

ARTICLES OF AMENDMENT

Amendments are changes. Articles of Amendment are filed to report a change to information on file with Companies Office. A director or officer must sign the Articles of Amendment.

The process for making a change depends on the type of change. Below is a list of common changes and the action required to make the change based on The Corporations Act. The corporation's own articles or any agreements in place may require more votes than The Corporations Act. You must always check the corporate documents first.

Definitions:

Ordinary Resolution: Shareholders vote, and the majority must agree.

Special Resolution: Shareholders vote, and a majority of not less than 2/3 of the votes must agree. **Or** all shareholders voting can sign an agreement approving the change.

Change: **Name Change – numbered corporation to a named corporation.**

Action required: Ordinary resolution of the shareholders OR resolution of the directors.
Send articles of amendment to Companies Office within 6 months of the resolution, however the name won't receive protection until the articles are filed.

Change: **Name Change: Named corporation to another name.**

Action required: Special resolution of the shareholders.
Send articles of amendment to Companies Office within 6 months of the resolution, however the name won't receive protection until the articles are filed.

Change: **Change of registered office address.**

Action required: Special resolution of the shareholders.
Send notice of the change to Companies Office within 15 days.

Change: **Adding a new class of shares.**

Action required: Special resolution of the shareholders.

Send articles of amendment to Companies Office within 6 months of the resolution.

Change: **Add, change, or remove any restriction on the business that the corporation may carry on.**

Action Required: Special resolution of the shareholders.

Send articles of amendment to Companies Office within 6 months of the resolution.

Change: **Change the maximum number of shares the corporation can issue.**

Action required: Special resolution of the shareholders.

Send articles of amendment to Companies Office within 6 months of the resolution.

Change: **Change the maximum of consideration for which shares may be issued.**

Action required: Special resolution of the shareholders.

Send articles of amendment to Companies Office within 6 months of the resolution.

OR

A resolution of the directors. The change is not complete until the amendment is filed with Companies Office.

Change: **Add, change, or remove any rights, privileges, restrictions, and conditions of corporate shares.**

Action required: Special resolution of the shareholders.

Send articles of amendment to Companies Office within 6 months of the resolution

Change: **Add, change, or remove restrictions on the issue, transfer, or ownership of shares**

Action required: Special resolution of the shareholders.

Send articles of amendment to Companies Office within 6 months of the resolution

Change: **Correcting a clerical error in a previous filing**

Action required: Ordinary resolution of the shareholders or resolution of the directors.

Send articles of amendment to Companies Office as soon as possible.