



INSTRUCTIONS FOR:

Form 11 – Articles of Arrangement | *Business Corporations Act*

All documents submitted to the Registrar must comply with Sections 2 to 8 of the *Business Corporations Regulations*. **No sections may be left blank**; all sections must be completed with information or with “N/A”, if not applicable. For additional requirements, please consult the *Business Corporations Act* (BCA) and *Business Corporations Regulations*.

- The completed form must be submitted in duplicate, together with the fee of **\$100.00**.

For any forms submitted to the Corporate Registry, the following rules apply:

- ☒ Forms may be filled out by typing or neatly hand writing in ink.
- ☒ The original signed forms must be mailed or delivered by hand or mail to the Corporate Registries office; faxes, email, or other electronic delivery will not be accepted.

Additional Required Documents and Considerations:

- ☒ A certified copy of the court order
- ☒ Form 02 – Notice of Change of Registered Office (if applicable)
- ☒ Form 05 – Notice of Change of Directors (if applicable)
- ☒ Unless changing to a number name (“numbered company”), a **change to the name** of the corporation will require an Application for Name Search and Reservation Form to either be submitted in advance or included with this Amendment, together with its prescribed fee of \$25.00.
- ☒ Any attachments as schedules must be clearly labelled as such, and must specify the section number(s) of the form to which they pertain.

Mail or deliver by hand to:

Corporate Registries
Government of the Northwest Territories, Dept. of Justice
1st Floor Stuart M. Hodgson Building
5009 49th Street, PO Box 1320
Yellowknife NT X1A 2L9 Canada

Phone: 1(867) 767-9304
Toll Free: 1(877) 743-3302

Fax: 1(867) 873-0243
Email: corporateregistries@gov.nt.ca

Hours of Operation: 9:30 AM to 4:00 PM Monday to Friday

Website: <https://www.justice.gov.nt.ca/en/nwt-corporations/>

Form 11 – Articles of Arrangement

- Section 1** Set out the **full legal names** of the corporations involved in the arrangement. If the amendment involves a change to the name of the corporation, the name provided in this section must be the corporation's name **prior** to the change.
- Section 2** Set out the details of the amendments to the Articles, in accordance with the court order, and pursuant to Section 195 of the Act. Numbering and wording must be specific, and must align with numbering and wording of the Articles on file with the Registry; in any case of discrepancy, the Articles on file with the Registry are considered to be the governing document.
- Changes to the Articles of the corporation must be made in accordance with Sections 29 and 179 of the BCA.
 - Amendments must each **specifically reference** and correspond with the appropriate provision of the Articles being amended (e.g. item, section, subsection, paragraph, clause, etc.), and exact wording must be used.
 - If the amendment involves a change to the name of the corporation, the new name must comply with sections 10 and 12 of the *Business Corporations Act* and the corporate names provisions of the *Business Corporations Regulations*; OR
 - if the amendment involves a change to **become a number name** ("numbered company"), when setting out the amendment, leave a blank space to the left hand side of the new name; type or neatly hand write the words "Northwest Territories" or "N.W.T.", and add the legal element of your choice, such as Inc., Ltd., Corp. etc. (e.g. _____ N.W.T. Inc.).
 - If the amendment involves a change to the NWT municipality specified in the articles, only the municipality within the Northwest Territories must be noted; a complete specific address must **not** be provided.
- Signatory Section** A Director or Officer of the corporation must date and sign the form with their **original signature**; the title of the person signing must be provided. The signature on the submitted form must not be a copy, a stamp, or an electronic signature.