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CANADA BUSINESS CORPORATIONS MANUAL

Jack J. Quinn
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The Manual provides corporate law practitioners with a comprehensive and up-to-date toolkit, including: a narrative roadmap through the relevant statutes and regulations; authoritative commentary on case law developments; clear guidance on the technical aspects of federal corporate organization, maintenance, and transactions; and a comprehensive collection of precedents, forms, and checklists.

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This release features updates to Appendix 4A, Case Summaries—Corporate Names. This release also features updates to Appendix TC:2—Table of Concordance (STAs, CBCA, *An act respecting the transfer of securities and the establishment of security entitlements*) and updates to legislation relating to extra-provincial corporations in Chapter 22 (Manitoba), Chapter 23 (New Brunswick), Chapter 25 (Northwest Territories), Chapter 26 (Nova Scotia), Chapter 28 (Ontario), Chapter 30 (Quebec) and Chapter 31 (Saskatchewan), Chapter 32 (Yukon Territory).

Highlights

- **Name—Office—Case Summaries—Corporate Names—Order that corporation change its corporate name**—The application was granted. The court found it unreasonable that the Director did not consider the fact that Freight and Logistics compete for the same customers in the same geographic area. It is the similarity of the names which is the primary factor for consideration. Freight established prima facie the similarity of the name created confusion within the industry. The Director improperly assumed that resolution of earlier disputes over accounts receivable and payable eliminated the possibility of confusion for potential new customers. The case law instructs that the Director is to consider whether the names are too similar, not whether steps can be taken to mitigate the confusion. The court found that the Director’s decision unreasonable applying the legislation, regulations and case law. There was demonstrated confusion between the names at the time of the Director’s decision. The court ordered that the Director direct Logistics to cease using the name immediately. *Frontline Freight Systems v. Manitoba (Director of Companies Office)*, 2024 MBKB 49, 2024 CarswellMan 107, 2024 A.C.W.S. 2981.