Instructions for Completing an Initial Return/Notice of Change/Annual Return by an Extra-Provincial Corporation with Share

Before You Begin

Please consider applying online at Ontario.ca/BusinessRegistry because it is better, easier and faster. Benefits of applying online include: a faster response, getting immediate notice that your application was 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 (*).

This *Corporations Information Act* (CIA) form can be used to file an Initial Return, Notice of Change or Annual Return and must be completed by an extra-provincial foreign business corporation with licence to carry on business in Ontario.

Initial Return

A corporation that has obtained an Extra–Provincial licence under the *Extra-Provincial Corporations Act* must file an **Initial Return** under the CIA within 60 days after the date the corporation begins to carry on business in Ontario.

Notice of Change

After an Initial Return has been filed by the corporation, if there are any changes to the information filed, such as the registered or head office address, chief officer or manager in Ontario, agent for service, North American Industry Classification System (NAICS) primary activity code and administrative information (e.g., official email address), a Notice of Change must be filed within 15 days after the change takes place.

Annual Return

The corporation must file an Annual Return each year under the CIA.

You **cannot** use this form to change your corporation name and/or jurisdiction. To change this type of information, file an <u>Application for Amended Extra-Provincial Licence - Form Number 5282E</u> under the *Extra-Provincial Corporations Act* (EPCA).

For detailed information about an Annual Return application, please see the <u>applicable Notice</u> first. For detailed information about an Initial Return and Notice of Change application, please see the applicable Notice first.

If you are a corporation incorporated or continued federally, or under the laws of any other Canadian jurisdiction outside of Ontario, or a foreign non-profit corporation, use the Number 5286 to file an Initial Return or Notice of Change under the CIA.

Information You Need

You may be asked to provide information that is currently on the public record maintained by the ministry. If you are not sure of the information currently on record for the corporation, you may wish to order a profile report or sign onto your ServiceOntario account to review the information currently shown.

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

Note, **if you are filing an Initial Return**, you must set out all information below, except for item 4. This means you have to indicate the information which is currently on record with the ministry or if this has changed, provide the new information.

If you are filing a Notice of Change or Annual Return, you must set out the information for items 5 to 13, only if you are making changes to that information. If you are not changing the information for these items, leave the fields blank. Where the filing is for an annual return, you must also complete item 4.

- 1. Corporation name, Ontario Corporation Number (OCN) and official email address (currently on record with the Ministry).
- 2. Company key. This is the 9-digit number provided by the ministry that establishes authority over the corporation.
- 3. Administrative information for the contact person (name, telephone number and email address). **This will not be shown on the public record**.
- 4. Year of annual return, if this is for an annual return filing.
- 5. Commenced activity in Ontario, this is mandatory for Initial Return.
- 6. Ceased activity in Ontario, if applicable.
- 7. New official email address for the corporation, if applicable.
- 8. North American Industry Classification System (NAICS) primary activity code.
- 9. Registered or Head office address. A post office box alone is not acceptable.
- 10. Principal place of business in Ontario.
- 11. Chief Officer or Manager in Ontario.
- 12. Agent for Service.
- 13. Person certifying the filing.

Completing the Form

Filing Type

Select whether this filing is for an Initial Return, Notice of Change or Annual Return.

Corporation Information

Please enter the current corporation name, OCN, company key and official email address of the extra-provincial foreign business corporation filing this return or notice.

We will need the company key to verify that you are authorized to file this return or notice.

The corporation name must be the same as it appears on the ministry's records.

You must enter the corporation's official email address that is already on record with the ministry in Section 1 of this form. 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 your official email address has changed, you must indicate the new email address in section 3 of this form.

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 filing.

Annual Return Year

This information is required only if you are filing an annual return. Indicate the year of the annual return filing.

Commenced Activity in Ontario

If filing an Initial Return, you must enter the date that the corporation commenced activity in Ontario.

If you are filing an Annual Return or a Notice of Change and this information was not previously provided, enter the date, otherwise, leave it blank.

5285E_Instruction (2021/10) Page 2 of 5

Ceased Activity in Ontario

If the foreign corporation ceased to carry on business in Ontario, enter the date the corporation ceased activity. Please note that in addition to this filing, the corporation may also file a <u>Termination of an Extra Provincial Licence-Form Number 5283E</u>, under the EPCA. You may include the completed termination application with this Notice of Change filing.

Primary Activity Code

If you are filing an Initial Return and the primary activity has not changed, indicate the information which is currently on record with the ministry. If the corporation does not have a primary activity on file with the ministry, please indicate a new one. If the primary activity is being changed, indicate the new primary activity code.

If you are filing a Notice of Change or Annual Return and the primary activity is being changed, indicate the new primary activity code; otherwise, leave it blank.

Your primary activity indicates the business the corporation intends to carry on in Ontario. Please refer to the list of primary activities from the NAICS that best describes your primary activity and then indicate your primary activity code from the link in this form.

Official Email Address

If your official email address has changed, you must indicate the new email address in section 3 of this form; otherwise, leave this field blank.

Registered or Head Office Address

If this filing is for an Initial Return, indicate the information which is currently on record with the ministry or if this has changed, provide the new information.

If this filing is for a Notice of Change or Annual Return and the registered or head office address is being changed, indicate the new registered or head office address; otherwise, leave this field blank.

The address of the registered or head office of the corporation must be set out in full, including the street name, street or rural road number, municipality, province, country and the postal code or zip code. A post office box alone is not an acceptable address.

If you have an international address and the "Region" field is not applicable to you, please enter 'Parish', 'County' or any other equivalent information in the "Region" field. This also applies to any other international address in the form.

Principal Place of Business in Ontario

If this filing is for an Initial Return, indicate the information which is currently on record with the ministry or if this has changed, provide the new one.

If this filing is for a Notice of Change or Annual Return and the principal place of business address is being changed, indicate the new one; otherwise, leave it blank.

The address must be set out in full, including the street name, street or rural road number, municipality, province, country and the postal code. A post office box alone is not an acceptable address. If there is no street and number, indicate the lot and concession or lot and plan numbers. The principal place of business must be in Ontario.

Chief Officer or Manager in Ontario

Complete this section if the foreign corporation has appointed a Chief Officer or Manager in Ontario, or if the information previously provided has changed. Enter the full name (first name, middle name and last name) and address for service.

Note, if you are filing an Initial Return and have indicated "No" you do not have a chief officer or manager in Ontario and you had previously provided one, this individual will remain as the chief officer or manager in Ontario. To remove this person, you must select "Yes" and enter 'None" in the required fields for the name and address for service. For the postal code, enter "A1A 1A1".

5285E Instruction (2021/10) Page 3 of 5

If you are filing an Annual Return or Notice of Change and have previously provided the information for chief officer or manager, and you no longer have a chief officer or manager, to remove this individual, please enter 'None" in the required fields for the name and address for service. For the postal code, enter "A1A 1A1".

Agent for Service in Ontario

The foreign corporation must ensure the continuing appointment of an Agent for Service. Complete this section if there are any changes to the information set out in the appointment of the Agent for Service. Download and complete a new Agent for Service form and send a copy with your application.

Certification

Please indicate whether the person certifying the filing is a director, officer or an individual who has been authorized by the directors of the corporation to verify the return or notice and who has knowledge of the affairs of the corporation.

If the person certifying is a director, indicate the full name.

If the person certifying is an officer, indicate the full name and position. You may provide an optional email address.

If the person certifying is an individual authorized by the directors, indicate the full name, position and address for service.

You must select the checkbox to confirm that this person has certified that this filing is true, correct and complete.

Confirmation

The contact person must confirm the accuracy of the information submitted.

Submitting the Form

Once you have completed the form, print it 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.

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

Successful Application

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.

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.

5285E Instruction (2021/10) Page 4 of 5

Questions

After reading these detailed instructions and the applicable Notice, if you still have questions, visit Ontario.ca/BusinessRegistry or contact us by <a href="emailto:emailt

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

5285E_Instruction (2021/10) Page 5 of 5