

INSTRUCTIONS Form 7: RESTATED ARTICLES OF INCORPORATION 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.

Restated articles of incorporation must set out, without substantive change, the Articles of Incorporation as previously amended.

- Item 1 Set out the full legal name of the corporation.
- **Item 2** Set out the name of the community in which the registered office is to be situated. A specific address is not required.
- 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.
- **Item 4** If restrictions are to be placed on the issue, transfer or ownership of shares of the corporation, set out the nature of 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 it is permissible to state 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 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 Restated Articles must be signed by a director or officer of the corporation. The title of the person signing the Articles must be stated.

SUBMISSION GUIDELINES

Be sure to read the document titled <u>Corporate Registries –Submissions Guide</u> (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.