

# SUBJECT IX RIGHTS & RECOURSES

# I. Right to Dissent

## A. Introduction

1. Definition
2. Grounds to dissent  
s.190(1):

# I. Right to Dissent

## A. Introduction

1. Definition

2. Grounds to dissent

s. 190(2)



# I. Right to Dissent

## A. Introduction

### 3. Payment

s.190(3) 

### 4. No partial dissent

s.190(4)



# I. Right to Dissent

B. Procedure (if s.190(1) or (2) occur):



# I. Right to Dissent

## B. Procedure



# II. Compulsory & Compelled Acquisition

## A. Take-Over Bid

### 1. Principle

s.206(2)



# II. Compulsory & Compelled Acquisition

## B. Procedure





# II. Compulsory & Compelled Acquisition

## B. No Receipt of Offeror Notice

s.206.1



# III. Investigation

## A. Who Can Request?

s.229(1)

- Security holder or director

## B. Grounds

s.229(2):



# III. Investigation

## C. Hearing

s.229(5)



## D. Court Powers

s.230(1)

## E. All must Testify?

s.233



# IV. Derivative Action

## A. Intro

s. 239(1)



## B. Who?

s. 238



# IV. Derivative Action

## C. Pre-Conditions

s.239(2)



# IV. Derivative Action

## D. Court Powers

s.240

Any orders, including:



# V. Oppression Action

## A. Definition

s.241(2)



## B. Who?

s. 238



# V. Oppression Action

## C. Case

M. Waxman v. C. Waxman





# V. Oppression Action

## D. Court Powers

s.241(3) wide in scope

## E. Amendment of Articles

s.241(4)



s.241(5)



# V. Oppression Action

## F. Limitation

s.241(6)



## G. Alternative Order

s.241(7)



# V. Oppression Action

## F. Shareholder Approval

s.242(1)



# VI. Liquidation & Dissolution

## A. Grounds

s.214(1)

## B. Court Powers

s.217

- Power to avoid if liquidity exists

s.219

- If liquidation order then:



# VI. Liquidation & Dissolution

## C. Liquidator Powers

s.222

(1) Extensive

(2) Not liable if acted with due diligence and good faith

## D. Unknown Claimants

s.227



# VI. Liquidation & Dissolution

E. Vesting in Crown

S.228

F. Revival

S.209(1)