

INFORMATION ON HOW TO RESIGN AS AN ATTORNEY FOR AN EXTRAPROVINCIAL COMPANY

Thank you for your request on how to resign as an attorney for an extraprovincial company under section 395 of the *Business Corporations Act*.

The British Columbia *Business Corporations Act* requires that every extraprovincial company must have at least one attorney unless, under its charter, its head office is in British Columbia. Failure to comply with this requirement will result in the cancellation of the registration of the extraprovincial company.

Because each attorney is deemed to be authorized by the extraprovincial company to accept service and to receive notices, any attorney for an extraprovincial company who intends to resign must do the following:

STEP ONE

At least 2 months before the date on which the resignation is to take effect, the resigning attorney must provide a written resignation to the extraprovincial company at its head office.

STEP TWO

The resigning attorney must then promptly file with the registrar a Notice of Resignation of Attorney (**Form 41**). The filing fee is \$20.

All notices are processed on a first-come, first-served basis unless you pay an additional priority fee. If you wish the notice to be processed on a **priority basis**, an **additional \$100** will be required. If the notice is being submitted on a priority basis, clearly indicate on both the envelope and the notice that the submission is a priority.

A priority service is considered completed when the document is filed or the service request is completed. Turnaround is usually within 24 hours.

Note: if a document to be filed has errors and requires correction, then those corrections must be made and returned to this office within the 24 hour period to maintain priority status.

Send your notice, with cheque or money order payable to the Minister of Finance, to:

Mailing Address:
Corporate Registry
PO Box 9431 Stn Prov Govt
Victoria BC V8W 9V3

STEP THREE

When the registrar receives and accepts the Notice of Resignation of Attorney for filing, the attorney ceases to be an attorney for the extraprovincial company on the later of:

- the beginning of the day that is 2 months and one day after the date on which the Notice of Resignation of Attorney was filed with the registrar, and
- the beginning of the date specified by the Notice of Resignation of Attorney as the effective date for the registration.

STEP FOUR

An extraprovincial company that receives a resignation of attorney must comply with section 386 of the *Business Corporations Act* and appoint another attorney if the resigning attorney is the last attorney on file and the company's head office is NOT in BC.

The appointment of a new attorney must be done before the resignation takes effect.

After a person becomes an attorney for an extraprovincial company, the registrar must furnish to the attorney confirmation of the appointment.

REVOCATION OF APPOINTMENT OF ATTORNEY PRIOR TO THE EFFECTIVE DATE OF RESIGNATION

Under section 393 of the *Business Corporations Act* an extraprovincial company may also revoke the appointment of the attorney prior to the effective date of a resignation. The extraprovincial company must follow the procedure for revocation and file a Notice of Revocation of Appointment of Attorney (**Form 40**), along with the filing fee of \$20. Refer to the information package "**Information on How to Revoke an Appointment of Attorney for an Extraprovincial Company**". Revocation is not an option if the resigning attorney is the last attorney on file, unless the company's head office is in British Columbia.

If the extraprovincial company revokes the appointment of a person who has filed a notice of resignation of attorney with the registrar and that revocation takes effect before the date on which the resignation would be effective, the person ceases to be the attorney when the revocation takes effect.

After a revocation of the appointment of an attorney, the registrar will furnish confirmation of the revocation of appointment to the person whose appointment has been revoked.

ADDITIONAL INFORMATION

For information regarding completion of your documentation, contact the Corporate Registry at **250 356-8626**. If calling from the Greater Vancouver area, the direct dial free line is **604 775-1047**. Corporate Registry staff **cannot** provide legal or business advice.



Ministry of Finance BC Registry Services

Mailing Address: PO Box 9431 Stn Prov Govt Victoria BC V8W 9V3 Location: 2nd Floor – 940 Blanshard Street Victoria BC www.fin.gov.bc.ca/registries

NOTICE OF RESIGNATION OF ATTORNEY FORM 41 EXTRAPROVINCIAL COMPANY Section 395 Business Corporations Act

Telephone: 250 356-8626

INSTRUCTIONS:

Please type or print clearly in block letters and ensure that the form is signed and dated in ink.

Item B Enter the name exactly as shown on the extraprovincial company's Certificate of Registration, or enter the name exactly as shown on any Change of Name certificate or certificate of registration issued by the registrar as a result of an amalgamation of the extraprovincial company.

Item C An attorney may be an individual or a BC company. If the attorney is a BC company, enter the full name of the BC company.

Item F If the attorney is a BC company, this form must be signed by an authorized signing authority for that company.

Filing Fee: \$20.00

Submit this form with a cheque or money order made payable to the Minister of Finance, or provide the registry with authorization to debit the fee from your BC OnLine Deposit Account. Please pay in Canadian dollars or in the equivalent amount of US funds.

Freedom of Information and Protection of Privacy Act (FOIPPA): Personal information provided on this form is collected, used and disclosed under the authority of the FOIPPA and the Business Corporations Act for the purposes of assessment. Questions regarding the collection, use and disclosure of personal information can be directed to the Executive Coordinator of the BC Registry Services at 250 356-1198, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

OFFICE USE ONLY – DO NOT WRITE IN THIS AREA

A REGISTRATION NUMBER OF EXTRAPROVINCIAL COMPANY

B NAME OF EXTRAPROVINCIAL COMPANY

C FULL NAME OF ATTORNEY WHO INTENDS TO RESIGN

LAST NAME

FIRST NAME

MIDDLE NAME

COMPANY NAME

D MAILING ADDRESS OF ATTORNEY

PROVINCE

POSTAL CODE

BC

E EFFECTIVE DATE OF REGISTRATION

The resignation will take effect on the later of the following dates:

The resignation is to take effect at the beginning of the date that is 2 months and one day after the date on which this notice is filed by the registrar.

OR

YYYY / MM / DD

The resignation is to take effect at the beginning of [] .

F CERTIFIED CORRECT – I have read this form and found it to be correct.

I also confirm that I have provided my resignation to the extraprovincial company at its head office

YYYY / MM / DD

on [] which date is at least two months before the resignation is to take effect.

NAME OF ATTORNEY FOR THE EXTRAPROVINCIAL COMPANY

SIGNATURE OF ATTORNEY FOR THE EXTRAPROVINCIAL COMPANY

DATE SIGNED

YYYY / MM / DD

X