

# Frequently Asked Questions

## Name Reservations

### [How do I reserve a name?](#)

To request a name electronically, visit your local [Government Agent's office](#) or [Business Information Centre](#). Or, if you have a BC OnLine account, you can request a name electronically by visiting [www.bconline.com](http://www.bconline.com).

To request a name by mail, visit the [downloads](#) section to obtain a Name Approval Request form and the "Information on Reserving Your Corporate Name" information package.

### [Do I need to reserve a name?](#)

Only if you want to use a specific name for your company. Otherwise, you may use the company's incorporation number, which is automatically generated by Corporate Online, followed by "B.C. Ltd."

### [What do I do if I forgot my name reservation number?](#)

If you reserved your name using BC OnLine, you can look up your name reservation number on BC OnLine for the 56 days until it expires. If you reserved your name using a paper form, you will find your name reservation number (or name approval number) in the top right hand corner of the official copy of the form that was returned to you. Contact the [help desk](#) if you still cannot find your name reservation number.

### [What is a "numbered" company?](#)

A company that uses the incorporation number generated by the Corporate Registry followed by "B.C. Ltd." as its company name.

## Starting a transaction

### Which functions are available online?

The following transactions are available online:

- Annual Report (BC and Extraprovincial companies)
- Incorporation Application
- Continuation Application
- Transition Application
- Notice of Alteration
- Notice of Change of Address
- Notice of Change of Directors
- Amalgamation Application (Regular, Vertical and Horizontal)
- Post-Restoration Transition Application
- Registry Search (available to BC OnLine customers only)

### When will more filings become available online?

The Corporate Registry plans to make other forms available for online filing in the fall/winter of 2004/05.

### Which browser works best with Corporate Online?

If you are on the Macintosh platform, we recommend that you use Netscape Navigator version 7 or above. On a PC, we recommend that you use Internet Explorer version 5.5 or above or Netscape Navigator version 7 or above. Using a different browser may have unexpected results.

In order to access the online help system and view pdf files, ensure that you have javascript or active scripting enabled in your browser security settings.

### Do I have to login?

The services listed under "No Login Required" on the menu are available to all of the Corporate Registry's customers without the necessity of [logging in](#). When you access services without logging in, you must pay by credit card.

If you have created a [customer profile ID](#), or you have a BC OnLine account, you can access all of the filings on the menu after you have [logged in](#). BC OnLine customers must login through the BC OnLine site. You can no longer login through Corporate Online.

### **Can I still submit forms on paper?**

Only forms that are not available on Corporate Online may be submitted to the Corporate Registry on paper. See [paper filings](#) for more information.

### **What security is there for a company's transactions?**

Before you can start any filing listed under "Login and Company Password Required" on the services menu, you must enter the company number and password to prove that you are authorized to complete transactions on behalf of the company.

For annual reports, you can use either the access code or the company password.

### **Where can I find my incorporation number?**

A company's incorporation number is assigned at the time of incorporation and is located at the top right hand corner of the Certificate of Incorporation, Amalgamation, Continuation or Change of Name previously sent out to the company. It is also printed on the annual report reminders that are sent to the company each year. These documents are stored at the company's records office.

### **Where can I find my registration number?**

A company's registration number can be found on the Certificate of Registration that was issued to the company by the Corporate Registry when the company was registered in BC. This document is stored at the company's head office.

### **Where can I find my access code?**

The company's access code is located in Box C on the annual report reminder that is sent to the company in advance of its anniversary date. See [Access Code](#) for more information.

### **How do I create a password for my company?**

To create a password for your company, click "Create a Company Password" on the left side of the [menu](#).

You will need the company number and [access code](#).

### **Can I change the company password?**

Yes. Click the "Your company" tab to change the company password or email address.

### [What if I forget the company password?](#)

When you set the company password you can also set a hint to help you remember it. Corporate Online will prompt you with the hint if you can't remember the password.

If no password hint exists, you can request that the company password be sent to the email address or the registered office mailing address for the company.

See [Request Company Password](#) for more information.

### [What is the company email address used for?](#)

If you forget your password you can have it emailed to the company's email address if it is included in your company profile.

### [What if my Registered Office mailing address is out of date? I can't get my password and I can't update my address without it.](#)

In this situation you will have to submit a Notice of Change of Address on paper along with covering letter to the Corporate Registry. Once the address has been corrected you will be able to request that the company password be sent to your new address.

### [Can my filing be future dated?](#)

Only some transactions allow you to enter an effective date in the future. These filings include:

- Incorporation Application
- Continuation In to BC
- Amalgamations

The effective date must be no more than 10 days after you submit your filing. As well, if you have a [name reservation](#), it must not expire before the effective date you specify.

### [Can I save a draft of my form?](#)

Yes, if you are logged in, your form will be saved every time you click the next button. This allows you to return at a later time to complete your form.

See [Your Work](#) for more information.

### [How do I retrieve the draft?](#)

Click the "Your Work" tab to see a list of all of your work in progress. Simply select the form you want to work on from the list.

### [How long will the draft be available?](#)

A partially completed form will remain in Your Work until it is filed, or until another form is filed for the same company.

See [Your Work](#) for more information.

## Customer Profiles

### [How do I get a customer profile?](#)

Click "Create a Customer Profile" from the services menu or the login screen. You will need the incorporation number and password for a BC company in order to create a customer profile. See [Create a Customer Profile](#) for more information.

### [What if I forget my customer profile ID or password?](#)

You can have Corporate Online send the customer profile ID and password to you. See [Request Customer Profile](#) for more information.

### [How do I change my customer profile ID or password?](#)

Login and click the "Your Profile" tab.

### [Someone already has a customer profile set up for my company. Can I set up another one?](#)

No. There can only be one customer profile for a company. If you need to have an existing customer profile removed [contact the help desk](#).

## Transition Application

### What is "transitioning my company"?

All companies that were created before the *Business Corporations Act* came into force on March 29, 2004 will have two years from that date to complete the transition process and file a Transition Application on Corporate Online. This is necessary so that all companies comply with the new regulations.

### Why do I have to transition my company?

The new *Business Corporations Act* replaces the *Company Act* and introduces significant changes and improvements to corporate law governing companies incorporated in British Columbia. The transition process is necessary so that all companies comply with the new regulations.

### How do I transition my company?

The transition involves a review and update of company records and filing a "Transition Application" form with the Corporate Registry. This is a mandatory electronic filing. Step-by-step instructions are provided in the Transition Guide, which is available from the [downloads page](#). It explains what a typical, small B.C. company must do to comply with the transition requirements in the *Business Corporations Act*.

### Is there a fee?

No, there is no fee to file a Transition Application for your company.

### Is there a deadline?

A company that fails to file a Transition Application with the Corporate Registry within the two year transition period from March 29, 2004, will receive a notice from the registrar indicating the company is in default of its obligations under the *Business Corporations Act*. If the company does not respond within the timeframe indicated in the notice, the registrar **will take action to dissolve** the company.

For customers who do not want to file electronically, we suggest you contact a [service provider](#) who can file on your behalf.

### [Do I need a Transition Guide?](#)

This guide is **only intended for small companies** with limited ownership and simple share structure. If this applies to you, you are encouraged to download the guide to familiarize yourself with the transition process.

This guide is not intended to be used by larger companies or companies with more complex ownership or share structure. If your company is more complex then you should seek legal advice since the Transition Guide may not contain important information that you need in order to comply with the transition requirements in the Business Corporations Act.

The Transition Guide is available from the [downloads page](#).

### [What is included in the Transition Guide?](#)

The Transition Guide explains the requirements for making the transition from the *Company Act* to the new *Business Corporations Act*. It provides step-by-step instructions on what a typical, small B.C. company must do to comply with the transition requirements in the *Business Corporations Act*.

The guide is only for individuals who want to transition a small company themselves. If, after reading the guide, additional assistance is required to transition your company, you should seek legal advice. Staff at the Corporate Registry cannot interpret the guide or advise on how to transition a company.

### [Do I need a Transition Package?](#)

If you are not sure that you have the most current copy of your company's memorandum and articles you may want to order a Transition Package. You will receive a certified copy of these documents as part of this package.

### [What is included in the Transition Package?](#)

The Transition Package includes a certified copy of a company's current memorandum and articles and the Transition Guide.

### [How do I order a transition package?](#)

To get a Transition Package, complete the order form and mail it to the Corporate Registry. The fee for the package will be \$40 payable by cheque or BC OnLine account.

The order form is available from the [downloads page](#).

### [How does a restored pre-existing company transition?](#)

Restored pre-existing company must file a Post-Restoration Transition Application within 12 months of the date of restoration.

### [What is a pre-existing company?](#)

A company that was recognized as a company under a former Companies Act.

## **Pre-Existing Company Provisions**

### [What are Pre-Existing Company Provisions?](#)

The Pre-existing Company Provisions are a set of provisions prescribed in the Regulation under the *Business Corporation Act* that apply to all pre-existing companies. [Read the Pre-Existing Company Provisions.](#)

### [Do the provisions apply to my company?](#)

The Pre-existing Company Provisions apply to all companies created before March 29, 2004, until they are removed by filing a [Notice of Alteration](#).

### [What if I don't want the provisions to apply to my company?](#)

A pre-existing company can remove the Pre-Existing Company Provisions by filing a [Notice of Alteration](#). The company must confirm a statement on the Notice of Alteration that the company has resolved that none of the "Pre-existing Company Provisions are to apply to the company.

## **Incorporation**

### [How do I file documents to incorporate a company in BC?](#)

Using Corporate Online, filing documents to incorporate in BC is easier than ever. Just file an [Incorporation Application](#) online.

### [Do I need a lawyer to incorporate?](#)

You are not required to have a lawyer to incorporate a company. However, you may want to obtain legal advice.

### [How do I reserve a name for the company?](#)

If you have a BC OnLine account, you can request a name electronically by visiting [www.bconline.com](http://www.bconline.com). If you want to request a name by mail, visit the [downloads](#) section to download a Name Approval Request information package and form.

### [Is there an example of a set of articles I can use?](#)

Yes. A company may adopt by reference or re-statement, with or without alteration, all or any of the provisions of Table 1 and, in that case, those adopted provisions form part of the articles.

Table 1 is contained in the [Regulation to the \*Business Corporations Act\*](#).

### [What information is to be contained in the incorporation agreement?](#)

The contents of the incorporation agreement are set out in section 10(2) of the *Business Corporations Act*.

[View a sample incorporation agreement.](#)

## **Business Numbers**

### [Why is the business number important?](#)

A business number is a prerequisite when you apply for any accounts for provincial sales tax or hotel room tax with the Ministry of Provincial Revenue, coverage with WCB or for GST/HST, corporate income tax, payroll deductions or import/export tax with CRA.

### [How does a company request a business number?](#)

Since 1994 all new incorporated companies have been required to request a business number from the Canada Revenue Agency (CRA). The number is an identifier that uniquely identifies a company in Canada.

With the new release of the Corporate Online in November 2004, the business number will be assigned automatically through the system.

When new companies are incorporated, Corporate Online will automatically request the business number from CRA. After the request, CRA will generate and send the new business number to the Corporate Registry. Then the Registry will send the number to the client in the notification that is sent as a result of their filing an Incorporation Application.

### **How does a company receive notification of their business number?**

When a client completes a transaction that will create a new business number (incorporation, registration, continuation, amalgamation and restoration) a notification will be generated by Corporate Online and included with the documentation mailed to the client by the Corporate Registry.

### **What if I am not sure whether my company has a business number?**

You will have a business number if the company has applied for any accounts for provincial sales tax, hotel room tax, GST/HST, corporate income tax, payroll deductions, import/export tax or for WCB coverage. If you have any of these accounts, then the number should be on various company records.

If you still cannot find the business number, please contact CRA at 1-800-959-5525 to request it.

### **What is the difference between the 9-digit business number and 15-digit program account?**

When a BC company is first created CRA assigns it a 9-digit business number. Then when the company registers for their GST, hotel room tax, PST, WCB or other accounts an additional 6 digits are added to the number for each account. This creates a unique identifier of 15 digits.

### **Why is the Corporate Registry creating business numbers in Corporate Online?**

The Corporate Registry is one of the primary partners in the initiative to assign businesses a single number (business number) for dealing with all levels of government. Having a unique number for each company helps simplify and streamline business with the federal government and other agencies such as Workers' Compensation Board and Ministry of Provincial Revenue. It facilitates the assignment of provincial sales tax or hotel room tax with MPR, coverage with WCB or GST/HST, corporate income tax, payroll deductions, import/export tax with CRA.

## Company Names

### [What do you mean by a translation of the company name?](#)

A name in a language other than English that the company uses when operating outside of Canada. See [Translation of Company Name](#) for more information.

### [Can I use a translation of the company name inside Canada?](#)

No. Companies may only use an English or French name inside Canada.

### [How do I make a change to the translation of a company name?](#)

You can add, delete or change a translation of a company name by filing a [Notice of Alteration](#).

### [Can you search the Corporate Register using a translation of a company name?](#)

Yes.

## Incorporators, Directors and Officers

### [Who can be an incorporator?](#)

An incorporator may be an individual, firm or corporation. The incorporators sign the company's incorporation agreement before the incorporation application is submitted to the Corporate Registry for filing.

### [Can the incorporators be changed or updated?](#)

Once the Incorporation Application is filed, only corrections to an incorporator's name or address can be made. [Contact the Corporate Registry](#) for information on how to file a correction to this information.

### [Who are a company's directors?](#)

For BC companies, a director is an individual who is a member of the board of directors of the company as a result of having been elected or appointed to that position.

### How many directors can a company have?

BC companies must have at least one director. There is no maximum number of directors.

Some extraprovincial companies provide the name of a director in order to be issued a [Business Number](#) by the Canada Customs and Revenue Agency.

### Can the directors or their addresses be changed?

Yes. A BC company's directors or their addresses can be changed by filing a [Notice of Change of Directors](#).

### Who are a company's officers?

An officer of a company is an individual who has been appointed to any office of the company, such as a President or a Secretary.

### Is a company required to have officers?

Section 141 of the Business Corporation Act states that the Directors of a company may appoint officers. An individual, including a director, may be appointed to any office of the company.

Unlike the *Company Act*, the *Business Corporations Act* does not require that a company appoint officers, or that it has a president and secretary.

### Can the officers or officer information be changed?

Officer information can be updated only once a year at the time the company files its annual report. Changes to officer information will not be accepted between annual report filings.

## **Company Addresses**

### What is a registered office?

A company's registered office is the location where legal documents can be served. The address must be in British Columbia.

### What is a records office?

A company's records office is the location where all the records for the company are kept. The address must be in British Columbia.

### **Do the offices have to be located in British Columbia?**

Yes.

### **Can I change the office addresses?**

Yes, any change to the delivery or mailing address of these offices must be filed immediately with the Corporate Registry. The addresses can be changed by filing a [Notice of Change of Address](#).

## **Authorized Share Structure**

### **What is an authorized share structure?**

The authorized share structure refers to the kinds, classes and series of shares that a company is authorized to issue.

### **Do I have to have a share structure for a small company?**

Yes. There must be at least one class of shares.

### **What is a share class?**

[Share class](#) refers to the type of share. A company must have at least one class of shares.

### **What is a share series?**

A [class](#) of shares can include one or more [series](#) of shares if the special rights and restrictions attached to the class provide for this inclusion.

### **When do I need to inform the Corporate Registry that there has been a resolution or court order?**

A company only needs to inform the Corporate Registry of a resolution or court order when that resolution or court order alters the special rights or restrictions attached to a class or series of shares.

### **How do I add a resolution or court order date?**

To add a resolution or court order date, file a [Notice of Alteration](#).

## Contravention and Good Standing

### [When is a company in contravention?](#)

A company is in contravention of the Business Corporations Act if it has no active directors, or if it has overdue Annual Reports.

### [What happens when a company is in contravention?](#)

A company that is in contravention will not be issued a Certificate of Good Standing and will not be able to file certain forms with the Registrar. See [Good Standing](#) for more information.

## Paying for your transaction

### [Can I view a draft of my form before it is filed?](#)

Yes. At any time you can click the "View Draft Filing" button on the left sidebar to view your draft .

### [How can I pay?](#)

You can pay by [credit card](#) or by debiting your [BC OnLine deposit account](#).

### [What is a BC OnLine deposit account?](#)

BC OnLine provides access to a number of provincial government services. The fee for services is paid out of a deposit account that you maintain with BC OnLine. The deposit account is similar to a bank account.

For more information, see [BC OnLine's web site](#).

### [What if I don't have a credit card?](#)

May we suggest contacting a [service provider](#) who can submit filings on your behalf for a fee.

### [What is the fee?](#)

The fee for each transaction is regulated by a schedule to the Business Corporations Act. See [Fee Schedule](#) for a list of fees for services available on Corporate Online.

A BC OnLine service charge of \$1.61 (including GST) applies to most transactions.

### **What is your refund policy?**

Refunds can be requested by contacting the BC OnLine [help desk](#).

See [Refund Policy](#) for more information.

### **Will I get a receipt?**

Yes. You can print the receipt displayed on your screen after your transaction, and you can have a copy sent to you by email.

### **What security is there for my credit card?**

BC OnLine stores only the first and last six digits of the card number along with the authorization number for the transaction.

## **Notification**

### **Will I receive notification confirming my filing?**

Depending on the filing type, notification documents are provided to the company. See [notification](#) for more information.

### **Is the public notified of filings?**

Yes, for some filings including the formation of new BC companies, changes of name, amalgamations, liquidations, dissolutions and restorations.

### **Can I view public notices published by the Registry?**

Yes. Public notices are available by subscription to the [QP LegalEze](#).

## Search

### [Can I search the corporate register?](#)

If you are logged in with a BC OnLine account you can search for BC and Extraprovincial companies on Corporate Online.

### [What information about the company is available for free?](#)

The information displayed on Corporate Information page is available without charge. This includes the company name, number, and type, any translations of the company name or assumed names if applicable, and the corporate history.

### [Will I get the same information I would get if I came to the registry in person?](#)

No. Only the corporate summary and documents filed electronically are available for viewing on Corporate Online.

### [Can I search firms, cooperatives, partnerships and societies on Corporate Online?](#)

No. This information is only available by choosing to search firms or the corporate index from the BC OnLine menu.

### [How long are documents available to me after I pay the search fee?](#)

Once you have paid, the corporate summary and all electronic documents will be available to you until you logout of Corporate Online or timeout due to inactivity. This timeout period is one hour.