



Ministry of Government and
Consumer Services

ServiceOntario

Regulatory Services Branch

Bulletin No. 2017- 04

**Land Titles Act, R.S.O.
1990, c. L.5**

DATE: OCTOBER 16, 2017

**Applications under the
Land Titles Act
Involving Dissolved
Corporations**

The Business Corporations Act (the **Act**) was amended in December 2016 when the provisions of the Forfeited Corporate Property Act, 2015 came into force. One of the amendments to the Act affects applications under the Land Titles Act.

Clause 242(3)(a) of the Act provides that a person who commences an action, suit or other proceeding against a corporation following its dissolution shall serve the document that commences the proceeding, and notice, on the minister responsible for the administration of the Forfeited Corporate Property Act, 2015 and on the Public Guardian and Trustee. Paragraph 2 of subsection 242(4) of the Act provides that if the proceeding is an application under the Land Titles Act in respect of land that is forfeited corporate real property or land that is adjacent to forfeited corporate real property, the application and notice are not required to be served on or delivered to the Public Guardian and Trustee (PGT). This is because the PGT no longer has authority over land owned by a corporation that has dissolved. It is now the Minister of Infrastructure who is responsible pursuant to the Forfeited Corporate Property Act, 2015.

Two common examples of such proceedings under the Land Titles Act are: (i) an Application for Absolute Title; and (ii) an Application for the Cessation of Encumbrances under Section 102 of the Land Titles Act. Any application or notice regarding an application under the Land Titles Act involving a dissolved corporation should be mailed to:

Manager, Portfolio Performance
Realty Management Branch
Ministry of Infrastructure
777 Bay Street, 4th floor, Suite 425
Toronto, ON M5G 2E5

Any questions relating to any Application for Absolute Title should be addressed to the Assistant Examiner of Surveys for the land registry office in which the land is situate. The pertinent provisions of the Act are set out below and the full text of the Act is available at: <https://www.ontario.ca/laws/statute/90b16#BK231>

**Business Corporations Act
R.S.O. 1990, CHAPTER B.16**

Notice of proceeding

242. (3) A person who commences an action, suit or other proceeding against a corporation after its dissolution shall,

- (a) serve the writ or other document by which the action, suit or other proceeding was commenced on the minister responsible for the administration of the Forfeited Corporate Property Act, 2015 and the Public Guardian and Trustee in accordance with the rules that apply generally to service on a party to an action, suit or other proceeding; and
- (b) deliver to the minister responsible for the administration of the Forfeited Corporate Property Act, 2015 and the Public Guardian and Trustee, along with the document served under clause (a), a notice that,
 - (i) sets out the name of the dissolved corporation,
 - (ii) explains why the action, suit or other proceeding is being commenced against the dissolved corporation, and
 - (iii) identifies any property that is referred to in the proceeding and was owned by the corporation at the time of its dissolution.

Exception, proceeding in respect of land

(4) A person who commences any of the following proceedings is not required to serve the writ or other document described in clause (3) (a) on or deliver the notice described in clause (3) (b) to the Public Guardian and Trustee:

1. A proceeding for power of sale or foreclosure of land that is forfeited corporate real property.
2. An application under the Land Titles Act in respect of land that is forfeited corporate real property or land that is adjacent to forfeited corporate real property.
3. A proceeding claiming an interest in land that is forfeited corporate real property, if the proceeding relates solely to claiming the interest in land.

(original signed by)

Jeffrey W. Lem
Director of Titles