



INFORMATION FOR FULL RESTORATION OF A BC COMPANY BY THE REGISTRAR

Thank you for your request on how to restore a BC company under section 356 of the *Business Corporations Act* (the Act).

WHO CAN APPLY?

Full Restorations:

This information package outlines the steps for a **registrar approved full restoration** of a BC company by a related person (Part A) and for the conversion of a registrar approved limited restoration to a registrar approved full restoration by a related person (Part B).

A “related person” is defined as a director, officer or shareholder of the company at the time of its dissolution, or the heir or personal or other legal representative of a shareholder.

The Act provides for two ways in which a dissolved company can be restored:

- 1) restoration approved by the registrar; and
- 2) restoration by the Supreme Court.

There are some instances where the registrar requires the authority of the court to restore a company. In these instances it will be necessary to apply to the Supreme Court for an order to restore the company. For example, if the dissolution of the company occurred before the Act came into force March 29, 2004 and the application to restore is made more than ten years after the dissolution, then the application for restoration must be made to the court.

Another reason to apply to the court is the distinction in the Act between a limited restoration and a full restoration. Only a “related person” (see definition above) can apply to the registrar for the full restoration of a company. On the other hand a restoration application to the court provides for “an appropriate person to make the application”. Therefore, an applicant who is not related to the company would have to apply to the court for a full restoration.

Further, if the company owned land at the time of its dissolution, that land escheats to the Crown under the *Escheat Act*. If the company has been dissolved for **more** than two years, section 4(5) of the *Escheat Act* requires a court order for the vesting of the land back to the dissolved company. Therefore, it may be simpler to apply to the court for a court ordered restoration and include the vesting of the land in that same application to the court.

For more information on Escheat Claims contact the Escheat Office at 250 356-8819

A restoration of a dissolved company that requires the approval of the Supreme Court is outlined in a separate information package. For an information package on how to apply for a court ordered restoration, please go to the Corporate Registry website at www.bcregistryservices.gov.bc.ca or contact us directly at 1 877 526-1526.

Limited Restorations:

Information is also available on our website on how to restore a company for a limited period. Limited restorations are usually done in order to undertake or finalize a particular legal transaction with the company. When the limited period expires, the company is dissolved again.

However, the Act also provides for legal proceedings to be taken against a dissolved company within two years of its dissolution **without** having to restore the company at all.

A legal proceeding may be continued or brought against a company within two years after its dissolution as if the company had not been dissolved. See section 346(1)(b) of the Act at www.bclaws.ca

PART A REGISTRAR APPROVED FULL RESTORATION

**Important! All steps need to be completed
in order shown.**

STEP ONE

The first step in restoration is to ensure the name of the company is available. As the company’s name is no longer protected once it is dissolved, the original name may not be available for restoration. The Name Approval Request form attached allows you to make a maximum of three choices of names, in descending order of preference. The filing fee for this form is \$30.

If reserving a name, please enter on the Name Approval Request form in the “Additional Information” section the word “Restoration”.

If the company is to be restored with its incorporation number at the time of dissolution followed by “B.C. Ltd.” or “B.C. Community Contribution Company Ltd.” (e.g. 123456 B.C. Ltd.) then Step One can be omitted. This information must be indicated on the Restoration Application in Item C.

You can apply for your name in the following ways:

OVER THE INTERNET: **This is the quickest way**

Go to Name Requests Online at

www.bcregistrynames.gov.bc.ca. The fee to submit online is \$30 and a BC OnLine service fee of \$1.50.

BY SERVICE BC CENTRE:

Visit your local Service BC Centre office. For a location near you, go to www.servicebc.gov.bc.ca

BY ONESTOP SERVICE DELIVERY LOCATION:

Visit your local OneStop service delivery location.

User fees may apply. For a location near you, go to www.bcbusinessregistry.ca

Note: OneStop service delivery locations are able to assist with some business start-up information. Once your business has been established, the OneStop locations are a great source for business resource materials.

BY BC ONLINE:

If you have a BC OnLine account you can submit your request electronically.

BY MAIL:

Submit your Name Approval Request form, with fee by cheque or money order payable to the Minister of Finance, to the Corporate Registry, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

For information regarding completion of your Name Approval Request form, contact the Corporate Registry at **1 877 526-1526**. Corporate Registry staff **cannot** provide legal or business advice.

The Restoration Application and any other restoration documents required by the registrar cannot be processed until the name has been approved and reserved.

Note: Once your name is approved, it is reserved for you for a period of 1 year plus 56 calendar days.

STEP TWO

Step 2(A)

The applicant must publish in the British Columbia Gazette, notice that an application “**Notice**” to restore the company will be made to the registrar.

For information on the gazetting process, including the publication deadline date and the fees required, contact Crown Publications, www.crownpub.bc.ca.

Sample wording for the gazette notice for a Restoration Application:

RESTORATION APPLICATION

Take notice that a restoration application will be made to the registrar of companies to restore: *[insert company name]*, *[insert incorporation number]*.

Dated at *[insert city]*, B.C., this *[insert day]* day of *[insert month]*, *[insert year]*. – *[insert name of person applying for gazette notice]*, *[insert relationship to company]*

A copy of the British Columbia Gazette publication containing your notice will be mailed to you by Queen’s Printer.

Enter the publication date confirmed by Queen’s Printer in Item H of the Restoration Application Full Restoration, **Form 30**, (see Step Three).

Step 2(B)

The applicant must also mail a copy of the Notice to all individuals who were directors at the time of dissolution as well as to the company’s registered office address as shown in the Corporate Register. This notice can be a copy of the notice placed in the British Columbia Gazette (see above). A search to determine the directors and company’s last registered addresses can be made by contacting the Corporate Registry. BC OnLine clients can obtain a search online at www.bconline.gov.bc.ca.

In Item H of the Restoration Application Full Restoration, **Form 30**, enter the latest date you mailed this notice to the directors and the company’s registered office.

STEP THREE

The Restoration Application Full Restoration, **Form 30**, attached is to be completed and submitted to the Corporate Registry for filing. Other outstanding filings of Annual Reports, Notice of Change of Directors, as well as the appropriate fees, must accompany the Restoration Application.

Note: The Business Corporations Act requires a company to maintain a Dissolved Company Records Office for a period of two years after dissolution of the company. The location of these dissolved company records must be indicated in Item K of the application.

If the Dissolved Company’s Records Office location is not available, then complete Item L of the application.

The addresses indicated in either Item K or Item L will become the new Records Office for the company once it is restored.

All filings must include the fees as follows:

Restoration Application	\$350.00
Each Annual Report	\$ 43.39
Each Notice of Change of Directors	\$ 20.00

Work is processed on a first-come, first-served basis unless you pay a priority fee of \$100. If you wish one or more of the **following** services processed on a **priority basis**, you must submit **\$100 for EACH service requested**.

- Name request, or
- Restoration application and supporting documentation.

Note: Certificate of Restoration is not available until 21 days after the later of the two dates in Item H of the Form 30, Restoration Application. Filing the restoration application a priority basis will not waive the 21-day waiting period.

If a priority service is requested, clearly indicate on both the envelope and the filings that the submission is a priority.

A priority service is considered completed when the document is filed or the service request is completed. Turnaround is usually within 24 hours.

Send your filings, with cheque or money order payable to the Minister of Finance, to:

Mailing Address:
Corporate Registry
PO Box 9431 Stn Prov Govt
Victoria BC V8W 9V3

STEP FOUR

Once the Restoration Application, and any other outstanding filings such as Annual Reports and Notice of Change of Directors, meet all requirements and have been filed, the company will be restored. See Item H of the Restoration Application for the conditions on the effective date of restoration.

Once a company is restored, the registrar will:

- Publish notice of the restoration, extension or conversion on the Queen's Printer website, www.bclaws.ca
- Issue a certificate, certified copy of the Restoration Application and a certified copy of the Notice of Articles (if applicable) to the company
- Issue a copy of the certificate to the applicant
- Issue to the company, a certified copy of the Notice of Articles as altered (if applicable) for each Notice of Change of Directors filed OR for a company who has not filed a Notice of Articles, confirmation of the change of directors.

PART B CONVERSION OF LIMITED REGISTRAR APPROVED RESTORATION TO FULL REGISTRAR APPROVED RESTORATION

Prior to a limited restoration expiring, an application for a full restoration of the company may be made to the registrar. To convert a limited restoration to a full restoration, complete Step Two through Four of Part A. Step One is eliminated because it was already completed as part of the application for a limited restoration.

If the applicant requires a change of name to the company, complete Step One again.

PART C ADDITIONAL INFORMATION

For information regarding completion of your restoration documentation, contact the Corporate Registry at **1 877 526-1526**. Corporate Registry staff **cannot** provide legal or business advice.

CHECKLIST FULL RESTORATION BY REGISTRAR

Make sure you have everything in order before you take the final step and submit your restoration documents for filing.

- An approved / reserved corporate name
- Notice of Application for Restoration "**Notice**" has been published in the BC Gazette
- Copy of **Notice** has been mailed to the company's registered office address as listed with the Corporate Registry
- Copy of **Notice** has been mailed to each individual who was a director at the time the company was dissolved

Send the following to BC Registries and Online Services:

- Restoration Application Full Restoration, **Form 30**, completed and signed
- Annual Reports, **Form 6**, completed and signed for each outstanding report
- Notice of Change of Directors, **Form 10**, completed and signed if directors have changed
- Cheque/money order payable to the Minister of Finance or authorization to debit your BC OnLine account for the applicable filing fees



BC Registries and Online Services

NAME REQUEST

NAME APPROVAL NUMBER **NR**

Important: Use this number on all documents and in the electronic submission of documents.

Telephone: 1 877 526-1526
www.bcregistrieservices.gov.bc.ca

Mailing Address: PO Box 9431 Stn Prov Govt
Victoria BC V8W 9V3

Courier: 200-940 Blanshard Street
Victoria BC V8W 3E6

INSTRUCTIONS:

- Please retain a copy for your records. If the request is mailed, the Name Reservation section will notify you by letter or email once your request is completed.
- Please type or print clearly.
- **SHADED AREAS ARE FOR OFFICE USE ONLY.**

Freedom of Information and Protection of Privacy Act (FOIPPA): Personal information provided on this form is collected, used and disclosed under the authority of the *FOIPPA and the Societies Act* for the purposes of assessment. Questions regarding the collection, use and disclosure of personal information can be directed to the Manager of Registries Operations at 1 877 526-1526.
PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3

PRIORITY REQUEST – Additional fee required	
<input type="checkbox"/> YES – This is a priority request and I have enclosed an additional fee for this service.	
ROUTING SLIP NO.	DEBIT BCOL ACCOUNT NO.
FOLIO NO.	DEPOSIT ACCOUNT TRANSACTION NO.
GOVT. AGENT TRANSACTION DATE YYYY MM DD	DATE RECEIVED YYYY MM DD

APPLICANT SURNAME		FIRST NAME AND INITIALS	
ADDRESS			
CITY		PROVINCE	POSTAL CODE
APPLICANT PHONE NO.	COMPLETE THIS SECTION FOR RESULTS BY EMAIL EMAIL ADDRESS		CONTACT PERSON NAME

Indicate what the name request is for: (In order for this request to be completed, one box must be (✓) ticked)

CORPORATION (INCLUDES A FOREIGN CORPORATION)
 PROPRIETORSHIP/ PARTNERSHIP
 SOCIETY
 FINANCIAL INSTITUTION
 COOPERATIVE ASSOCIATION

Is this request for a foreign corporation incorporated in another province or country?	IF YES, ENTER THE JURISDICTION	NATURE OF BUSINESS
<input type="checkbox"/> YES <input type="checkbox"/> NO		

ADDITIONAL INFORMATION

Name Request (first choice) PLEASE TYPE OR PRINT CLEARLY

Name Request (second choice) PLEASE TYPE OR PRINT CLEARLY

Name Request (third choice) PLEASE TYPE OR PRINT CLEARLY



Telephone: 1 877 526-1526 www.bcregistryservices.gov.bc.ca

Mailing Address: PO Box 9431 Stn Prov Govt Victoria BC V8W 9V3

Courier: 200-940 Blanshard Street Victoria BC V8W 3E6

INSTRUCTIONS:

Please type or print clearly in block letters and ensure that the form is signed and dated in ink.

Item A Enter the incorporation number and name of the company & B at the time the company was dissolved. The incorporation number and name would be shown on the company's Certificate of Incorporation, Amalgamation, Continuation or Change of Name.

Item C Enter the name reserved for the company. This may be the same as the company name at the time it was dissolved, or, if that name is not available, a new reserved name. Or, indicate the company is to be restored by adding "B.C. Ltd." or "B.C. Community Contribution Company Ltd." to its incorporation number.

Item D If the applicant is a corporation or firm, enter the full name of the corporation or firm.

Item H Complete this item if the restoration has not been approved by the court. Enter the date the Notice of Application for Restoration was published in the BC Gazette and the latest date the Notice of the Application for Restoration was mailed to the company and the individuals who were directors at the time of the dissolution.

Freedom of Information and Protection of Privacy Act (FOIPPA): Personal information provided on this form is collected, used and disclosed under the authority of the FOIPPA and the Societies Act for the purposes of assessment. Questions regarding the collection, use and disclosure of personal information can be directed to the Manager of Registries Operations at 1 877 526-1526. PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3

Item I Complete this Item if the restoration has been approved by the court and attach entered court order.

Item J, K & L The delivery address must be for a location in BC that is accessible to the public between 9 a.m. and 4 p.m. on business days for the delivery of records. The address must not be a post office box.

Item M If the applicant is a corporation or firm, this form must be signed by an authorized signing authority for the corporation or firm.

Filing Fee: \$350.00 Submit this form with a cheque or money order made payable to the Minister of Finance, or provide the registry with authorization to debit the fee from your BC OnLine Deposit Account. Please pay in Canadian dollars or in the equivalent amount of US funds.

★ PLEASE ENTER THE COMPANY EMAIL ADDRESS FOR CORRESPONDENCE

A INCORPORATION NUMBER OF COMPANY

B NAME OF COMPANY AT THE TIME OF DISSOLUTION

C NAME RESERVED FOR THE COMPANY TO BE RESTORED - Choose one of the following:

The name _____ is the name reserved for the company to be restored. The name reservation number is _____, OR The company is to be restored with a name created by adding "B.C. Ltd." after the incorporation number of the company, OR The company is to be restored with a name created by adding "B.C. Community Contribution Company Ltd." after the incorporation number of the company.

D FULL NAME OF APPLICANT

FIRST NAME | MIDDLE NAME | LAST NAME CORPORATION / BUSINESS NAME

E MAILING ADDRESS OF APPLICANT

MAILING ADDRESS | CITY | PROV/STATE | COUNTRY | POSTAL CODE/ZIP CODE

F RELATIONSHIP TO THE COMPANY - Check applicable box:

I am related to the company that is to be restored and at the time the company was dissolved I was:

A director of the company.

OR

I am an heir or personal or other legal representative of a person who was, at the time the company was dissolved, a shareholder of the company.

OR

The court has, under section 360(2)(a) or 361(2)(a), ordered that I am a related person to the company.

An officer of the company.

A shareholder of the company.

G TRANSLATION OF NAME

Set out every translation of the company name that the company intends to use outside of Canada.

COMPLETE ITEM H OR I, BUT NOT BOTH

H DATE OF RESTORATION - Complete this Item if restoration is to be approved by the registrar.

The company will not be restored until 21 days after the later of the following two dates (both dates must be entered):

The date the Notice of the Application for Restoration was published in the BC Gazette.

YYYY/MM/DD

The latest date the Notice of the Application for Restoration was mailed to the company and directors addresses.

YYYY/MM/DD

I DATE OF RESTORATION - Complete this Item if restoration is approved by court order.

Choose one of the following:

I have obtained a copy of an entered court order approving the full restoration and it is attached.

I have obtained a copy of an entered court order approving the conversion of a limited restoration to a full restoration and it is attached.

J REGISTERED OFFICE ADDRESSES

Set out the delivery address and mailing address of the registered office proposed for the company.

DELIVERY ADDRESS OF THE COMPANY'S REGISTERED OFFICE

CITY

POSTAL CODE

Prov.
BC

MAILING ADDRESS OF THE COMPANY'S REGISTERED OFFICE

CITY

POSTAL CODE

Prov.
BC

COMPLETE SECTION K OR L, BUT NOT BOTH

K RECORDS OFFICE ADDRESSES - Complete this Item if "dissolved company's records" are available.

Set out the delivery address and mailing address of the office where the "dissolved company's records" are being kept.

DELIVERY ADDRESS OF THE LOCATION OF THE "DISSOLVED COMPANY'S RECORDS"

CITY

POSTAL CODE

Prov.
BC

MAILING ADDRESS OF THE LOCATION OF THE "DISSOLVED COMPANY'S RECORDS"

CITY

POSTAL CODE

Prov.
BC

L RECORDS OFFICE ADDRESSES - Complete this Item if "dissolved company's records" are not available.

The "dissolved company's records" are not available and the delivery address and mailing address of the records office proposed for the restored company are:

DELIVERY ADDRESS OF THE COMPANY'S RECORDS OFFICE

CITY

POSTAL CODE

Prov.
BC

MAILING ADDRESS OF THE COMPANY'S RECORDS OFFICE

CITY

POSTAL CODE

Prov.
BC

M CERTIFIED CORRECT - I have read this form and found it to be correct.

Note: It is an offence to make a false or misleading statement in respect of a material fact in a record submitted to the Corporate Registry for filing. See section 427 of the Business Corporations Act.

NAME OF APPLICANT

SIGNATURE OF APPLICANT

DATE SIGNED
YYYY / MM / DD

X

N DELIVERY METHOD - Choose one delivery method for the company's certified documents.

Company Email Other Email
Address

Pickup (Victoria only) Contact Person Telephone

By Mail to Registered Office Mailing Address

By Mail to another address. Please specify.

MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE

FIRST NAME	MIDDLE NAME	LAST NAME			
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	

FIRST NAME	MIDDLE NAME	LAST NAME			
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	

FIRST NAME	MIDDLE NAME	LAST NAME			
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	

FIRST NAME	MIDDLE NAME	LAST NAME			
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	

FIRST NAME	MIDDLE NAME	LAST NAME			
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE	

G CERTIFICATION - *I certify that I have relevant knowledge of the company, and that I am authorized to make this filing.*

NAME	SIGNATURE	DATE SIGNED YYYY / MM / DD
	X	



Telephone: 1 877 526-1526
www.bcregistryservices.gov.bc.ca

DO NOT MAIL THIS FORM to BC Registry Services unless you are instructed to do so by registry staff. The Regulation under the Business Corporations Act requires the electronic version of this form to be filed on the Internet at www.corporateonline.gov.bc.ca

Filing Fee for paper filing: \$43.39

If you are instructed by registry staff to mail this form to the Corporate Registry, submit this form with a cheque or money order made payable to the Minister of Finance, or provide the registry with authorization to debit the fee from your BC OnLine Deposit Account. Please pay in Canadian dollars or in the equivalent amount of US funds.

Freedom of Information and Protection of Privacy Act (FOIPPA): Personal information provided on this form is collected, used and disclosed under the authority of the *FOIPPA and the Business Corporations Act* for the purposes of assessment. Questions regarding the collection, use and disclosure of personal information can be directed to the Manager of Registries Operations at 1 877 526-1526. PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3

A INCORPORATION NUMBER OF COMPANY

B NAME OF COMPANY

C DATE OF RECOGNITION
YYYY/MM/DD

D DATE OF ANNUAL REPORT
YYYY/MM/DD

E PERSONS WHO HAVE BEEN APPOINTED AS OFFICERS

OFFICER NAME(S) AND ADDRESS(ES) – Enter the full name, delivery address, mailing address (if different) and office held of each of the company’s officers, if any. The officer may select to provide either (a) the delivery address and, if different, the mailing address for the office at which the individual can usually be served with records between 9 a.m. and 4 p.m. on business days or (b) the delivery address and, if different, the mailing address of the individual’s residence. The delivery address must not be a post office box. Attach an additional sheet if more space is required.

Note: *Listing officer appointments on the annual report is optional. If you choose to include officer information, you cannot file any change to this information until you file the annual report for next year.*

FIRST NAME	MIDDLE NAME	LAST NAME		
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE
OFFICE(s) HELD (e.g. president, secretary, vice president)				

FIRST NAME	MIDDLE NAME	LAST NAME		
DELIVERY ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE
MAILING ADDRESS	CITY	PROV/STATE	COUNTRY	POSTAL CODE/ZIP CODE
OFFICE(s) HELD (e.g. president, secretary, vice president)				

F COMPANY CHANGES

A company must file with the registrar a notice of any change to the information shown in the Corporate Register. Please visit our website at www.bcregistryservices.gov.bc.ca or phone 1 877 526-1526 for information on how to file these notices.

G CERTIFIED CORRECT - *I have read this form and found it to be correct.*

Note: It is an offence to make a false or misleading statement in respect of a material fact in a record submitted to the Corporate Registry for filing. See section 427 of the Business Corporations Act.

NAME OF APPLICANT

SIGNATURE OF APPLICANT

DATE SIGNED
YYYY / MM / DD

X