

FILING ARTICLES OF CONTINUANCE Under The Corporations Act of Manitoba



If an extra-provincial or federal corporation wants to become a Manitoba corporation, it must file ARTICLES OF CONTINUANCE by following these steps:

STEP 1: RESERVING THE NAME

This step must be done only if the corporation is **not** already registered under the Manitoba Corporations Act.

Form Required

Request for Name Reservation

Filing Fee

\$45.00

In addition to the traditional paper application that is still available, a Request for Name Reservation can be filed online at www.companiesoffice.gov.mb.ca/online.html and click on Companies Online link.

If your name is **reserved**, you will have 90 days to file the Articles of Continuance forms by following Step 2 below. If your name is **rejected**, you must choose a new name and do Step 1 over again (including fee).

STEP 2: FILING ARTICLES OF CONTINUANCE

Forms Required (in duplicate)

[Form # 12 – Articles of Continuance \(share capital\)](#) or

[Form #12.1 – Articles of Continuance \(without share capital\)](#)

[Corporate Filing Request](#)

[Annual Returns \(if required\)](#)

Filing Fees

\$350.00

\$350.00

no fee

\$50.00 (share) or \$25.00 (non-profit)

A valid **Approval to Continue** must be obtained from its home jurisdiction.

DO YOU HAVE A BUSINESS NUMBER?

A Business Number (BN) is assigned by Canada Revenue Agency. If you already have a Business Number (BN), it is very important that you provide it. If you do not have a BN already, Companies Office will obtain one for you.

NOTICE UNDER THE FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY ACT

Information about this corporation is collected pursuant to *The Corporations Act*. It is made available for public searching pursuant to that Act. Information will be shared with other government departments and the Minister of National Revenue pursuant to The Electronic Commerce and Information Act for the purposes of obtaining a Business Number (BN) for this company and administering a common business numbering and information system. If you have any questions about its collection, contact: The Director, Companies Office, 1010-405 Broadway, Winnipeg, MB, R3C 3L6 or phone (204) 945-2500.

Special Notes

- The forms must be filed in duplicate on single-sided 8 ½ x 11 white paper (we do not accept double-sided forms). All forms must be typed or printed clearly and signed in ink.
- You will have to give us an extract (and/or legal opinion) that the home jurisdiction permits the continuance. This is not needed if the corporation is continuing from Alberta, British Columbia, Ontario, Saskatchewan or the Canada Corporations Act.
- You should see a lawyer if you have any legal questions about filing Articles of Continuance.

PAYMENT OPTIONS

If you are filing the Name Reservation (paper applications only) and Articles of Continuance forms together:

- If paying by **cheque**, please ensure there are two separate cheques (or **money orders**), payable to the **Minister of Finance**. If not, the office cannot process your forms and will need to send everything back.
- If paying by **credit card**, please complete and return the [payment options](#) form with your signed documents.

Where to Send the Forms and Fees

Companies Office
Woodsworth Building
1010-405 Broadway
Winnipeg, MB R3C 3L6

Any Questions?

Telephone: (204) 945-5999 **Fax:** (204) 945-1459
Toll Free in Manitoba: 1-888-246-8353
E-Mail: companies@gov.mb.ca
Website: <http://www.companiesoffice.gov.mb.ca>
Hours: 8:00 to 4:30 Monday to Friday