.
- 3. Administrative information for the contact person (name, telephone number and email address). **This will not be shown on the public record.**
- 4. Proposed new name. **If the corporation name is to be changed**, you need an Ontario Nuans name search report for the new name. Keep the Nuans search report at the corporation's registered office. You will be asked for the following:
  - The Nuans report reference number
  - The proposed name searched
  - The date of the search report
- 5. If the jurisdiction is to be changed, the new governing jurisdiction.
- 6. Certificate of Status\* issued by the government of the governing jurisdiction, and signed by an official of the governing jurisdiction authorized to do so, setting out:
  - the name of the corporation,
  - the date of incorporation or amalgamation,
  - · the jurisdiction to which the corporation is subject,
  - that the corporation is a valid and subsisting corporation.

\***Note**: If the governing jurisdiction does not issue a Certificate of Status the corporation must provide, a legal opinion from a lawyer authorized to practice in that jurisdiction. The legal opinion must set out all the above information and must be submitted together with the application.

- 7. Date the corporation was authorized to make this application by a resolution.
- 8. Fee of \$150.00. Make the cheque payable to the Minister of Finance. There is a service charge payable for any bounced cheques.

### 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, OCN, company key and official email address of the corporation filing the articles of amendment.

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

The corporation name must be the same as it appears on the ministry's records. This is the name that appears on the extra-provincial licence issued by the ministry to the corporation.

You must indicate the official email address on record with the ministry. The corporation's official email will be used to communicate with the corporation. The documents related to this application will be sent to the official email address as well as to the email of the contact person indicated in Section 2 of this form.

If your official email address has changed, you must notify the ministry by filing an <u>Initial Return/Notice of Change/</u> <u>Annual Return by an EP Foreign Corporation with Share - Form Number 5285</u> free of charge 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.

#### **New Corporation Name**

Check the corporation name box if you are changing the corporation name.

A foreign corporation amending their extra-provincial licence must use the name shown on the certificate of status from their governing jurisdiction. An amended Extra-Provincial Licence will not be issued to a foreign corporation with a name that is identical to a corporate name already in use in Ontario. For more information regarding applying for a licence, please read the applicable Notice .

Before you obtain an Ontario Nuans report that is required, you can do a free search in the ministry's records at <u>Ontario.ca/BusinessRegistry</u> to see if your name is being used by another corporation.

An Ontario Nuans report is required to verify that no other business exist in Ontario with the same name as the foreign corporation. The Nuans report cannot be dated more than 90 days prior to the submission of the application for licence. For example, application submitted on November 28 could be supported by a Nuans name search report dated as early as August 30, but not dated earlier. Allow enough time for the application to be received through the mail.

Your new corporation name must be identical to the name searched in Nuans. Indicate in this form the Nuans name searched, the Nuans report reference number and the date the report was produced. You must keep the Nuans report at the corporation's registered office. Please do not send it with the form.

#### **New Jurisdiction**

Check the governing jurisdiction box if you are reporting a change in the governing jurisdiction of the corporation. Governing jurisdiction is the jurisdiction the corporation is subject to.

Enter the name of the new governing jurisdiction as it appears in the Certificate of Status.

### **Certificate of Status**

If the corporation changes its name and/or its governing jurisdiction, it is required to provide a copy of the Certificate of Status issued by the new governing jurisdiction. Please attach the Certificate of Status with your application.

# Date of Resolution

Indicate the date of meeting when the directors of the corporation passed a resolution authorizing the corporation to make this application.

### Authorization

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

### Signatures

This form must bear the signature of a director or officer of the corporation. Please indicate the full name and position of the individual (e.g., director, president, secretary) and ensure that the form is signed by the required person beside their name before mailing the form.

# Submitting the Form

Once you have completed the form, print it, obtain the appropriate signature, attach all supporting documents, include the exact payment 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 required payment, 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. **No additional fee will be charged**.

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 address 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 <u>Ontario.ca/BusinessRegistry</u> or contact us by <u>email</u>. 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