

Regulations and other acts

Gouvernement du Québec

O.C. 274-2000, 15 March 2000

Companies Act
(R.S.Q., c. C-38; 1999, c. 40)

Fees to be paid under Parts I, II and III of the Act — Amendments

Regulation to amend the Regulation respecting fees to be paid under Parts I, II and III of the Companies Act

WHEREAS under subsections 1 and 1.1 of section 23 and sections 127 and 233 of the Companies Act (R.S.Q., c. C-38), amended by section 70 of chapter 40 of the Statutes of 1999, the Government may make regulations with respect to the matters referred to therein;

WHEREAS the Government made the Regulation respecting fees to be paid under Parts I, II and III of the Companies Act (R.R.Q., 1981, c. C-38, r. 3);

WHEREAS it is expedient to amend the Regulation;

WHEREAS under section 12 of the Regulations Act (R.S.Q., c. R-18.1), a proposed regulation may be made without having been published in accordance with section 8 of that Act, where the authority making it is of the opinion that the urgency of the situation requires it;

WHEREAS under section 18 of that Act, a regulation may come into force between the date of its publication in the *Gazette officielle du Québec*, and the date applicable under section 17 of the Act, where the authority that has made it is of the opinion that the urgency of the situation requires it;

WHEREAS, under sections 13 and 18 of that Act, the reason justifying the absence of prior publication and such coming into force must be published with the regulation;

WHEREAS the Government is of the opinion that the absence of prior publication and such coming into force are justified by the urgency due to the following circumstances:

— in order to preclude the indexing of the fees prescribed under the Regulation respecting fees to be paid under Parts I, II and III of the Companies Act at the beginning of the next fiscal year, which would cause administrative problems both for those governed by the Regulation and for the Administration, the Regulation attached to this Order in Council must come into force on 1 April 2000;

WHEREAS it is expedient to make the Regulation;

IT IS ORDERED, therefore, upon the recommendation of the Minister of State for the Economy and Finance and Minister of Finance:

THAT the Regulation to amend the Regulation respecting fees to be paid under Parts I, II and III of the Companies Act, attached to this Order in Council, be made.

MICHEL NOËL DE TILLY,
Clerk of the Conseil exécutif

Regulation to amend the Regulation respecting fees to be paid under Parts I, II and III of the Companies Act*

Companies Act
(R.S.Q., c. C-38, ss. 23, 127 and 233; 1999, c. 40, s. 70)

1. The Regulation respecting fees to be paid under Parts I, II and III of the Companies Act is amended by substituting the following for section 1:

“1. Letters patent: The fees to be paid on application for letters patent are:

(a) \$351, where the proposed capital is \$40 000 or less;

(b) \$351 and \$1.45 for each \$1000 or fraction thereof in excess of \$40 000, where the proposed capital is more than \$40 000 but less than \$100 000;

* The Regulation respecting fees to be paid under Parts I, II and III of the Companies Act (R.R.Q., 1981, c. C-38, r. 3) was last amended by the Regulation made by Order in Council 1858-93 dated 15 December 1993 (1993, *G.O.* 2, 7036). For previous amendments, refer to the *Tableau des modifications et Index sommaire*, Éditeur officiel du Québec, 2000, updated to 1 February 2000.

(c) \$438 and \$0.76 for each \$1000 or fraction thereof in excess of \$100 000, where the proposed capital is more than \$100 000 but less than \$500 000;

(d) \$742 and \$0.37 for each \$1000 or fraction thereof in excess of \$500 000, where the proposed capital is more than \$500 000 but less than \$2 million;

(e) \$1297 and \$0.29 for each \$1000 or fraction thereof in excess of \$2 million, where the proposed capital is more than \$2 million.

For the purposes of the first paragraph, shares having a par value of less than \$1 shall be valued at \$1 and shares without par value shall be valued according to the aggregate consideration for which they may be issued; where that consideration is not indicated in the application or in the supporting by-law, they shall be valued at \$100 each.”

2. The following is substituted for section 3:

“3. Supplementary letters patent: The fees to be paid on application for supplementary letters patent are \$351, except in the following cases:

(a) for a change in name or to add, relinquish or amend a version thereof, the fees are \$176;

(b) for an increase in the authorized capital or in the aggregate consideration for which shares without par value may be issued, the fees shall be calculated by considering the increase as the proposed capital in an application for letters patent; and

(c) for an application to subdivide shares without par value, the fees shall be calculated as in an application for letters patent, taking account of the aggregate consideration for which new unissued shares may be issued; where that consideration is not indicated in the application or the supporting by-law, the shares shall be valued at \$100 each.

Where the purpose of the supplementary letters patent is to make more than one change, only the highest of the prescribed fees shall be paid.”

3. The following is substituted for section 5:

“5. Change in name or addition or relinquishment of or amendment to a version of the name: The fees to be paid on filing for approval of a by-law to change a name, or to add, relinquish or amend a version of the name under section 21 of the Companies Act (R.S.Q., c. C-38) are \$176.”

4. The following are substituted for sections 6 to 8:

“6. Letters patent: The fees to be paid on application for letters patent constituting a legal person without share capital are \$145.

7. Amalgamation: The fees to be paid on application for letters patent ratifying a joint agreement for amalgamation of non-profit legal persons are \$233.

8. Supplementary letters patent: The fees to be paid on application for supplementary letters patent by a legal person without share capital are \$87.”

5. The following is substituted for section 10:

“10. Change in name or addition or relinquishment of or amendment to a version of the name: The fees to be paid on filing for the approval a by-law to change a name or add, relinquish or amend a version of the name under sections 21 and 224 of the Act are \$87.”

6. Section 13 is revoked.

7. The following are substituted for sections 16 to 17.2:

“16. Search and reservation of a name or a version of a name: Where the requested name or version was reserved at the time of the application for letters patent, supplementary letters patent or the filing of a by-law, the fees for the search and the preparing of the research report with respect to the name or version are \$21 for a legal person without share capital and \$37 for a legal person with share capital; those fees are payable for the search and preparation of the research report for each proposed name or version.

The fees for a name or version reservation and the preparation of a research report are \$37.

17. The fees for certifying a copy of a document are \$38.

17.1 The fees for a certification of a company’s dissolution or a certification that a company has not been dissolved are \$26.

17.2 The fees for a petition under section 18.1 or 221.1 of the Act are \$212.”

8. The following is substituted for section 19:

“19. The fees prescribed in this Regulation shall be increased on 1 April 2002, and on 1 April every three

years thereafter, on the basis of the cumulative rate of increase in the Consumer Price Index for Canada as established by Statistics Canada for the three-year period ending on 31 December of the preceding year.

The indexed amounts shall be decreased to the nearest dollar where they contain a dollar fraction under \$0.50; they shall be increased to the nearest dollar where the dollar fraction is equal to or over \$0.50.

The Inspector General of Financial Institutions shall inform the public of the indexing under this section in the *Gazette officielle du Québec* and by any other means he may consider appropriate.”

9. This Regulation comes into force on 1 April 2000.

3521

Gouvernement du Québec

O.C. 275-2000, 15 March 2000

Companies Act
(R.S.Q., c. C-38; 1999, c. 40)

Fees to be paid under Part IA of the Act — Amendments

Regulation to amend the Regulation respecting fees to be paid under Part IA of the Companies Act

WHEREAS under paragraphs 1, 1.1 and 1.2 of section 123.169 of the Companies Act (R.S.Q., c. C-38), amended by section 70 of chapter 40 of the Statutes of 1999, the Government may make regulations with respect to the matters referred to therein;

WHEREAS the Government made the Regulation respecting fees to be paid under Part IA of the Companies Act (R.R.Q., 1981, c. C-38, r. 2);

WHEREAS it is expedient to amend the Regulation;

WHEREAS under section 12 of the Regulations Act (R.S.Q., c. R-18.1), a proposed regulation may be made without having been published in accordance with section 8 of that Act, where the authority making it is of the opinion that the urgency of the situation requires it;

WHEREAS under section 18 of that Act, a regulation may come into force between the date of its publication in the *Gazette officielle du Québec*, and the date applicable under section 17 of that Act, where the authority that has made it is of the opinion that the urgency of the situation requires it;

WHEREAS under sections 13 and 18 of that Act, the reason justifying the absence of prior publication and such coming into force must be published with the regulation;

WHEREAS the Government is of the opinion that the absence of prior publication and such coming into force are justified by the urgency due to the following circumstances:

— in order to preclude the indexing of the fees prescribed under the Regulation respecting fees to be paid under Part IA of the Companies Act at the beginning of the next fiscal year, which would cause administrative problems both for those governed by the Regulation and for the Administration, the Regulation attached to this Order in Council must come into force on 1 April 2000;

— those governed by the Regulation should be entitled to the reduction in fees prescribed under the Regulation attached to this Order in Council as soon as possible.

WHEREAS it is expedient to make the Regulation;

IT IS ORDERED, therefore, upon the recommendation of the Minister of State for the Economy and Finance and Minister of Finance:

THAT the Regulation to amend the Regulation respecting fees to be paid under Part IA of the Companies Act, attached to this Order in Council, be made.

MICHEL NOËL DE TILLY,
Clerk of the Conseil exécutif

Regulation to amend the Regulation respecting fees to be paid under Part IA of the Companies Act*

Companies Act
(R.S.Q., c. C-38, s. 123.169; 1999, c. 40, s. 70)

1. The Regulation respecting fees to be paid under Part IA of the Companies Act is amended by substituting the following for sections 1 and 1.1:

* The Regulation respecting fees to be paid under Part IA of the Companies Act (R.R.Q., 1981, c. C-38, r. 2) was last amended by the Regulation made by Order in Council 1167-96 dated 18 September 1996 (1996, *G.O.* 2, 4059). For previous amendments, refer to the *Tableau des modifications et Index sommaire*, Éditeur officiel du Québec, 2000, updated to 1 February 2000.