



Post-Closing Instructions to Issuers: CRA and RQ (T101 & RL-11)

Following the close of your recent flow-through share financing, please find below a summary of the filing requirements for the Canada Revenue Agency (CRA) and Revenue Quebec (RQ).

! This document is **not an exhaustive guide**. It highlights only common issues we've encountered. We do **not provide legal or tax advice**; please consult your professional advisors. However, we're happy to assist to the extent that we can.

! Important: Both agencies follow a two-step filing process.

The first step is to obtain an identification number for the selling instrument, which is required **before** issuing tax slips to investors. A renunciation is not valid unless this ID number has been obtained.

🕒 Filing Deadlines (CRA & RQ):

The initial filing (Step 1) must be completed on or before the last day of the month following the earlier of:

- The month in which the corporation entered into the agreement to issue the shares; **OR**
- The month in which the corporation first delivered the selling instrument (prospectus, offering memorandum, term sheet, etc.) to a potential investor.

This is typically the end of the month following the closing of the offering.

Late filings will be subject to penalties.

I. CRA Filing Instructions

We invite you to consult the [CRA Guide](#)

Step 1: Apply for the Selling Instrument Tax Identification Number (SITIN)

File the following:

- Form [T100A](#) with a copy of the **selling instrument or agreement to issue FTs**
 - Forms [T100A-CERT](#), [T100B](#) and [T100C](#) may also be applicable, please consult the guide.
- ♦ Note: A separate T100A is required for each new selling instrument or material amendment (e.g., pricing change).

Subsequent to the filing, CRA will issue a SITIN. **This number is required for Step 2.**



Step 2: Renounce Qualified Expenses

File Form **T101A** and one **T101** slip **per investor**

The slips must be sent by **mail** to investors by **March 1st** of the year following the issuance.

Key Fields on the T101 Slip:

- **Recipient's ID Number:** Subscriber's Social Insurance Number (individual) or Business Number (corporation)
- **Effective Date of Renunciation:** if using look-back rule, it must be December 31 of year the agreement was entered into
- **Identification Number:** CRA-issued SITIN (See step 1)
- **Boxes:** Refer to the guide

♦ *Note:* Software often omits Box 122/128 for corporations. Provincial tax credit boxes are not required for corporations, but **Limited Partnerships (LPs)** may need them to allocate credits to individual partners. Please review the subscriber list and complete the T101 slip appropriately.

⚠ **Important: Before finalizing and mailing the slips to our clients, we kindly ask that you provide draft samples of the T101 for our review.**



II. Revenue Quebec (RQ) Filing Instructions

 All official forms must be filed in **French**. English versions are for reference only and **will not** be accepted by RQ.

If there are **more than 5 subscribers**, RL-11 slips **must** be filed electronically using certified tax software. Please consult the [RQ Guide](#).

We are not aware of a similar restriction for the T101 slips, however we encourage you to check the latest guide to ensure compliance.

Step 1: Apply for an ID number (AAC)

File Form [CO-359.10](#) | [English translation](#), with a copy of the **subscription agreement and a subscriber list** (to avoid manually completing Section 5)

♦ *Note:* A new CO-359.10 is required for each new selling instrument or major amendment. Issuers without a Quebec presence (i.e., no NEQ or IC0001 number) may leave Boxes 01a and 01b blank.

Subsequent to the filing, RQ will issue an AAC# (Numéro d'identification). **This number is required for Step 2.**

Step 2: Renounce Qualified Expenses

File form [RL-11.S](#) | [English translation](#) and one [RL-11](#) | [English translation](#) slip per investor.

 **Filing Deadlines:** The issuer must file form RL-11.S and the RL-11 slips **before the end of the month following the month in which the renunciation was made.** The deadline is February 28 when the lookback rule is relied on.

Late filings will be subject to penalties.

The slips must be sent by **mail** to investors.

Key Fields on the RL-11 Slip:

- **Numéro d'identification attribué au formulaire CO-359.10:** RQ-issued AAC# (See Step 1)
- **Numéro d'assurance sociale ou numéro d'identification du bénéficiaire du relevé:** Subscriber's Social Insurance Number (individual) or Business Number (corporation)
- **Date de renonciation:** if using look-back rule, it must be December 31 of year the agreement was entered into
- **Boxes:** Refer to the guide

 **Important:** Before finalizing and mailing the slips to our clients, **we kindly ask that you provide draft samples of the RL-11 for our review.**

We also invite you to read the [Advisory](#) we published on Quebec filing obligations for flow-through issuers—even if your company is not exploring in Quebec or actively soliciting Quebec investors. The filing requirements may still apply, and failure to comply could affect investor tax benefits.