

Instructions for Completing an Initial Return/Notice of Change/Annual Return by an Ontario Corporation

Before You Begin

Please consider applying online at Ontario.ca/BusinessRegistry because it is better, easier and faster. Benefits of applying online include: a faster response, getting immediate notice that your application was received, and being able to check the progress of your application online.

If you prefer to complete this form, you must complete it on a computer. The form is dynamic – it changes depending on how you answer questions. You can save the form but can't print it until you complete all mandatory fields – they are marked with an asterisk (*).

This *Corporations Information Act* (CIA) form can be used to file an Initial Return, Notice of Change or Annual Return and must be completed by the following Ontario Corporations, as applicable:

- Corporations subject to the *Business Corporations Act* (BCA)
- Corporations subject to the *Corporations Act* (CA)
- Corporations subject to the *Not-for-Profit Corporations Act, 2010* (NFPCA)
- Corporations subject to the *Co-operative Corporations Act* (CCA) (Initial Return and Notice of Change only)

Initial Return

All Ontario corporations, including business, not-for-profit, co-operative and other Ontario corporations must file an Initial Return under the CIA setting out the required information within 60 days after the date of incorporation, amalgamation or continuation into Ontario of the corporation (s. 2(1) & (2) of the CIA).

Notice of Change

After an Initial Return has been filed by a corporation, if there are any changes to the information filed such as the director or officer information, registered or head office address and administrative information (e.g., official email address and North American Industry Classification System (NAICS) primary activity code), a Notice of Change must be filed within 15 days after the change takes place.

Annual Return

The corporation must file an annual return each year under the CIA. An Ontario co-operative corporation subject to the CCA is not required to file an annual return under the CIA.

You **cannot** use this form to amend, add, change or remove provisions set out in the corporation's articles (e.g., corporation name, fixed or minimum/maximum number of directors, share structure or provisions). To change this type of information, file [Articles of Amendment - Form Number 5261](#) under the BCA, file [Articles of Amendment - Form Number 5271](#) under the NFPCA or file [Articles of Amendment Form 7 - Form 11380](#) under the CCA, as applicable.

If you are a business corporation with an extra-provincial licence, use an [Initial Return/Notice of Change/Annual Return by an EP Foreign Corporation with Share - Form Number 5285](#) form to file an Initial Return, Notice of Change or Annual Return under the CIA.

If you are a corporation incorporated or continued federally, or under the laws of any other Canadian jurisdiction outside of Ontario, or a foreign non-profit corporation, use an [Initial Return/Notice of Change by an EP Federal/ Domestic/ Foreign Non-Share Corporation - Form Number 5286](#) to file an Initial return or Notice of Change under the CIA.

For detailed information about an Annual Return application, please see the [applicable Notice](#) first. For detailed information about an Initial Return and Notice of Change application, please see the applicable Notice first.

Information You Need

You may be asked to provide information that is currently on the public record maintained by the Ministry. If you are not sure of the information currently on record for the corporation, you may wish to order a profile report or sign on to your ServiceOntario account to review the information currently shown.

Before completing this form, please make sure that you have the following information ready.

Note, **if you are filing an Initial Return**, you must set out all information below, except for item 4. This means you have to indicate the information which is currently on record with the ministry or if this has changed, provide the new information.

If you are filing a Notice of Change or Annual Return, you must set out the information for items 5 to 9, only if you are making changes to that information. If you are not changing the information for these items, leave the fields blank. Where the filing is for an annual return, you must also complete item 4.

1. Corporation name, Ontario Corporation Number (OCN) and official email address (currently on record with the Ministry).
2. [Company key](#). This is the 9-digit number provided by the ministry that establishes authority over the corporation.
3. Administrative information for the contact person (name, telephone number and email address). **This will not be shown on the public record.**
4. Year of annual return, if this is for an annual return filing.
5. New Official email address for the corporation, if applicable.
6. [North American Industry Classification System \(NAICS\)](#) primary activity code
7. Registered or Head office address. This must be in Ontario. A post office box alone is not acceptable.
8. Director(s), their names, address for service, resident Canadian status, if applicable, date elected, and date ceased, if applicable.
9. 5 most senior Officers, their names, address for service, date appointed, and date ceased, if applicable.
10. Person certifying the filing.

Completing the Form

Filing Type

Select whether this filing is for an Initial Return, Notice of Change, or Annual Return.

Corporation Information

Please enter the current corporation name, OCN, company key and official email address of the Ontario corporation filing this return or notice.

We will need the company key to verify that you are authorized to file this return or notice.

The corporation name must be the same as it appeared on the original certificate of incorporation document or, if there has been a name change, the same as the name that appears on the most recent document changing the name.

You must enter the corporation's official email address that is already on record with the ministry in Section 1 of this form. The corporation's official email will be used to communicate with the corporation and must be kept current. All official documents or notices and correspondence to the corporation that is the subject of this filing will be sent to this email address. The documents related to this application will be sent to the official email address of the corporation as well as to the email of the contact person indicated in Section 2 of this form. This information will not appear in the public record and is collected for administrative purposes only.

Contact Information

Please enter the full name, telephone number and email address of the contact person. This will not be shown on the public record. The ministry will contact this person for any questions related to this filing.

Annual Return Year

This information is required only if you are filing an annual return. Indicate the year of the annual return filing.

Primary Activity Code

If you are filing an Initial Return and the primary activity has not changed, indicate the information which is currently on record with the ministry. If the corporation does not have a primary activity on file, please indicate a new one. If the primary activity is being changed, indicate the new primary activity code.

If you are filing a Notice of Change or Annual Return and the primary activity is being changed, indicate the new primary activity code; otherwise, leave it blank.

Your primary activity is the main activity of your corporation. Please refer to the list of primary activities from the NAICS that best describes your primary activity and then indicate your primary activity code from the link in this form. This information will not appear in the public record and is collected for administrative purposes only.

New Official Email Address

If your official email address has changed, you must indicate the new email address in section 3 of this form; otherwise, leave this field blank.

Registered or Head Office Address

If you are filing an Initial Return, indicate the information which is currently on record with the ministry or if this has changed, provide the new information.

If you are filing a Notice of Change or Annual Return and the registered or head office address is being changed, indicate the new registered or head office address; otherwise, leave this field blank.

The address of the registered or head office of the corporation must be set out in full, including the street name, street or rural road number, municipality, province, country and the postal code. A post office box alone is not an acceptable address. If there is no street and number, indicate the lot and concession or lot and plan numbers. The registered or head office must be in Ontario.

Directors

A director is an individual elected by the shareholders (in the case of a business corporation) or the members (in the case of a not-for-profit or co-operative corporation) to supervise the management of the corporation. Not-for-profit corporations and co-operative corporations must have at least 3 directors, and business corporations must have at least one director. A majority of directors of a co-operative corporation must be resident Canadian.

Complete this section to add, cease, or edit director(s) of the corporation. If an individual has mistakenly been reported more than once, or if an individual has mistakenly been reported as a director, to remove this individual use cease a director and enter the ceased date as the same date as the elected date.

It is recommended that you obtain a profile report if the information for directors and/or officers are changing (e.g. ceasing, removing, editing) because the information on the public record maintained by the ministry, such as the person's name, must match exactly the information you are submitting. If the information does not match, the application will be returned as deficient.

Be careful when adding, editing, or ceasing directors. For co-operative corporations, the majority of the directors must be resident Canadians. Under the NFPCA and the CCA, the corporation is required to have at least 3 directors. Please make sure that you comply with these requirements.

Add Director

To **add a director**, indicate the full name (first name, middle name and last name), address for service and date elected for the director. You may provide an optional email address. Also indicate if the director is a resident Canadian, if applicable.

Edit Director

To update the address for service, resident Canadian indicator/status, or email address information for an existing director, you must use the edit option under section 5. In order to edit the information, you must first set out the full name and date elected of the director as shown in the public record and then provide the new information as applicable. If the information for the full name and date elected for the director does not match, the application will be returned as deficient.

Cease Director

To **cease a director**, indicate the full name (first name, middle name and last name), date elected, and the date ceased (the date when the director stopped holding the position).

Officers

An officer is an individual appointed by the director(s) of a corporation to manage the day-to-day business or activities of the corporation. For example, officer positions include the chair of the board of directors, the president, a vice-president, the secretary, the treasurer, and the general manager of a corporation.

Complete this section to add, cease, or edit officer(s). If an individual has mistakenly been reported more than once, or if an individual has mistakenly been reported as an officer, to remove this individual use cease an officer and enter the ceased date as the same date as the appointed date.

Be careful when adding, editing, or ceasing officers. Ontario corporations governed by the BCA, NFPCA, CA and CCA may report only the 5 most senior officers with the ministry. For corporations under the NFPCA, at least one active officer must have a position that contains the word 'Chair' (e.g., Chair, Chairperson, Chairman or Chairwoman). For Ontario corporations governed by the CA and the CCA, at least one active officer must have a position of 'President' and at least one active officer must have a position of 'Secretary'. Please make sure that you comply with these requirements.

Add Officer

To **add an officer**, indicate the full name (first name, middle name and last name), position, address for service and date appointed for the officer. You may also provide an optional email address.

Edit Officer

To update the address for service, or email address information for an existing officer, you must use the edit option under section 6. In order to edit the information, you must first set out the full name and date appointed of the officer as shown in the public record and then provide the new information as applicable. If the information for the full name and date elected for the officer do not match, the application will be returned as deficient.

Cease Officer

To **cease an officer**, indicate the full name (first name, middle name and last name), position, date appointed, and the date ceased (the date when the officer stopped holding the position).

Certification

Please indicate whether the person certifying the filing is a director, officer or an individual who has been authorized by the directors of the corporation to verify the return or notice and who has knowledge of the affairs of the corporation.

If the person certifying is a director, indicate the full name.

If the person certifying is an officer, indicate the full name and position.

If the person certifying is an individual authorized by the directors, indicate the full name, position and address for service. You may provide an optional email address.

You must select the checkbox to confirm that this person has certified that this filing is true, correct and complete.

Confirmation

The contact person must confirm the accuracy of the information submitted.

Submitting the Form

Once you have completed the form, print it and mail it to the ministry at the address below.

Ministry of Public and Business Service Delivery
Business and Personal Property Branch
393 University Avenue, Suite 200
Toronto, Ontario M5G 2M2

Returned Application

If your application is handwritten, missing the required payment, company key or email addresses, or if the wrong form is used, it will not be processed and will be returned to you by regular mail. You may resubmit by regular mail in this case.

However, if the form is missing **any other** required information or has not been properly completed, it will be returned electronically for correction to the email address provided on the form. To resubmit the application, you will be provided with a link to the electronic business registration system, where you **must** complete the transaction electronically. When you resubmit the application, it is your responsibility to review the entire application, and to ensure that all data is accurate and meets all requirements. You are also responsible for obtaining the required signatures when prompted during the electronic transaction. **No additional fee will be charged.**

The effective date of a returned application that is resubmitted to the ministry will be the date an application acceptable for filing is received by the ministry. For details, please refer to the applicable Notice.

Successful Application

Whether you applied electronically or by mail, after the ministry receives your application and it is successfully processed, you will receive official documents by email, including a payment receipt if applicable and a company key if one has not already been assigned to the entity. For more information on the documents, please see the applicable Notice.

These documents will be sent to the official corporation or entity email address provided and to the contact person specified, except for the company key, if applicable, which is sent only to the official email.

Questions

After reading these detailed instructions and the applicable Notice, if you still have questions, visit Ontario.ca/BusinessRegistry or contact us by [email](#). Alternatively, you may call ServiceOntario at:

- Telephone: 416-314-8880 or Toll-free: 1-800-361-3223
- TTY: 416-325-3408 or Toll-free TTY: 1-800-268-7095