



PRINCE EDWARD ISLAND
ÎLE-DU-PRINCE-ÉDOUARD

COMPANIES ACT FORMS REGULATIONS

PLEASE NOTE

This document, prepared by the *Legislative Counsel Office*, is an office consolidation of this regulation, current to February 1, 2004. It is intended for information and reference purposes only.

This document is *not* the official version of these regulations. The regulations and the amendments printed in the *Royal Gazette* should be consulted on the Prince Edward Island Government web site to determine the authoritative text of these regulations.

For more information concerning the history of these regulations, please see the *Table of Regulations* on the Prince Edward Island Government web site (www.princeedwardisland.ca).

If you find any errors or omissions in this consolidation, please contact:

Legislative Counsel Office

Tel: (902) 368-4292

Email: legislation@gov.pe.ca



COMPANIES ACT
Chapter C-14
FORMS REGULATIONS

Pursuant to section 82 of the *Companies Act* R.S.P.E.I. 1988, Cap. C-14, Council made the following regulations:

- 1. The following forms are prescribed for the purposes of the *Companies Act*.**

FORM 1

APPLICATION FOR INCORPORATION Companies Act R.S.P.E.I. 1988, Cap. C-14

TO: The Honourable Attorney General

The undersigned applicants are desirous of obtaining letters patent under the provisions of the Prince Edward Island *Companies Act* constituting your applicants and such others as may become shareholders in the company thereby created, a body corporate and politic, as follows:

1. Applicants: (Attach list if more than 3)

Name	Address	Occupation
		Postal Code
Name	Address	Occupation
		Postal Code

2. Each of your applicants is of the full age of eighteen years.

3. The corporate name shall be:

4. The Company shall be a company.
(public or private)

5. The restrictions if any on share transfers are set out in Schedule "A".

6. The purposes for which incorporation is sought by the applicants are set out in Schedule "A" attached hereto.

7. The registered office address shall be:

8. The proposed amount of capital stock of the company is \$
and shall consist of:

The capital of the company shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus (Check box A or B as applicable)

(A) • dollars (the blank space being filled in with some number representing one dollar or more) in respect to every issued share without par value

OR

(B) • the aggregate amount of consideration received by the company for the issuance of shares without par value plus such amounts as, from time to time, by bylaw of the company, may be transferred thereto.

9. First or Provisional directors (attach list if more than 3)

Name	Address	Occupation
		Postal Code
Name	Address	Occupation
		Postal Code

10. Beneficial owners of shares (attach list if more than 3)

Name	Address	Number & Type of Shares
	Postal Code	
Name	Address	Number & Type of Shares
	Postal Code	

11. We request the provisions set out in Schedule "B" to be embodied in the letters patent.

DATED at , in the County of, in the Province of Prince Edward Island, thisday of, 20.....

SIGNATURE OF WITNESSES

SIGNATURE OF APPLICANTS

.....
.....
.....

(This application must be filed in duplicate)



FORM 1
SCHEDULE "A"

Page of

.....
(Company Name)

RESTRICTIONS ON SHARE TRANSFERS

OBJECTS AND PURPOSES

**FORM 1
SCHEDULE "B"**

Page of

.....

(Company Name)

ADDITIONAL PROVISIONS TO BE EMBODIED IN THE LETTERS PATENT



FORM 2

Companies Act R.S.P.E.I. 1988, Cap. C-14

CANADA
PROVINCE OF
PRINCE EDWARD ISLAND

IN THE MATTER of the Application
for Letters Patent, under the provisions of
the Companies Act, R.S.P.E.I. 1988, Cap.
C-14, under the name

AFFIDAVIT

I, of in the county of
Province of Prince Edward Island,

MAKE OATH AND SAY AS FOLLOWS:

- 1. THAT I am one of the applicants named in the annexed application and have a full
knowledge of the facts set out in the said application.
2. THAT the statements and allegations contained in the annexed application are true and
correct according to the best of my knowledge, information and belief.
3. THAT I am advised and verily believe that the name
is not the name of any other known corporation or association, incorporated or
unincorporated, or of any syndicate or partnership or of any individual or any name under
which any known business is being carried on or so nearly resembling the same as to be
liable to be confused therewith, or otherwise on public grounds objectionable.

SWORN TO before me at)
..... in)
County, Province of Prince Edward Island,)
this day of, 20.....)
)
)
)
A COMMISSIONER FOR TAKING)
AFFIDAVITS IN THE SUPREME COURT)

FORM 3

ATTORNEY'S STATEMENT
Companies Act R.S.P.E.I. 1988, Cap. C-14

RE: Application for Incorporation of

I, of in County,
Province of Prince Edward Island, a practicing attorney in the Province, certify that I have
examined the application for incorporation of and am of the opinion that it complies with
the requirements of the *Companies Act*, R.S.P.E.I. 1988, Cap. C-14.

.....
Date Signature



FORM 4

**LETTERS PATENT
Companies Act R.S.P.E.I. 1988, Cap. C-14**

LETTERS PATENT INCORPORATING
DATED, 20.....

BY THE HONOURABLE
Attorney General

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, the *Companies Act* R.S.P.E.I. 1988, Cap. C-14, provides that the Minister may, by letters patent, grant a charter to one or more persons who apply therefor, constituting that person and others who may become shareholders in the company thereby created, a body corporate and politic for any purposes or objects to which the legislative authority of the Legislature extends, except trust companies and insurance companies.

AND WHEREAS an application has been filed to incorporate a company pursuant to the provisions of Part I of the *Companies Act*, under the name of

THEREFORE, the Attorney General under the authority of Part I of the *Companies Act*, by these presents, constitutes the applicants and such persons as may hereafter become shareholders in the company hereby created, a body corporate and politic under the above name, with all the rights and powers conferred by the said Act, pursuant to the provisions of the application which is attached hereto and forms part hereof.

DATED AT Charlottetown, Prince Edward
Island, the day of,
20.....

.....
ATTORNEY GENERAL

FORM 5

APPLICATION FOR CHANGE OF NAME
Companies Act R.S.P.E.I. 1988, Cap. C-14

TO: The Honourable, The Attorney General

1. hereby makes application
(name of company)
to change its name to

2. A special resolution approving the change of name was passed by a vote of at least two-thirds in value of the total shareholders of the company at a special general meeting held for that purpose on, 20.....

DATED THIS day of, 20.....

Witness President
Witness Secretary

AFFIDAVIT

I, of in the County of ,
of , in the county of Province of Prince Edward
Island,

HEREBY MAKE OATH AND SAY AS FOLLOWS:

- 1. THAT I am President of and as such have a personal
knowledge of the facts herein deposed.
2. THAT the application for the approval of the change of name of the company is true and
correct and is made in good faith and not for any improper purpose or to affect any rights or
obligations of the company or to render defective any legal proceedings instituted or to be
instituted by or against the company.
3. THAT I am advised and do verily believe that the proposed corporate name of the
company is not the name of any other known corporation or association, incorporated or
unincorporated, or of any syndicate or partnership or of any individual or any name under
which any business is being carried on or so nearly resembling the same as to be liable to be
confused therewith, or otherwise on public grounds objectionable.

SWORN TO before me at)
..... in)
County, Province of Prince Edward Island,)
this day of, 20.....)
)
)
)
A COMMISSIONER FOR TAKING)
AFFIDAVITS IN THE SUPREME COURT)

OFFICE USE ONLY
APPROVED BY THE ATTORNEY GENERAL
DATED



FORM 6

CERTIFICATE OF CHANGE OF NAME *Companies Act R.S.P.E.I. 1988, Cap. C-14*

I HEREBY CERTIFY that
a company duly incorporated under the *Companies Act R.S.P.E.I. 1988, Cap. C-14*, has in
conformity with section 16(1) of the said Act and with the approval of the Attorney
General, changed its name to with effect from the
day of, 20.....

DATED AT Charlottetown, in the
Province of Prince Edward Island
this day of, 20.....

.....
DIRECTOR OF CORPORATIONS

FORM 7

APPLICATION FOR SUPPLEMENTARY LETTERS PATENT
Companies Act R.S.P.E.I. 1988, Cap. C-14

TO: The Honourable, The Attorney General

1. hereby makes application for
(name of company)
Supplementary Letters Patent changing the provisions of the Letters Patent as follows:

2. A special resolution approving the change of provisions in the Letters Patent was passed
by a vote of at least two-thirds in value of the total shareholders of the company at a special
general meeting held for that purpose on, 20.....

DATED this day of, 20.....

Witness President
Witness Secretary

AFFIDAVIT

I, of, in the county of
....., Province of Prince Edward Island,

MAKE OATH AND SAY AS FOLLOWS:

- 1. THAT I am President of and as such have a personal
knowledge of the facts herein deposed.
2. THAT the application for Supplementary Letters Patent of the company is true and
correct and is made in good faith and not for any improper purpose and are necessary and
expedient in the best interests of the company.

SWORN TO before me at)
..... in)
County, Province of Prince Edward Island,)
this day of, 20.....)
)
)
A COMMISSIONER FOR TAKING)
AFFIDAVITS IN THE SUPREME COURT)

(This application must be filed in duplicate)



FORM 8

SUPPLEMENTARY LETTERS PATENT
Companies Act R.S.P.E.I. 1988, Cap. C-14, s.18, s.37

SUPPLEMENTARY LETTERS PATENT

ISSUED TO

DATED, 20.....

BY THE HONOURABLE

Attorney General

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, the *Companies Act R.S.P.E.I. 1988, Cap. C-14*, provides that the Minister of Justice of the said Province, may, by supplementary letters patent, confirm a resolution or bylaw passed by a vote of at least two-thirds in value of the total shareholders of the company at a special general meeting called for the purposes of extending the powers of the company to such other purpose and objects within the purview of the Act, or reducing, limiting, amending or varying such powers or any of the provisions of the letters patent or supplementary letters patent issued to the company as may be defined in the resolution, or, increasing or decreasing the capital stock of the company, or subdividing the shares or consolidating or dividing share capital into shares of larger amounts than its existing shares.

AND WHEREAS, in accordance with the foregoing the above company has passed the resolution or bylaw which is attached hereto and forms part thereof.

THEREFORE, the Attorney General under the provisions of the Act does grant these supplementary letters patent confirming the said resolution or bylaw amending the provisions of the existing letters patent and supplementary letters patent.

DATED AT Charlottetown, in the
Province of Prince Edward Island
this day of, 20.....

.....
ATTORNEY GENERAL



FORM 9

NOTICE OF CHANGE OF REGISTERED OFFICE *Companies Act R.S.P.E.I. 1988, Cap. C-14*

1. Name of corporation:

2. New address of registered office:

3. Previous address of registered office:

4. Effective date of change:

Completed by:

(please print name)

.....
(date)

.....
(signature)

.....
(title)



FORM 10

CERTIFICATE OF DISSOLUTION
Companies Act R.S.P.E.I. 1988, Cap. C-14

I hereby certify that
(name of corporation)

was dissolved under the provisions of the *Companies Act R.S.P.E.I. 1988, Cap. C-14*
effective
(date of dissolution)

.....
Director of Corporations

FORM 11

APPLICATION FOR REVIVAL OF COMPANY *Companies Act R.S.P.E.I. 1988, Cap. C-14, s.73*

TO: The Director of Corporations

The undersigned applicants are desirous of reviving
.....
(name of corporation)
under the provisions of the *Companies Act*:

1. Applicants: (attach list if more than 3)

Name	Address	Occupation
		Postal Code
Name	Address	Occupation
		Postal Code

2. Each of your applicants is of the full age of eighteen years.

3. The registered office address shall be:

4. Directors: (Attach list if more than 3)

Name	Address	Occupation
		Postal Code
Name	Address	Occupation
		Postal Code

5. Beneficial owners of share (attach list if more than 3)

Name	Address	Number & Type of Shares
		Postal Code
Name	Address	Number & Type of Shares
		Postal Code

6. The company was dissolved because:
.....

7. The applicants are interested in revival of the body corporate because:
.....

DATED AT in the County of in the Province of
Prince Edward Island, this day of, 20.....

SIGNATURE OF WITNESSES

SIGNATURE OF APPLICANTS

.....
.....
.....



AFFIDAVIT

I, of, in the county of Province of Prince Edward Island,

HEREBY MAKE OATH AND SAY AS FOLLOWS:

- 1. THAT I am one of the applicants named above and as such have personal knowledge of the facts herein deposed.
- 2. THAT the application for revival is true and correct and is made in good faith for the purposes set out in the application.

SWORN TO before me at)
 in)
 County, Province of Prince Edward Island,)
 this day of, 20.....)
)
)
 A COMMISSIONER FOR TAKING)
 AFFIDAVITS IN THE SUPREME COURT)

(This application must be filed in duplicate)



FORM 12

CERTIFICATE OF REVIVAL
Companies Act R.S.P.E.I. 1988, Cap. C-14, s.73

I hereby certify that
(name of corporation)
was revived under the provisions of the *Companies Act* R.S.P.E.I. 1988, Cap. C-14 on
..... as set out in the attached application for revival, subject to
(date of revival)
the following conditions:

.....
Director of Corporations



FORM 13

APPLICATION FOR CONTINUANCE *Companies Act R.S.P.E.I. 1988, Cap. C-14, s. 85*

TO: The Director of Corporations

1. , a body corporate incorporated
(name of corporation)

(specify how, where and when incorporated)

hereby applies for a Certificate of Continuance under the provisions of the *Companies Act* continuing the corporation in Prince Edward Island so that it becomes a company to which the *Companies Act* applies as if it had been incorporated under the said Act.

2. Attached hereto is a certified copy of the articles of incorporation, letters patent, special Act or other instrument by which the body corporate was incorporated and any amendments thereto necessary to make the body corporate conform to the laws of the Province of Prince Edward Island and a copy of the resolution of the shareholders authorizing the application for continuance of the body corporate in this province.

3. The corporate name is:

4. The company is a company .
(public or private)

5. The restrictions if any on share transfers are set out in Schedule "A".

6. The purposes for which continuance is sought by the applicants are set out in Schedule "A" attached hereto.

7. The registered office address shall be:

8. The proposed amount of capital stock of the company is \$
and shall consist of:
.....
.....

9. Directors: (Attach list if more than 3)

Name	Address	Occupation
	Postal Code	
Name	Address	Occupation
	Postal Code	

10. Beneficial owners of share (attach list if more than 3)

Name	Address	Number & Type of Shares
	Postal Code	
Name	Address	Number & Type of Shares
	Postal Code	

11. Attached is a letter from the appropriate authority in the
..... indicating that it has no
(name of originating jurisdiction)
objection to the continuance of this company under the Laws of Prince Edward Island.

DATED at , in the County of , in the Province
of Prince Edward Island, this day of , 20.....

SIGNATURE OF WITNESSES

SIGNATURE OF APPLICANTS

.....
.....
.....



FORM 13

SCHEDULE "A"

Page of

(Company Name)

.....

RESTRICTIONS ON SHARE TRANSFERS

OBJECTS AND PURPOSES

AFFIDAVIT

I, of, in the county of Province of Prince Edward Island,

HEREBY MAKE OATH AND SAY AS FOLLOWS:

- 1. THAT I am one of the applicants named above and as such have personal knowledge of the facts herein deposed.
- 2. THAT the application for revival is true and correct and is made in good faith for the purposes set out in the application.

(This Application Must Be Filed In Duplicate)



FORM 14

CERTIFICATE FOR CONTINUANCE
Companies Act R.S.P.E.I. 1988, Cap. C-14, s.85(3)

I hereby certify that
(name of corporation)
was continued under the provisions of the *Companies Act R.S.P.E.I. 1988, Cap. C-14* on
..... as set out in the attached application for continuance.
(date of continuance)

Attorney General



FORM 15

NOTICE OF INTENTION TO DISCONTINUE
Companies Act R.S.P.E.I. 1988, Cap. C-14, s. 86(3)

Public notice is hereby given that
(name of corporation)
intends to make application to continue as a corporation under the Laws of
..... as if it had been incorporated under
(name of jurisdiction)
the laws of that jurisdiction and to discontinue as a corporation subject to the provisions of
the *Companies Act* of Prince Edward Island.

.....
Date

.....
Name of Authorized Office

.....
Title

FORM 16

APPLICATION FOR DISCONTINUANCE Companies Act R.S.P.E.I. 1988, Cap. C-14, s. 86

TO: The Director of Corporations

1. a company incorporated under the *Companies Act*
(name of company)
R.S.P.E.I. 1988, Cap. C-14 onhereby applies for a certificate of
discontinuance under the provisions of the Prince Edward Island *Companies Act*.

2. Notice of intention to discontinue has been published in the Gazette on
..... and in the on
(date of publication) (name of newspaper)
..... Copies of these notices are attached and marked as Exhibits
(date of publication)
"A" and "B" respectively.

3. The company has made application to continue as a body corporate under the laws of
....., where, as stated in the attorney's opinion attached as Exhibit "C",
(name of jurisdiction)
those laws provide in effect that:

- (a) the property of the company continues to be the property of the body corporate;
- (b) the body corporate continues to be liable for the obligations of the company;
- (c) an existing cause of action, claim or liability to prosecution is unaffected;
- (d) a civil, criminal or administrative action or proceeding pending by or against the company may be continued to be prosecuted by or against the body corporate; and
- (e) a conviction against the company may be enforced against the body corporate or a ruling, order or judgment in favour of or against the company may be enforced by or against the body corporate.

4. The continuance of this company in the above-noted jurisdiction will not adversely affect the creditors or shareholders of the company.

5. The application for continuance of the company under the laws of
..... has been approved by a special resolution of the
(name of jurisdiction)
shareholders of the company, a copy of the resolution being attached hereto as Exhibit "D".

6. A copy of the certificate of continuance continuing the company as a body corporate
under the laws of on
(name of jurisdiction)
....., 20....., is attached.

DATED at, in the County of, in the Province
of Prince Edward Island, this day of, 20.....

.....
President
.....
Secretary



AFFIDAVIT

I, of, in the county of Province of Prince Edward Island,

HEREBY MAKE OATH AND SAY AS FOLLOWS:

1. THAT I am one of the applicants named above and as such have personal knowledge of the facts herein deposed.

2. THAT the application for revival is true and correct and is made in good faith for the purposes set out in the application.

SWORN TO before me at)
 in)
 County, Province of Prince Edward Island,)
 this day of, 20.....)
)
)
 A COMMISSIONER FOR TAKING)
 AFFIDAVITS IN THE SUPREME COURT)

(This application must be filed in duplicate)



FORM 17

CERTIFICATE OF DISCONTINUANCE
Companies Act R.S.P.E.I. 1988, Cap. C-14, s.86

I hereby certify that was discontinued
(name of corporation)
under the provisions of the *Companies Act R.S.P.E.I. 1988, Cap. C-14* on
(date of continuance)
and continued under the laws of another jurisdiction as specified in the attached application.

.....
Director of Corporations



FORM 18

NOTICE OF GRANTING LETTERS PATENT *Companies Act R.S.P.E.I. 1988, Cap. C-14*

Public notice is hereby given that under the *Companies Act* letters patent have been issued by the Attorney General to:

NAME OF CORPORATION
AND REGISTERED OFFICE

INCORPORATION DATE

FORM 19

NOTICE OF GRANTING SUPPLEMENTARY LETTERS PATENT
Companies Act R.S.P.E.I. 1988, Cap. C-14, s.18(3)

Public notice is hereby given that under the *Companies Act* supplementary letters patent have been issued by the Attorney General to:

NAME OF CORPORATION	PURPOSE	EFFECTIVE DATE
---------------------	---------	----------------



FORM 20

NOTICE OF CHANGE OF CORPORATE NAMES *Companies Act R.S.P.E.I. 1988, Cap. C-14, s.82*

Public notice is hereby given that under the *Companies Act* the following corporations have changed their corporate names:

FORMER NAME	NEW NAME	EFFECTIVE DATE
-------------	----------	----------------



FORM 21

NOTICE OF INTENTION TO DISSOLVE COMPANIES *Companies Act R.S.P.E.I. 1988, Cap. C-14*

Public notice is hereby given that under the *Companies Act* it is the intention of the Director of Corporations to dissolve the following companies on the expiration of ninety days after publication of this notice:

NAME OF COMPANY

.....
Director of Corporations

(EC678/95)



FORM 22

NOTICE OF DISSOLVED COMPANIES
Companies Act R.S.P.E.I. 1988, Cap. C-14

Public notice is hereby given that under the *Companies Act* the following companies have been dissolved:

NAME OF COMPANY

DATE OF DISSOLUTION

.....
Director of Corporations



FORM 23

NOTICE OF REVIVED COMPANIES
Companies Act R.S.P.E.I. 1988, Cap. C-14, s.73(3)

Public notice is hereby given that under the *Companies Act* the following companies have been revived:

NAME OF COMPANY

DATE OF REVIVAL

.....
Director of Corporations



FORM 24

ANNUAL RETURN Companies Act R.S.P.E.I. 1988, Cap. C-14

1. Company name and address:
2. Date of incorporation:
3. Fiscal year end:
4. Brief description of business carried on within the province:

5. Brief description of business carried on outside the province:

6. The total acreage and location of each parcel of land in Prince Edward Island owned, leased or otherwise held by the company or on its behalf, at the end of its most recent fiscal year. (Property number etc. can be found on your property tax bill.)

Property Number	Location	Acreage
(1)		
(2)		
(3)		
(4)		

7. The authorized capital of the company stating the number of shares of each class or series outstanding and the amount received therefor by the company, as of its most recent fiscal year end. (Attach list if space insufficient.)

Description (common, preferred, etc.)	Number of shares authorized	Number of shares issued & outstanding	Amount received by company

8. The full name and complete residential address of each of the company officers. (Attach list if space is insufficient.)

Name (a)	Position held
Address	
Postal Code	
Name (b)	Position held
Address	
Postal Code	
Name (c)	Position held
Address	
Postal Code	
Name (a)	Position held
Address	
Postal Code	

9. The full name and residential address of each of the Directors of the company, if all officers listed in Number 8 are Directors, please check hereand list additional company directors in this section. (Attach list if space is insufficient.)

Name	Address	Postal Code
Name	Address	Postal Code
Name	Address	Postal Code

10. The name and address of each shareholder and the number of shares and description of class of shares held by each. Companies with more than twenty shareholders need only list those shareholders who hold 5% or more of the shares of any class.

Name	Number of Shares held	Description of Shares
Address		Postal Code
Name	Number of Shares held	Description of Shares
Address		Postal Code
Name	Number of Shares held	Description of Shares
Address		Postal Code
Name	Number of Shares held	Description of Shares
Address		Postal Code

I hereby certify that the above information respecting this company is true and correct to the best of my knowledge.

.....
 Name (please print) Title

Date, 20..... Signature

FORM 25

ANNUAL RETURN FOR PART II (NON-PROFIT) COMPANIES *Companies Act R.S.P.E.I. 1988, Cap. C-14, s.91*

Section 90 of the *Companies Act* requires every non-profit company incorporated under PART II of the Act to file an annual return with the Director of Corporations setting out the following information:

1. Name of corporation:
2. Address of registered office:
.....
.....
3. Telephone number:
4. Names and addresses of the officers and directors of the corporation: (Attach list if space insufficient.)

NAME	ADDRESS	POSITION, IF ANY

I hereby certify that the above information is true and correct.

.....
Name (please print) Signature Date

(EC892/84)