

Twelve steps for closing a Canadian corporation

The sequence that protects directors. Rules current to 9 October 2026.

- ☐ **Get shareholder and director approvals**
Usually two-thirds of voting shareholders, with the resolutions on the record.
- ☐ **File articles or notice of dissolution**
Corporations Canada for federal, the provincial registry otherwise.
- ☐ **File the final corporate return, marked final**
The short taxation year, from the last year end to the dissolution date.
- ☐ **Settle payroll and GST/HST balances**
Unpaid source deductions follow the directors after the company has gone.
- ☐ **Send the final employee slips**
T4 and T4A slips go out even though the business has closed.
- ☐ **Close the program accounts**
Form PD7A for the final payroll remittance, Form RC145 to close the accounts.
- ☐ **Request the clearance certificate**
Form TX19, after the final returns are filed and the balances are paid.
- ☐ **Value every asset at fair market value**
Deemed disposition applies whether or not anything is actually sold.
- ☐ **Clear or document shareholder loans**
An unsettled loan becomes a taxable benefit to the shareholder.
- ☐ **Distribute nothing before the certificate**
This is the step that protects whoever signs the cheques. ITA 159(3).
- ☐ **Plan the distribution before it happens**
Paid-up capital first, then deemed dividends under ITA 84(2), then the CDA.
- ☐ **Keep the records for six years**
Ledgers, asset registers, loan papers, filings and CRA correspondence.

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