

## Publisher's Note

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# The Annotated Business Corporations Act of Alberta

This looseleaf service provides complete coverage of Alberta corporations law including: full text of the Alberta *Business Corporations Act* and Regulations as amended, clear and concise summaries of key reported and unreported decisions interpreting the Act, tables of cases and statutes, relevant case law from other jurisdictions, and a thorough index. This publication also includes forms and a comprehensive table of concordance relating to the Alberta *Business Corporations Act*. This publication features useful materials such as Words and Phrases, Legal Issues in Focus, and Extra-Provincial Corporations Summaries.

This release features updates to the following chapters: Part 1 Interpretation and Application (ss. 1, 10); Part 3 Capacity and Powers (ss. 16(1), 19); Part 9 Directors and Officers (ss. 115, 120, 122, 124); Part 11 Shareholders (ss. 142, 146); Part 14 Fundamental Changes (s. 191); Part 17 Liquidation and Dissolution (s. 208(4), 227(2)(b)); Part 19 Remedies, Offences and Penalties (ss. 239(b)(iii), 240, 242, 242(3), 242(3)(l)).

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**Section 124 — Indemnification by Corporation** — While the CBCA provides that an individual is entitled to indemnity only if he or she has not committed any fault, the finding of oppression on the part of the defendant was not necessarily a fault in the sense that it did not focus on the nature of the defendant's conduct but focussed on the effect of the conduct on the defendant: *ALHARAYERI v. WILSON*, 2018 CarswellOnt 18970, 2018 ONSC 6309 (Ont. S.C.J.).

**Section 239 — Definitions** — The plaintiff was entitled to seek an order to compensate under the oppression remedy, independent of the fraudulent conveyance decision, and notwithstanding the apparent redundancy: *1007374 ALBERTA LTD. v. RUGGIERI*, 2014 CarswellAlta 1909, 2014 ABQB 641 (Alta. Q.B.); affirmed 2015 CarswellAlta 1070, 2015 ABCA 205 (Alta. C.A.).