



NOVA SCOTIA BARRISTERS' SOCIETY

APPLICATION FOR A LAW CORPORATION PERMIT (Regulation 7.4)

NOTE: The authority and requirements for a law corporation carrying on (or holding itself out as carrying on) the practice of law in Nova Scotia are found in [Sections 21-23 of the Legal Profession Act 2004, c. 28, s. 1.](#)

To: Director, Education & Credentials

I, _____, a practising lawyer, under the Regulations of the Nova Scotia Barristers' Society (the "Society"), am an officer of the proposed law corporation (the "Corporation") authorized to make this application for a permit under the *Legal Profession Act* (the "Act") on behalf of the Corporation. I swear/affirm the contents of this application to be true:

1. Name of the Corporation: _____

2. Civic address of the Corporation:

Telephone: _____

Email Address: _____

Incorporation Documents

3. Check either (a) or (b):

(a) Attached is a true copy of the Corporation's Certificate of Incorporation.

OR

(b) The Certificate of Incorporation is not yet available. All necessary documents and fees for incorporation were filed with the Registry of Joint Stock Companies (the "RJSC") on _____ (date). Attached is a true copy of the original solicitor's declaration that all the requirements of the *Companies Act* have been met. A true copy of the Certificate of Incorporation will be provided forthwith once received.

4. Attached is a true copy of the Corporation's Memorandum of Association.

5. The Corporation is a valid and subsisting company under the *Companies Act* and has not been struck off or dissolved and is registered under the *Corporations Registration Act* and the Certificate of Registration is in force.

Business Name (complete either s. 6 or s. 7, 8 and 9)

6. The Corporation will practice law under the Corporation's own name (ie. what the client sees on the letterhead, signage, website, etc.).

(If you checked this box, go to question 9.)

OR

7. Instead of the Corporation's full name, the Corporation will practice under a partnership or business name (ie. the name the client sees on the sign, letterhead, website, etc.).

8. The partnership/business name is:

(This is the firm name if you are part of a firm. Multiple partners may each have their own individual law corporation but use a common business name.)

9. (a) Attached is a true copy of the Certificate of Registration of a Partnership or Business Name.

OR

(b) The Certificate of Registration of a Partnership or Business Name is not yet available. All necessary documents and fees for a partnership/business name were filed with the RJSC on _____ (date). A true copy of the Certificate of Registration of a Partnership or Business Name will be provided forthwith once received.

People

10. All the officers and directors of the Corporation, each of whom is a practicing lawyer pursuant to Section 22 of the Act are:

Names of Officers and Directors	Civic Address of Officers and Directors	Office(s) Held (President, Secretary, etc.)

Shareholdings

11. All **voting shareholders** of the Corporation, each of whom is qualified to legally and beneficially own voting shares of a law corporation pursuant to Section 21 of the Act are:

Names of Shareholders (if Trust, include name of Trust not names of beneficial owners)	Civic Address of Shareholders	No. of Voting Shares	Class of Voting Shares (common, preferred, etc.)

12. Describe how each of the above **voting shareholders** is qualified under Section 21 of the Act:

Names of Shareholders (if Trust, include name of Trust not names of beneficial owners)	Basis for Qualification (practising member, qualified corporation, qualified trust)

13. All **non-voting shareholders** of the Corporation, each of whom is qualified to legally and beneficially own non-voting shares of a law corporation pursuant to Section 21 of the Act, are:

Names of Shareholders (if Trust, include name of Trust not names of beneficial owners)	Civic Address of Shareholders	No. of Non-Voting Shares	Class of Non-Voting Shares (common, preferred, etc.)

14. Describe how each of the above **non-voting shareholders** is qualified under Section 21 of the Act:

Names of Shareholders (if Trust, include name of Trust not names of beneficial owners)	Basis for Qualification (prescribed persons (any person 7.1.2), qualified corporation, qualified trust or practising member)

Trust is a Shareholder

15. Check either (a) or (b):

(a) No shares in the Corporation are held in trust.

OR

(b) All the shareholders for whom shares of the Corporation are **held in trust** and the respective trustees are listed on Schedule "A" attached. I confirm the trust qualifies to own the respective shares pursuant to Section 21 of the Act.

Corporation is a Shareholder

16. Check either (a) or (b):

(a) No corporation owns shares in the Corporation.

OR

(b) The particulars of **each corporation that owns shares** of the Corporation are listed on Schedule "B" attached. I confirm the shareholder corporation qualifies to legally and beneficially own shares of the Corporation pursuant to Section 21 of the Act.

17. I confirm that each of the persons who will carry on the practice of a lawyer on behalf of the Corporation is a lawyer under the Regulations of the Society.

18. I confirm that I and any other voting shareholders, directors and officers are all aware of our obligations and those of the Corporation under the Act and the Regulations of the Society, including those obligations respecting:

- (a) reporting any changes to the Corporation, including to the information above;
- (b) responsibilities of law corporations to clients and to the Society; and
- (c) liability of Society member(s) with law corporations for errors and omissions.

Sworn to before me this

_____ day of _____,

20____ at _____,

Province of Nova Scotia

A Barrister of the Supreme Court of Nova
Scotia

Member Signing on Behalf of the
Corporation

Attachment Checklist:

For all applications:

- Memorandum of Association
- Certificate of Incorporation
- or
- Solicitor's Statutory Declaration (Certificate must be forwarded once received)

Where applicable:

- Certificate of Registration of a Partnership or Business Name
- Schedule A (shares are held in trust)
- Schedule B (shares are held by a corporation)

