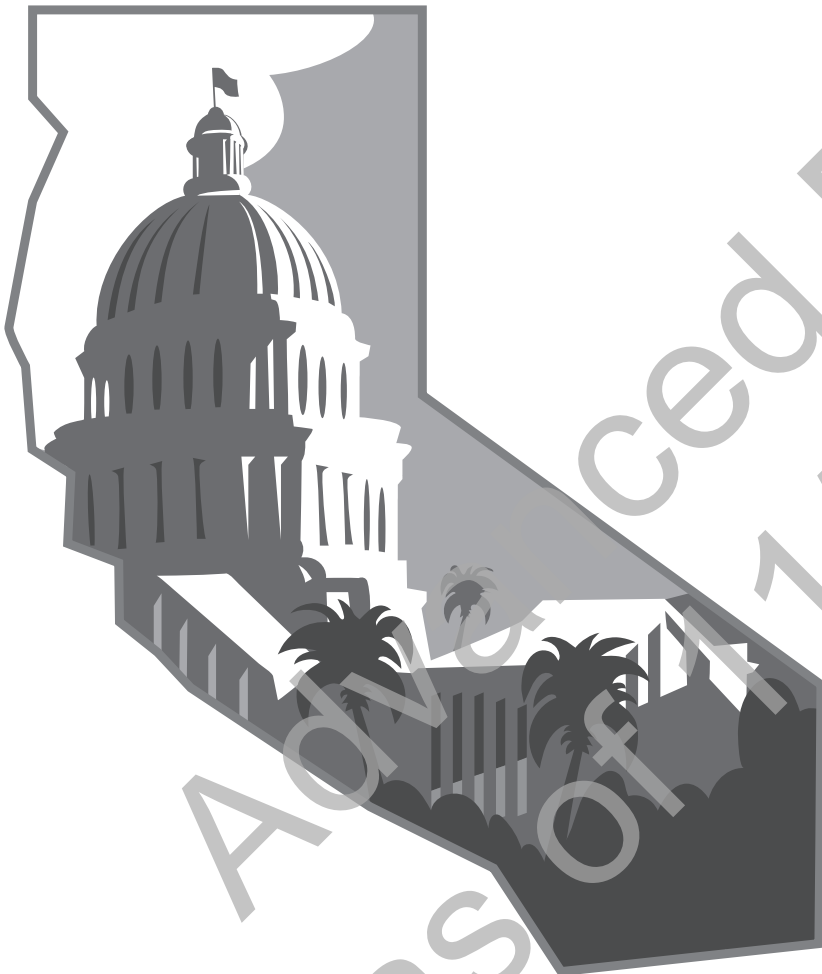




STATE OF CALIFORNIA
Franchise Tax Board

California

Forms & Instructions



100S

2018

S Corporation Tax Booklet

This booklet contains:

Form 100S, California S Corporation Franchise or Income Tax Return

Schedule B (100S), S Corporation Depreciation and Amortization

Schedule C (100S), S Corporation Tax Credits

Schedule D (100S), S Corporation Capital Gains and Losses and Built-In Gains

Schedule H (100S), S Corporation Dividend Income Deduction

Schedule QS, Qualified Subchapter S Subsidiary (QSub) Information

Schedule K-1 (100S), Shareholder's Share of Income, Deductions, Credits, etc.

FTB 3539, Payment for Automatic Extension for Corporations and Exempt Organizations

FTB 3805Q, Net Operating Loss (NOL) Computation and NOL and Disaster Loss Limitations — Corporations



For more information regarding e-file, go to ftb.ca.gov and search for **business efile**.

Members of the Franchise Tax Board

Betty T. Yee, Chair
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Business e-file

Business e-file is available for the following returns:

- Form 100, California Corporation Franchise or Income Tax Return, including combined reports.
- **Form 100S, California S Corporation Franchise or Income Tax Return**
- Form 100W, California Corporation Franchise or Income Tax Return – Water's Edge Filers, including combined reports.
- Form 100X, Amended Corporation Franchise or Income Tax Return
- Form 199, California Exempt Organization Annual Information Return
- Form 565, Partnership Return of Income
- Form 568, Limited Liability Company Return of Income

For more information, go to ftb.ca.gov and search for **business efile**.

2018 Instructions for Form 100S

California S Corporation Franchise or Income Tax Return

References in these instructions are to the Internal Revenue Code (IRC) as of **January 1, 2015**, and to the California Revenue and Taxation Code (R&TC).

In general, for taxable years beginning on or after January 1, 2015, California law conforms to the Internal Revenue Code (IRC) as of January 1, 2015. However, there are continuing differences between California and federal law. When California conforms to federal tax law changes, we do not always adopt all of the changes made at the federal level. For more information, go to ftb.ca.gov and search for **conformity**. Additional information can be found in FTB Pub. 1001, Supplemental Guidelines to California Adjustments, the instructions for California Schedule CA (540 or 540NR), and the Business Entity tax booklets.

The instructions provided with California tax forms are a summary of California tax law and are only intended to aid taxpayers in preparing their state income tax returns. We include information that is most useful to the greatest number of taxpayers in the limited space available. It is not possible to include all requirements of the California Revenue and Taxation Code (R&TC) in the instructions. Taxpayers should not consider the instructions as authoritative law.

What's New/Tax Law Changes

Federal Tax Reform – For taxable years beginning on or after January 1, 2018, the Tax Cuts and Jobs Act (TCJA) made changes to the IRC. In general, the California R&TC **does not** conform to the changes. California taxpayers continue to follow the IRC as of the specified date of January 1, 2015, with modifications.

Deferred foreign income – Under IRC Section 965, if the S corporation owns (directly or indirectly) certain foreign corporations, it may have to include certain deferred foreign income on its income tax return. California **does not** conform. If the S corporation reported IRC Section 965 for federal purposes, write "IRC 965" at the top of Form 100S, California S Corporation Franchise or Income Tax Return.

Global intangible low-taxed income (GILTI) – Under IRC Section 951A, if the S corporation is a U.S. shareholder of a controlled foreign corporation, the S corporation must include GILTI in its income. California **does not** conform.

Depreciation Limitations – The TCJA amended IRC Section 280F relating to depreciation limitations on luxury automobiles. California **does not** conform to the federal amendments under the TCJA. For more information, get Schedule B (100S), S Corporation Depreciation and Amortization.

Net Operating Losses (NOLs) – The TCJA made changes to the rules for NOLs. California law **does not** conform to those changes. California taxpayers continue to compute NOLs in conformity to federal rules as of

the specified date of January 1, 2015, with modifications. For more information, see General Information Section X, Net Operating Loss.

Capital Assets – The TCJA amended IRC Section 1221 excluding a patent, invention, model or design (whether or not patented), and a secret formula or process held by the taxpayer who created the property (and certain other taxpayers) from the definition of a capital asset. California **does not** conform to this amendment under the TCJA. For California purposes, IRC Section 1221 as of January 1, 2015, applies.

Qualified Opportunity Zone Funds – The TCJA established Opportunity Zones. IRC Sections 1400Z-1 and 1400Z-2 provide a temporary deferral of inclusion of gross income for capital gains reinvested in a qualified opportunity fund, and exclude capital gains from the sale or exchange of an investment in such funds. California **does not** conform to the deferral and exclusion of capital gains reinvested or invested in federal opportunity zone funds and has no similar provisions.

Like-Kind Exchanges – The TCJA amended IRC Section 1031 limiting its application to real property that is not primarily held for sale. Additionally, under the TCJA, exchanges of personal property and intangible property do not qualify for non-recognition of gain or loss as like-kind exchanges. California **does not** conform to the amendments under the TCJA. For California purposes, IRC Section 1031 as of January 1, 2015, applies.

New Employment Credit – The sunset date for the New Employment Credit is extended until taxable years beginning before January 1, 2026. For more information, go to ftb.ca.gov and search for **new** or get form FTB 3554, New Employment Credit.

California Competes Credit – The sunset date for the California Competes Tax Credit is extended until taxable years beginning before January 1, 2030. For more information, go to the GO-Biz website at business.ca.gov or ftb.ca.gov and search for **ca competes** or get form FTB 3531, California Competes Tax Credit.

Conformity – For updates regarding the federal acts, go to ftb.ca.gov and search for **conformity**.

Important Information

- The Franchise Tax Board (FTB) offers e-filing for the following entities:
 - Corporations filing Form 100S and certain accompanying forms and schedules.
 - Corporations filing Form 100X, Amended Corporation Franchise or Income Tax Return.

Check with the software providers to see if they support business e-filing.

- For taxable years beginning on or after January 1, 2014, California law requires any business entity that files an original or amended tax return that is prepared using tax preparation software to electronically file (e-file) their tax return with the FTB. For more information, go to ftb.ca.gov and search for **business efile**.
 - For taxable years beginning on or after January 1, 2016, the extension period for filing an S corporation tax return has changed from seven months to six months. Get FTB Notice 2016-04 for more information.
 - Corporations can make payments online using Web Pay for Businesses. Corporations can make an immediate payment or schedule payments up to a year in advance. Go to ftb.ca.gov/pay.
 - Corporations can use a Discover, MasterCard, Visa, or American Express Card to pay business taxes. Go to officialpayments.com. Official Payments Corp. charges a convenience fee for using this service.
 - Corporations can make an estimated tax or extension payment using tax preparation software. Check with the software provider to determine if they support Electronic Funds Withdrawal (EFW) for estimated tax or extension payments.
 - If the S corporation made purchases from out-of-state or Internet sellers and owes California use tax, the S corporation may report and pay the tax on the S Corporation Franchise or Income Tax Return.
- For taxable years beginning on or after January 1, 2015, if an S corporation includes use tax on its income tax return, payments and credits will be applied to use tax first, then towards franchise or income tax, interest, and penalties. For more information, see General Information EE, California Use Tax, and Specific Line Instructions.
- If the S corporation was involved in a reportable transaction, including a listed transaction, the S corporation may have a disclosure requirement. Attach federal Form 8886, Reportable Transaction Disclosure Statement, to the back of the California return along with any other supporting schedules. If this is the first time the reportable transaction is disclosed on the return, send a duplicate copy of federal Form 8886 to the address below:

TAX SHELTER FILING
ATSU 398 MS: F385
FRANCHISE TAX BOARD
PO BOX 1673
SACRAMENTO CA 95812-9900

The FTB may impose penalties if the S corporation fails to file federal Form 8886, Form 8918, Material Advisor Disclosure Statement, or any other required information. A material advisor is required to provide a reportable transaction number to all taxpayers and material advisors for whom the material advisor acts as a material advisor. For more information, go to ftb.ca.gov and search for **disclosure obligation**.

- California taxpayers whose taxable year begins on or after June 30, 2016, and who are required to file the federal forms listed below with the Internal Revenue Service (IRS), must also attach copies of these forms to the California tax return:
 - Federal Form 8975, Country-by-Country Report
 - Federal Schedule A (8975), Tax Jurisdiction and Constituent Entity Information

For additional information, refer to the Instructions for Form 8975, Revenue Procedure 2017-23, 2017-7 Internal Revenue Bulletin 915, and see General Information M, Penalties, and General Information V, Information Returns.

- An S corporation that expects a net operating loss (NOL) in the 2019 taxable year, can file form FTB 3593, Extension of Time for Payment of Taxes by a Corporation Expecting a Net Operating Loss Carryback, to extend the time for payment of taxes for the immediately preceding 2018 taxable year. This includes extending the time for payment of a tax deficiency. The payment of tax that can be postponed cannot exceed the expected overpayment from the carryback of the NOL. For more information, get form FTB 3593.
- For taxable years beginning on or after January 1, 2014, the IRS allows corporations with at least \$10 million but less than \$50 million in total assets at tax year end to file Schedule M-1 (Form 1120S), Reconciliation of Income (Loss) per Books With Income (Loss) per Return, in place of Schedule M-3 (Form 1120S), Net Income (Loss) Reconciliation for S Corporations With Total Assets of \$10 Million or More, Parts II and III. However, Schedule M-3 (Form 1120S), Part I, is required for these corporations. **For California purposes**, the S corporation must complete the California Schedule M-1. For more information, see the instructions for Schedule M-1, Reconciliation of Income (Loss) per Books With Income (Loss) per Return, in this booklet.
- For taxable years beginning on or after January 1, 2014, California requires taxpayers who exchange property located in California for like-kind property located outside of California, under IRC Section 1031, to file an annual

information return with the FTB. For more information, get form FTB 3840, California Like-Kind Exchanges, or go to ftb.ca.gov and search for **like kind**.

- For an NOL incurred in a taxable year beginning on or after January 1, 2015, the carryback amount is 100% of the NOL. For more information, see General Information X, Net Operating Loss or form FTB 3805Q, Net Operating Loss (NOL) Computation and NOL and Disaster Loss Limitations – Corporations, included in this booklet.
- R&TC Section 25128.7 requires all business income of an apportioning trade or business, other than an apportioning trade or business under R&TC Section 25128(b), to apportion its business income to California using the single-sales factor formula. For more information, get Schedule R, Apportionment and Allocation of Income, or go to ftb.ca.gov and search for **single sales factor**.
- R&TC Section 25136 requires **all** taxpayers to assign sales, other than sales of tangible personal property, using market assignment. For more information, get Schedule R or go to ftb.ca.gov and search for **market assignment**.
- Beginning on or after January 1, 2012, a type of corporation called a “benefit corporation” can be formed with the purpose of creating general public benefit, provided certain requirements are met. An existing corporation can become a “benefit corporation”, if certain procedures are followed. In addition, a “benefit corporation” can be created through a merger or reorganization, if certain requirements are met. For more information, see the Corporations Code, commencing with Section 14600.
- Beginning on or after January 1, 2012, a type of corporation called a “flexible purpose corporation” could be formed, provided certain requirements were met. An existing corporation could merge or convert into a “flexible purpose corporation”, upon completion of certain requirements. A “flexible purpose corporation” must have a special purpose, which may include but is not limited to, charitable and public purpose activities that could be carried out by a nonprofit public benefit corporation. For more information, see the Corporations Code, commencing with section 2500.
- Effective January 1, 2015, all references to “flexible purpose corporations” in the Corporations Code are changed to “social purpose corporations,” although the requirements are substantially the same as prior law. Any flexible purpose corporation formed before January 1, 2015, may elect to amend its articles of incorporation to change its status to a “social purpose corporation.” If a flexible purpose corporation formed prior to January 1, 2015, does not amend its

articles of incorporation to change its status, any reference to “social purpose corporation” in the Corporation Code is deemed a reference to a “flexible purpose corporation.” For more information, see the Corporations Code commencing with section 2500.

- R&TC Section 24343.2:
 - Disallows the deduction for payments made to a club that restricts membership or the use of its services or facilities on the basis of ancestry or any characteristic listed or defined in Section 11135 of the Government Code.
 - Excludes genetic information from the characteristics listed or defined in Section 11135 of the Government Code.
 - “Gross receipts” means the gross amounts realized (the sum of money and the fair market value of other property or services received) on:
 - The sale or exchange of property,
 - The performance of services, or
 - The use of property or capital (including rents, royalties, interest, and dividends) in a transaction that produces business income, in which the income, gain, or loss is recognized (or would be recognized if the transaction were in the United States) under the IRC.

Amounts realized on the sale or exchange of property shall not be reduced by the cost of goods sold or the basis of property sold. For a complete definition of “gross receipts,” refer to R&TC Section 25120(f).

- R&TC Section 25135(b) adopts the Finnigan rule in assigning sales from tangible personal property.
- For more information regarding “gross receipts” or “Finnigan rule,” get Schedule R or go to ftb.ca.gov and search for **corporation law changes**.
- For taxable years beginning on or after January 1, 2007, interest and dividends from intangible assets held in connection with a treasury function of the taxpayer’s unitary business, as well as the gross receipts and any overall net gain from the maturity, redemption, sale, exchange, or other disposition of these assets, are excluded from the sales factor. This exclusion encompasses the use of futures contracts and options contracts to hedge foreign currency fluctuations. See Cal. Code Regs., tit. 18 section 25137(c)(1)(D) for more information. For taxable years beginning on or after January 1, 2011, see R&TC Section 25120(f).
- Group nonresident returns may include:
 - Less than two nonresident individuals.
 - Nonresident individuals with more than \$1 million of California taxable income.

An additional 1% tax will be assessed on nonresident individuals who have California taxable income over \$1 million. Get FTB Pub. 1067, Guidelines for Filing a Group Form 540NR, for more information.



- In general, the water's-edge rules provide for an election out of worldwide combined reporting. By electing water's-edge, a California taxpayer elects into a complex blend of state and federal tax concepts. See General Information T, Water's Edge Reporting; refer to R&TC Sections 25110 and 25113; and get Form 100W, Corporation Tax Booklet – Water's-Edge Filers, for more information.
- A C corporation is taxed on its earnings at regular corporate tax rates and the shareholders are then taxed on these earnings when they are distributed as dividends. For more information, get Form 100, Corporation Tax Booklet.
- S corporations are required to report withholding payments from the S corporation that are allocated to all shareholders, as well as payments withheld on nonresident shareholders. Report these withholding amounts on Schedule K-1 (100S), Shareholder's Share of Income, Deductions, Credits, etc., and Schedule K (100S), S Corporation Shareholder's Shares of Income, Deductions, Credits, etc.
- Use form FTB 3725, Assets Transferred from Corporation to Insurance Company, to report assets transferred from a parent corporation to an insurance company. Get form FTB 3725 for more information.
- California follows the revised federal instructions (with some exceptions) for reporting the sale, exchange or disposition of an asset for which an IRC Section 179 expense deduction was claimed in prior years by a partnership, limited liability company, or S corporation.
S corporations should follow the instructions in federal Form 4797, Sales of Business Property, with the exception that the amount of gain on property subject to the IRC Section 179 recapture must be included in the S corporation's taxable income for California purposes. See General Information FF, Property Subject To IRC Section 179 Recapture, and Specific Line Instructions for Form 100S, line 4, for more information.
Shareholders should follow federal reporting requirements as detailed in federal Form 1120S, U.S. Income Tax Return for an S Corporation, and federal Form 4797 instructions.
- A shareholder's pro-rata share of S corporation income is treated like a partner's distributive share of partnership income. The items of income are characterized as if realized directly from the source from which realized by the corporation, then they are sourced according to the rule for each type of income. *Valentino v. Franchise Tax Board* (2001) 87 Cal. App. 4th 1284. Income from California sources is subject to California tax.
- In general, R&TC Section 17024.5 and Section 23051.5 state that federal elections

made before a taxpayer becomes a California taxpayer are binding for California tax purposes.

- With certain limited exceptions, payers that are required to withhold and remit backup withholding to the IRS are also required to withhold and remit to the FTB on income sourced to California. If the S corporation (payee) has backup withholding, the S corporation (payee) must contact the FTB to provide a valid taxpayer identification number, before filing the tax return. Failure to provide a valid taxpayer identification number may result in a denial of the backup withholding credit. For more information, go to ftb.ca.gov and search for **backup withholding**.
- R&TC Section 18662 requires buyers to withhold income taxes when purchasing California real property from corporate sellers with no permanent place of business in California immediately after the transfer. Get FTB Pub. 1016, Real Estate Withholding Guidelines, for more information.
Sellers of California real estate must attach a copy of Form 593, Real Estate Withholding Tax Statement, to their tax return as proof of withholding.
If the corporation needs to verify withholding payments, the corporation may call Withholding Services and Compliance at 916.845.4900 or 888.792.4900.
- For transactions that require withholding, a seller of California real estate may elect an alternative to withholding 3 1/3% of the total sales price. The seller may elect an alternative withholding amount based on the maximum tax rate for individuals, corporations, or banks and financial corporations, as applied to the gain on the sale. The seller is required to certify under penalty of perjury the alternative withholding amount to the FTB. For more information, get FTB Pub. 1016.

California law conforms to federal law for the following:

- IRC Section 1245(b)(8) relating to amortizable Section 197 intangibles property disposed on or after January 1, 2010.
- The qualification requirements of S corporations and their shareholders.
- Disallowing the deduction for club membership fees and employee remuneration in excess of \$1 million.
- Disallowing the deduction for lobbying expenses.
- Tax-exempt organizations may be shareholders in an S corporation.
- Family farm corporations with income over \$25 million may defer tax on income that was a result of changes in accounting methods required of these corporations. For calendar year taxpayers, the suspense account for these deferrals must be recaptured starting with taxable years beginning on or after January 1, 1998. For fiscal year taxpayers, the suspense account

must be recaptured starting in taxable years beginning after June 8, 1997, if the fiscal year taxpayer's taxable year ends on or after December 31, 1997.

- For purposes of inventory accounting, an adjustment for shrinkage, based on an estimate, may be made. Taxpayers can voluntarily change their method of accounting if the method currently being used does not utilize estimates of inventory shrinkage and the taxpayer now would like to use that method.
- Required recognition of gain on certain appreciated financial positions in personal property.
- Securities traders and commodities traders are allowed to elect to use the mark-to-market accounting similar to what is currently required for securities dealers. Commodities would include only commodities of a kind that are dealt within the organized commodities exchange. An election to use the mark-to-market method for federal purposes is considered an election for state purposes and a separate election is not allowed.
- Limitation on exception for investment companies under IRC Section 351.
- If an Employee Stock Ownership Plan (ESOP) is an S corporation shareholder, items of income or loss of the S corporation that pass through to the ESOP are not treated as unrelated business taxable income (UBTI). Previously, such items were treated as UBTI.
- S corporations that establish and maintain ESOPs are not required to give participants the right to demand distributions in the form of employer securities, if the participants have the right to receive such distributions in cash.
- An IRC Section 338 election, relating to stock purchases treated as asset acquisitions, is treated as an election for state purposes. A separate election for state purposes is not allowed.
- Expansion of deduction for certain interest and premiums paid for company-owned life insurance.
- Modification of holding period applicable to dividends received deduction.
- Repeal of special installment sales rule for manufacturers of tangible personal property.
- Payment of estimated tax for closely held real estate investment trusts (REIT) and income and services provided by REIT subsidiaries.
- Reducing the compensation deduction for certain employers from \$1 million to \$500,000; and making certain parachute payments nondeductible.

California law does not conform to federal law for the following:

The Federal TCJA of December 22, 2017, made changes to the IRC. In general, the California R&TC **does not** conform to the changes. California taxpayers continue to follow the IRC as of the specified date of January 1, 2015,



with modifications. The following is a non-exhaustive list of the TCJA changes:

- The change in method of accounting treatment of S corporation conversions to C corporations.
- The expansion of the range of companies that may use the cash method of accounting.
- The amendments to IRC Section 1031, which limits like-kind exchanges to real property that is not primarily held for sale, and excludes exchanges of personal property and intangible property as qualifying for nonrecognition of gain or loss.
- The expanded definition of IRC Section 179 property for certain depreciable tangible personal property related to furnishing lodging and for qualified real property for improvements to nonresidential real property.
- IRC Section 163(j) which limits business interest deduction to 30%.
- The modifications to the NOL provisions.
- The deferral and exclusion of capital gains reinvested or invested in qualified opportunity zone funds.
- The exclusion of a patent, invention, model or design, and secret formula or process from the definition of capital asset.
- The federal modifications to depreciation limitations on luxury automobiles (IRC Section 280F).
- IRC Section 951A, relating to global intangible low-taxed income.
- IRC Section 965, relating to treatment of deferred foreign income.
- ~~For more information, go to ftb.ca.gov and search for conformity.~~
- IRC Section 382(n) relating to special rule for certain ownership changes.
- The enhanced IRC Section 179 expensing election.
- The first-year depreciation deduction allowed for new luxury autos or certain passenger automobiles acquired and placed in service in 2010 through 2018.
- The qualified small business stock deferral and gain exclusions under IRC Section 1045 and IRC Section 1202.
- The IRS Notice 2008-83 relating to the treatment of deductions under IRC Section 382(h) following an ownership change.
- IRC Section 168(k) relating to the bonus depreciation deduction for certain assets.
- The decreased holding period for built-in gains.
- The decreased estimated tax payments for certain small businesses.
- The treatment of the loss from the sale or exchange of certain preferred stock (of Fannie Mae or Freddie Mac).
- The percentage depletion deduction, which may not exceed 65% of the taxpayer's taxable income, is restricted to 100% of the net income derived from the oil or gas well property.

- Exclusion from gross income of certain federal subsidies for prescription drug plans under IRC Section 139A.
- Certain environmental remediation expenditures that would otherwise be chargeable to capital accounts may be expensed and taken as a deduction in the year the expense was paid or incurred.
- Deduction for corporate donation of scientific property and computer technology.
- Decreased capital gains tax rate.
- Certain special tax rules relating to ESOPs will not apply with respect to S corporation stock held by the ESOP. These include rules relating to certain contributions to ESOPs, the deduction for dividends paid on employer securities, and the rollover of gain on the sale of stock to an ESOP. See IRC Sections 404(a)(9) and 404(k) for more information.
- The treatment of Subpart F income.

The above lists are not intended to be all-inclusive of the federal and state conformities and differences. For more information, refer to the R&TC.

Records Maintenance Requirements

Any taxpayer filing on a water's-edge or worldwide basis is required to keep and maintain records and make the following available upon request:

- Any records needed to determine the correct treatment of items reported on the worldwide or water's-edge combined report for purposes of determining the income attributable to California.
- Any records needed to determine the treatment of items as nonbusiness or business income.
- Any records needed to determine the apportionment factor.
- Documents and information needed to determine the attribution of income to the U.S. or foreign jurisdictions under Section 482, Sections under Subchapter N of Chapter 1, or other similar provisions of the IRC.

See R&TC Section 19141.6 and the related regulations for more information. An S corporation may be required to authorize an agent, through a Power of Attorney (POA), to act on its behalf in response to requests for information or records pursuant to R&TC Section 19504. For more information, go to ftb.ca.gov/poa.

The penalty for not maintaining the above required records is \$10,000 for each taxable year for which the failure applies. In addition, if the failure continues for more than 90 days after the FTB notifies the S corporation of the failure, a penalty of \$10,000 may be assessed for each additional 30 day period of continued failure. See General Information M, Penalties, for more information.

General Information

Form 100S is used if a corporation has elected to be a small business corporation (S corporation).

All federal S corporations subject to California laws must file Form 100S and pay the greater of the minimum franchise tax or the 1.5% income or franchise tax. The tax rate for financial S corporations is 3.5%.

The taxable income of the S corporation is calculated two different ways for two different purposes. First, it is calculated in the same manner as for C corporations, with certain modifications, for purposes of computing the 1.5% income or franchise tax. Second, it is calculated using federal rules for the pass through of income and deductions, etc. for purposes of pass through to the shareholders.

A corporation that makes a valid election to be treated as an S corporation is not allowed to be included in a combined report of a unitary group, except as provided by R&TC Section 23801(d)(1).

When Completing the Form 100S

- Use black or blue ink on the tax return sent to the FTB.
- Print name and address (in **CAPITAL LETTERS**).
- When a domestic S corporation files the first California tax return, the fiscal year beginning date **must** be the date the S corporation is incorporated.
- Round cents to the nearest whole dollar. For example, round \$50.50 up to \$51 or round \$25.49 down to \$25.
- Enter all types of payments (overpayment from prior year, estimated tax, nonresident tax, etc.) made for the 2018 taxable year on the applicable line.
- When making a payment with a check or money order, enclose but **do not** staple the payment to the front of the tax return.
- Assemble the corporation return in the following order: Form 100S, Schedule R, (if required), supporting schedules, a copy of federal return (if required), and form FTB 5806, Underpayment of Estimated Tax by Corporations, (if required). **Do not** use staples or other permanent bindings to assemble the tax return.

A Franchise or Income Tax

Corporation Franchise Tax

Entities subject to the corporation minimum franchise tax include all S corporations that meet any of the following:

- Incorporated or organized in California.
- Qualified or registered to do business in California.
- Doing business in California, whether or not incorporated, organized, qualified, or registered under California law.

The minimum franchise tax must be paid by corporations incorporated in California or qualified or registered under California law whether the S corporation is active, inactive,



not doing business, or operates at a loss. See General Information B, Tax Rate and Minimum Franchise Tax, for more information.

The measured franchise tax is imposed on S corporations doing business in California and is measured by the income of the current taxable year for the privilege of doing business in that taxable year.

A taxpayer is “doing business” if it actively engages in any transaction for the purpose of financial or pecuniary gain or profit in California or if **any** of the following conditions is satisfied:

- The taxpayer is organized or commercially domiciled in California.
- The sales, as defined in R&TC Section 25120(e) or (f), of the taxpayer in California, including sales by the taxpayer’s agents and independent contractors, exceed the lesser of \$583,867 or 25% of the taxpayer’s total sales.
- The real property and tangible personal property of the taxpayer in California exceed the lesser of \$58,387 or 25% of the taxpayer’s total real property and tangible personal property.
- The amount paid in California by the taxpayer for compensation, as defined in R&TC Section 25120(c), exceeds the lesser of \$58,387 or 25% of the total compensation paid by the taxpayer.

In determining the amount of the taxpayer’s sales, property, and payroll for doing business purposes, include the taxpayer’s pro rata share of amounts from partnerships and S corporations. All S corporations complete Schedule K-1 (100S), Table 2, Item C to report the shareholder’s distributive share of property, payroll and sales total within California. For more information, see R&TC Section 23101 or go to ftb.ca.gov and search for **doing business**.

An S corporation incorporated in California, but not doing business in this state, is not subject to the measured franchise tax. However, careful attention should be given to the term “doing business.” It is not necessary that the S corporation conducts business or engages in transactions within the state on a regular basis. Even an isolated transaction during the taxable year may be enough to cause the S corporation to be “doing business.”

Also, when an S corporation is either a general partner of a partnership or a member of a Limited Liability Company (LLC) that is “doing business” in California, the S corporation is also considered to be “doing business” in California.

Corporation Income Tax

The corporation income tax is imposed on all S corporations that derive income from sources within California but are not doing business in California.

For purposes of the corporation income tax, the term “corporation” is not limited to incorporated entities, but also includes the following:

- Associations.
- Massachusetts or business trusts.
- Real estate investment trusts.
- Other business entities classified as associations under Cal. Code Regs., tit. 18 sections 23038(b)-1 through 23038(b)-3.

B Tax Rate and Minimum Franchise Tax

The following tax rates apply to S corporations subject to either the corporation franchise tax or the corporation income tax.

- S corporations 1.5%
- Financial S corporations 3.5%
- Built-in gains and excess net passive income 8.84%

See R&TC Section 23186, General Information J, Built-In Gains, and General Information S, Excess Net Passive Investment Income, for more information.

Minimum Franchise Tax

All S corporations subject to the corporation franchise tax and any S corporation doing business in California must file Form 100S and pay at least the minimum franchise tax as required by law. The minimum franchise tax is \$800 and must be paid whether the S corporation is active, inactive, operates at a loss, or files a return for a short period of less than 12 months.

A corporation that incorporated or qualified through the California Secretary of State (SOS) to do business in California is **not** subject to the minimum franchise tax for its first taxable year and will compute its tax liability by multiplying its state net income by the appropriate tax rate. The corporation will become subject to minimum franchise tax beginning in its second taxable year.

This does not apply to qualified Subchapter S subsidiaries or corporations that are not qualified by the California SOS, or reorganized solely to avoid payment of the minimum franchise tax.

There is no minimum franchise tax for the following entities:

- Corporations that are not incorporated in California, not qualified under the laws of California, and are not doing business in California even though they derive income from California sources. However, if corporations meet the sale, property, or payroll threshold for “doing business” under R&TC Section 23101(b), corporations may be subject to the minimum franchise tax. For more information regarding “doing business,” see General Information A, Franchise or Income Tax; refer to R&TC Section 23101(b); get FTB Pub. 1050, Application and Interpretation of Public Law 86-272; or FTB Pub. 1060, Guide for Corporations Starting Business in California.
- Corporations with no income other than qualified health care service plan income

that is excluded from gross income under R&TC Section 24330 for the taxable year.

- Credit unions.
- Exempt homeowners’ associations.
- Exempt political organizations.
- Qualified non-profit farm cooperative associations.
- Exempt organizations.
- Corporations that are not incorporated under the laws of California; whose sole activities in California are engaging in convention and trade show activities for seven or fewer days during the taxable year; and do not derive more than \$10,000 of gross income reportable to California during the taxable year. These S corporations are not “doing business” in California. For more information, get FTB Pub. 1060.
- Newly formed or qualified corporations filing an initial return.

Alternative Minimum Tax

S corporations are not subject to the alternative minimum tax.

C Elections and Terminations

Elections

Corporations that elect federal S corporation status and have a California filing requirement are deemed to have made a California S election effective on the same date as the federal S election.

Terminations

Terminating the taxpayer’s federal S election simultaneously terminates its California S election.

If the taxpayer terminates its S corporation status, short-period returns are required for the S corporation short year and the C corporation short year, if applicable.

D Accounting Period and Method

The taxable year of the S corporation must not be different from the taxable year used for federal purposes, unless initiated or approved by the FTB (R&TC Section 24632).

A change in accounting method requires consent from the FTB. However, an S corporation that obtains federal approval to change its accounting method, or that is permitted or required by federal law to make a change in its accounting method without prior approval, and does so, is deemed to have the FTB’s approval if: (1) the S corporation files a timely Form 100S consistent with the change for the first taxable year the change is effective for federal purposes; and (2) the change is consistent with California law. A copy of federal Form 3115, Application for Change in Accounting Method, and a copy of the federal consent to the change must be attached to Form 100S for the first taxable year the change becomes effective. Get FTB Notice 2000-8 for more information. The FTB may modify requested changes if the adjustments would distort income for California purposes.

California follows the provisions of Revenue Procedure 2016-29, which updates the procedures for a change of accounting method involving previously unclaimed, but allowable depreciation or amortization deductions.

E When to File

File Form 100S by the 15th day of the 3rd month after the close of the taxable year unless the return is for a short-period as required under R&TC Section 24634. Generally, the due date of a short-period return is the same as the due date of the federal short-period return. See R&TC Section 18601(c) for the due date of the short-period return.

When the due date falls on a weekend or holiday, the deadline to file and pay without penalty is extended to the next business day.

For information on final returns, see General Information O, Dissolution/Withdrawal, and General Information P, Ceasing Business.

If an S corporation converts during its taxable year to an LLC or limited partnership (LP) under state law, then generally two short-period California returns must be filed (one short-period return for the S corporation and another short-period return for the LLC or LP).

The corporate status and taxable year of the LLC or LP will not terminate and only a single return Form 100S is required if:

- the LLC or LP files a federal election to be classified as an association taxable as an S corporation effective as of the conversion date,
- the conversion otherwise qualifies as a reorganization under IRC Section 368(a)(1)(F), and
- the LLC or LP satisfies the statutory requirements to be an S corporation.

F Extension of Time to File

If an S corporation cannot file its California tax return by the 15th day of the 3rd month after the close of the taxable year, it may file on or before the 15th day of the 9th month without filing a written request for an extension. Get FTB Notice 2016-04 for more information. If the S corporation is suspended on or after the original due date, the automatic extension will not apply.

An automatic extension does not extend the time for payment. The full amount of tax must be paid by the original due date of Form 100S. If there is an unpaid tax liability on the original due date, complete form FTB 3539, Payment for Automatic Extension for Corporations and Exempt Organizations, included in this booklet, and send it with the payment by the original due date of the Form 100S.

If the S corporation expects an NOL in the 2019 taxable year, it can file form FTB 3593 to extend the time for payment of tax for the immediately preceding 2018 taxable year. Get form FTB 3593 for more information.

When the due date falls on a weekend or holiday, the deadline to file and pay without penalty is extended to the next business day.

If the S corporation must pay its tax liability electronically, **all** payments **must** be remitted by Electronic Fund Transfer (EFT), EFW, Web Pay, or credit card to avoid penalties. **Do not** send form FTB 3539.

G Electronic Payments

Electronic Funds Transfer

Corporations or exempt organizations remitting an estimated tax payment or extension payment in excess of \$20,000 or having a total tax liability in excess of \$80,000 must remit all payments through EFT. Once a corporation meets the threshold, all subsequent payments regardless of amount, tax type, or taxable year must be remitted electronically to avoid the 10% non-compliance penalty. The first payment that would trigger the mandatory EFT requirement does not have to be made electronically. Corporations required to remit payments electronically may use EFW, Web Pay, or credit card and be considered in compliance with that requirement. The FTB notifies corporations or exempt organizations that are subject to this requirement. Those that do not meet these requirements may participate on a voluntary basis. If the corporation pays electronically, complete the form FTB 3539 worksheet for its records.

Do not mail the payment voucher. For more information, go to ftb.ca.gov and search for **eft** or call 916.845.4025.

Electronic Funds Withdrawal

S corporations can make an estimated tax or extension payment using tax preparation software. Check with the software provider to determine if they support EFW for estimated tax or extension payments.

Web Pay

Corporations can make payments online using Web Pay for Businesses. Corporations can make an immediate payment or schedule payments up to a year in advance. Go to ftb.ca.gov/pay.

Credit Card

Corporations can use Discover, MasterCard, Visa or American Express Card to pay business taxes. Go to officialpayments.com. Official Payments Corp. charges a convenience fee for using this service. **Do not** file form FTB 3539.

H Where to File

Payments

If a tax is due and the corporation **is not** required to make the payment electronically (by EFT, EFW, Web Pay, or credit card):

- Mail Form 100S with **payment to:**
FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257-0501
- e-Filed returns: Mail form FTB 3586, Payment Voucher for Corporations and

Exempt Organizations e-filed Returns, with **payment to:**

FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257-0531

Using black or blue ink, make the check or money order payable to the “**Franchise Tax Board.**” Write the California corporation number and “2018 Form 100S” on the check or money order.

Make all checks or money orders payable in U.S. dollars and drawn against a U.S. financial institution.

Do not attach a copy of the return with the balance due payment if the S corporation already filed/e-filed a return for the same taxable year.

Refunds

- Mail Form 100S requesting a **refund to:**
FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257-0500

Return Without Payment or Paid Electronically

- Mail Form 100S **without a payment or paid by EFT, EFW, Web Pay, or credit card to:**
FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257-0500

Private Delivery Services

California law conforms to federal law regarding the use of certain designated private delivery services to meet the “timely mailing as timely filing/paying” rule for tax returns and payments. See the instructions for federal Form 1120S for a list of designated delivery services. If a private delivery service is used, address the return to:

FRANCHISE TAX BOARD
SACRAMENTO CA 95827

Private delivery services cannot deliver items to PO boxes. If using one of these services to mail any item to the FTB, do not use an FTB PO box.

I Net Income Computation

The computation of net income from trade or business activities generally follows the determination of taxable income as provided in the IRC. However, there are differences that must be taken into account when completing Form 100S. There are two ways to complete Form 100S, the federal reconciliation method or the California computation method.

1. Federal Reconciliation Method

- a. Transfer the information from the federal Form 1120S, Page 1, to Form 100S, Side 4, Schedule F, Computation of Trade or Business Income, and attach a copy of the federal return with all supporting schedules.
- b. Enter the amount of federal ordinary income (loss) from trade or business



activities before any NOL and special deductions on Form 100S, Side 1, line 1.

- c. Enter the state adjustments (including any adjustments necessary to report items not included in ordinary trade or business income or loss) on Form 100S, Side 1 and Side 2, line 2 through line 13, to arrive at net income (loss) after state adjustments, Form 100S, Side 2, line 14.

2. Schedule F – California Computation Method

If the S corporation has no federal filing requirement, or if the S corporation **maintains** separate records for state purposes, complete Form 100S, Side 4, Schedule F, to determine state ordinary income. If ordinary income is computed under California laws, generally no state adjustments are necessary. Transfer the amount from Schedule F, line 22, to Form 100S, Side 1, line 1. Complete Form 100S, Side 1 and Side 2, line 2 through line 13, only if applicable.

See Specific Line Instructions for more information.

Regardless of the net income computation method used, the S corporation must attach any form, schedule, or supporting document referred to on the return, schedules, or forms filed with the FTB.

Substitution of Federal Schedules

S corporations may not substitute federal schedules for California schedules.

J Built-In Gains

When a C corporation elects to be an S corporation, certain items of gain or loss recognized in S corporation years are subject to the C corporation 8.84% tax rate instead of the S corporation 1.5% tax rate (financial S corporations add 2%).

Built-In Gains Under Current IRC Section 1374

For those S corporations that made the initial federal S election after December 31, 1986, certain income items reported by the S corporation are taxed at 8.84% (or the financial C corporation tax rate). This provision applies for a period of ten years following the C corporation's election to become an S corporation. The amount of built-in gain that is taxed at 8.84% (or the financial C corporation tax rate) is the excess of recognized built-in gains over recognized built-in losses, limited by taxable income as determined under IRC Section 1374(d)(2)(A). The following items are treated as built-in gains subject to this tax:

- Accounts receivable of cash basis taxpayers from C corporation years.
- Long-term contract deferred income from C corporation years.
- Deferred income from installment sales made in C corporation years.

- Recapture of depreciation from C corporation years.
- Income from unreplaced last-in, first-out (LIFO) inventory from C corporation years.
- Any other income item that is attributable to C corporation years.

These are just a few of the examples. This list is not intended to be all inclusive.

For Apportioning Corporations Only:

All recognized built-in gains and all recognized built-in losses are apportioned and allocated to California according to the current year Schedule R.

K Estimated Tax

Every S corporation must pay estimated tax using Form 100-ES, Corporation Estimated Tax.

Corporations are required to pay the following percentages of the estimated tax liability during the taxable year:

- 30% for the first required installment
- 40% for the second required installment
- No estimated tax payment is required for the third installment
- 30% for the fourth required installment

For exceptions and prior year's information, get Form 100-ES.

Estimated tax is generally due and payable in four installments as follows:

- The 1st payment is due on the 15th day of the 4th month of the taxable year. This payment may not be less than the minimum franchise tax plus QSub annual tax, if applicable.
- The 2nd, 3rd, and 4th installments are due and payable on the 15th day of the 6th, 9th, and 12th months, respectively, of the taxable year.

If no amount is due, **do not** mail Form 100-ES.

California law conforms to the federal expanded annualization periods for the computation of estimate payments. The applicable percentage for estimate basis is 100%.

Get the instructions for Form 100-ES for more information.

If the corporation must pay its tax liability electronically, **all** estimate payments due **must** be remitted by EFT, EFW, Web Pay, or credit card to avoid the EFT penalty. See General Information G, Electronic Payments, for more information.

L New/Commencing S Corporations

An S corporation is required to pay measured tax instead of minimum tax for the first taxable year if the corporation incorporated or registered through the California SOS. For more information, see General Information B, Tax Rate and Minimum Franchise Tax, or get FTB Pub. 1060.

M Penalties

Failure to File a Timely Return

Any corporation that fails to file Form 100S on or before the extended due date is assessed a delinquent filing penalty. The delinquent filing penalty is computed at 5% of the tax due, after allowing for timely payments, for every month that the return is late, up to a maximum of 25%. If the S corporation does not file its return by the extended due date, the automatic extension will not apply and the late filing penalty will be assessed from the original due date of the return. See R&TC Sections 19131 and 23772 for more information.

Unless failure is due to reasonable cause, a penalty will be assessed against the S corporation if it is required to file an S corporation return and one of the following occurs:

- The S corporation fails to file the tax return by the due date, including extensions.
- The S corporation files a return that fails to show all of the information required pursuant to R&TC Section 18601.

The amount of the penalty for each month, or part of a month (for a maximum of 12 months) that the failure continues, is \$18 multiplied by the total number of shareholders in the S corporation during any part of the taxable year for which the return is due. See R&TC Section 19172.5 for more information.

Failure to Pay Total Tax by the Due Date

Any S corporation that fails to pay the total tax shown on Form 100S by the original due date is assessed a penalty. The penalty is 5% of the unpaid tax, plus 0.5% for each month, or part of the month (not to exceed 40 months) the tax remains unpaid. This penalty may not exceed 25% of the unpaid tax. See R&TC Section 19132 for more information.

The FTB may waive the late payment penalty based on reasonable cause. Reasonable cause is presumed when 90% of the tax shown on the return, but not less than minimum franchise tax if applicable, is paid by the original due date of the return. However, the imposition of interest is mandatory.

Corporations that meet the requirements for filing form FTB 3593 may extend the time for payment of taxes and are not subject to late payment penalties. For more information, get form FTB 3593.

If an S corporation is subject to both the penalty for failure to file a timely return and the penalty for failure to pay the total tax by the due date, a combination of the two penalties may be assessed, but the total will not exceed 25% of the unpaid tax.

Underpayment of Estimated Tax

Any S corporation that fails to pay, pays late, or underpays an installment of estimated tax is assessed a penalty. The penalty is a percentage of the underpayment of estimated tax for the period from the date the installment was due until the date it is paid, or until the original due

date of the tax return, whichever is earlier. Get form FTB 5806 to determine both the amount of underpayment and the amount of penalty.

The underpayment of estimated tax penalty shall not apply to the extent the underpayment of an installment was created or increased by any provision of law that is chaptered during and operative for the taxable year of the underpayment.

See R&TC Sections 19142, 19144, 19145, 19147 through 19151, and 19161 for more information.

If the S corporation uses Exception B or Exception C on form FTB 5806 to compute or eliminate any of the required installments, form FTB 5806 must be attached to the **back of Form 100S** (after all schedules and federal return) and the box on Form 100S, Side 2, line 42b, should be checked.

Large Corporate Understatement Penalty (LCUP)

Corporations are subject to the LCUP for the understatement of tax if that understatement exceeds the greater of:

- \$1 million, or
- 20% of the tax shown on an original or amended return filed on or before the original or extended due date of the return for the taxable year.

The amount of the penalty is equal to 20% of the understatement of tax. See R&TC Section 19138 for exceptions to the LCUP. For more information, go to ftb.ca.gov and search for **lcup**.

EFT Penalty

If the S corporation must pay its tax liability electronically, **all** payments **must** be remitted by EFT, EFW, Web Pay or credit card to avoid the penalty. The penalty is 10% of the amount not paid electronically. See R&TC Section 19011 and General Information G, Electronic Payments, for more information.

Information Reporting Penalties

U.S. corporations that have an ownership interest (directly or indirectly) in a foreign corporation and were required to file federal Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations; or federal Form 8975, Country-by-Country Report, and accompanying Schedule A (8975), Tax Jurisdiction and Constituent Entity Information with the federal return, must attach a copy(ies) to the California return. The penalty for failure to include a copy of federal Form(s) 5471, or federal Form 8975 and accompanying Schedule A (8975), as required, is \$1,000 per required form for each year the failure occurs. The penalty will not be assessed if the copy of the information required to be filed with the IRS was not attached to the taxpayer's original return and the taxpayer provides a copy of the form(s) within 90 days of request from the FTB and the taxpayer agrees to attach a copy(ies) of federal Form 5471 or federal Form 8975 and accompanying Schedule A (8975) to all original returns filed for subsequent years. See R&TC

Section 19141.2 for more information.

Note: Foreign insurance companies that file as domestic companies are exempt from the requirement of filing federal Form 8975 and accompanying Schedule A (8975).

Certain domestic corporations that are 25% or more foreign-owned and foreign corporations engaged in a U.S. trade or business must attach a copy(ies) of the federal Form(s) 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business, to Form 100S. The penalty for failing to include a copy of federal Form(s) 5472, as required, is \$10,000 per required form for each year the failure occurs. See R&TC Section 19141.5 for more information.

If the S corporation does not file its Form 100S by the due date or extended due date, whichever is later, copy(ies) of federal Form(s) 5472 must still be filed on time or the penalty will be imposed. Attach a cover letter to the copy(ies) indicating the taxpayer's name, California corporation number, and taxable year. Mail to the same address used for returns without payments. See General Information H, Where to File, for more information. When the S corporation files Form 100S, also attach copy(ies) of the federal Form(s) 5472.

Record Maintenance Penalty

The penalty for failure to maintain certain records is \$10,000 for each taxable year for which the failure applies. In addition, if the failure continues for more than 90 days after the FTB notifies the S corporation of the failure, in general, a penalty of \$10,000 may be assessed for each additional 30-day period of continued failure. There is no maximum amount of penalty that may be assessed.

See Records Maintenance Requirements on page 6 for a discussion of the records required to be maintained. See R&TC Section 19141.6 and the related regulations for more information.

Accuracy and Fraud Related Penalties

California conforms to IRC Sections 6662 through 6665 that authorize the imposition of an accuracy-related penalty equal to 20% of the related underpayment and the imposition of a fraud penalty equal to 75% of the related underpayment. See R&TC Section 19164 for more information.

California Secretary of State (SOS) Penalty

The California Corporations Code requires the FTB to assess a penalty for failure to file an annual Statement of Information with the California SOS. For more information, see R&TC Section 19141, or contact:

SECRETARY OF STATE
STATEMENT OF INFORMATION UNIT
ATTENTION: PENALTIES
PO BOX 944230
SACRAMENTO CA 94244-2300
Telephone: 916.657.5448

Other Penalties

Other penalties may be imposed for a payment returned for insufficient funds,

foreign corporations operating while forfeited or without qualifying to do business in California, and domestic corporations operating while suspended in California. See R&TC Sections 19134 and 19135 for more information.

N Interest

Interest is due and payable on any tax due if not paid by the original due date of Form 100S. Interest is also due on some penalties. The automatic extension of time to file Form 100S does not stop interest from accruing. California follows federal rules for the calculation of interest. Get FTB Pub. 1138, Business Entity Refund/Billing Information, for more information.

O Dissolution/Withdrawal

The S corporation must fill in the applicable box on Form 100S, Side 1, Question A1, if dissolving, merging, or withdrawing. Enter the date the S corporation filed/will file the documents for dissolution with the California SOS.

The franchise tax for the period in which the S corporation formally dissolves or withdraws is measured by the income of the taxable year in which it ceased doing business in California, unless such income has already been taxed at the rate prescribed for the taxable year of dissolution or withdrawal.

An S corporation that is a successor to a corporation that commenced doing business in California before January 1, 1972, is allowed a credit that may be refunded in the year of dissolution or withdrawal. The amount of the refundable credit is the difference between the minimum franchise tax for the corporation's first full 12 months of doing business and the total tax paid for the same period.

To claim this credit, enter the amount on Form 100S, Side 2, line 33. To the left of line 33, write "Dissolving/ Withdrawing" or include it according to your software's instructions.

The tax return for the final taxable period is due on or before the 15th day of the 3rd full month after the month during which the S corporation withdrew or stops doing business in California.

Corporations are subject to income tax or franchise tax for the final taxable period. Corporations that file a final franchise tax return must pay at least the minimum franchise tax as specified in R&TC Section 23153.

The minimum franchise tax will not be assessed after the taxable year for which the final tax return is filed, if a corporation meets all of the following requirements:

- The corporation files a timely **final** franchise tax return for the preceding taxable year, including extension. The corporation must be in good standing to have an extension to file.
- The corporation did **not** do business in California after the final taxable year.

- The corporation files the appropriate documents for dissolution or surrender with the California SOS within 12 months of the timely filed **final** franchise tax return.

Get FTB Pub. 1038, Guide to Dissolve, Surrender, or Cancel a California Business Entity, for more information.

To get samples and forms for filing a dissolution, surrender, or merger agreement, go to sos.ca.gov and search for **corporation dissolution**. Or address your request to:

CALIFORNIA SECRETARY OF STATE
BUSINESS ENTITIES FILING UNIT
PO BOX 944260
SACRAMENTO CA 94244-2600
Telephone: 916.657.5448

P Ceasing Business

The tax for the final year in which the S corporation does business in California is determined according to or measured by its net income for the taxable year during which the S corporation ceased doing business. In any event, the tax for any taxable year shall not be less than the minimum franchise tax, if applicable. For more information, see R&TC Section 23151.1.

Unreported income on installment obligations, distribution of notes, and distribution of corporate assets (i.e. land, buildings) at a gain must be included in income in the year of cessation. There is no federal law counterpart regarding this issue. For more information, see R&TC Section 24672 and Section 24451.

A domestic or qualified S corporation will remain subject to the minimum franchise tax for each taxable year it is in existence until a certificate of dissolution (and certificate of winding up, if necessary), certificate of withdrawal, or certificate of surrender is filed with the California SOS. See General Information O, Dissolution/Withdrawal, R&TC Sections 23331 through 23333, and R&TC Section 23335 for more information.

Q Suspension/Forfeiture

If an S corporation does not file Form 100S and/or does not pay any tax, penalty, or interest due, its powers, rights, and privileges may be suspended (in the case of a domestic S corporation) or forfeited (in the case of a foreign S corporation).

S corporations that operate while suspended or forfeited may be subject to a \$2,000 penalty per taxable year, which is in addition to any tax, penalties, and interest already accrued. Also, any contracts entered into during suspension or forfeiture are voidable at the request of any party to the contract other than the suspended or forfeited corporation.

Such contracts will remain voidable and unenforceable unless the S corporation applies for relief from contract voidability and the FTB grants relief.

See R&TC Sections 19135, 19719, 23301, 23305.1, and 23305.2 for more information.

R Apportionment of Income

S corporations with business income attributable to sources both within and outside of California are required to apportion such income. Use Schedule R to calculate the apportionment percentage. Be sure to answer Question P on Form 100S, Side 3. Attach the Schedule R behind Form 100S and prior to the supporting schedules.

R&TC Section 25128.7 requires all business income of an apportioning trade or business, other than an apportioning business under R&TC Section 25128(b), to apportion its business income using the single-sales factor formula.

R&TC Section 25136 requires **all** taxpayers to assign sales, other than sales of tangible personal property, using market assignment. For more information, see R&TC Section 25136 and Cal. Code Regs., tit. 18 section 25136-2, get Schedule R, or go to ftb.ca.gov and search for **market assignment**.

For more information, see R&TC Sections 25120 through 25136.1.

Combined Reports – A corporation that has made a valid election to be treated as an S corporation is generally not included in a combined report. However, in some cases, the FTB may use combined reporting methods to clearly reflect income of an S corporation. See R&TC Section 23801(d)(1).

S Excess Net Passive Investment Income

In general, California R&TC Section 23811 conforms to IRC Section 1375. If an S corporation does not have excess net passive investment income for federal purposes, then the S corporation will not have excess net passive investment income for California purposes.

If at the close of the taxable year, an S corporation has undistributed earnings and profits from previous years as a C corporation and has passive investment income that represents more than 25% of total gross receipts, then the S corporation may be subject to tax on the excess net passive investment income at the rate of 8.84% (10.84% in the case of a financial corporation). See R&TC Section 23811 for more information.

If an S corporation has an 80% or greater ownership stake in a C corporation, dividends received from that C corporation are not treated as passive investment income, for purposes of IRC Sections 1362 and 1375, if the dividends are attributable to the earnings and profits of the C corporation derived from the active conduct of a trade or business.

T Water's-Edge Reporting

C corporations filing on a water's-edge basis are required to use Form 100W, California Corporation Franchise or Income Tax Return – Water's-Edge Filers, to file their California tax

return. S corporations filing on water's-edge basis use Form 100S to file their California tax return.

Taxpayers may elect to compute income attributable to California on the basis of a water's-edge election. In general, affiliated foreign corporations are excluded from the combined report.

To make the water's-edge election, an S corporation files Form 100-WE, Water's-Edge Election. For the election to be valid for any taxable year, sign and attach Form 100-WE to the original timely filed Form 100S. Attach a copy of the signed Form 100-WE to all subsequent returns filed during the election period.

To be allowed to file on a water's-edge basis, the S corporation must, among other things, do the following:

- File returns on a water's-edge basis for a period of 84 months.
- Agree to business income treatment of dividends received from certain corporations.
- Consent to the taking of certain depositions and the acceptance of subpoenas duces tecum requiring the reasonable production of documents.

Get Form 100W Tax Booklet, for more information.

U Amended Return

To correct or change a previously filed Form 100S, file the most current Form 100X. Using an incorrect form may delay processing of the amended return. File Form 100X within six months after the corporation filed an amended federal return or after the final federal determination, if the IRS examined and changed the corporation's federal return.

V Information Returns

Every S corporation engaged in a trade or business and making or receiving certain payments in the course of the trade or business is required to file information returns to report the amount of such payments.

Payments that must be reported include, but are not limited to the following:

- Payments exceeding \$600 annually for compensation for services not subject to withholding, commissions, fees, prizes and awards, payments to independent contractors, rents, royalties, legal services whether or not the payee is incorporated, interest (such as interest charged for late payment), and pensions.
- Payments exceeding \$10 annually for interest earned and dividends.
- All payment amounts made by a broker or barter exchange.
- All payment amounts for gross proceeds paid to an attorney whether or not the services are performed for the payer.
- Cash payments over \$10,000 received in a trade or business.

See instructions for federal Forms 1099 (series), 1098, 5498, and W-2G; federal Publication 1220, Specifications for Electronic Filing of Forms 1097, 1098, 1099, 3921, 3922, 5498, and W-2G; and federal Form 8300, Report of Cash Payments Over \$10,000 Received in a Trade or Business, for the applicable **due dates**.

Report payments to the FTB and the IRS using the appropriate federal form. Reports must be made for the calendar year.

California requires S corporations to report to the FTB interest paid on municipal bonds held by California taxpayers and issued by a state other than California, or a municipality other than a California municipality. Entities paying interest to California residents on these types of bonds are required to report interest payments aggregating \$10 or more and paid after January 1, 2018. These information returns will be due by June 1, 2019. For more information, get form FTB 4800 MEO, Federally Tax Exempt Non-California Bond Interest and Interest-Dividend Payments Information Media Transmittal.

California conforms to the information reporting requirements imposed under IRC Sections 6038 through 6038D.

If the corporation files any of the following federal information returns, a copy of the federal return must be filed with California as well:

- Federal Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations
- Federal Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business
- Federal Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation
- Federal Form 8938, Statement of Specified Foreign Financial Assets
- Federal Form 8975, Country-by-Country Report*
- Schedule A (8975), Tax Jurisdiction and

Constituent Entity Information*

Note: Foreign insurance companies that file as domestic companies are exempt from the requirement of filing federal Form 8975 and accompanying Schedule A (8975).

Attach a copy of each federal information return to the California tax return.

If these federal information returns are not provided, penalties may be imposed under R&TC Sections 19141.2 and 19141.5.

W Signatures

Phone Number and Email Address

Include an officer's phone number and email address in case the FTB needs to contact the corporation for information needed to process this return. By providing this information the FTB will be able to process the return or issue the refund faster.

Preparer Tax Identification Numbers (PTIN)

Tax preparers must provide their PTIN on the tax returns they prepare. Preparers who want a PTIN should go to the IRS website at irs.gov and search for **ptin**.

Paid Preparer Authorization

If the S corporation wants to allow the FTB to discuss its 2018 tax return with the paid preparer who signed it, check the "Yes" box in the signature area of the return. This authorization applies only to the individual whose signature appears in the "Paid Preparer's Use Only" section of the return. It does not apply to the firm, if any, shown in that section.

If the "Yes" box is checked, the S corporation is authorizing the FTB to call the paid preparer to answer any questions that may arise during the processing of the tax return. The S corporation is also authorizing the paid preparer to:

- Give the FTB any information that is missing from the tax return.
- Call the FTB for information about the processing of the tax return or the status of any related refund or payments.

- Respond to certain FTB notices about math errors, offsets, and tax return preparation.

The S corporation is not authorizing the paid preparer to receive any refund check, bind the S corporation to anything (including any additional tax liability), or otherwise represent the S corporation before the FTB.

The authorization will automatically end no later than the due date (without regard to extensions) for filing the S corporation's 2019 tax return. If the S corporation wants to expand the paid preparer's authorization, go to ftb.ca.gov/poa. If the S corporation wants to revoke the authorization before it ends, notify the FTB in writing or call 800.852.5711.

X Net Operating Loss

NOLs incurred in taxable years beginning on or after January 1, 2013, are carried back to each of the preceding two taxable years. For an NOL incurred in a taxable year beginning on or after January 1, 2015, the carryback amount is 100% of the NOL.

The corporation computes the **NOL carryback** in Part III of form FTB 3805Q. For more information, get FTB Legal Ruling 2011-04 (see Situation 3).

The corporation claims the NOL carryback by amending their 2016 and/or 2017 tax return using Form 100X. **Note:** If the corporation will claim the NOL as a carryback in any of the previous two years, the corporation will first file the applicable 2018 tax return and attach the 2018 form FTB 3805Q (with Part III, NOL carryback completed) to the tax return. After the 2018 tax return is filed, the corporation will file the amended return for 2016 and/or 2017 to claim the NOL carryback deduction and provide the following explanation on Form 100X, Part V, line 2, Explanation of Changes: "2018 NOL carryback deduction." **Do not** attach the 2018 form FTB 3805Q to the 2016 or 2017 amended return. Attaching form FTB 3805Q may delay processing of the amended return.

Excess Net Passive Income and Income Tax Worksheet

1 Enter gross receipts for the taxable year (see IRC Section 1362(d)(3)(B) for gross receipts from the sale of capital assets)*.	1	00
2 Enter passive investment income as defined in IRC Section 1362(d)(3)(C)*	2	00
3 Enter 25% (.25) of line 1. If line 2 is less than line 3, the corporation is not liable for this tax	3	00
4 Excess passive investment income. Subtract line 3 from line 2	4	00
5 Enter expenses directly connected with the production of income on line 2. See IRC Section 1375(b)(2)*	5	00
6 Net passive income. Subtract line 5 from line 2	6	00
7 Divide the amount on line 4 by the amount on line 2	7	
8 Excess of net passive income. Multiply line 6 by line 7. See instructions on line 11 below	8	00
9 Enter taxable income**	9	00
10 Enter the smaller of line 8 or line 9	10	00
11 Excess net passive income tax. Enter 8.84% (financial S corporations must use 10.84%) of line 10 here and on Form 100S, Side 2, line 28. (If an amount is entered here, go to line 8 above and carry the line 8 amount to Form 100S, Side 2, line 16).	11	00

*Income and expenses on line 1, line 2, and line 5 are from total operations for the taxable year. This includes applicable income and expenses from Form 100S, Side 1 and Side 2. See IRC Sections 1362(d)(3)(C) and 1375(b)(4) for exceptions regarding line 2 and line 5.

**Taxable income is defined in federal Treas. Regs. Section 1.1374-1A(d). Figure taxable income by completing line 1 through line 17 of Form 100, California Corporation Franchise or Income Tax Return. Clearly mark "ENPI Taxable Income" on the Form 100 computation and attach it to Form 100S.

Any corporation entitled to a carryback period pursuant to IRC Section 172(b)(3) may elect to relinquish/waive the entire carryback period with respect to an NOL incurred in the 2018 taxable year. By making the election, the taxpayer is electing to carry an **NOL forward** instead of carrying it back to the previous two years. Once made, the election is **irrevocable** for such taxable year. To make the election, check the box in Part I under Election to Waive Carryback, of form FTB 3805Q and attach form FTB 3805Q to the tax return. For more information, see form FTB 3805Q included in this booklet and R&TC Section 24416.

R&TC Sections 24416 through 24416.7 and Section 25108 provide for NOL deductions incurred in the conduct of a trade or business.

R&TC Sections 24347.5 and 24347.11 through and 24347.13 provide the treatment for disaster losses incurred in an area declared by the President of the United States or the Governor of California as a disaster area. For taxable years beginning before January 1, 2014, if the disaster is declared by the Governor of California only, subsequent state legislation is required for the disaster provision to be activated.

For taxable years beginning on or after January 1, 2014, and before January 1, 2024, taxpayers may deduct a disaster loss sustained in any city, county, or city and county in California that is proclaimed by the Governor to be in a state of emergency. For these Governor-only declared disasters, subsequent state legislation is not required to activate the disaster loss provisions. See R&TC Section 24347.14 for more information.

Losses taken into account under the disaster provisions may not be included in computing regular NOL deductions.

For more information, see form FTB 3805Q included in this booklet; or get form FTB 3805Z, Enterprise Zone Deduction and Credit Summary; form FTB 3806, Los Angeles Revitalization Zone Net Operating Loss (NOL) Carryover Deduction; form FTB 3807, Local Agency Military Base Recovery Area Deduction and Credit Summary; or form FTB 3809, Targeted Tax Area Deduction and Credit Summary.

Y At-Risk Rules

California S corporations are subject to IRC Section 465 relating to the at-risk rules. For more information, get federal Form 6198, At-Risk Limitations. Losses from passive activities are first subject to the at-risk rules and then to the passive activity rules.

Z Passive Activity Loss Limitation

California S corporations generally follow IRC Section 469 and the regulations thereunder that allow losses from passive activities to be applied only against income from passive activities.

California differs from federal law in that rental real estate activities of taxpayers engaged in a real property business are still treated as a passive activity.

California law also differs from federal law in that the passive activity loss rules are applied at both the S corporation level and at the shareholder level. The passive activity loss rules must be applied in determining the net income of the S corporation that will be taxed using the 1.5% tax rate. Subsequent to the income and deductions passing through to the shareholders, the rules are again applied in determining the net income of the shareholder. Treatment at the shareholder level is the same as the federal treatment prior to January 1, 1994.

The passive activity loss rules apply to the S corporation as if it were an individual (i.e., losses from passive activities may not be used to offset other income, except for \$25,000 in losses from rental real estate). However, when determining whether the S corporation materially participates in the activity, the material participation rules that apply to a "closely held C corporation" should be applied to the S corporation. For more information, see IRC Section 469(h)(4).

S corporations must use form FTB 3801, Passive Activity Loss Limitations, to compute the allowable net loss from passive activities.

AA Passive Activity Credits

S corporation credits subject to the passive activity credit limitation rules include the following:

- Research Credit
- Low-Income Housing Credit
- Orphan Drug Credit

Get form FTB 3801-CR, Passive Activity Credit Limitations, for more information.

BB Tax Credits

If a C corporation had unused credit carryovers when it elected S corporation status, the carryovers were reduced to 1/3 and transferred to the S corporation. The remaining 2/3 were disregarded. The allowable carryovers may be used to offset the 1.5% tax on net income in accordance with the respective carryover rules. These C corporation carryovers may not be passed through to shareholders. Refer to Schedule C (100S), S Corporation Tax Credits, included in this booklet.

S corporations may generate credits from both the Corporation Tax Law and the Personal Income Tax Law. Follow the guidelines below:

- If a credit listed on page 36 is allowed only under the Corporation Tax Law, 1/3 of the credit may be used to offset the S corporation tax or may be carried over, if allowed. The remaining 2/3 must be disregarded and may not be carried over. No part of the credit may be passed through to the shareholders.

- If the credit is allowed only under Personal Income Tax Law, the full credit may be passed through to the shareholders. No part of the credit may be used by the S corporation to offset the S corporation tax or to be carried over.
- If a credit is allowed under both the Corporation Tax Law and Personal Income Tax Law, the S corporation may use 1/3 of the credit to offset the S corporation tax or it may be carried over, if allowed. The remaining 2/3 must be disregarded and may not be carried over. The full amount of the credit, as calculated under the Personal Income Tax Law, may also be passed through to the shareholders.

California Motion Picture & Television Production Credits

The S corporation may not claim either the original or the New California Motion Picture and Television Production Credit. The entire amount of the credit passes through to the shareholder. For more information, get FTB 3541, California Motion Picture and Television Production Credit.

Credits and credit carryovers may not reduce the minimum franchise tax, the QSub annual tax(es), built-in gains tax, excess net passive income tax, credit recaptures, the increase in tax imposed for the deferral of installment sale income, or an installment of LIFO recapture tax.

CC Group Nonresident Shareholder Return

Nonresident individual shareholders of an S corporation doing business in California may elect to file a group nonresident return on Long Form 540NR, California Nonresident or Part-Year Resident Income Tax Return. Get FTB Pub. 1067, for more information.

S corporations are required to withhold income tax on certain payments to nonresident shareholders. Nonresident shareholders must file Long Form 540NR to claim the withholding even if there are no filing requirements.

DD Qualified Subchapter S Subsidiary (QSub)

California has conformed to the sections of the IRC that allow an S corporation to own a QSub. A QSub is a domestic corporation that is not an ineligible corporation, i.e., it must be eligible to be an S corporation as defined by IRC Section 1361(b)(2). In addition, 100% of the stock of the subsidiary must be held by the S corporation parent and the parent must elect to treat the subsidiary as a QSub. A QSub is not treated as a separate entity and all assets, liabilities, and items of income, deduction, and credit of the QSub are treated as belonging to the parent S corporation. The activities of the QSub are treated as activities of the parent S corporation.

An election made by the parent S corporation under IRC Section 1361(b)(3) to treat the corporation as a QSub for federal purposes is treated as a binding election for California purposes. A separate election is not filed for California.

The federal election is made on federal Form 8869, Qualified Subchapter S Subsidiary Election. California requires that an S corporation parent attach a copy of the Form 8869 for each QSub doing business or qualified to do business in California to the return for the taxable year during which the QSub election was made. California follows the federal transitional relief procedures for perfecting a QSub election.

A QSub is subject to an \$800 annual tax which is paid by the S corporation parent. The QSub annual tax is due and payable when the S corporation's first estimated tax payment is due. If the QSub is acquired, or a QSub election is made during the taxable year, the QSub annual tax is due with the S corporation's next estimated tax payment after the date of the QSub election or acquisition. The QSub annual tax is subject to the estimated tax rules and penalties.

An S corporation that owns a QSub does not file a combined return. Instead, the QSub is disregarded, and the activities, assets, liabilities, income, deductions, and credits of the QSub are considered to be the assets, liabilities, income, and credits of the S corporation. If the QSub is not unitary with the S corporation, then it is treated as a separate division and separate computations must be made to compute business income and apportionment factors for the QSub and the S corporation, and to apportion to California the business income of each.

An S corporation parent must complete the Schedule QS, Qualified Subchapter S Subsidiary (QSub) Information, included in this booklet, and attach it to the Form 100S for each taxable year in which a QSub election is in effect.

EE California Use Tax

Use tax has been in effect in California since July 1, 1935. It applies to purchases of property from out-of-state sellers and is similar to sales tax paid on purchases made in California. If the S corporation has not already paid all use tax due to the California Department of Tax and Fee Administration (CDTFA), it may be able to report and pay the use tax due on its state income tax return. However, S corporations required to hold a California seller's permit or to otherwise register with the CDTFA for sales and use tax purposes may not report use tax on their state income tax return. See the information below and the instructions for line 35 of the income tax return.

In general, S corporations must pay California use tax on purchases of merchandise for use in California, made from out-of-state sellers,

for example, by telephone, online, by mail, or in person.

S corporations must pay California use tax on taxable items if:

- The seller does not collect California sales or use tax; and
- The S corporation uses, gifts, stores, or consumes the item in California.

Example: The S corporation purchases a conference table from a company in North Carolina. The company ships the table from North Carolina to the corporation's address in California for the corporation's use, and does not charge California sales or use tax. The S corporation owes use tax on the purchase.

However, not all purchases require the S corporation to pay use tax. For example, the S corporation would include purchases of office equipment, but not exempt purchases of food products or prescription medicine. For more information on nontaxable and exempt purchases, the S corporation may refer to Publication 61, Sales and Use Taxes: Exemptions and Exclusions, on the California Department of Tax and Fee Administration's website at cdtfa.ca.gov.

For more information about California use tax, please refer to the California Department of Tax and Fee Administration's website at cdtfa.ca.gov and type "Find Information About Use Tax" in the search bar.

Complete the Use Tax Worksheet on page 19 to calculate the amount due.

Extensions to File. If the S corporation requests an extension to file the tax return, wait until the S corporation files the return to report the purchases subject to use tax and to make the use tax payment.

Interest, Penalties, and Fees. Failure to timely report and pay use tax due may result in the assessment of interest, penalties, and fees.

Application of Payments. For purchases made during taxable years starting on or after January 1, 2015, payments and credits reported on an income tax return will be applied first to the use tax liability, instead of income tax liabilities, penalties, and interest.

Changes in Use Tax Reported. Do not file an Amended S Corporation Franchise or Income Tax Return (Form 100X) to revise the use tax previously reported. If the S corporation has changes to the amount of use tax previously reported on the original tax return, contact the California Department of Tax and Fee Administration.

For assistance, go to the California Department of Tax and Fee Administration's website at cdtfa.ca.gov, or call their Customer Service Center at 1.800.400.7115 or (TTY) 711 (for hearing and speech disabilities). For California income tax information, contact the FTB at ftb.ca.gov.

FF Property Subject To IRC Section 179 Recapture

Special rules apply for gains from the sale, exchange or disposition of property for which an IRC Section 179 expense deduction was claimed in a prior year. For federal purposes, the gain is no longer included in income at the entity level. However, it must be included in the taxable income of the S corporation for California purposes.

S corporations should follow the instructions in federal Form 4797 **with the exception** that the amount of gain on property subject to the IRC Section 179 expense deduction recapture (capital gain and ordinary gain) must be included in the taxable income of the S corporation. To accomplish this, the S corporation will need to compute **two sets** of Schedule D-1, Sales of Business Property, and Schedule D (100S), S Corporation Capital Gains and Losses and Built-In Gains. One set of Schedule D-1 and Schedule D (100S) will include the sale or disposition of both IRC Section 179 assets and the sale of non-IRC Section 179 business assets with the amount reported on Form 100S, Side 1, line 4.

The second set of Schedule D-1 and Schedule D (100S) will include the sale or disposition of non-IRC Section 179 business assets only, with the amount reported on the Schedule K and Schedule K-1 (100S).

See Specific Line Instructions for Property Subject to IRC Section 179 Expense Deduction Recapture. Also see the Schedule D-1 Instructions.

The S corporation should report the gain on property subject to the IRC Section 179 expense deduction recapture passed through to the shareholders on the Schedule K and Schedule K-1 (100S) as supplemental information as instructed on the federal Form 4797.

GG Limited Liability Companies (LLCs)

California law authorizes the formation of LLCs and recognizes out-of-state LLCs registered or doing business in California. The taxation of an LLC in California depends upon its classification as a corporation, partnership, or "disregarded entity" for federal tax purposes.

If a LLC elects to be taxed as an S corporation for federal tax purposes, the LLC must file Form 100S, Form 100-ES, form FTB 3539, and/or form FTB 3586 and enter the California corporation number, FEIN, and California SOS file number, if applicable, in the space provided. The FTB will (1) assign an identification number to an LLC that files as a corporation, and (2) notify the LLC with the identification number upon receipt of the first estimated tax payment, first tax payment, or the first tax return. The LLC will

be subject to the applicable provisions of the Corporation Tax Law and should be considered a corporation for purposes of all instructions unless otherwise indicated.

If an LLC elects to be taxed as a partnership for federal tax purposes, it must file Form 568, Limited Liability Company Return of Income. LLCs taxed as partnerships determine their income, deductions, and credits under the Personal Income Tax Law and are subject to an annual tax as well as an annual fee based on total income.

If a Single Member Limited Liability Company (SMLLC) is disregarded for federal tax purposes, get Form 568 Booklet for information regarding SMLLC filing requirements. A disregarded LLC reports its income, deductions, and credits on the return of its owner. However, an LLC that is disregarded is required to file and pay the annual LLC tax as well as the fee (if applicable) based on total income. Form 568 provides the FTB with information on the sole owner of the LLC, contains the owner's consent to be taxed on the income of the LLC, and provides for the computation of the LLC tax and fee.

Specific Line Instructions

If an LLC elects to be taxed as a corporation, see General Information GG, Limited Liability Companies (LLCs), for more information.

Filing Form 100S without errors will expedite processing. Before mailing Form 100S, make sure entries have been made for the following:

- California corporation number (a valid seven digit number assigned by the California SOS).
- Federal employer identification number (FEIN) (nine digits).
- California Secretary of State (SOS) file number (twelve digits), if applicable.
- Corporation name (use the true legal name filed with the California SOS) and address (include PMB no., if applicable).
- Use the additional information field for "Owner/Representative/Attention" name, and other supplemental address information only.
- If the corporation has a foreign address, follow the country's practice for entering the city, county, province, state, country, and postal code, as applicable, in the appropriate boxes. **Do not** abbreviate the country name.

File the 2018 Form 100S for calendar year 2018 or for a fiscal year that begins in 2018.

Enter taxable year beginning and ending dates **only** if the return is for a short year or a fiscal year. If the S corporation reports its income using a calendar year, leave the date area blank. If a domestic corporation files the **first** California tax return, the fiscal year beginning date **must** be the date the corporation is incorporated. If the return is filed for a short period (less than 12 months), write "short

year" in red in the top margin on Form 100S, Side 1. Convert all foreign monetary amounts to U.S. dollars.

The 2018 Form 100S may also be used if both of the following apply:

- The corporation has a taxable year of less than 12 months that begins and ends in 2019.
- The 2019 Form 100S is not available at the time the corporation is required to file its return. The S corporation must show its 2019 taxable year on the 2018 Form 100S and incorporate any tax law changes that are effective for taxable years beginning after December 31, 2018.

California law is different from federal law. California taxes S corporations under Chapter 2 (commencing with R&TC Section 23101) or Chapter 3 (commencing with R&TC Section 23501) of the Corporation Tax Law.

Questions A through S

Answer all applicable questions and attach additional sheets, if necessary. Be sure to answer Questions C through S on Form 100S, Side 3. Read the following instructions when answering:

Question A2 – Check the "Yes" or "No" box to indicate if the S corporation is deferring any income from the disposition of assets. If "Yes," enter the four-digit year in which the assets were disposed (ex. 2018). If there are multiple years, write "see attached" on the line and attach a schedule listing the years. This question is applicable if the S corporation is deferring any income from a disposition of assets in the **current taxable year or prior taxable years**.

Question A3 – Check the box for the type(s) of previously deferred income the S corporation is reporting. If there are multiple sources of income, check the box for the appropriate items and attach a schedule listing the income type and year of disposition. If the S corporation is reporting "Other" types of previously deferred income, check the box for "Other" and attach a schedule listing the income type and year of disposition. This question is applicable if the S corporation is reporting previously deferred income in the **current taxable year or prior taxable years**.

Question B – Transfer or acquisition of voting stock

All S corporations **must** answer all three questions. The questions provide information regarding changes in control or ownership of legal entities owning or under certain circumstances leasing California real property (R&TC Section 64). (Real Property includes land, buildings, structures, fixtures – see R&TC Section 104 for more information).

If any of the answers are "Yes", a *Statement of Change in Control and Ownership of Legal Entities*, must be filed with the State of California; failure to do so within 90 days of the event date will result in penalties. The form for this statement is form BOE-100-B, filed

with the California State Board of Equalization (BOE). Get this form and information from the BOE website (boe.ca.gov) by searching for **Legal Entity Ownership Program (LEOP)**.

There may be a change in ownership or control if, during this taxable year, one of the following occurred with respect to this corporation or any of its subsidiaries:

- The percentage of outstanding voting shares transferred to, or owned or controlled by, **one** person or **one** legal entity cumulatively exceeded 50%.
- The total outstanding voting shares transferred to or held by **one** irrevocable trust or trust beneficiary cumulatively exceeded 50%.
- **One** or more irrevocable proxies cumulatively transferred voting rights to more than 50% of the outstanding voting shares to **one** person or **one** entity.
- This corporation, or any of its subsidiaries, cumulatively acquired ownership or control of more than 50% of the outstanding voting shares or other ownership interests in any legal entity.
- As of the end of this taxable year, cumulatively more than 50% of the total outstanding voting shares have been transferred in one or more transactions since an interest in California real property was transferred to the corporation that was excluded from property tax reassessment under R&TC 62(a)(2) which established an original co-owners' interest status.

For purposes of these questions, leased real property is a leasehold interest in taxable real property: (1) leased for a term of 35 years or more (including renewal options), if not leased from a government agency; or (2) leased for any term, if leased from a government agency.

R&TC Section 64(e) requires this information for use in determining whether a change in ownership has occurred under section 64(c) and (d); it is used by the LEOP.

Question C – Principal business activity (PBA) code

All S corporations **must** answer Question C.

Include the six digit PBA code from the Principal Business Activity Codes chart included in this tax booklet. The code should be the number for the specific industry group from which the greatest percentage of California "total receipts" is derived. "Total receipts" means gross receipts plus all other income. The California PBA code number may be different from the federal PBA code number.

If, as its principal business activity, the corporation: (1) purchases raw material; (2) subcontracts out for labor to make a finished product from the raw materials; and (3) retains title to the goods, the corporation is considered to be a manufacturer and must enter one of the codes under "Manufacturing." Also, write in the business activity and principal product or service on the lines provided.

Question E – Does this return include Qualified Subchapter S Subsidiaries (QSubs)?

Answer “Yes” if the S corporation owns a QSub. Refer to the instructions for line 21 and line 31 to report the QSub annual tax. Be sure to complete Schedule QS included in this tax booklet and attach the schedule to Form 100S when filed.

Question N – Doing business as (DBA)

S corporations doing business under a name other than that entered on Side 1 of Form 100S must enter the DBA name in Question N. If the S corporation is doing business under multiple DBAs attach a schedule listing all DBAs.

Leave Question N blank if the S corporation is not using DBAs to conduct business.

Question Q – Reportable transaction or listed transaction

Federal Form 8886 is required to be attached to any return on which a deduction, loss, credit, or any other tax benefit is claimed or is reported, or any income the S corporation reported from an interest in a reportable transaction. If the S corporation is required to file this form with the federal return, attach a copy to the S corporation’s Form 100S.

A material advisor is required to provide a reportable transaction number to all taxpayers and material advisors for whom the material advisor acts as a material advisor.

A Reportable Transaction is any transaction as defined in R&TC Section 18407 and Treas. Reg. Section 1.6011-4 and includes, but is not limited to the following:

- A Listed Transaction, or a transaction that is substantially similar to a Listed Transaction, which has been identified by the IRS or the FTB as a tax avoidance transaction.
- A Confidential Transaction which is offered to a taxpayer under conditions of confidentiality and for which the taxpayer has paid a minimum fee.
- A transaction with contractual protections which provides the taxpayer with the right to a full or partial refund of fees if all or part of the intended tax consequences from the transaction are not sustained.
- A loss transaction under IRC Section 165 which is at least \$10 million in any one year or \$20 million in any combination of taxable years. (Those numbers would be reduced to \$2 million and \$4 million on the Form 100S.)
- A transaction of interest is a transaction that is the same as or substantially similar to one of the types of transactions that the IRS has identified by notice, regulation, or other form of published guidance as a transaction of interest (entered into beginning November 1, 2006).
- A transaction with a significant book-tax difference (entered into prior to August 3, 2007). Beginning January 6, 2006, this transaction was no longer required to be disclosed on Form 8886. See IRS Notice 2006-06.

- A transaction where the taxpayer is claiming a tax credit of greater than \$250,000 and held the asset for less than 45 days (entered into prior to August 3, 2007).

Question S – FTB 3544A

Check the “Yes” box if form FTB 3544A, List of Assigned Credit Received and/or Claimed by Assignee, is attached to Form 100S.

Line 1 through Line 42

Line 1 – Ordinary income (loss) from trade or business

S corporations using the federal reconciliation method to figure net income (see General Information I, Net Income Computation) must:

- Transfer the amount from federal Form 1120S, line 21 to Form 100S, Side 1, line 1 and attach a copy of the federal return and all pertinent supporting schedules; or copy the information from federal Form 1120S, page 1, onto Form 100S, Side 4, Schedule F and transfer the amount from Schedule F, line 22, to Form 100S, Side 1, line 1.
- Then, complete Form 100S, Side 1 and Side 2, line 2 through line 13, State Adjustments.

S corporations using the California computation to figure ordinary income (see General Information I, Net Income Computation) must transfer the amount from Form 100S, Side 4, Schedule F, line 22, to Side 1, line 1. Complete Form 100S, Side 1 and Side 2, line 2 through line 13, only if applicable.

Line 2 through Line 13 – State adjustments

To figure net income for California purposes, S corporations using the federal reconciliation method must enter California adjustments to the federal net income on line 2 through line 13. If a specific line for the adjustment is not on Form 100S, enter the adjustment on line 7, Other additions, or line 12, Other deductions, and attach a schedule that explain the adjustment.

Line 2 – Taxes not deductible

California law does not permit a deduction for California corporation franchise or income taxes or any other taxes on, according to, or measured by net income or profits. Add these taxes to income on line 2.

Line 3 – Interest on government obligations

S corporations subject to the California franchise tax must report interest received on government obligations even though it may be exempt from state or federal individual income tax. This interest must be added to income on line 3. See line 12 instructions for S corporations subject to the California corporation income tax.

Line 4 – Net capital gain

Enter on this line any net capital gain subject to the 1.5% tax rate (3.5% for financial S corporations) shown on Schedule D (100S), Section B, line 10, and any gains subject to the 8.84% tax rate (10.84% for financial

S corporations) shown on Schedule D (100S), Section A, line 13.

Property Subject To IRC Section 179 Expense Deduction Recapture

If the S corporation has a gain from the sale, exchange or disposition of property for which an IRC Section 179 expense deduction was claimed in a prior year, special rules apply. For federal purposes, the gain is no longer included in income at the entity level. However, it must be included in the taxable income of the S corporation for California purposes on Form 100S, line 4. See General Information FF, Property Subject To IRC Section 179 Recapture, for more information.

The S corporation should complete **two sets** of Schedule D-1 and Schedule D (100S). One set of Schedule D-1 and Schedule D (100S) will include the gain or loss from the sale or disposition of IRC Section 179 assets as well as gain or loss from non-IRC Section 179 business assets, and will be reported on the Form 100S. Indicate at the top of this Schedule D-1 and Schedule D (100S) “IRC Sec. 179 and Business Assets.” When completing Schedule D-1 and Schedule D (100S) for the Form 100S, skip any instructions to report the gain or loss on Schedule K or Schedule K-1 (100S). Transfer the gain amount to Form 100S, Side 1, line 4.

The second set of Schedule D-1 and Schedule D (100S) is to report the gain or loss on non-IRC Section 179 business assets for use on the Schedule K and Schedule K-1 (100S). To accomplish this, the S corporation should complete a Schedule D-1 and Schedule D (100S) with the gain or loss for the non-IRC Section 179 business assets only. The amounts from this Schedule D-1 and Schedule D (100S) will be reported on the Schedule K (100S) and Schedule K-1 (100S). Indicate at the top of the Schedule D-1 and Schedule D (100S) set “Non-IRC Section 179 Business Assets Only.”

Line 5 – Depreciation and amortization

Depreciation for S corporations follows the depreciation rules provided under California Personal Income Tax Law. Unlike other corporations, an S corporation is allowed to compute depreciation using the Modified Accelerated Cost Recovery System (MACRS). Complete Schedule B (100S), for assets subject to depreciation and for assets subject to amortization. Enter the total of Schedule B (100S), Part III, on Form 100S, Side 1, line 5.

Line 6 – Portfolio income

Enter on this line net portfolio income not included in line 1 but that must be included in the S corporation’s net income for computing the 1.5% tax. Include interest, dividends, and royalties. Do not include any passive activity amounts on this line. Instead, include passive activity amounts on line 7 or line 12.



Line 7 – Other additions

R&TC Section 24425 disallows expenses allocable to income, which is not included in the measure of the franchise tax or income tax. Add back such deductions on this line.

Also, include on this line other items not added on any other line to arrive at California net income. Attach a schedule that clearly shows how each item was computed and explain the basis for the adjustment.

If a federal contribution deduction was taken in arriving at the amount entered on line 1, include that amount in the computation of line 7. See line 11, Charitable contributions.

Include any income from pass-through entities and passive activities on line 7. Rental real estate activities owned directly by the S corporation are reported on federal Form 8825, Rental Real Estate Income and Expenses of a Partnership or an S Corporation.

Penalty Assessed by Professional Sports League. For taxable years beginning on or after January 1, 2014, California does not allow a business expense deduction for any fine or penalty paid or incurred by an owner of a professional sports franchise assessed or imposed by the professional sports league that includes that franchise. If the corporation deducted the fine or penalty for federal purposes, include this amount on line 7.

California Ordinary Net Gain or Loss. Before entering the amount from Schedule D-1, line 18, determine whether the gain is subject to built-in gains tax. If the gain is subject to built-in gains tax, enter the amount on Schedule D (100S), Section A, Part III so the built-in gains tax can be computed, and enter the difference between the amount on Schedule D-1, line 18 and the amount subject to built-in gains tax on Form 100S, Side 1, line 7.

Gain on Installment Notes. Generally, when an S corporation sells assets in an installment sale, the S corporation defers the recognition of gain until it receives payments on the installment obligation. If the S corporation distributes the installment obligation to the shareholders in a corporate liquidation, the corporation pays 1.5% tax on the deferred gain in the final year under R&TC Section 24672. The shareholders continue to defer the gain until they receive payments. If R&TC Section 24672 applies, report the amount of deferred gain on this line.

Line 9 and Line 10 – Dividends deduction Complete Schedule H (100S), S Corporation Dividend Income Deduction, included in this tax booklet.

Line 11 – Charitable contributions

The charitable contribution deduction for California corporations is limited to the adjusted basis of the assets being contributed. The deduction is 10% of California net income, without regard to charitable contributions and special deductions (e.g., the deduction for dividends received). The definition of California

net income differs from federal taxable income for computing the charitable contribution deduction.

Per IRC Section 170(d)(2), five-year carryover provisions shall apply for excess charitable contributions.

For taxable years beginning on or after January 1, 2014, and before January 1, 2023, **do not** include any amounts taken into account for the College Access Tax Credit as a charitable contribution deduction on line 11.

On a separate worksheet, using the Form 100S format, complete Form 100S, Side 1 and Side 2, line 1 through line 14, without regard to line 11. If any federal charitable contribution deduction was taken in arriving at the amount entered on Side 1, line 1, enter that amount as an addition on line 7 of the Form 100S formatted worksheet. Enter the adjusted basis of the assets contributed on line 5 of the following worksheet. Then complete the worksheet to determine the charitable contribution deduction to enter on line 11.

1. Net income after state adjustments from Side 2, line 14.
2. Deduction for dividends received
3. Net income for contribution calculation purposes.
Add line 1 and line 2
4. Allowable charitable contributions.
Multiply line 3 by 10% (.10)
5. Enter the amount actually contributed
6. Enter the smaller of line 4 or line 5 here and on Side 2, line 11

Get Schedule R to figure the charitable contribution computation for apportioning corporations.

Line 12 – Other deductions

Include on this line deductions not claimed on any other line. Attach a schedule that clearly shows how each deduction was computed and explain the basis for the deduction.

Include any losses from pass-through entities and passive activities on line 12. Rental real estate activities owned directly by the S corporation are reported on federal Form 8825. Also enter any IRC Section 179 expense from Schedule B (100S), Part I, line 5.

For S corporations subject to income (and not franchise) tax, interest received on obligations of the federal government and on obligations of the State of California and its political subdivisions is exempt from income tax. If such interest is reported on line 3, deduct it on line 12.

~~**Global Intangible Low Tax Income (GILTI).** California does not conform to the federal treatment of Global Intangible Low Tax Income. **IRC Section 965.** California does not conform to IRC Section 965. If income amounts from federal IRC 965 Transition Tax Statement were reported on the S corporation's federal return, enter that amount on line 12.~~

Financial Incentive for Seismic Improvement.

For taxable years beginning on or after July 1, 2015, California allows an exclusion from gross income for any amount received as a loan forgiveness, grant, credit, rebate, voucher, or other financial incentive issued by the California Residential Mitigation Program or the California Earthquake Authority to assist a residential property owner or occupant with expenses paid, or obligations incurred, for earthquake loss mitigation. If the S corporation included any amount as income for federal purposes, deduct that amount on line 12.

Financial Incentive for Turf Removal. For taxable years beginning on or after January 1, 2014, and before January 1, 2019, California allows an exclusion from gross income for any amount received as a rebate, voucher, or other financial incentive issued by a local water agency or supplier for participation in a turf removal water conservation program. If the corporation included any amount as income for federal purposes, deduct that amount on line 12.

Cancellation of Debt Income (CODI).

California did not conform to the federal election under IRC Section 108(i) to defer the recognition of CODI in connection with the reacquisition of an applicable debt instrument after December 31, 2008, and before January 1, 2011. The deferral period was five taxable years for CODI generated in 2009, or four taxable years for CODI generated in 2010.

For federal tax purposes, at the end of the deferral period, the income is reported ratably over the next five years (taxable years beginning on or after January 1, 2014, and before January 1, 2019). If, for California purposes, the CODI had been included in income during previous taxable years, and the corporation recognized the CODI for federal tax purposes in the current year, deduct the federal CODI amount on Form 100S, Side 2, line 12.

Federal Ordinary Net Gain or Loss

Enter any federal ordinary net gain or loss from federal Form 4797.

Line 15 – Net income (loss) for state purposes

If all the S corporation income is derived from California sources, transfer the amount from line 14 to line 15.

If only a portion of income is derived from California sources, complete Schedule R, before entering any amount on line 15. Transfer the amount from Schedule R, line 35, to this line. Be sure to answer "Yes" to Question P on Form 100S, Side 3.

If this line is a net loss, complete and attach the 2018 form FTB 3805Q to Form 100S.

Public Law 86-272

S corporations who meet the protections of Public Law 86-272 are exempt from state taxes based upon, or measured by, net income. However, they still are subject to the annual minimum franchise tax if they are doing



business in, incorporated in, or qualified to transact intrastate business in California. If S corporations are claiming immunity in California under Public Law 86-272, **do not** include their net income or loss on line 15.

Line 16 – R&TC Section 23802(e) deduction

If the S corporation has a tax imposed on excess net passive investment income and built-in gains, a deduction is allowed against the net income taxed at the 1.5% rate. See the “Excess Net Passive Income and Income Tax Worksheet,” on page 12 to determine if the S corporation is subject to the tax on excess net passive investment income. If a tax is shown on this worksheet, enter the amount of excess net passive income from line 8 of the worksheet on Form 100S, Side 2, line 16.

For purposes of the built-in gains tax, enter on line 16 the amount from Schedule D (100S), Section A, Part III, line 11.

Line 17, Line 18, and Line 19

The order in which line 17, line 18, and line 19 appear is not meant to imply the order in which any NOL or disaster loss deduction should be taken if more than one type of deduction is available.

Line 17 – Net operating loss deduction

NOLs incurred in taxable years beginning on or after January 1, 2013, are carried back to each of the preceding two taxable years. For an NOL incurred in a taxable year beginning on or after January 1, 2015, the carryback amount is 100% of the NOL.

The S corporation computes the NOL carryback in Part III of form FTB 3805Q. For more information, see R&TC Section 24416 and get FTB Legal Ruling 2011-04 (see Situation 3).

Any S corporation entitled to a carryback period pursuant to IRC Section 172(b)(3) may elect to relinquish/waive the entire carryback period with respect to an NOL incurred in the 2018 taxable year. By making the election, the S corporation is electing to carry an NOL forward instead of carrying it back to the previous two years. Once made, the election is **irrevocable** for such taxable year. To make the election, check the box in Part I under Election to Waive Carryback, of form FTB 3805Q and attach form FTB 3805Q to the tax return.

The NOL deduction is the amount of the NOL carryover from prior years that may be deducted from income in this taxable year. However, the loss may not reduce the S corporation's current taxable year income below zero.

For more information, see form FTB 3805Q included in this tax booklet.

If line 15 less line 16 is a positive amount, enter the NOL carryover (but not more than the result of line 15 less line 16) from the S corporation's 2018 form FTB 3805Q, Part IV, line 3 on Form 100S, Side 2, line 17. Attach a copy of the 2018 form FTB 3805Q to Form 100S. If the full amount of the NOL

carryover is not deducted this taxable year, complete and attach a 2018 form FTB 3805Q showing the computation of the NOL carryover to future years.

If line 15 less line 16 is a negative amount, enter -0- on line 17. See the 2018 form FTB 3805Q instructions to compute the NOL carryback to prior years or NOL carryover to future years.

No NOL carryover arising from a year in which an S corporation was a C corporation may be applied against the 1.5% tax. See IRC Section 1371(b)(1) and R&TC Section 23802(d). However, if the corporation terminates its' S election, thus becoming a C corporation, then the prior year NOL carryover may be used to the extent it has not expired.

NOL carryovers arising from a year in which the S corporation was a C corporation may be used in computing the tax on built-in gains.

Line 18 – EZ, LARZ, TTA, or LAMBRA NOL carryover deduction

An NOL generated by a business that operates (operated) or invests (invested) within a former EZ, LARZ, Targeted Tax Area (TTA), or LAMBRA receives special tax treatment. The loss may not reduce the corporation's current taxable year income below zero.

S corporations can no longer generate/incur any EZ or LAMBRA NOL for taxable years beginning on or after January 1, 2014. S corporations can claim an EZ or LAMBRA NOL carryover deduction from prior years. Get FTB 3805Z Booklet or FTB 3807 Booklet for more information.

S Corporations can no longer generate/incur any TTA NOL for taxable years beginning on or after January 1, 2013. Corporations can claim TTA NOL carryover deduction from prior years. Get FTB 3809 Booklet for more information.

Compute and enter the former EZ, TTA, LARZ, or LAMBRA NOL carryover deduction from the corporation's form FTB 3805Z; form FTB 3809; form FTB 3806; or form FTB 3807 on Form 100S, line 18. Attach a copy of the applicable form to Form 100S.

Line 19 – Disaster loss deduction

If the S corporation has a disaster loss carryover deduction and there is income in the current taxable year, enter the total amount from the 2018 form FTB 3805Q, Part IV, line 2.

If the corporation deducts a 2018 disaster loss, any remaining loss for disaster loss incurred in 2018 (NOL attributable to a qualified disaster loss) must be carried back or elected to be carried forward.

Line 21 – Tax

S corporations must use a tax rate of 1.5%. Financial S corporations must use the financial tax rate of 3.5%. The tax on line 21 may not be less than the sum of the minimum franchise tax and QSub annual tax(es), if applicable. See General Information B, Tax Rate and Minimum Franchise Tax.

If the S corporation is the parent of a QSub subject to the annual tax and paid the \$800 annual tax on behalf of such QSub, add the total amount of QSub annual tax(es) to the tax on net income or the minimum franchise tax, whichever is applicable, and enter the result on line 21. Use Schedule QS included in this booklet.

Example 1: Corporation A, an S corporation, is the parent of three QSubs, B, C, and D. QSub B and C are either incorporated or qualified to do business in California. QSub D is not incorporated, doing business, or qualified to do business in California. Corporation A is subject to the minimum franchise tax of \$800 and \$1,600 of QSub annual tax for QSub B and C.

Example 2: Beta Corporation, an S corporation, is the parent of three QSubs. Only one of the QSubs is qualified and doing business in California. Beta Corporation reports net income for California tax purposes on line 20 of \$100,000. Tax on net income is \$1,500. On line 21, Beta Corporation will report tax of \$2,300. The \$2,300 includes tax on net income of \$1,500 plus \$800 of QSub annual tax payments for one QSub. Beta Corporation is not required to pay the QSub tax on the two QSubs not doing business in California.

Line 22 through Line 24 – Tax credits

An eligible assignee can claim assigned credits received this taxable year or carried over from prior years, against its tax liabilities. For more information, get form FTB 3544A.

Note: The total amount of specific credit claimed on Form 100S and Schedule C (100S) should include both: (1) the total assigned credit claimed from form FTB 3544A, column (j), and (2) the amount of credit claimed that was generated by the assignee.

Credits may be used to reduce the California tax liability; however, credits may not be used to reduce the tax on line 21 to an amount less than the sum of the minimum franchise tax plus the QSub annual tax(es), if applicable. Also, the S corporation is allowed to claim only 1/3 of the total credit generated against the 1.5% franchise tax. See General Information AA, Passive Activity Credits, and BB, Tax Credits.

To figure tax credits, complete and attach the appropriate form for each credit claimed on Form 100S. See page 36 for a list of available credits.

If the S corporation claims a credit carryover for an expired credit, complete form FTB 3540, Credit Carryover and Recapture Summary. For EZ, LAMBRA, MEA, or TTA credit carryovers, get form FTB 3805Z, form FTB 3807, form FTB 3808, or form FTB 3809.

For credit carryover of the original California Motion Picture and Television Production credit, get FTB 3541.

Transfer the credit(s) from the respective credit forms to Schedule C (100S) to compute the amount of credit to claim on Form 100S. Then

transfer the credit(s) from Schedule C (100S) to Form 100S.

Each credit is identified by a code. To claim one or two credits, enter the credit name, code, and the amount of the credit on line 22 and line 23. Enter the total of any remaining credits from Schedule C (100S) on line 24. **Do not** make an entry on line 24 unless line 22 and line 23 are complete.

Attach all credit forms, schedules, and Schedule C (100S) to Form 100S.

Line 27 – Tax from Schedule D (100S)

S corporations must enter the tax from Schedule D (100S) included in this tax booklet. See General Information J, Built-in Gains, for more information.

Line 28 – Excess net passive income tax

If the corporation has always been an S corporation for California purposes or has no federal excess net passive investment income, the excess net passive investment income tax does not apply. See General Information S, Excess Net Passive Investment Income, for more information.

To determine if the S corporation owes this tax, complete line 1 through line 3 and line 9 of the "Excess Net Passive Income and Income Tax Worksheet" on page 12. If line 2 is greater than line 3 and the S corporation has taxable income, it must pay the tax.

Complete a separate schedule using the format of line 1 through line 11 of the worksheet on page 12 to figure the tax. Enter the tax from line 11 of the worksheet on Form 100S, Side 2, line 28. Attach the schedule showing the computation. Reduce each item of passive income passed through to shareholders by its pro-rata share of the tax on line 28. See IRC Section 1366(f)(3) and R&TC Section 23803(b)(2).

R&TC Section 23811(e) provides a deduction for C corporation earnings and profits attributable to California sources for any taxable year by the amount of a consent dividend paid after the close of the taxable year. The amount of the consent dividend is limited to the difference between the C corporation earnings and profits attributable to California sources and the C corporation earnings and profits for federal purposes.

Line 31 – 2018 Estimated tax/Qsub payments

Enter the total amount of estimated tax payments made during the 2018 taxable year on line 31. If the S corporation is the parent of a QSub and made payments for the QSub annual tax, include the total amount of QSub annual tax payment made during 2018 on line 31 along with the total estimated tax payments. See General Information DD, Qualified Subchapter S Subsidiary (QSub), for more information. Be sure to complete Schedule QS included in this tax booklet and attach it to the return.

If the S corporation is a nonconsenting nonresident (NCNR) member of an LLC and tax was paid on the S corporation's behalf

by the LLC, include the NCNR members' tax from Schedule K-1 (568), line 15e. If you are including NCNR tax, write "LLC" on the dotted line to the left of the amount on line 31, and attach Schedule K-1 (568) to the California income tax return to claim the tax paid by the LLC on the S corporation's behalf.

Line 32 – 2018 Withholding (Forms 592-B and/or 593)

If the corporation was withheld upon by another entity, the corporation can either allocate the entire withholding credit to all its shareholders or claim a portion on line 32 (not to exceed total tax due) and allocate the remaining portion to all its shareholders. S corporations may not receive a refund of withholding on Form 100S. If the S corporation is claiming any of the withholding credit on the corporate return, attach a copy of Form 592-B, Resident and Nonresident Withholding Tax Statement, and/or Form 593, Real Estate Withholding Tax Statement, to the lower part of the front of Form 100S, Side 1. If any of the withholding credit is to be allocated to the shareholders, Form 592, Resident and Nonresident Withholding Statement, must be received by the FTB to allocate the credit to its shareholders. Get the instructions for Form 592 for more information.

Do not include NCNR member's tax from Schedule K-1 (568), line 15e as withholding.

Line 35 – Use tax

As explained under General Information EE, California use tax applies to purchases of merchandise from out-of-state sellers (for example, purchases made by telephone, online, by mail, or in person) where California sales or use tax was not paid and those items were used in California. For questions on whether a purchase is taxable, go to the California Department of Tax and Fee Administration's website at cdtfa.ca.gov, or call its' Customer Service Center at 1.800.400.7115 or (TTY) 711 (for hearing and speech disabilities).

Note: The following businesses are required to report purchases subject to use tax directly to the California Department of Tax and Fee Administration, and may not report use tax on their income tax return:

- Businesses that have, or are required to hold, a California seller's permit.
- Businesses that receive \$100,000 or more per year in gross receipts.
- Businesses that are otherwise registered or required to be registered with the California Department of Tax and Fee Administration to report use tax.

An S corporation that is not required to report purchases subject to use tax directly to the California Department of Tax and Fee Administration may, with some exceptions, report use tax on its S Corporation Franchise or Income Tax Return. To report use tax on the tax return, complete the Use Tax Worksheet on this page.

Note: An S corporation may not report use tax on its income tax return for certain types

of transactions. These types of purchases are listed in the instructions for completing Worksheet, Line 1.

If the S corporation owes use tax, but does not report it on the income tax return, the S corporation must report and pay the tax to the California Department of Tax and Fee Administration. For more information on how to report use tax directly to the California Department of Tax and Fee Administration, go to their website at cdtfa.ca.gov and type "**Find Information About Use Tax**" in the search bar.

Failure to timely report and pay the use tax due may result in the assessment of interest, penalties, and fees.

Use Tax Worksheet	
Round all amounts to the nearest whole dollar.	
1. Enter purchases from out-of-state sellers made without payment of California sales/use tax. See worksheet instructions below	\$ _____ .00
2. Enter the applicable sales and use tax rate. See worksheet instructions	_____
3. Multiply line 1 by the tax rate on line 2. Enter result here \$ _____	.00
4. Enter any sales or use tax paid to another state for purchases included on line 1. See worksheet instructions	\$ _____ .00
5. Total Use Tax Due. Subtract line 4 from line 3. Enter the amount here and on Form 100S, line 35. If the amount is less than zero, enter -0-	\$ _____ .00

Worksheet, Line 1, Purchases Subject to Use Tax

Report purchases of items that would have been subject to sales tax if purchased from a California retailer unless the receipt shows that California tax was paid directly to the retailer. For example, generally, purchases of clothing would be included, but not exempt purchases of food products or prescription medicine. For more information on nontaxable and exempt purchases, visit the California Department of Tax and Fee Administration's website at cdtfa.ca.gov.

- Include handling charges.
- **Do not** include any other state's sales or use tax paid on the purchases.
- Enter only purchases made during the year that correspond with the tax return the S corporation is filing.

Note: Do not report the following types of purchases on the S corporation's income tax return:

- Vehicles, vessels, and trailers that must be registered with the Department of Motor Vehicles.

- Mobile homes or commercial coaches that must be registered annually as required by the Health and Safety Code.
- Vessels documented with the U.S. Coast Guard.
- Aircraft.
- Rental receipts from leasing machinery, equipment, vehicles, and other tangible personal property to the customers.
- Cigarettes and tobacco products when the purchaser is registered with the California Department of Tax and Fee Administration as a cigarette and/or tobacco products consumer.

Worksheet, Line 2, Sales and Use Tax Rate

Enter the sales and use tax rate applicable to the place in California where the property is used, stored, or otherwise consumed. If the S corporation does not know the applicable city or county sales and use tax rate, please go to the California Department of Tax and Fee Administration's website at cdtfa.ca.gov and type "City and County Sales and Use Tax Rates" in the search bar. You may also call their Customer Service Center at 1.800.400.7115 or (TTY) 711 (for hearing and speech disabilities).

Worksheet, Line 4, Credit for Tax Paid to Another State

This is a credit for tax paid to other states on purchases reported on Line 1. The S corporation can claim a credit up to the amount of tax that would have been due if the purchase had been made in California. For example, if the S corporation paid \$8.00 sales tax to another state for a purchase, and would have paid \$6.00 in California, the S corporation can only claim a credit of \$6.00 for that purchase.

Line 38 and Line 39 – Franchise or income tax due or overpayment

In addition to any amount entered on line 38 or line 39, tax due and overpayment, also include any amounts required to be included from Side 3, Schedule J, Add-On Taxes and Recapture of Tax Credits. See Schedule J instructions for more information.

Line 40 – Amount to be credited to 2019 estimated tax

If the corporation chooses to have the overpayment credited to next taxable year's estimated tax payment, the corporation cannot later request that the overpayment be applied to the prior year to offset any tax due.

Line 41 – Refund

Direct Deposit of Refund (DDR)

Direct deposit is fast, safe, and convenient. To have the refund directly deposited into the S corporation's bank account, enter the account information on Form 100S, Side 2, lines 41a, 41b, and 41c. Be sure to fill in **all** the information. **Do not** attach a voided check or deposit slip.

Caution: Check with your financial institution to make sure your deposit will be accepted and to get the correct routing and account

numbers. The FTB is not responsible for a lost refund due to incorrect account information.

To cancel the DDR, call the FTB at 916.845.0353. The FTB is not responsible when a financial institution rejects a direct deposit. If the FTB, the bank, or financial institution rejects the direct deposit due to an error in the routing number or account number, the FTB will issue a paper check.

Line 42 – Penalties and interest

Enter on line 42a the amount of any penalties and interest due. Complete and attach form FTB 5806, to the **back** of Form 100S (after all schedules and federal return) only if Exception B or Exception C of form FTB 5806 is used to compute or eliminate the penalty. Be sure to check the box on line 42b. For more information, see General Information M, Penalties, and General Information N, Interest.

Schedules

Schedule F – Computation of Trade or Business Income

See General Information I, Net Income Computation, for information on net income computation methods.

Line 1a through Line 6 – Income

Complete line 1a through line 6 to figure the income or loss from trade or business activity. Do not report any rental activity or portfolio income or loss on these lines. Rental activity and portfolio income or loss are reported on Form 100S, Side 1, line 7 or Side 2, line 12; Form 100S, Side 6, Schedule K; and Schedule K-1 (100S). Rental real estate activities are also reported on federal Form 8825. Attach a copy of federal Form 8825 to Form 100S.

Line 7 – Compensation of officers

If the S corporation's total receipts are \$150,000 or more, complete and attach a schedule showing the compensation of officers. On the schedule, list all of the following:

- Name of officer.
- Social security number of officer.
- Percentage of time devoted to the business.
- Percentage of stock owned.
- Amount of compensation.
- The calculation of compensation of officers deducted (total compensation of officers, minus compensation of officers claimed in the cost of goods sold schedule and elsewhere on the return.)

Line 8 – Salaries and wages

Gain from the exercise of California Qualified Stock Options (CQSOs) issued and exercised after 1996 and before 2002, can be excluded from gross income if the individual's earned income is \$40,000 or less. The exclusion from gross income is subject to the alternative minimum tax and the S corporation is not allowed a deduction for the compensation excluded from the employee's gross income.

Line 20 – Other deductions

Do not include the dividend deduction on this line. Instead enter the dividend deduction on Form 100S, Side 2, line 9 or line 10.

Schedule J – Add-On Taxes and Recapture of Tax Credits

Complete Schedule J on Form 100S, Side 3, if the S corporation has credit amounts to recapture or is required to include installment payments of "add-on" taxes for the following:

- Last-in, first-out (LIFO) recapture resulting from an S corporation election.
- Interest computed under the look-back method for completed long-term contracts.
- Interest on tax attributable to installment sales of certain property or use of the installment method for non-dealer installment obligations.
- IRC Section 197(f)(9)(B)(ii) election to recognize gain on the disposition of an IRC Section 197 intangible.

Revise the tax due or overpayment on Form 100S, Side 2, line 38 or line 39, as appropriate, by the amount from Schedule J, line 6.

LIFO Recapture Tax

If the S corporation computed the LIFO recapture tax in the final year as a C corporation, include on Schedule J, line 1, any LIFO installment due this taxable year.

Long-Term Contracts

If the S corporation must compute interest under the look-back method for completed long-term contracts, complete and attach form FTB 3834, Interest Computation Under the Look-Back Method for Completed Long-Term Contracts, and include the amount of interest the S corporation owes or the amount of interest to be credited or refunded to the S corporation on Schedule J, line 2. Attach form FTB 3834 to Form 100S. If interest is to be credited or refunded, enter as a negative amount.

Interest on Tax Attributable to Payments Received on Installment Sales of Certain Timeshares and Residential Lots

If the S corporation elected to pay interest on the amount of tax attributable to payments received on installment obligations arising from the disposition of certain timeshares and residential lots under IRC Section 453(l)(3), it must include the interest due on Schedule J, line 3a. For the applicable interest rates, get FTB Pub. 1138. Attach a schedule showing the computation.

Interest on Tax Deferred Under the Installment Method for Certain Nondealer Installment Obligations

If an obligation arising from the disposition of property to which IRC Section 453A(c) applies is outstanding at the close of the taxable year, the corporation must include the interest due under IRC Section 453A on Schedule J, line 3b. Attach a schedule showing the computation. For the applicable interest rates, get FTB Pub. 1138.

IRC Section 197(f)(9)(B)(ii) Election

Complete Schedule J, line 4 if the corporation elected to pay tax on the gain from the sale of an intangible under the related person exception to the anti-churning rules.

Credit Recaptures

Complete Schedule J, line 5, if the S corporation completed the credit recapture portion for any of the following forms:

- FTB 3531, California Competes Tax Credit
- FTB 3554, New Employment Credit
- FTB 3805Z, Enterprise Zone Deduction and Credit Summary
- FTB 3807, Local Agency Military Base Recovery Area Deduction and Credit Summary

Also complete Schedule J, line 5, if the S corporation is subject to recapture for any of the following credits:

- Community Development Financial Institutions Investment Credit
- Environmental Tax Credit
- Farmworker Housing Credit

Get the instructions for form FTB 3540, Part II, for more information.

Schedule K and Schedule K-1 (100S)

Shareholders' Share of Income, Deductions, Credits, etc.

Purpose of Schedules

Schedule K is a summary schedule of all the shareholders' shares of the S corporation's income, deductions, credits, etc. Schedule K-1 (100S) shows each shareholder's separate share of pass-through items and adjusted basis. Use federal Schedule K and Schedule K-1 (Form 1120S) as a basis for preparing California Schedule K and Schedule K-1 (100S).

Amounts on Schedule K-1 (100S) may not add up to amounts reflected on Form 100S, because Form 100S calculates tax at the S corporation level while Schedule K-1 (100S) amounts are calculated using different rules.

Attach one copy of each Schedule K-1 (100S) to the Form 100S filed with the FTB. Keep one copy of each Schedule K-1 (100S) for the S corporation's records, and give each shareholder a copy of Schedule K-1 (100S) on or before the due date of Form 100S.

Be sure to give each shareholder a copy of either the Shareholder's Instructions for Schedule K-1 (100S) included in this booklet or specific instructions for each item reported on the shareholder's Schedule K-1 (100S).

Substitute Forms

The S corporation needs approval from the FTB to use a substitute Schedule K-1 (100S). The substitute schedule must include the Shareholder's Instructions for Schedule K-1 (100S) or other prepared specific instructions. For more information and access to form FTB 1096, Agreement to Comply with FTB Pub. 1098 Annual Requirements

and Specification; or FTB Pub. 1098, Annual Requirements and Specifications for the Development and Use of Substitute, Scannable, and Reproduced Tax Forms, email the FTB's Substitute Forms Program at: SubstituteForms@ftb.ca.gov.

Special Reporting Requirements for Passive Activities

If items of income (loss), deduction, or credit from more than one activity are reported on Schedule K-1 (100S), the S corporation must attach a statement to Schedule K-1 (100S) for each activity that is a passive activity to the shareholder. Rental activities are passive activities to all shareholders. Trade or business activities are passive activities to shareholders who do not materially participate in the activity.

The attachment must include all the information explained in the instructions for federal Schedule K-1 (Form 1120S).

Specific Line Instructions

When completing the California Schedule K and Schedule K-1 (100S), refer to the Schedule K Federal/State Line References chart on page 46 included in this tax booklet, that shows the specific line references between the federal and state schedules.

Schedule K Only

In column (b), enter the amounts from federal Schedule K. In column (c), enter the adjustments resulting from differences between California and federal law (not adjustments relating to California source income). In column (d), enter the worldwide income computed under California law.

Item A through Item E (Schedule K-1 (100S) only)

To ensure correct processing of Schedule K-1 (100S), answer all items that are appropriate.

Item A – Get the instructions for federal Form 1120S, Specific Instruction for Schedule K-1, Part II, Item F, for more information.

Income

Line 1 – Ordinary business income (loss)

Enter in column (c) any California adjustments to ordinary income that do not need to be separately stated. Include in this column the adjustment to add back the minimum franchise tax or the 1.5% tax deducted for federal purposes.

Line 2 – Net rental real estate income (loss)

Enter the net income and expenses of any rental real estate activity of the S corporation. If the S corporation has more than one rental real estate activity reported on these lines, attach a separate schedule to list the income or loss from each activity, plus any other information required under the rules for passive activities. Attach form FTB 3801 to Form 100S.

Line 3a, Line 3b, and Line 3c – Other net rental income (loss) (Schedule K only)

Enter the net income and expenses of other

rental activities not listed on line 2. If the S corporation has more than one rental activity reported on these lines, attach a separate schedule listing the income or loss from each activity, plus any other information required under the rules for passive activities.

Line 4 through Line 8, and Line 10a – Portfolio income (loss)

Portfolio income (loss) is any gross income from interest, dividends, annuities, or royalties that is not derived in the ordinary course of business. Portfolio income must be separately accounted for as such. Portfolio income also includes gains or losses from the sale or other disposition of property (other than an interest in a passive activity) producing portfolio income or held for investment.

Line 4, Line 5, and Line 6 – Interest income, dividends, and royalties income

Enter only taxable interest, dividend, and royalty income that is portfolio income.

Line 7 and Line 8 – Net capital gain (loss)

Enter on line 7 and line 8 the amount of capital gains and losses that is portfolio income (loss). If any of the income (loss) is not portfolio income (loss), include it on line 10b.

S corporations should report any net long-term capital gains on California Schedule K and Schedule K-1 (100S), line 8.

Line 9 – Net IRC Section 1231 gain (loss)

The amount for line 9 comes from Schedule D-1. **Do not** include specially allocated ordinary gains and losses or net gains or losses from involuntary conversions due to casualties or thefts on this line. Instead, report these gains or losses on line 10b.

If the S corporation has more than one activity and the amount on line 9 is a passive activity amount to the shareholder, attach a statement to Schedule K-1 (100S) to identify which activity the IRC Section 1231 gain (loss) relates.

Line 10a – Other portfolio income (loss)

Enter any other portfolio income (loss) not entered on lines 4, 5, 6, 7, and 8.

Line 10b – Other income (loss)

Enter any other item of income or loss not included on line 1 through line 8, line 9 and line 10a, such as:

- Wagering gains and losses. See IRC Section 165(d).
- Recovery of tax benefit items. See IRC Section 111.
- Any gain or loss where the S corporation was a trader or dealer in IRC Section 1256 contracts or property related to such contracts. See IRC Section 1256(f).
- Net gain (loss) from involuntary conversions due to casualty or theft.
- Loss(es) from qualified low-income housing projects for shareholders that are qualified investors.

IRC Section 951A income. California **does not** conform to IRC Section 951A. If, for federal purposes, the S corporation included global

intangible low-taxed income (GILTI) on federal Schedules K and K-1, enter that amount in column (c).

IRC Section 965(a) inclusions. California does not conform to IRC Section 965. If for federal purposes, the S corporation included deferred foreign income on federal Schedules K and K-1, line 10, enter that amount on Schedules K and K-1 (100S), line 10b, column (c).

Deductions

Line 11 – IRC Section 179 expense deduction

The amount of expense deduction for recovery property that can be claimed from all sources will vary depending on the type of property and the year of designation. For more information, see IRC Section 179 and R&TC Section 17201.

Line 12a – Charitable contributions

Enter the total amount of charitable contributions made by the S corporation during its taxable year on Schedule K and each shareholder's distributive share on Schedule K-1 (100S). On an attachment to each schedule, separately show the dollar amount and type of contributions.

A resident shareholder is allowed a deduction for charitable contributions to a qualified organization as provided in IRC Section 170.

Do not include any amounts taken into account for the College Access Tax Credit as a charitable contribution on line 12a.

Line 12b – Investment interest expense

Complete this line whether or not a shareholder is subject to the investment interest rules.

Include on this line interest paid or accrued to purchase or carry property held for investment. Property held for investment includes property that produces portfolio income (interest, dividends, annuities, royalties, etc.). Therefore, interest expense allocable to portfolio income should be reported on Schedules K and K-1 (100S), line 12b rather than line 12e.

Investment interest does not include interest expense allocable to a passive activity. A passive activity is a rental activity or a trade or business activity in which the shareholder does not materially participate.

Property held for investment includes a shareholder's interest in a trade or business activity that is not a passive activity to the shareholder and in which the shareholder does not materially participate. An example would be a shareholder's working interest in oil and gas property (i.e., the shareholder's interest is not limited) if the shareholder does not materially participate in the oil and gas activity.

The amount on line 12b will be reflected (after applying the investment interest expense limitations) by individual shareholders on their Schedule CA (540 or 540NR), California Adjustments.

For more information, get form FTB 3526, Investment Interest Expense Deduction.

Line 12c1 – IRC Section 59(e)(2) expenditures (Schedule K-1 (100S) only)

Enter the same amount in column (e) as

entered in column (d). Refer to the instructions for federal Schedules K and K-1 (1120S).

Line 12d – Deductions-portfolio

Enter on this line the deductions allocable to portfolio income (loss) other than interest expenses. Generally, these deductions are IRC Section 212 expenses and are subject to IRC Section 212 limitations at the shareholder level. However, interest expense related to portfolio income (loss) is generally investment interest expense and is reported on line 12b.

IRC Section 965 (Schedule K only)

If, for federal purposes, the S corporation included an IRC Section 965 deduction on Schedule K, Line 12d, enter that amount on Form 100S, Schedule K, line 12d, column (c) as an adjustment.

Line 12e – Other deductions

Include on this line deductions not claimed on any other line. Attach a schedule that clearly shows how each deduction was computed and explain the basis for the deduction.

CODI. If for California purposes, the S corporation included CODI on Schedules K and K-1 as income during previous taxable years, and recognized the CODI for federal tax purposes in the current year, enter the federal CODI amount in column (c).

Financial Incentive for Seismic Improvement.

For taxable years beginning on or after July 1, 2015, California allows an exclusion from gross income for any amount received as a loan forgiveness, grant, credit, rebate, voucher, or other financial incentive issued by the California Residential Mitigation Program or the California Earthquake Authority to assist a residential property owner or occupant with expenses paid, or obligations incurred, for earthquake loss mitigation. If for federal purposes, the S corporation included any amount as income on federal Schedule K and K-1, enter that amount in column (c).

Financial Incentive for Turf Removal. If for federal purposes, the S corporation included a rebate, voucher, or other financial incentive for a local turf removal water conservation program on the federal Schedule K and K-1 as income, enter that amount in column (c).

Penalty Assessed by Professional Sports League.

California does not allow a business expense deduction for any fine or penalty paid or incurred by an owner of a professional sports franchise assessed or imposed by the professional sports league that includes that franchise. If for federal purposes, the corporation deducted the fine or penalty on the federal Schedule K and K-1, enter that amount in column (c) as an adjustment because for state purposes, the deduction is not allowed.

Credits

Line 13a – Low-income housing credit

R&TC Section 23610.5 provides that a credit may be claimed by owners of residential rental projects providing low-income housing. The credit is generally effective for buildings placed in service after 1986. If the shareholders are

eligible to claim the low-income housing credit, attach a copy of form FTB 3521, Low-Income Housing Credit, to Form 100S and to each shareholder's Schedule K-1 (100S), for more information.

Line 13b – Credits related to rental real estate activities

Report any information that the shareholder needs to figure credits related to a rental real estate activity other than the low-income housing credit that is included on line 13a. Attach to each shareholder's Schedule K-1 (100S) a schedule showing the amount to be reported and the form on which the amount should be reported.

Line 13c – Credits related to other rental activities

Use this line to report information that the shareholder needs to figure credits related to a rental activity other than a rental real estate activity. Attach to each shareholder's Schedule K-1 (100S) a schedule showing the amount to be reported and the form on which the amount should be reported.

Line 13d – Other credits

Enter on an attached schedule each shareholder's allocable share of any credit or credit information reported on Schedule C (100S) that is related to a trade or business activity.

The following are examples of credits that may apply to each shareholder:

- Enterprise Zone Hiring Credit (get form FTB 3805Z).
- Local Agency Military Base Recovery Area (LAMBRA) Hiring Credit (get form FTB 3807).
- Manufacturing Enhancement Area (MEA) Hiring Credit (get form FTB 3808)
- Targeted Tax Area (TTA) Hiring Credit (get form FTB 3809).
- Research Credit (get form FTB 3523).

Line 14 – Withholding on payments to the S corporation allocated to all shareholders (Schedule K)

If withholding from payments made to the S corporation are made by another entity, payments withheld on you by this S corporation, or backup withholding, they are allocated to the shareholders by their stock ownership. Get FTB Pub. 1017, Resident and Nonresident Withholding Guidelines, for more information.

Line 14 – Total withholding (Schedule K-1 (100S))

Line 14 includes withholding from payments made to the S corporation allocated to all shareholders based on their stock ownership and payments withheld on nonresident shareholders. The S corporation must provide each shareholder (including California residents) with a completed Form 592-B. Shareholders must attach Form 592-B to the front of their California tax return to claim the withholding credit. The Schedule K-1 (100S) is not used for claiming the withholding credit.

Alternative Minimum Tax (AMT) Items

Line 15a through Line 15f

Enter the items of income and deductions that enter into each shareholder's computation of AMT items. A shareholder with AMT items may be required to file Schedule P (540, 540NR, or 541), Alternative Minimum Tax and Credit Limitations.

Get the instructions for federal Schedules K and K-1 (Form 1120S), Alternative Minimum Tax (AMT) Items, line 15a through line 15f, for more information.

Items Affecting Shareholder Basis

Line 16a, Line 16b and Line 16c

Refer to the instructions for federal Schedules K and K-1 (Form 1120S) for more information.

Line 16d – Total property distributions including cash (Schedule K only)

Enter total distributions made to shareholders other than dividends reported on Schedule K, line 17c. Noncash distributions of appreciated property are valued at fair market value. Refer to the instructions for federal Form 1120S for the ordering rules on distributions.

Line 16d – Total property distributions including cash (Schedule K-1 (100S) only)

Report the distribution amount for each shareholder for distributions other than dividends reported on Schedule K-1 (100S), line 17c. Noncash distributions of appreciated property are valued at fair market value. Refer to the instructions for federal Form 1120S for the ordering rules on distributions.

Line 16e – Repayment of loans from shareholders (Schedule K-1 (100S) only)

Report the amount of loan repayments the S corporation has made to each shareholder who has loaned the S corporation money.

Other Information

Line 17a and Line 17b – Investment income and investment expenses

Complete these lines whether or not a shareholder is subject to the investment interest rules.

Enter on line 17a only the investment income included on Schedules K and K-1 (100S), line 4, line 5, line 6, and line 10a. Enter on line 17b only the investment expense included on Schedules K and K-1 (100S), line 12d.

If there are items of investment income or expense included in the amounts that are required to be passed through separately to the shareholder on Schedule K-1 (100S), such as net short-term capital gain or loss, net long-term gain or loss and other portfolio gains or losses, give each shareholder a schedule identifying these amounts. See the instructions for federal Form 1120S for more information on portfolio income.

Investment income includes gross income from property held for investment, gain attributable to the disposition of property held for investment, and other amounts that are gross portfolio income. Investment income and investment expenses do not include any income or expenses from a passive activity.

Property subject to a net lease is not treated as investment property because it is subject to the passive loss rules. **Do not** reduce investment income by losses from passive activities.

Investment expenses are deductible expenses (other than interest) directly connected with the production of investment income.

Get form FTB 3526 for more information.

Line 17c – Total dividend distributions (Schedule K only)

Report the distribution amount made out of prior C corporation years accumulated earnings and profits (E&P). The S corporation should issue a federal Form 1099-DIV, Dividends and Distributions, to each of the shareholders reporting their proportionate distribution amounts.

Line 17c – Total taxable dividend distributions (Schedule K-1 (100S) only)

Report the distribution amount for each shareholder that was paid out of prior C corporation years accumulated E&P. Each shareholder should receive a federal Form 1099-DIV reporting the proportionate distribution amount shown on Schedule K-1 (100S), line 17c.

Line 17d – Other items and amounts (Schedule K only)

The S corporation may need to report supplemental information separately to each shareholder that is not specifically requested on the Schedule K-1 (100S).

If the S corporation has supplemental information not included in lines 1 through 17b and lines 18a-e, write "See attached" on Line 17d, column (b) and column (d) and provide a schedule with details.

Attach the schedule to the Schedule K showing the computation of those items that must be reported separately to shareholders including any credit recapture reported to shareholders on Schedule K-1 (100S), line 17d.

Shareholders may need to obtain the amount of their proportionate interest of aggregate gross receipts, less returns and allowances, from the S corporation. Alternative minimum taxable income shall not include income, adjustments, and items of tax preference related to any trade or business of a qualified taxpayer who has gross receipts, less returns and allowances, during the taxable year of less than \$1 million from **all** trades or businesses. The S corporation can provide the shareholder's proportionate interest of aggregate gross receipts on Schedule K-1 (100S), line 17d.

For purposes of R&TC Section 17062(b)(4), "gross receipts" means the sum of gross receipts from the production of business

income (within the meaning of subdivisions (a) and (c) of R&TC Section 25120) and the gross receipts from the production of nonbusiness income (within the meaning of subdivision (d) of R&TC Section 25120). For taxable years beginning on or after January 1, 2011, R&TC Section 25120 was amended to add the definition of gross receipts. For a complete definition of "gross receipts", refer to R&TC Section 25120(f), or go to ftb.ca.gov and search for **25120**. "Proportionate interest" includes an interest in a pass-through entity. See R&TC Section 17062, the instructions for federal Schedule K (Form 1120S), line 17d, and the instructions for Schedule K-1 (100S) for more information.

The gain or loss on property subject to the IRC Section 179 expense deduction recapture should be reported on the Schedule K and Schedule K-1 (100S) as supplemental information as instructed on the federal Form 4797.

The S corporation must provide all of the following information with respect to a disposition of business property if an IRC Section 179 expense deduction was claimed in prior years:

- Description of the property.
- Date the property was acquired and placed in service.
- Date of the sale or other disposition of the property.
- The gross sales price or amount realized.
- The cost or other basis plus the expense of sale (reduced as explained in the instructions for federal Form 4797, line 21).
- The depreciation allowed or allowable, determined as described in the instructions for federal Form 4797, line 22, but excluding the IRC Section 179 expense deduction.
- The IRC Section 179 expense deduction (if any) passed through for the property and the S corporation's taxable year(s) in which the amount was passed through.
- If the disposition is due to a casualty or theft, a statement indicating so, and any additional information needed by the shareholder.
- If the sale was an installment sale made during the S corporation's taxable year, any information the shareholder needs to complete federal Form 6252, Installment Sale Income. The S corporation also must separately report the shareholder's share of all payments received for the property in the following taxable years. (Installment payments received for sales made in prior taxable years should be reported in the same manner used in the prior taxable years). See instructions for federal Form 6252 for more information.

Line 17d – Other information (Schedule K-1 (100S) only)

Supplemental Information

The S corporation will provide supplemental information required to be reported to each

shareholder on this line. Write "See attached" on Line 17d, column (b) and column (d) and provide a schedule with details.

The gain or loss on property subject to the IRC Section 179 expense deduction recapture should be reported on the Schedule K and Schedule K-1 (100S) as other information as instructed on the federal Form 4797.

The S corporation must provide all of the following information with respect to a disposition of business property if an IRC Section 179 expense deduction was claimed in prior years:

- Date the property was acquired and placed in service.
- Date of the sale or other disposition of the property.
- The shareholder's share of the gross sales price or amount realized.
- The shareholder's share of the cost or other basis plus the expense of sale (reduced as explained in the instructions for federal Form 4797, line 21).
- The shareholder's share of the depreciation allowed or allowable, determined as described in the instructions for federal Form 4797, line 22, but excluding the IRC Section 179 expense deduction.
- The shareholder's share of the IRC Section 179 expense deduction (if any) passed through for the property and the S corporation's taxable year(s) in which the amount was passed through.
- If the disposition is due to a casualty or theft, a statement indicating so, and any additional information needed by the shareholder.
- If the sale was an installment sale made during the S corporation's taxable year, any information the shareholder needs to complete federal Form 6252. The S corporation also must separately report the shareholder's share of all payments received for the property in the following taxable years. (Installment payments received for sales made in prior taxable years should be reported in the same manner used in the prior taxable years.) See instructions for federal Form 6252 for details.

The S corporation should provide an amount showing each shareholder's proportionate interest in the S corporation's aggregate gross receipts, less returns and allowances, on Schedule K-1 (100S), line 17d. See the instructions for Schedule K, line 17d.

Report the credit recapture amount on Schedule K-1(100S), line 17d if the S corporation completed the credit recapture portion of the following forms:

- FTB 3531, California Competes Tax Credit
- FTB 3554, New Employment Credit
- FTB 3805Z, Enterprise Zone Deduction and Credit Summary
- FTB 3807, Local Agency Military Base Recovery Area Deduction and Credit Summary

Also, report the credit recapture amount on line 17d if the corporation is subject to recapture of the following:

- Community Development Financial Institutions Investment Credit
- Environmental Tax Credit
- Farmworker Housing Credit

Get the instructions for form FTB 3540, Part II, for more information.

Attach a statement showing each of the following:

1. Each shareholder's share of business income apportioned to an EZ, LAMBRA, MEA, or TTA.
2. Each shareholder's pro-rata share of business capital gain or loss included in 1 above.

Other State Taxes

Line 18a Through Line 18e

Subject to certain conditions, shareholders may claim a credit against their individual tax for net income taxes paid by the S corporation to another state that either taxes the corporation as an S corporation or does not recognize S corporation status. For purposes of this credit, net income taxes include the shareholder's share of taxes on, according to, or measured by income. Enter the name of the other state(s), the income reported to the other state(s), and the amount of tax paid. Attach a copy of the return filed with the other state(s).

Residents are taxable on all their pro-rata share of income and generally receive a credit for taxes paid to other states.

Nonresidents must use the amounts shown in Schedule K-1 (100S), column (e). See R&TC Sections 18001, 18002, and 18006 for more information.

Other Shareholder Information (Schedule K-1 (100S) only)

Table 1 – Enter the shareholder's pro-rata share of nonbusiness income from intangibles. Because the source of this income must be determined at the shareholder level, do not enter income in this category in column (e). If the income (loss) for an income item is a mixture of income (loss) in different subclasses (for example, short and long-term capital gain), attach a supplemental schedule providing a breakdown of income in each subclass.

Nonbusiness income is all income other than business income as defined under Table 2.

Table 2 – The S corporation will complete Schedule K-1(100S), Table 2, Items A – C.

In Item A, enter the shareholder's pro-rata share of the S corporation's business income. The shareholder will then add that income to its own business income and apportion the combined business income.

Business income is defined by Cal. Code Regs., tit. 18 section 25120(a) as income arising in the regular course of the taxpayer's trade or business. Business income includes income

from tangible and intangible property if the acquisition, management, and disposition of the property constitutes integral parts of the taxpayer's regular trade or business.

In Item B, enter the shareholder's pro-rata share of nonbusiness income from real and tangible property that is located in California. Because this income has a California source, this income should also be included on the appropriate line in column (e).

In Item C, enter the shareholder's pro-rata share of the S corporation's payroll, property, and sales factors. The S corporation will complete Schedule K-1(100S), Table 2, Item C to report the shareholder's distributive share of property, payroll and sales total within California.

The shareholders will use Schedule K-1(100S), Table 2, Item C to determine if they meet threshold amounts of California property, payroll, and sales. For more information on the doing business test, see General Information A, Franchise or Income Tax.

Schedule L – Balance Sheet

If the S corporation's total receipts (see top of page 64 for the definition of total receipts) for the taxable year **and** total assets at the end of the taxable year are less than \$250,000, the S corporation is not required to complete Schedule L and Schedule M-1. However, this information must be available in the future upon request.

Schedule M-1 – Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Schedule M-1 is used to reconcile the difference between book and tax accounting for an income or expense item. If the S corporation's total receipts for the taxable year **and** total assets at the end of the taxable year are less than \$250,000, the S corporation is not required to complete Schedule L and Schedule M-1. However, this information must be available in the future upon request.

To reconcile the S corporation's income (loss) per books with the income (loss) per the California return, adjustments consistent with California income and franchise tax law must be made to the book income and expenses to compute the California income (loss) on Schedule M-1, line 8. These adjustments will convert book income to the total California income (loss) reflected on line 19, column (d) of Schedule K.

S Corporation With Total Assets of At Least \$10 Million or More but Less Than \$50 Million. For taxable years beginning on or after January 1, 2014, the IRS allows corporations with at least \$10 million but less than \$50 million in total assets at tax year end to file Schedule M-1 (Form 1120S) in place of Schedule M-3 (Form 1120S), Parts II and III. However, Schedule M-3 (Form 1120S), Part I, is required for these corporations. **For California purposes,** the

corporation must complete the California Schedule M-1, and attach either of the following:

- A copy of the federal Schedule M-3 (Form 1120S) and related attachments to the Form 100S.
- A complete copy of the federal return.

The FTB will accept the federal Schedule M-3 (Form 1120S) in a spreadsheet format if more convenient.

Schedule M-2 – CA Accumulated Adjustments Account, Other Adjustments Account, and Other Retained Earnings

The computation of the California Accumulated Adjustments Account (AAA) and Other Adjustments Account (OAA) is similar to the federal computation applying California amounts. Get the instructions for federal Form 1120S and IRC Section 1368 for more information.

Column (a) – The AAA is an account of the S corporation that generally reflects the accumulated undistributed net income of the corporation for the corporation's post-1986 years. S corporations with accumulated E&P from C corporation years must maintain the AAA to determine the tax effect of distributions during S corporation years and the post-termination transition period. An S corporation without accumulated E&P does not need to maintain the AAA in order to determine the tax effect of distributions. However, if an S corporation without accumulated E&P engages in certain transactions to which IRC Section 381(a) applies, such as a merger into an S corporation with accumulated E&P, the S corporation must be able to calculate its AAA at the time of the merger for purposes of determining the tax effect of post-merger distributions. Therefore, it is recommended that all S corporations maintain the AAA.

At the end of the taxable year, the AAA is determined by taking into account all items of income, loss, and deductions for the taxable year (including nondeductible losses and expenses that are not capitalized but excluding certain exempt income and state taxes attributable to C corporation years). After the year-end income and expense adjustments are made, the account is reduced by distributions made during the taxable year. The AAA should be reduced by the California built-in gains tax amount and the minimum franchise tax.

The amount on Form 100S, Side 1, line 2, should be included as an other addition on Schedule M-2, line 3, and as an other reduction on Schedule M-2, line 5. Also include any other adjustments to arrive at California income.

The AAA may have a negative balance at year-end as a result of losses or deductions from the S corporation.

Column (b) – The other adjustments account is adjusted for tax-exempt income (and related

expenses) of the S corporation. After adjusting for tax-exempt income, the account is reduced for any distributions made during the year.

Column (c) – Other retained earnings include appropriated and unappropriated retained earnings accumulated in prior years when the S corporation was a C corporation. Line 1, column (c) for the first S corporation return will be the sum of the ending balances of appropriated and unappropriated retained earnings for the previous year.

Distributions

Generally, property distributions (including cash) are applied in the following order to reduce accounts of the S corporation that are used to compute the tax effect of distributions made by the S corporation to its shareholders:

1. Reduce the AAA determined without regard to any net negative adjustment for the taxable year (but not below zero). If distributions during the taxable year exceed the AAA at the close of the taxable year determined without regard to any net negative adjustment for the taxable year, the AAA is allocated pro-rata to each distribution made during the taxable year. See IRC Section 1368(c). The term "net negative adjustment" means the excess, if any, of the reductions in the AAA for the taxable year (other than distributions) over the increases in the AAA for the taxable year.
2. Reduce accumulated E&P. Generally, the S corporation has accumulated E&P only if it has not distributed E&P accumulated in prior years when the S corporation was a C corporation, IRC Section 1361(a)(2), or when the S corporation merged with another corporation that has C corporation accumulated E&P. The only adjustments that can be made to the accumulated E&P of an S corporation are both of the following:
 - a. Reductions for dividend distributions.
 - b. Adjustments for redemptions, liquidations, reorganizations, etc.
3. Reduce the OAA.
4. Reduce any remaining shareholders' equity account.

Shareholders' previously taxed income (PTI) on federal Form 1120S, Schedule M-2, column (c) – California S corporations will **never** have undistributed PTI. The federal code section that created PTI was removed from the IRC before California incorporated the federal S corporation provisions into the R&TC.

Elections Relating to the Order of Distributions

The corporation may modify the ordering rules by making one or more of the following elections:

- Election to distribute accumulated E&P first. If the corporation has accumulated E&P and wants to distribute E&P before making distributions from the AAA, it may elect to do so with the consent of all its affected shareholders – IRC Section 1368(e)(3)(B).

This election is irrevocable and applies only for the taxable year for which it is made. For more information regarding this election, see "Statement Regarding Elections" on this page.

- Election to make a deemed dividend. If the corporation wants to distribute all or part of its C corporation accumulated E&P through a deemed dividend, it may elect to do so with the consent of all its affected shareholders – IRC Section 1368(e)(3)(B). Under this section, the corporation will be treated as also having made the election to distribute E&P first. The amount of the deemed dividend cannot exceed the accumulated E&P at the end of the taxable year reduced by any actual distributions of accumulated E&P made during the taxable year. A deemed dividend is treated as if it were a pro-rata distribution of money to the shareholders, received by the shareholders, and immediately contributed back to the corporation all on the last day of the taxable year. This election is irrevocable and applies only for the taxable year for which it is made.

Statement Regarding Elections

To make any elections relating to the order of distribution, the corporation must attach a statement to a timely filed original Form 100S or amended Form 100S for the year in which the election is made. The corporation must identify the election it is making and state that each shareholder consents to the election. A corporate officer must sign the statement under penalties of perjury on behalf of the corporation. The statement of election to make a deemed dividend must include the amount of the deemed dividend distributed to each shareholder.

When making either of the elections, the corporation must prepare copies of federal Form 1099-DIV for shareholders to report this dividend as taxable income.

The corporation may file the election for California purposes only. It is not necessary for the corporation to have the same election for federal purposes in order to make a California election. However, regardless of whether or not the corporation makes the same election on the federal return, the corporation must attach a separate election statement to the California return.

C Corporation E&P

If the S corporation was a C corporation in a prior year(s) and has C corporation E&P at the end of the taxable year enter that amount on line 10. For this purpose, C corporation E&P means the remaining balance of E&P of any S corporation for any taxable year when it was not an S corporation. If the S corporation has C corporation E&P, it may be liable for excess net passive income tax and the distributions to shareholders may have different tax consequences for federal and California purposes. See instructions for Form 100S, Side 2, line 27 and line 28, for details on these taxes.

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Credit Chart

Credit Name	Code	Description
Current Credits List		
California Competes Tax – FTB 3531	233	The credit, which is allocated and certified by the California Competes Tax Credit Committee, is available for businesses that want to come to California or to stay and grow in California. Website: business.ca.gov
College Access Tax – FTB 3592	235	The credit, which is allocated and certified by the California Educational Facilities Authority, is available for taxpayers who contribute to the College Access Tax Credit Fund. Website: treasurer.ca.gov/cefa
Disabled Access for Eligible Small Businesses – FTB 3548	205	Similar to the federal credit, but limited to \$125 per eligible small business, and based on 50% of qualified expenditures that do not exceed \$250
Donated Agricultural Products Transportation – FTB 3547	204	50% of the costs paid or incurred for the transportation of agricultural products donated to nonprofit charitable organizations
Enhanced Oil Recovery – FTB 3546	203	1/3 of the similar federal credit but limited to qualified enhanced oil recovery projects located within California
Enterprise Zone Hiring – FTB 3805Z	176	Hiring credit for an enterprise zone
Local Agency Military Base Recovery Area Hiring – FTB 3807	198	Hiring credit for a local agency military base recovery area
Low-Income Housing – FTB 3521	172	Similar to the federal credit but limited to low-income housing in California
Natural Heritage Preservation – FTB 3503	213	55% of the fair market value of the qualified contribution of property donated to the state, any local government, or any nonprofit organization designated by a local government
New Advanced Strategic Aircraft	236	The credit is available to qualified corporations that hire qualified employees and pay or incur qualified wages, to manufacture certain property for the United States Air Force.
New California Motion Picture and Television Production – FTB 3541	237	For taxable years beginning on or after January 1, 2016, the new credit is allocated and certified by the California Film Commission, and is available for qualified production expenditures attributable to a qualified motion picture, an independent film, or a TV series that relocates to California. Website: film.ca.gov Note: S corporations may not claim this credit. The entire amount of the credit is passed through to the shareholder.
New Donated Fresh Fruits or Vegetables – FTB 3814	238	15% of the qualified value of the donated fresh fruits or vegetables made to California food banks, based on weighted average wholesale price.
New Employment – FTB 3554	234	The credit is available for a taxpayer that hires a full-time employee and pays or incurs wages in a designated census tract or economic development area, and receives a tentative credit reservation for that full-time employee.
Prior Year Alternative Minimum Tax	188	Must have paid alternative minimum tax in a prior year and have no alternative minimum tax liability in the current year
Prison Inmate Labor – FTB 3507	162	10% of wages paid to prison inmates
Research – FTB 3523	183	Similar to the federal credit but limited to costs for research activities in California

Repealed Credits with Carryover or Recapture Provisions: The expiration dates for the credits listed below have passed. However, these credits had carryover or recapture provisions. The corporation may claim these credits if there is a carryover available from prior years. Get form FTB 3540, Credit Carryover and Recapture Summary, to figure the credit carryover to future years. For EZ, LAMBRA, MEA, or TTA carryovers, get form FTB 3805Z, FTB 3807, FTB 3808, or form FTB 3809. For carryovers related to the original California Motion Picture and Television Production credit, get form FTB 3541.

Agricultural Products	175	Employer Ridesharing – Large employer . . .	191	Orphan Drug	185
California Motion Picture and Television Production	223	Employer Ridesharing – Small employer . . .	192	Recycling Equipment	174
Commercial Solar Electric System	196	Employer Ridesharing – Transit passes . . .	193	Rice Straw	206
Commercial Solar Energy	181	Energy Conservation	182	Ridesharing	171
Community Development Financial Institutions Investment	209	Enterprise Zone Sales or Use Tax	176	Salmon & Steelhead Trout Habitat Restoration	200
Contribution of Computer Software	202	Environmental Tax Credit	218	Solar Energy	180
Donated Fresh Fruits or Vegetables	224	Farmworker Housing – Construction	207	Solar Pump	179
Employer Childcare Contribution	190	Local Agency Military Base Recovery Area Sales or Use Tax	198	Targeted Tax Area Hiring	210
Employer Childcare Program	189	Low-Emission Vehicles	160	Targeted Tax Area Sales or Use Tax . . .	210
		Manufacturing Enhancement Area Hiring . . .	211	Technology Property Contributions . . .	201
		New Jobs	220		

2018 Instructions for Schedule H (100S)

S Corporation Dividend Income Deduction

Important Information

California Revenue and Taxation Code (R&TC) Section 24410 was repealed and re-enacted to allow a "Dividends Received Deduction" for qualified dividends received from an insurer subsidiary. The deduction is allowed whether or not the insurer is engaged in business in California, if at the time of each payment, at least 80% of each class of stock of the insurer was owned by the corporation receiving the dividend. An 85% deduction is allowed for qualified dividends. A portion of the dividends may not qualify if the insurer subsidiary paying the dividend is overcapitalized for the purpose of the dividends received deduction. See Part III, Specific Instructions, for more information.

Dividend elimination is allowed regardless of whether the payer/payee are taxpayer members of the California combined unitary group return, or whether the payer/payee had previously filed California tax returns, as long as the payer/payee filed as members of a comparable unitary business outside of California when the earnings and profits (E&P) from which the dividends were paid arose.

In addition, dividend elimination is allowed for dividends paid from a member of a combined unitary group to a newly formed member of the combined unitary group if the recipient corporation has been a member of the combined unitary group from its formation to its receipt of the dividends. Earnings and profits earned before becoming a member of the unitary group do not qualify for elimination. See R&TC Section 25106 for more information.

In *Farmer Bros. Co. vs. Franchise Tax Board* (2003) 108 Cal App 4th 976, 134 Cal Rptr. 2d 390, the California Court of Appeal found R&TC Section 24402 to be unconstitutional. A statute that is held to be unconstitutional is invalid and unenforceable. Therefore, the R&TC Section 24402 deduction is not available.

Specific Instructions

California follows the federal dividend distributions ordering rule where dividends are deemed to be paid out of current year E&P first, and then layered back on a last-in, first-out (LIFO) basis.

A corporation may eliminate or deduct dividend income when certain requirements are met. The available eliminations or deductions are described below.

Part I – Elimination of Intercompany Dividends

Dividends paid to an electing S corporation from earnings and profits accumulated during any taxable year in which the dividend payer was included in the combined report, which included the dividend payee, qualify for the 100% intercompany dividend elimination. See R&TC Section 25106 for more information.

A corporation that has made a valid election to be treated as an S corporation is generally not included in a combined report. However, in some cases, the FTB may use combined reporting methods to clearly reflect income of an S corporation, see R&TC Section 23801 (d)(1).

If no entry in Part III, enter the total from Part I, line 4, column (d) on Form 100S, Side 2, line 9.

Part II – Deduction for Dividends Paid to a Fully Included Member of a Water's-Edge Combined Report

R&TC Section 24411 allows for a 75% deduction of a portion of the dividends received and included in the water's-edge return. Dividends received from banks qualify for the water's-edge dividend deduction. Both business and nonbusiness dividends qualify for the dividend deduction. The allowable business dividend deduction is determined by multiplying the total dividend deduction (business and nonbusiness) by the ratio of business dividends to total dividends. The remaining dividend deduction is the nonbusiness dividend deduction.

A deduction of 100% is provided for dividends derived from certain foreign construction projects (FCP). A construction project is defined as an activity attributable to an alteration of land or any improvement thereto. The construction project, the location of which is not subject to the taxpayers' control, must be undertaken for an entity, including a governmental entity, that is not affiliated with the water's-edge group. For more information, see R&TC Section 24411 and Form 100W, California Corporation Tax Booklet — Water's-Edge Filers.

Report the dividends received from certain foreign construction projects in Part II, column (g). Write the dividend payer's name and enter dividends received from certain foreign construction projects as "FCP" in Part II, column (a).

In no event will an R&TC Section 24411 deduction be allowed with respect to a dividend for which a deduction was allowed under R&TC Section 24410 or which was eliminated under R&TC Section 25106.

Current year qualifying dividends are dividends received by any current member of the water's-edge group from a corporation (regardless of the place of incorporation) if both of the following apply:

- The average of the payer's property, payroll, and sales factors within the U.S. is less than 20%.
- More than 50% of the total combined voting power of all classes of voting stock is owned directly or indirectly by a member of the water's-edge group at the time the dividend is received.

Interest Expense Deduction

The amount of interest expense incurred for purposes of foreign investments that must be offset against deductible foreign dividends must be computed by multiplying the amount of interest expense by the same percentage used to compute the deductible portion of the qualifying foreign dividends.

The payer need not be in a unitary relationship with the recipient or any other member of the water's-edge group.

Intercompany dividends received within the current taxable year's water's-edge group should be eliminated pursuant to R&TC Section 25106 before computing the dividend deduction.

Complete Part II and enter the total of line 4 column (g) on Form 100S, Side 2, line 10. For Part II, column (d), if any portion of a dividend also qualifies for the intercompany elimination in Part I, enter the balance from Part I, column (g) in Part II, column (d).

Part III – Deduction for Dividends Paid to a California Corporation by an Insurance Company

R&TC Section 24410 provides that a corporation that owns 80% or more of each class of stock of an insurer is entitled to an 85% dividends received deduction for qualified dividends received from that insurer. The deduction would be allowed regardless of whether the insurer does business in California.

The amount of the dividends that qualify for the dividends received deduction is the total amount of dividends received from that insurer, multiplied by the insurer's qualified dividend percentage. The qualified dividend percentage is determined under R&TC Section 24410(c).

To complete Part III:

1. Fill in columns (a) through (c).
2. Enter in column (d) the total amount of insurance dividends received.
3. Enter the qualified dividend percentage in column (e).
4. Multiply the amount in column (d) by the qualified dividend percentage in column (e) and enter that amount in column (f).
5. Multiply the amount in column (f) by 85% and enter the result in column (g).
6. Total amounts in Part III, column (g). Add amounts from Part I, line 4, column (d). Enter the result here and on Form 100S, Side 2, line 9.

The calculation of the qualified dividend percentage should be presented in a supplemental schedule that is attached to the taxpayer's tax return. The supplemental schedule should identify the amount of the net written premiums for all the insurance companies in the commonly controlled group for the preceding five years (including an identification of property/casualty premiums, life insurance premiums, and financial guarantee premiums), the relative weight given to each class of net written premiums, and the total income of the insurance companies in the commonly controlled group (including premium and investment income for the preceding five years). For more information, see R&TC Section 24410.

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Schedule K Federal/State Line References

The following chart cross-references the line items on the federal Schedule K (1120S) to the appropriate line items on the California Schedule K (100S). For more information, see Specific Line Instructions for Schedule K (100S) and Schedule K-1 (100S), Shareholder's Share of Income, Deductions, Credits, etc, included in this booklet.

Federal Schedule K (1120S)			CA Schedule K (100S)	
Box	Code	Items	Line	Items
1		Ordinary business income (loss)	1	Ordinary business income (loss)
2		Net rental real estate income (loss)	2	Net rental real estate income (loss)
3a		Other gross rental income (loss)	3a	Other gross rental income (loss)
3b		Expenses from other rental activities	3b	Expenses from other rental activities
3c		Other net rental income (loss)	3c	Other net rental income (loss)
4		Interest income	4	Interest income
5a		Ordinary dividends	5	Dividends
5b		Qualified dividends	-	Included in line 5 above
6		Royalties	6	Royalties
7		Net short-term capital gain (loss)	7	Net short-term capital gain (loss)
8a		Net long-term capital gain (loss)	8	Net long-term capital gain (loss)
8b		Collectibles (28%) gain (loss)	-	Included in line 8 above, as applicable
8c		Unrecaptured Section 1250 gain	-	Included in line 8 above, as applicable
9		Net Section 1231 gain (loss)	9	Net Section 1231 gain (loss)
10	A	Other portfolio income (loss)	10a	Other portfolio income (loss)
10	B-E	Other income (loss)	10b	Other income (loss)
11		Section 179 deduction	11	IRC Section 179 expense deduction
12a	A-F	Charitable contributions	12a	Charitable contributions
12b		Investment interest expense	12b	Investment interest expense
12c2		Section 59(e)(2) expenditures – Amount	12c1	Section 59(e)(2) expenditures
12c1		Section 59(e)(2) expenditures – Type	12c2	Type of expenditures
12d	K-L	Deductions – portfolio	12d	Deductions – portfolio
12d	I, M-S	Other deductions	12e	Other deductions
		Not applicable	13a	Low-income housing credit
		Not applicable	13b	Credits related to rental real estate activities
		Not applicable	13c	Credits related to other rental activities
		Not applicable	13d	Other credits
		Not applicable	14	Total withholding allocated to all shareholders
		Not applicable	15a	Depreciation adjustment on property placed in service after 12/31/86
		Not applicable	15b	Adjusted gain or loss
		Not applicable	15c	Depletion (other than oil and gas)
		Not applicable	15d	Gross income from oil, gas, and geothermal properties
		Not applicable	15e	Deductions allocable to oil, gas, and geothermal properties
		Not applicable	15f	Other AMT items
16a		Tax-exempt interest income	16a	Tax-exempt interest income
16b		Other tax-exempt income	16b	Other tax-exempt income
16c		Nondeductible expenses	16c	Nondeductible expenses
16d		Distributions	16d	Total property distributions (including cash) other than dividend distribution reported on line 17c
16e		Repayment of loans from shareholders		Not applicable
17a		Investment income	17a	Investment income
17b		Investment expenses	17b	Investment expenses
17c		Dividend distributions paid from accumulated earnings and profits	17c	Total dividend distributions paid from accumulated earnings and profits
17d		Other items and amounts	17d	Other items and amounts
17d	I	Look-back interest-completed long-term contract		(Report amounts from federal Schedule K, box 17d, codes I, J, M, N, O, and P on California Schedule K, line 17d. See instructions.)
17d	J	Look-back interest-income forecast method		
17d	M	Section 453(l)(3) information		
17d	N	Section 453A(c) information		
17d	O	Section 1260(b) information		
17d	P	Interest allocable to production expenditures		
		Not applicable	18a	Type of income
		Not applicable	18b	Name of state
		Not applicable	18c	Total gross income from sources outside California
		Not applicable	18d	Total applicable deductions and losses
		Not applicable	18e	Total other state taxes
18		Income/loss reconciliation	19	Income (loss)

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Principal Business Activity Codes

This list of principal business activities and their associated codes is designed to classify a business by the type of activity in which it is engaged to facilitate the administration of the California Revenue and Taxation Code. These principal business activity codes are based on the North American Industry Classification System.

Using the list of activities and codes below, determine from which activity the company derives the largest percentage of its "total receipts." **Total receipts** is defined as the sum of gross receipts or sales (Form 100S, Side 4, Schedule F, line 1a) plus all other income (Form 100S, Side 4, Schedule F, lines 4 and 5). If the company purchases raw materials and supplies them to a subcontractor to produce the finished product, but retains title to the product, the company is considered a manufacturer and must use one of the manufacturing codes (31110-339900).

Once the principal business activity is determined, entries must be made on Form 100S, Question C. For the business activity code number, enter the six-digit code selected from the list below. On the next line enter a brief description of the company's business activity. Finally, enter a description of the principal product or service of the company on the next line.

Agriculture, Forestry, Fishing, and Hunting

Code

Crop Production

- 111100 Oilseed & Grain Farming
- 111210 Vegetable & Melon Farming (including potatoes & yams)
- 111300 Fruit & Tree Nut Farming
- 111400 Greenhouse, Nursery, & Floriculture Production
- 111900 Other Crop Farming (including tobacco, cotton, sugarcane, hay, peanut, sugar beet, & all other crop farming)

Animal Production

- 112111 Beef Cattle Ranching & Farming
- 112112 Cattle Feedlots
- 112120 Dairy Cattle & Milk Production
- 112210 Hog & Pig Farming
- 112300 Poultry & Egg Production
- 112400 Sheep & Goat Farming
- 112510 Aquaculture (including shellfish & finfish farms & hatcheries)
- 112900 Other Animal Production

Forestry and Logging

- 113110 Timber Tract Operations
- 113210 Forest Nurseries & Gathering of Forest Products
- 113310 Logging

Fishing, Hunting and Trapping

- 114110 Fishing
- 114210 Hunting & Trapping

Support Activities for Agriculture and Forestry

- 115110 Support Activities for Crop Production (including cotton ginning, soil preparation, planting, & cultivating)
- 115210 Support Activities for Animal Production
- 115310 Support Activities for Forestry

Mining

- 211120 Crude Petroleum Extraction
- 211130 Natural Gas Extraction
- 212110 Coal Mining
- 212200 Metal Ore Mining
- 212310 Stone Mining & Quarrying
- 212320 Sand, Gravel, Clay, & Ceramic & Refractory
- Mineral Mining & Quarrying
- 212390 Other Nonmetallic Mineral Mining & Quarrying
- 213110 Support Activities for Mining

Utilities

- 221100 Electric Power Generation, Transmission & Distribution
- 221210 Natural Gas Distribution
- 221300 Water, Sewage, & Other Systems
- 221500 Combination Gas and Electric

Construction

Code

Construction of Buildings

- 236110 Residential Building Construction
- 236200 Nonresidential Building Construction

Heavy and Civil Engineering Construction

- 237100 Utility System Construction
- 237210 Land Subdivision
- 237310 Highway, Street, & Bridge Construction
- 237990 Other Heavy & Civil Engineering Construction

Specialty Trade Contractors

- 238100 Foundation, Structure, & Building Exterior Contractors (including framing carpentry, masonry, glass roofing, & siding)
- 238210 Electrical Contractors
- 238220 Plumbing, Heating, & Air-Conditioning Contractors
- 238290 Other Building Equipment Contractors
- 238300 Building Finishing Contractors (including drywall, insulation, painting, wallcovering, flooring, tile, & finish carpentry)
- 238900 Other Specialty Trade Contractors (including site preparation)

Manufacturing

Food Manufacturing

- 311110 Animal Food Mfg
- 311200 Grain & Oilseed Milling
- 311300 Sugar & Confectionery Product Mfg
- 311400 Fruit & Vegetable Preserving & Specialty Food Mfg
- 311500 Dairy Product Mfg
- 311610 Animal Slaughtering and Processing
- 311710 Seafood Product Preparation & Packaging
- 311800 Bakeries, Tortilla & Dry Pasta Mfg
- 311900 Other Food Mfg (including coffee, tea, flavorings, & seasonings)

Beverage and Tobacco Product Manufacturing

- 312110 Soft Drink & Ice Mfg
- 312120 Breweries
- 312130 Wineries
- 312140 Distilleries
- 312200 Tobacco Manufacturing

Textile Mills and Textile Product Mills

- 313000 Textile Mills
- 314000 Textile Product Mills

Apparel Manufacturing

- 315100 Apparel Knitting Mills

Code

- 315210 Cut & Sew Apparel Contractors
- 315220 Men's & Boys' Cut & Sew Apparel Mfg
- 315240 Women's, Girls' and Infants' Cut and Sew Apparel Mfg
- 315280 Other Cut & Sew Apparel Mfg
- 315990 Apparel Accessories & Other Apparel Mfg

Leather and Allied Product Manufacturing

- 316110 Leather & Hide Tanning & Finishing
- 316210 Footwear Mfg (including rubber & plastics)
- 316990 Other Leather & Allied Product Mfg

Wood Product Manufacturing

- 321110 Sawmills & Wood Preservation
- 321210 Veneer, Plywood, & Engineered Wood Product Mfg
- 321900 Other Wood Product Mfg

Paper Manufacturing

- 322100 Pulp, Paper, & Paperboard Mills
- 322200 Converted Paper Product Mfg

Printing and Related Support Activities

- 323100 Printing & Related Support Activities

Petroleum and Coal Products Manufacturing

- 324110 Petroleum Refineries (including integrated)
- 324120 Asphalt Paving, Roofing, & Saturated Materials Mfg
- 324190 Other Petroleum & Coal Products Mfg

Chemical Manufacturing

- 325100 Basic Chemical Mfg
- 325200 Resin, Synthetic Rubber, & Artificial & Synthetic Fibers & Filaments Mfg
- 325300 Pesticide, Fertilizer, & Other Agricultural Chemical Mfg
- 325410 Pharmaceutical & Medicine Mfg
- 325500 Paint, Coating, & Adhesive Mfg
- 325600 Soap, Cleaning Compound, & Toilet Preparation Mfg
- 325900 Other Chemical Product & Preparation Mfg

Plastics and Rubber Products Manufacturing

- 326100 Plastics Product Mfg
- 326200 Rubber Product Mfg

Nonmetallic Mineral Product Manufacturing

- 327100 Clay Product & Refractory Mfg
- 327210 Glass & Glass Product Mfg
- 327300 Cement & Concrete Product Mfg
- 327400 Lime & Gypsum Product Mfg
- 327900 Other Nonmetallic Mineral Product Mfg

Primary Metal Manufacturing

- 331110 Iron & Steel Mills & Ferroalloy Mfg
- 331200 Steel Product Mfg from Purchased Steel
- 331310 Alumina & Aluminum Production & Processing
- 331400 Nonferrous Metal (except Aluminum) Production & Processing
- 331500 Foundries

Fabricated Metal Product Manufacturing

- 332110 Forging & Stamping
- 332210 Cutlery & Handtool Mfg
- 332300 Architectural & Structural Metals Mfg
- 332400 Boiler, Tank, & Shipping Container Mfg
- 332510 Hardware Mfg
- 332610 Spring & Wire Product Mfg
- 332700 Machine Shops; Turned Product; & Screw, Nut, & Bolt Mfg

Code

- 332810 Coating, Engraving, Heat Treating, & Allied Activities
- 332900 Other Fabricated Metal Product Mfg

Machinery Manufacturing

- 333100 Agriculture, Construction, & Mining Machinery Mfg
- 333200 Industrial Machinery Mfg
- 333310 Commercial & Service Industry Machinery Mfg
- 333410 Ventilation, Heating, Air-Conditioning, & Commercial Refrigeration Equipment Mfg
- 333510 Metalworking Machinery Mfg
- 333610 Engine, Turbine, & Power Transmission Equipment Mfg
- 333900 Other General Purpose Machinery Mfg

Computer and Electronic Product Manufacturing

- 334110 Computer & Peripheral Equipment Mfg
- 334200 Communications Equipment Mfg
- 334310 Audio & Video Equipment Mfg
- 334410 Semiconductor & Other Electronic Component Mfg
- 334500 Navigational, Measuring, Electromedical, & Control Instruments Mfg
- 334610 Manufacturing & Reproducing Magnetic & Optical Media

Electrical Equipment, Appliance, and Component Manufacturing

- 335100 Electric Lighting Equipment Mfg
- 335200 Major Household Appliance Mfg
- 335310 Electrical Equipment Mfg
- 335900 Other Electrical Equipment & Component Mfg

Transportation Equipment Manufacturing

- 336100 Motor Vehicle Mfg
- 336210 Motor Vehicle Body & Trailer Mfg
- 336300 Motor Vehicle Parts Mfg
- 336410 Aerospace Product & Parts Mfg
- 336510 Railroad Rolling Stock Mfg
- 336610 Ship & Boat Building
- 336990 Other Transportation Equipment Mfg

Furniture and Related Product Manufacturing

- 337000 Furniture & Related Product Manufacturing

Miscellaneous Manufacturing

- 339110 Medical Equipment & Supplies Mfg
- 339900 Other Miscellaneous Manufacturing

Wholesale Trade

Merchant Wholesalers, Durable Goods

- 423100 Motor Vehicle & Motor Vehicle Parts & Supplies
- 423200 Furniture & Home Furnishings
- 423300 Lumber & Other Construction Materials
- 423400 Professional & Commercial Equipment & Supplies
- 423500 Metal & Mineral (except Petroleum)
- 423600 Household Appliances and Electrical and Electronic Goods
- 423700 Hardware, & Plumbing & Heating Equipment & Supplies
- 423800 Machinery, Equipment, & Supplies
- 423910 Sporting & Recreational Goods & Supplies
- 423920 Toy & Hobby Goods & Supplies
- 423930 Recyclable Materials
- 423940 Jewelry, Watch, Precious Stone, & Precious Metals
- 423990 Other Miscellaneous Durable Goods

Code	
Merchant Wholesalers, Nondurable Goods	
424100	Paper & Paper Products
424210	Drugs & Druggists' Sundries
424300	Apparel, Piece Goods, & Notions
424400	Grocery & Related Products
424500	Farm Product Raw Materials
424600	Chemical & Allied Products
424700	Petroleum & Petroleum Products
424800	Beer, Wine, & Distilled Alcoholic Beverages
424910	Farm Supplies
424920	Book, Periodical, & Newspapers
424930	Flower, Nursery Stock, & Florists' Supplies
424940	Tobacco & Tobacco Products
424950	Paint, Varnish, & Supplies
424990	Other Miscellaneous Nondurable Goods
Wholesale Electronic Markets and Agents and Brokers	
425110	Business to Business Electronic Markets
425120	Wholesale Trade Agents & Brokers

Retail Trade

Motor Vehicle and Parts Dealers	
441110	New Car Dealers
441120	Used Car Dealers
441210	Recreational Vehicle Dealers
441222	Boat Dealers
441228	Motorcycle, ATV, and All Other Motor Vehicle Dealers
441300	Automotive Parts, Accessories, & Tire Stores
Furniture and Home Furnishings Stores	
442110	Furniture Stores
442210	Floor Covering Stores
442291	Window Treatment Stores
442299	All Other Home Furnishings Stores

Electronics and Appliance Stores	
443141	Household Appliance Stores
443142	Electronics Stores (including Audio, Video, Computer, and Camera Stores)

Building Material and Garden Equipment and Supplies Dealers	
444110	Home Centers
444120	Paint & Wallpaper Stores
444130	Hardware Stores
444190	Other Building Material Dealers
444200	Lawn & Garden Equipment & Supplies Stores

Food and Beverage Stores	
445110	Supermarkets and Other Grocery (except Convenience) Stores
445120	Convenience Stores
445210	Meat Markets
445220	Fish & Seafood Markets
445230	Fruit & Vegetable Markets
445291	Baked Goods Stores
445292	Confectionery & Nut Stores
445299	All Other Specialty Food Stores
445310	Beer, Wine, & Liquor Stores

Health and Personal Care Stores	
446110	Pharmacies & Drug Stores
446120	Cosmetics, Beauty Supplies, & Perfume Stores
446130	Optical Goods Stores
446190	Other Health & Personal Care Stores

Gasoline Stations	
447100	Gasoline Stations (including convenience stores with gas)

Code	
Clothing and Clothing Accessories Stores	
448110	Men's Clothing Stores
448120	Women's Clothing Stores
448130	Children's & Infants' Clothing Stores
448140	Family Clothing Stores
448150	Clothing Accessories Stores
448190	Other Clothing Stores
448210	Shoe Stores
448310	Jewelry Stores
448320	Luggage & Leather Goods Stores

Sporting Goods, Hobby, Book, and Music Stores	
451110	Sporting Goods Stores
451120	Hobby, Toy, & Game Stores
451130	Sewing, Needlework, & Piece Goods Stores
451140	Musical Instrument & Supplies Stores
451211	Book Stores
451212	News Dealers & Newsstands

General Merchandise Stores	
452200	Department Stores
452300	General Merchandise Stores, incl. Warehouse Clubs and Supercenters

Miscellaneous Store Retailers	
453110	Florists
453210	Office Supplies & Stationery Stores
453220	Gift, Novelty, & Souvenir Stores
453310	Used Merchandise Stores
453910	Pet & Pet Supplies Stores
453920	Art Dealers
453930	Manufactured (Mobile) Home Dealers
453990	All Other Miscellaneous Store Retailers (including tobacco, candle, & trophy shops)

Nonstore Retailers	
454110	Electronic Shopping & Mail-Order Houses
454210	Vending Machine Operators
454310	Fuel Dealers (including Heating Oil and Liquefied Petroleum)
454390	Other Direct Selling Establishments (including door-to-door retailing, frozen food plan providers, party plan merchandisers, & coffee-break service providers)

Transportation and Warehousing

Air, Rail, and Water Transportation	
481000	Air Transportation
482110	Rail Transportation
483000	Water Transportation

Truck Transportation	
484110	General Freight Trucking, Local
484120	General Freight Trucking, Long-distance
484200	Specialized Freight Trucking

Transit and Ground Passenger Transportation	
485110	Urban Transit Systems
485210	Interurban & Rural Bus Transportation
485310	Taxi Service
485320	Limousine Service
485410	School & Employee Bus Transportation
485510	Charter Bus Industry
485990	Other Transit & Ground Passenger Transportation

Pipeline Transportation	
486000	Pipeline Transportation

Scenic & Sightseeing Transportation	
487000	Scenic & Sightseeing Transportation

Code	
Support Activities for Transportation	
488100	Support Activities for Air Transportation
488210	Support Activities for Rail Transportation
488300	Support Activities for Water Transportation
488410	Motor Vehicle Towing
488490	Other Support Activities for Road Transportation
488510	Freight Transportation Arrangement
488990	Other Support Activities for Transportation

Couriers and Messengers	
492110	Couriers
492210	Local Messengers & Local Delivery

Warehousing and Storage	
493100	Warehousing & Storage (except lessors of miniwarehouses & self-storage units)

Information

Publishing Industries (except Internet)	
511110	Newspaper Publishers
511120	Periodical Publishers
511130	Book Publishers
511140	Directory & Mailing List Publishers
511190	Other Publishers
511210	Software Publishers

Motion Picture and Sound Recording Industries	
512100	Motion Picture & Video Industries (except video rental)
512200	Sound Recording Industries

Broadcasting (except Internet)	
515100	Radio & Television Broadcasting
515210	Cable & Other Subscription Programming

Telecommunications	
517000	Telecommunications (including paging, cellular, satellite, cable & other program distribution, resellers, & other telecommunications & internet service providers)

Data Processing Services	
518210	Data Processing, Hosting, & Related Services

Other Information Services	
519100	Other Information Services (including news syndicates, libraries, internet publishing & broadcasting)

Finance and Insurance

Depository Credit Intermediation	
522110	Commercial Banking
522120	Savings Institutions
522130	Credit Unions
522190	Other Depository Credit Intermediation

Nondepository Credit Intermediation	
522210	Credit Card Issuing
522220	Sales Financing
522291	Consumer Lending
522292	Real Estate Credit (including mortgage bankers & originators)
522293	International Trade Financing
522294	Secondary Market Financing
522298	All Other Nondepository Credit Intermediation

Activities Related to Credit Intermediation	
522300	Activities Related to Credit Intermediation (including loan brokers, check clearing, & money transmitting)

Securities, Commodity Contracts, and Other Financial Investments and Related Activities	
523110	Investment Banking & Securities Dealing
523120	Securities Brokerage

523130	Commodity Contracts Dealing
523140	Commodity Contracts Brokerage
523210	Securities & Commodity Exchanges
523900	Other Financial Investment Activities (including portfolio management & investment advice)

Insurance Carriers and Related Activities

524140	Direct Life, Health, & Medical Insurance Carriers
524150	Direct Insurance, (except Life, Health, & Medical) Carriers
524210	Insurance Agencies & Brokerages
524290	Other Insurance Related Activities (including third-party administration of insurance and pension funds)

Funds, Trusts, and Other Financial Vehicles

525100	Insurance & Employee Benefit Funds
525910	Open-End Investment Funds (Form 1120-RIC)
525920	Trusts, Estates, & Agency Accounts
525990	Other Financial Vehicles (including mortgage REITs & closed-end investment funds)

"Offices of Bank Holding Companies" and "Offices of Other Holding Companies" are located under **Management of Companies (Holding Companies)** on next page.

Real Estate and Rental and Leasing

Real Estate	
531110	Lessors of Residential Buildings & Dwellings (including equity REITs)
531120	Lessors of Nonresidential Buildings (except Miniwarehouses) (including equity REITs)
531130	Lessors of Miniwarehouses & Self-Storage Units (including equity REITs)
531190	Lessors of Other Real Estate Property (including equity REITs)
531210	Offices of Real Estate Agents & Brokers
531310	Real Estate Property Managers
531320	Offices of Real Estate Appraisers
531390	Other Activities Related to Real Estate

Rental and Leasing Services	
532100	Automotive Equipment Rental & Leasing
532210	Consumer Electronics & Appliances Rental
532281	Formal Wear & Costume Rental
532282	Video Tape & Disc Rental
532283	Home Health Equipment Rental
532284	Recreational Goods Rental
532289	All Other Consumer Goods Rental
532310	General Rental Centers
532400	Commercial & Industrial Machinery & Equipment Rental & Leasing

Lessors of Nonfinancial Intangible Assets (except copyrighted works)	
533110	Lessors of Nonfinancial Intangible Assets (except copyrighted works)

Professional, Scientific, and Technical Services

Legal Services	
541110	Offices of Lawyers
541190	Other Legal Services

Code	Code	Code	Code
Accounting, Tax Preparation, Bookkeeping, and Payroll Services		Other Ambulatory Health Care Services	Food Services and Drinking Places
541211 Offices of Certified Public Accountants	561500 Travel Arrangement & Reservation Services	621900 Other Ambulatory Health Care Services (including ambulance services & blood & organ banks)	722300 Special Food Services (including food service contractors & caterers)
541213 Tax Preparation Services	561600 Investigation & Security Services		722410 Drinking Places (Alcoholic Beverages)
541214 Payroll Services	561710 Exterminating & Pest Control Services	Hospitals	722511 Full Service Restaurants
541219 Other Accounting Services	561720 Janitorial Services	622000 Hospitals	722513 Limited Service Restaurants
Architectural, Engineering, and Related Services	561730 Landscaping Services	Nursing and Residential Care Facilities	722514 Cafeterias and Buffets
541310 Architectural Services	561740 Carpet & Upholstery Cleaning Services	623000 Nursing & Residential Care Facilities	722515 Snack and Non-alcoholic Beverage Bars
541320 Landscape Architecture Services	561790 Other Services to Buildings & Dwellings		
541330 Engineering Services	561900 Other Support Services (including packaging & labeling services, & convention & trade show organizers)	Social Assistance	Other Services
541340 Drafting Services		624100 Individual & Family Services	Repair and Maintenance
541350 Building Inspection Services	Waste Management and Remediation Services	624200 Community Food & Housing, & Emergency & Other Relief Services	811110 Automotive Mechanical & Electrical Repair & Maintenance
541360 Geophysical Surveying & Mapping Services	562000 Waste Management & Remediation Services	624310 Vocational Rehabilitation Services	811120 Automotive Body, Paint, Interior, & Glass Repair
541370 Surveying & Mapping (except Geophysical) Services		624410 Child Day Care Services	811190 Other Automotive Repair & Maintenance (including oil change & lubrication shops & car washes)
541380 Testing Laboratories	Educational Services		811210 Electronic & Precision Equipment Repair & Maintenance
Specialized Design Services	611000 Educational Services (including schools, colleges, & universities)	Arts, Entertainment, and Recreation	811310 Commercial & Industrial Machinery & Equipment (except Automotive & Electronic) Repair & Maintenance
541400 Specialized Design Services (including interior, industrial, graphic, & fashion design)		Performing Arts, Spectator Sports, and Related Industries	811410 Home & Garden Equipment & Appliance Repair & Maintenance
Computer Systems Design and Related Services	Health Care and Social Assistance	711100 Performing Arts Companies	811420 Reupholstery & Furniture Repair
541511 Custom Computer Programming Services	Offices of Physicians and Dentists	711210 Spectator Sports (including sports clubs & racetracks)	811430 Footwear & Leather Goods Repair
541512 Computer Systems Design Services	621111 Offices of Physicians (except mental health specialists)	711300 Promoters of Performing Arts, Sports, & Similar Events	811490 Other Personal & Household Goods Repair & Maintenance
541513 Computer Facilities Management Services	621112 Offices of Physicians, Mental Health Specialists	711410 Agents & Managers for Artists, Athletes, Entertainers, & Other Public Figures	
541519 Other Computer Related Services	621210 Offices of Dentists	711510 Independent Artists, Writers, & Performers	Personal and Laundry Services
Other Professional, Scientific, and Technical Services	Offices of Other Health Practitioners		812111 Barber Shops
541600 Management, Scientific, & Technical Consulting Services	621310 Offices of Chiropractors	Museums, Historical Sites, and Similar Institutions	812112 Beauty Salons
541700 Scientific Research & Development Services	621320 Offices of Optometrists	712100 Museums, Historical Sites, & Similar Institutions	812113 Nail Salons
541800 Advertising & Related Services	621330 Offices of Mental Health Practitioners (except Physicians)	Amusement, Gambling, and Recreation Industries	812190 Other Personal Care Services (including diet & weight reducing centers)
541910 Marketing Research & Public Opinion Polling	621340 Offices of Physical, Occupational & Speech Therapists, & Audiologists	713100 Amusement Parks & Arcades	812210 Funeral Homes & Funeral Services
541920 Photographic Services	621391 Offices of Podiatrists	713200 Gambling Industries	812220 Cemeteries & Crematories
541930 Translation & Interpretation Services	621399 Offices of All Other Miscellaneous Health Practitioners	713900 Other Amusement & Recreation Industries (including golf courses, skiing facilities, marinas, fitness centers, & bowling centers)	812310 Coin-Operated Laundries & Drycleaners
541940 Veterinary Services	Outpatient Care Centers		812320 Drycleaning & Laundry Services (except Coin-Operated)
541990 All Other Professional, Scientific, & Technical Services	621410 Family Planning Centers	Accommodation and Food Services	812330 Linen & Uniform Supply
Management of Companies (Holding Companies)	621420 Outpatient Mental Health & Substance Abuse Centers	Accommodation	812910 Pet Care (except Veterinary) Services
551111 Offices of Bank Holding Companies	621491 HMO Medical Centers	721110 Hotels (except Casino Hotels) & Motels	812920 Photofinishing
551112 Offices of Other Holding Companies	621492 Kidney Dialysis Centers	721120 Casino Hotels	812930 Parking Lots & Garages
Administrative and Support and Waste Management and Remediation Services	621493 Freestanding Ambulatory Surgical & Emergency Centers	721191 Bed & Breakfast Inns	812990 All Other Personal Services
Administrative and Support Services	621498 All Other Outpatient Care Centers	721199 All Other Traveler Accommodation	Religious, Grantmaking, Civic, Professional, and Similar Organizations
561110 Office Administrative Services	Medical and Diagnostic Laboratories	721210 RV (Recreational Vehicle) Parks & Recreational Camps	813000 Religious, Grantmaking, Civic, Professional, & Similar Organizations (including condominium and homeowners associations)
561210 Facilities Support Services	621510 Medical & Diagnostic Laboratories	721310 Rooming & Boarding Houses, Dormitories, & Workers' Camps	
561300 Employment Services	Home Health Care Services		
561410 Document Preparation Services	621610 Home Health Care Services		
561420 Telephone Call Centers			
561430 Business Service Centers (including private mail centers & copy shops)			
561440 Collection Agencies			
561450 Credit Bureaus			
561490 Other Business Support Services (including repossession services, court reporting, & stenotype services)			

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Visit our website:
ftb.ca.gov

How To Get California Tax Information

Where To Get Tax Forms and Publications

By Internet – You can download, view, and print California tax forms, instructions, publications, FTB Notices, and FTB Legal Rulings at ftb.ca.gov.

By phone – You can order current year California tax forms from 6 a.m. to 10 p.m. weekdays, 6 a.m. to 4:30 p.m. Saturdays, except holidays. Refer to the list in the right column and find the code for the form you want to order. Call 800.338.0505 and follow the recorded instructions.

Allow two weeks to receive your order. If you live outside California, allow three weeks to receive your order.

By mail – Write to:

TAX FORMS REQUEST UNIT
FRANCHISE TAX BOARD
PO BOX 307
RANCHO CORDOVA CA 95741-0307

Letters

If you write to us, be sure to include your California corporation number or federal employer identification number, your daytime and evening telephone numbers, and a copy of the notice with your letter. Send your letter to:

FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257-0500

We will respond to your letter within ten weeks. In some cases, we may need to call you for additional information. **Do not** attach correspondence to your tax return unless the correspondence relates to an item on the return.

General Phone Service

Telephone assistance is available year-round from 7 a.m. until 5 p.m. Monday through Friday, except holidays. Hours subject to change.

Telephone: 800.852.5711 from within the United States
916.845.6500 from outside the United States
TTY/TDD: 800.822.6268 for persons with hearing or speech disability
711 or 800.735.2929 California relay service

IRS: 800.829.4933 call the IRS for federal tax questions

Asistencia en español:

Asistencia telefónica está disponible durante todo el año desde las 7 a.m. hasta las 5 p.m. de lunes a viernes, excepto días feriados. Las horas están sujetas a cambios.

Teléfono: 800.852.5711 dentro de los Estados Unidos
916.845.6500 fuera de los Estados Unidos
TTY/TDD: 800.822.6268 para personas con discapacidades auditivas o del habla
711 ó 800.735.2929 servicio de relevo de California

IRS: 800.829.4933 para preguntas sobre impuestos federales

California Tax Forms and Publications

- 817 California Corporation Tax Forms and Instructions.
This booklet contains:
- Form 100, California Corporation Franchise or Income Tax Return
 - Schedule H (100), Dividend Income Deduction
 - Schedule P (100), Alternative Minimum Tax and Credit Limitations — Corporations
 - FTB 3539, Payment for Automatic Extension for Corporations and Exempt Organizations
 - FTB 3805Q, Net Operating Loss (NOL) Computation and NOL and Disaster Loss Limitations — Corporations
 - FTB 3885, Corporation Depreciation and Amortization
- 816 California S Corporation Tax Forms and Instructions.
This booklet contains:
- Form 100S, California S Corporation Franchise or Income Tax Return
 - Schedule B (100S), S Corporation Depreciation and Amortization
 - Schedule C (100S), S Corporation Tax Credits
 - Schedule D (100S), S Corporation Capital Gains and Losses and Built-In Gains
 - Schedule H (100S), S Corporation Dividend Income Deduction
 - Schedule K-1 (100S), Shareholder's Share of Income, Deductions, Credits, etc.
 - Schedule QS, Qualified Subchapter S Subsidiary (QSub) Information
 - FTB 3539, Payment for Automatic Extension for Corporations and Exempt Organizations
 - FTB 3805Q, Net Operating Loss (NOL) Computation and NOL and Disaster Loss Limitations – Corporations
- 814 Form 109, Exempt Organization Business Income Tax Booklet
818 Form 100-ES, Corporation Estimated Tax
815 Form 199, California Exempt Organization Annual Information Return and Instructions
802 FTB 3500, Exemption Application
831 FTB 3500A, Submission of Exemption Request
943 FTB 4058, California Taxpayers' Bill of Rights

Your Rights As A Taxpayer

The FTB's goals include making certain that your rights are protected so that you have the highest confidence in the integrity, efficiency, and fairness of our state tax system. FTB 4058, California Taxpayers' Bill of Rights, includes information on your rights as a California taxpayer, the Taxpayers' Rights Advocate Program, and how you request written advice from the FTB on whether a particular transaction is taxable.

See "Where To Get Tax Forms and Publications," on this page.

Use our automated phone service to get recorded answers to many of your questions about California taxes and to order current year California business entity tax forms and publications. This service is available in English and Spanish to callers with touch-tone telephones. Have paper and pencil ready to take notes.

Telephone: 800.338.0505 from within the United States
916.845.6500 from outside the United States

To Order Forms

See "Where to Get Tax Forms and Publications" on the previous page.

To Get Information

You can hear recorded answers to Frequently Asked Questions 24 hours a day, 7 days a week. Call our automated phone service at the number listed above. Select "Business Entity Information," then select "Frequently Asked Questions." Enter the 3-digit code, listed below, when prompted.

Code Filing Assistance

- 715 If my actual tax is less than the minimum franchise tax, what figure do I put on the **Tax** line on Form 100 or Form 100W?
- 717 What are the tax rates for corporations?
- 718 How do I get an extension of time to file?
- 722 When does my corporation have to file a short-period return?
- 734 Is my corporation subject to franchise tax or income tax?

S Corporations

- 704 Is an S corporation subject to the minimum franchise tax?
- 705 Are S corporations required to make estimated payments?
- 706 What forms do S corporations file?
- 707 The tax for my S corporation is less than the minimum franchise tax. What figure do I put on the **Tax** line on Form 100S?

Exempt Organizations

- 709 How do I get tax-exempt status?
- 710 Does an exempt organization have to file Form 199?
- 736 I have exempt status. Do I need to file Form 100 or Form 109 in addition to Form 199?

Minimum Tax and Estimate Tax

- 712 What is the minimum franchise tax?
- 714 My corporation is not doing business; does it have to pay the minimum franchise tax?

Billings and Miscellaneous Notices

- 503 How do I file a protest against a Notice of Proposed Assessment?
- 723 I received a bill for \$250. What is this for?

Corporate Dissolution

- 724 How do I dissolve my corporation?

Limited Liability Companies (LLCs)

- 750 How do I organize or register an LLC?
- 752 What tax forms do I use to file as an LLC?
- 753 When is the annual tax payment due?

Miscellaneous

- 700 Who do I need to contact to start a business?
- 701 I need a state Employer ID number for my business. Who do I contact?
- 703 How do I incorporate?
- 737 Where do I send my payment?

Advanced
as of 1/12/18