



# Instructions for Form 1120-PC

## U.S. Property and Casualty Insurance Company Income Tax Return

Section references are to the Internal Revenue Code unless otherwise noted.

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### What's New

- For tax years beginning after 2009, policy acquisition expenses for an annuity or life insurance contract that includes a

qualified long-term care insurance contract as part of, or as a rider on, the annuity or life insurance contract, must be capitalized at the rate of 7.7 percent of the net premiums.

- Under section 6050U(b), specified information must be reported to persons who make a charge against the cash value of an annuity contract or the cash surrender value of a life insurance contract after 2009, as payment for coverage under certain long-term care insurance contracts. See the Instructions for the 2010 Form 1099-R for more information.

- The corporation can elect to defer income from cancellation of debt in connection with an applicable debt instrument reacquired after December 31, 2008, and before January 1, 2011, and include the deferred income over a 5-year period. See section 108(i). In addition, any original issue discount (OID) subject to section 108(i) generally is allowed as a deduction ratably over the 5-year period that the income from cancellation of debt is includible in income. Also, see the instructions for lines 13 and 20a, of Schedule A, on pages 9 and 11, respectively.

- The American Recovery and Reinvestment Act of 2009 expanded the rules that apply to limitations on deductions for executive compensation. These rules now apply to any entity that receives or had received financial assistance under the Troubled Asset Relief Program (TARP). See the instructions for line 15, Schedule A, on page 10.

- The limitations on net operating loss (NOL) carryforward following an ownership change do not apply to certain ownership changes after February 17, 2009, made according to a restructuring plan under the Emergency Stabilization Act of 2008. See the instructions for line 36b, Schedule A, on page 14.

- The Worker, Homeownership, and Business Assistance Act of 2009 allows most corporations to elect a 3, 4, or 5-year carryback period for an applicable NOL for a tax year ending after Dec. 31, 2007, and beginning before Jan. 1, 2010. However, this relief is not available for those that received payments under TARP. Other special rules apply. See Rev. Proc. 2009-52, 2009-49 I.R.B. 774. Also see the instructions for line 36b, Schedule A, on page 14.

- The election to accelerate the minimum tax and research credits in lieu of claiming any additional first year special depreciation allowance for eligible qualified property has been extended to eligible qualified extension property. See the instructions for line 14j, on page 8.
- Certain tax benefits for Midwestern disaster areas, including special charitable contribution benefits, have expired. See Publication 4492-B, Information for Affected Taxpayers in the Midwestern Disaster Areas.

For the latest information, see [www.irs.gov/formspubs](http://www.irs.gov/formspubs).

### Photographs of Missing Children

The Internal Revenue Service is a proud partner with the National Center for Missing and Exploited Children. Photographs of missing children selected by the Center may appear in instructions on pages that would otherwise be blank. You can help bring these children home by looking at the photographs and calling 1-800-THE-LOST (1-800-843-5678) if you recognize a child.

### Unresolved Tax Issues

The Taxpayer Advocate Service (TAS) is an independent organization within the IRS whose employees assist taxpayers who are experiencing economic harm, who are seeking help in resolving tax problems that have not been resolved through normal channels, or who believe that an IRS system or procedure is not working as it should. The service is free, confidential, tailored to meet your needs, and is available for businesses, as well as individuals.

The corporation can contact the TAS as follows.

- Call the TAS toll-free line at 1-877-777-4778 or TTY/TDD 1-800-829-4059 to see if the corporation is eligible for assistance.
- Call or write the corporation's local taxpayer advocate, whose phone number and address are listed in the local telephone directory and in Pub. 1546, Taxpayer Advocate Service – Your Voice at the IRS.
- File Form 911, Request for Taxpayer Advocate Service Assistance (And Application for Taxpayer Assistance

Order), or ask an IRS employee to complete it on the corporation's behalf.

For more information, go to [www.irs.gov/advocate](http://www.irs.gov/advocate).

## How To Get Forms and Publications

**Internet.** You can access the IRS website 24 hours a day, 7 days a week, at [www.irs.gov](http://www.irs.gov) to:

- Download forms, instructions, and publications;
- Order IRS products online;
- Research your tax questions online;
- Search publications online by topic or keyword;
- View Internal Revenue Bulletins (IRBs) published in recent years; and
- Sign up to receive local and national tax news by email.

**IRS Tax Products DVD.** You can order Pub. 1796, IRS Tax Products DVD, and obtain the following:

- Current-year forms, instructions, and publications.
- Prior-year forms, instructions, and publications.
- Tax Map: an electronic research tool and finding aid.
- Tax law frequently asked questions (FAQs).
- Tax Topics from the IRS telephone response system.
- Internal Revenue Code – Title 26 of the U.S. Code.
- Fill-in, print, and save features for most tax forms.
- Internal Revenue Bulletins.
- Toll-free and email technical support.
- Two releases during the year.
  - The first release will ship early in January.
  - The final release will ship early in March.

Buy the DVD from the National Technical Information Service (NTIS) at [www.irs.gov/cdorders](http://www.irs.gov/cdorders) for \$30 (no handling fee) or call 1-877-233-6767 toll free to buy the DVD for \$30 (plus a \$6 handling fee).

**By phone and in person.** You can order forms and publications by calling 1-800-TAX-FORM (1-800-829-3676). You can also get most forms and publications at your local IRS office.

## IRS E-Services Make Taxes Easier

Now more than ever before, businesses can enjoy the benefits of filing and paying their federal taxes electronically. Whether you rely on a tax professional or handle your own taxes, the IRS offers you convenient programs to make taxes easier.

- You can *e-file* your Form 7004, Application for Automatic Extension of Time To File Certain Business Income Tax, Information, and Other Returns, Form 940, Employer's Annual Federal Unemployment (FUTA) Tax Return, 941, Employer's Quarterly Federal Tax Return,

Form 1099-MISC, Miscellaneous Income, and other information returns. Visit [www.irs.gov/efile](http://www.irs.gov/efile) for details.

- You can pay taxes online or by phone using the free Electronic Federal Tax Payment System (EFTPS). Visit [www.eftps.gov](http://www.eftps.gov) or call 1-800-555-4477 for details.

Use these electronic options to make filing and paying taxes easier.

## General Instructions

### Purpose of Form

Use Form 1120-PC, U.S. Property and Casualty Insurance Company Income Tax Return, to report the income, gains, losses, deductions, credits, and to figure the income tax liability of insurance companies, other than life insurance companies.

### Who Must File

Every domestic nonlife insurance company and every foreign corporation that would qualify as a nonlife insurance company subject to taxation under section 831, if it were a U.S. corporation, must file Form 1120-PC. This includes organizations described in section 501(m)(1) that provide commercial-type insurance and organizations described in section 833.

**Exceptions.** A nonlife insurance company that is:

- Exempt under section 501(c)(15) should file Form 990, Return of Organization Exempt from Income Tax.
- Subject to taxation under section 831, and disposes of its insurance business and reserves, or otherwise ceases to be taxed under section 831, but continues its corporate existence while winding up and liquidating its affairs, should file Form 1120, U.S. Corporation Income Tax Return.

**Life insurance companies.** Life insurance companies should file Form 1120-L, U.S. Life Insurance Company Income Tax Return.

## When To File

Generally, a corporation must file its income tax return by the 15th day of the 3rd month after the end of its tax year. A new corporation filing a short-period return must generally file by the 15th day of the 3rd month after the short period ends. A corporation that has dissolved must generally file by the 15th day of the 3rd month after the date it dissolved.

If the due date falls on a Saturday, Sunday, or legal holiday, the corporation can file on the next business day.

### Private Delivery Services

Corporations can use certain private delivery services designated by the IRS to meet the "timely mailing as timely filing/paying" rule for tax returns and payments. These private delivery services include only the following.

- DHL Express (DHL): DHL Same Day Service.
- Federal Express (FedEx): FedEx Priority Overnight, FedEx Standard Overnight, FedEx 2Day, FedEx International Priority, and FedEx International First.
- United Parcel Service (UPS): UPS Next Day Air, UPS Next Day Air Saver, UPS 2nd Day Air, UPS 2nd Day Air A.M., UPS Worldwide Express Plus, and UPS Worldwide Express.

The private delivery service can tell you how to get written proof of the mailing date.



*Private delivery services cannot deliver items to P.O. boxes. You must use the U.S. Postal Service to mail any item to an IRS P.O. box address.*

### Extension of Time To File

File Form 7004 to request a 6-month extension of time to file. Generally, the corporation must file Form 7004 by the regular due date of the return.

### Who Must Sign

The return must be signed and dated by:

## Where To File

File the corporation's return at the applicable IRS address listed below.

If the corporation's principal business, office, or agency is located in:	Use the following addresses:
The United States	Department of the Treasury Internal Revenue Service Center Ogden, UT 84201-0012
A foreign country or U.S. possession	Internal Revenue Service Center P.O. Box 409101 Ogden, UT 84409

- The president, vice-president, treasurer, assistant treasurer, chief accounting officer; or
- Any other corporate officer (such as tax officer) authorized to sign.

If a return is filed on behalf of a corporation by a receiver, trustee, or assignee, the fiduciary must sign the return, instead of the corporate officer. Returns and forms signed by a receiver or trustee in bankruptcy on behalf of a corporation must be accompanied by a copy of the order or instructions of the court authorizing signing of the return or form.

If an employee of the corporation completes Form 1120-PC, the paid preparer's space should remain blank. Anyone who prepares Form 1120-PC but does not charge the corporation should not complete that section. Generally, anyone who is paid to prepare the return must sign it and fill in the "Paid Preparer's Use Only" area.

The paid preparer must complete the required preparer information and:

- Sign the return in the space provided for the preparer's signature.
- Give a copy of the return to the taxpayer.

**Note.** A paid preparer may sign original or amended returns by rubber stamp, mechanical device, or computer software program.

## Paid Preparer Authorization

If the corporation wants to allow the IRS to discuss its 2009 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 corporation is authorizing the IRS to call the paid preparer to answer any questions that may arise during the processing of its return. The corporation is also authorizing the paid preparer to:

- Give the IRS any information that is missing from the return,
- Call the IRS for information about the processing of the return or the status of any related refund or payment(s), and
- Respond to certain IRS notices about math errors, offsets, and return preparation.

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

The authorization will automatically end no later than the due date (excluding extensions) for filing the corporation's 2010 tax return. If the corporation wants to expand the paid preparer's authorization or revoke the authorization

before it ends, see Pub. 947, Practice Before the IRS and Power of Attorney.

## Statements

**NAIC annual statement.** Regulations section 1.6012-2(c) requires that the NAIC annual statement be filed with Form 1120-PC. A foreign insurance company subject to tax under section 831 that is not required to file an annual statement must file a copy of the pro forma annual statement. A penalty for the late filing of a return may be imposed for not including the annual statement when the return is filed. However, see *Electronic filing*, next.

**Electronic filing.** If the domestic or foreign nonlife insurance company files Form 1120-PC electronically, do not attach the annual statement or pro forma annual statement to the electronically filed return. However, you must provide a copy of the annual statement or pro forma annual statement to the Internal Revenue Service if requested and retain it with your other tax records for the period required by the regulations.

**Reconciliation.** Corporations that do not file a Schedule M-3 (Form 1120-PC) with the Form 1120-PC must attach a schedule that reconciles the NAIC Annual Statement to the Form 1120-PC.

## Assembling the Return

To ensure that the corporation's tax return is correctly processed, attach all schedules and other forms after page 8 of Form 1120-PC in the following order.

1. Schedule N (Form 1120), Foreign Operations of U.S. Corporations.
2. Schedule O (Form 1120), Consent Plan and Apportionment Schedule for a Controlled Group.
3. Form 4626, Alternative Minimum Tax—Corporations.
4. Form 8302, Electronic Deposit of Tax Refund of \$1 Million or More.
5. Form 4136, Credit for Federal Tax Paid on Fuels.
6. Form 851, Affiliations Schedule.
7. Additional schedules in alphabetical order.
8. Additional forms in numerical order.

Complete every applicable entry space on Form 1120-PC. Do not enter "See Attached" instead of completing the entry spaces. If more space is needed on the forms or schedules, attach separate sheets using the same size and format as the printed forms. If there are supporting statements and attachments, arrange them in the same order as the schedules or forms they support and attach them last. Show the totals on the printed forms. Enter the corporation's name and EIN on each supporting statement or attachment.

## Depository Methods of Tax Payment

The corporation must pay any tax due in full no later than the 15th day of the 3rd

month after the end of the tax year. The two methods of depositing taxes are discussed below.

## Electronic Deposit Requirement

The corporation must make electronic deposits of all depository taxes (such as employment tax, excise tax, and corporate income tax) using the Electronic Federal Tax Payment System (EFTPS) in 2010 if:

- The total deposits of such taxes in 2008 were more than \$200,000 or
- The corporation was required to use EFTPS in 2009.

If the corporation is required to use EFTPS and fails to do so, it may be subject to a 10% penalty. If the corporation is not required to use EFTPS, it can participate voluntarily. To enroll in or get more information about EFTPS, call 1-800-555-4477. To enroll online, visit [www.eftps.gov](http://www.eftps.gov).

**Depositing on time.** For EFTPS deposits to be made timely, the corporation must initiate the transaction at least 1 business day before the date the deposit is due.

## Deposits With Form 8109

If the corporation does not use EFTPS, deposit corporation income tax payments (and estimated tax payments) with Form 8109, Federal Tax Deposit Coupon. If you do not have a preprinted Form 8109, use Form 8109-B to make deposits. You can get this form by calling 1-800-829-4933 or visiting an IRS taxpayer assistance center. Have your EIN ready when you call or visit.

Do not send deposits directly to an IRS office; otherwise, the corporation may have to pay a penalty. Mail or deliver the completed Form 8109 with the payment to an authorized depository (a commercial bank or other financial institution authorized to accept federal tax deposits). Make checks or money orders payable to the depository. Records of the deposits will be sent to the IRS.

If the corporation prefers, it can mail the coupon and payment to: Financial Agent, Federal Tax Deposit Processing, P.O. Box 970030, St. Louis, MO 63197. Make the check or money order payable to "Financial Agent."

The financial agent cannot process foreign checks. If the corporation sends a check written on a foreign bank to pay a federal tax deposit, it may be charged a deposit penalty.

To help ensure proper crediting, enter the corporation's EIN, the tax period to which the deposit applies, and "Form 1120-PC" on the check or money order. On the coupon, darken the "1120" box under "Type of Tax" and the appropriate "Quarter" box under "Tax Period." See the Instructions for Form 8109 for details on how to complete the appropriate "Quarter" box for income tax deposits.





If the corporation owes tax when it files Form 1120-PC, do not include the payment with the tax return. Instead, mail or deliver the payment with Form 8109 to an authorized depository, or use EFTPS, if applicable.

For more information on deposits, see the instructions for Form 8109 and Pub. 15 (Circular E), Employer's Tax Guide.

## Estimated Tax Payments

Generally, the following rules apply to the corporation's payments of estimated tax.

- The corporation must make installment payments of estimated tax if it expects its total tax for the year (less applicable credits) to be \$500 or more.
- The installments are due by the 15th day of the 4th, 6th, 9th, and 12th months of the tax year. If any date falls on a Saturday, Sunday, or legal holiday, the installment is due on the next regular business day.
- Use Form 1120-W, Estimated Tax for Corporations, as a worksheet to compute estimated tax.
- If the corporation does not use EFTPS, use the deposit coupons (Forms 8109) to make deposits of estimated tax. See the instructions for Form 8109 for information on completing the coupon.
- If the corporation overpaid estimated tax, it may be able to get a quick refund by filing Form 4466, Corporation Application for Quick Refund of Overpayment of Estimated Tax. See the instructions for Form 8109 for details on how to complete the coupon for estimated tax deposits.

See the instructions for lines 14c and 14e, Form 1120-PC.

**Estimated tax penalty.** A corporation that does not make estimated tax payments when due may be subject to an underpayment penalty for the period of underpayment. Generally, a corporation is subject to the penalty if its tax liability is \$500 or more and it did not timely pay the smaller of:

- Its tax liability for 2009 or
- Its prior year's tax.

See section 6655 for details and exceptions, including special rules for large corporations.

Use Form 2220, Underpayment of Estimated Tax by Corporations, to see if the corporation owes a penalty and to figure the amount of the penalty. Generally, the corporation does not have to file this form because the IRS can figure the amount of any penalty and bill the corporation for it. However, even if the corporation does not owe the penalty, complete and attach Form 2220 if:

- The annualized income or adjusted seasonal installment method is used, or
- The corporation is a large corporation computing its first required installment based on the prior year's tax. See the Instructions for Form 2220 for the definition of a large corporation.

Also, see the instructions for line 15, Form 1120-PC.



Foreign insurance companies, see Notice 90-13, 1990-1 C.B. 321, before computing estimated tax.

## Interest and Penalties

**Interest.** Interest is charged on taxes paid late even if an extension of time to file is granted. Interest is also charged on penalties imposed for failure to file, negligence, fraud, substantial valuation misstatements, substantial understatements of tax, and reportable transaction understatements from the due date (including extensions) to the date of payment. The interest charge is figured at a rate determined under section 6621.

**Late filing of return.** A corporation that does not file its tax return by the due date, including extensions, may be penalized 5% of the unpaid tax for each month or part of a month the return is late, up to a maximum of 25% of the unpaid tax. The minimum penalty for a return that is over 60 days late is the smaller of the tax due or \$135. The penalty will not be imposed if the corporation can show that the failure to file on time was due to reasonable cause. Corporations that file late should attach a statement explaining the reasonable cause.

**Late payment of tax.** A corporation that does not pay the tax when due generally may be penalized 1/2 of 1% of the unpaid tax for each month or part of a month the tax is not paid, up to a maximum of 25% of the unpaid tax. The penalty will not be imposed if the corporation can show that the failure to pay on time was due to reasonable cause.

**Trust fund recovery penalty.** This penalty may apply if certain excise, income, social security, and Medicare taxes that must be collected or withheld are not collected or withheld, or these taxes are not paid. These taxes are generally reported on:

- Form 720, Quarterly Federal Excise Tax Return;
- Form 941, Employer's QUARTERLY Federal Tax Return;
- Form 944, Employer's ANNUAL Federal Tax Return; or
- Form 945, Annual Return of Withheld Federal Income Tax.

The trust fund recovery penalty may be imposed on all persons who are determined by the IRS to be responsible for collecting, accounting for, and paying over these taxes, and who acted willfully in not doing so. The penalty is equal to the full amount of the unpaid trust fund tax. See the Instructions for Form 720 or Pub. 15 (Circular E), for details, including the definition of responsible persons.

**Other penalties.** Other penalties can be imposed for negligence, substantial understatement of tax, reportable transaction understatements, and fraud. See sections 6662, 6662A, and 6663.

## Accounting Methods

Figure taxable income using the method of accounting regularly used in keeping

the corporation's books and records. In all cases, the method used must clearly show taxable income. Permissible methods include cash, accrual, or any other method authorized by the Internal Revenue Code.

The gross amounts of underwriting and investment income should be computed on the basis of the Statement of Income of the NAIC annual statement to the extent not inconsistent with the Internal Revenue Code and its Regulations. In all cases, the method used must clearly show taxable income.

### Change in accounting method.

Generally, the corporation must get IRS consent to change the method of accounting used to report taxable income (for income as a whole or for the treatment of any material item). To do so, the corporation generally must file Form 3115, Application for Change in Accounting Method.

See Form 3115, the Instructions for Form 3115, and Pub. 538, Accounting Periods and Methods, for more information on accounting methods.

There are some instances when the corporation can obtain automatic consent from the IRS to change to certain accounting methods. See Rev. Proc. 2008-52, 2008-36 I.R.B. 587, and Rev. Proc. 2009-39, 2009-38 I.R.B. 371. Also, see the Instructions for Form 3115.

### Safe harbor method of accounting for premium acquisition expenses.

Insurance companies subject to tax under section 831 are provided with a safe harbor method of accounting for premium acquisition expenses. Form 3115 must be filed in order to change to the safe harbor method. For more information, see the Instructions for Form 3115 and item 67 in the *List of Automatic Accounting Method Changes*.

## Accounting Period

An insurance company must figure its taxable income on the basis of a tax year. A tax year is the annual accounting period an insurance company uses to keep its records and report its income and expenses.

As a general rule under section 843, the tax year for every insurance company is the calendar year. However, if an insurance company joins in the filing of a consolidated return, it may adopt the tax year of the common parent corporation even if that year is not a calendar year.

## Rounding Off to Whole Dollars

The corporation can round off cents to whole dollars on its return and schedules. If the corporation does round to whole dollars, it must round all amounts. To round, drop amounts under 50 cents and increase amounts from 50 to 99 cents to the next dollar. For example, \$1.39 becomes \$1 and \$2.50 becomes \$3.

If two or more amounts must be added to figure the amount to enter on a line, include cents when adding the amounts and round off only the total.

## Recordkeeping

Keep the corporation's records for as long as they may be needed for the administration of any provision of the Internal Revenue Code. Usually, records that support an item of income, deduction, or credit on the return must be kept for 3 years from the date the return is due or filed, whichever is later. Keep records that verify the corporation's basis in property for as long as they are needed to figure the basis of the original or replacement property.

The corporation should keep copies of all filed returns. They help in preparing future and amended returns.

## Other Forms and Statements That May Be Required

**Reportable transaction disclosure statement.** Disclose information for each reportable transaction in which the corporation participated. Form 8886, Reportable Transaction Disclosure Statement, must be filed for each tax year that the federal income tax liability of the corporation is affected by its participation in the transaction. The following are reportable transactions.

1. Any listed transaction, which is a transaction that is the same as or substantially similar to one of the types of transactions that the IRS has determined to be a tax avoidance transaction and identified by notice, regulation, or other published guidance as a listed transaction.
2. Any transaction offered under conditions of confidentiality for which the corporation (or a related party) paid an advisor a fee of at least \$250,000.
3. Certain transactions for which the corporation (or a related party) has contractual protection against disallowance of the tax benefits.
4. Certain transactions resulting in a loss of at least \$10 million in any single year or \$20 million in any combination of years.
5. Any transaction identified by the IRS by notice, regulation or other published guidance as a "transaction of interest." See Notice 2009-55, 2009-31 I.R.B. 170.

For more information, see Regulations section 1.6011-4. Also see the Instructions for Form 8886.

**Penalties.** The corporation may have to pay a penalty if it is required to disclose a reportable transaction under section 6011 and fails to properly complete and file Form 8886. Penalties may also apply under section 6707A if the corporation fails to file Form 8886 with its corporate return, fails to provide a copy of Form

8886 to the Office of Tax Shelter Analysis (OTSA), or files a form that fails to include all the information required (or includes incorrect information). Other penalties, such as an accuracy-related penalty under section 6662A, may also apply. For details on these and other penalties, see the Instructions for Form 8886.

**Reportable transactions by material advisors.** Material advisors to any reportable transaction must disclose certain information about the reportable transaction by filing Form 8918, Material Advisor Disclosure Statement, with the IRS. See the Instructions for Form 8918.

**Transfers to a corporation controlled by the transferor.** Every significant transferor (as defined in Regulations section 1.351-3(d)) that receives stock of a corporation in exchange for property in a nonrecognition event must attach the statement required by Regulations section 1.351-3(a) to its return for the tax year of the exchange. The transferee corporation must include the statement required by Regulations section 1.351-3(b) for the tax year of the exchange, unless all the required information is included in any statement(s) provided by a significant transferor that is attached to the same return for the same section 351 exchange. If the transferor or transferee corporation is a controlled foreign corporation, each U.S. shareholder (within the meaning of section 951(b)) must include the required statement on or with its return.

**Distributions under section 355.** Every corporation that makes a distribution of stock or securities of a controlled corporation, as described in section 355 (or so much of section 356 as it relates to section 355), must attach the statement required by Regulations section 1.355-5 to its return for the year of the distribution. If the distributing corporation is a controlled foreign corporation, each U.S. shareholder (within the meaning of section 951(b)), must include the statement on or with its return.

**Dual consolidated losses.** If a domestic corporation incurs a dual consolidated loss (as defined in Regulations section 1.1503-2(c)(5)), the corporation (or consolidated group) may need to attach an elective relief agreement and/or an annual certification as provided in Regulations section 1.1503-2(g)(2).

**Election to reduce basis under section 362(e)(2)(C).** The transferor and transferee in certain section 351 transactions can make a joint election under section 362(e)(2)(C) to limit the transferor's basis in the stock received instead of the transferee's basis in the transferred property. The transferor and transferee can make the election by attaching the statement as provided in Notice 2005-70, 2005-41 I.R.B. 694, to their tax returns filed by the due date (including extensions) for the tax year in which the transaction occurred. If the

transferor is a controlled foreign corporation, its controlling U.S. shareholder(s) can make the election. The common parent of a consolidated group can make the election for the group.

Once made, the election is irrevocable. See section 362(e)(2)(C) and Notice 2005-70.

**Other forms and statements.** See Pub. 542, Corporations, for a list of other forms and statements a corporation may need to file in addition to the forms and statements discussed throughout these instructions.

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## Specific Instructions

### Period Covered

Generally, file the 2009 return for calendar year 2009. However, if an insurance company joins in the filing of a consolidated return, it may adopt the tax year of the common parent corporation even if that year is not a calendar year. For a fiscal or short tax year return, fill in the tax year space at the top of the form.

### Name and Address

Enter the corporation's true name (as set forth in the charter or other legal document creating it), address, and EIN on the appropriate lines. Enter the address of the corporation's principal office or place of business. Include the suite, room, or other unit number after the street address. If the post office does not deliver mail to the street address and the corporation has a P.O. box, show the box number instead.

**Note.** Do not use the address of the registered agent for the state in which the corporation is incorporated. For example, if a business is incorporated in Delaware or Nevada and the corporation's principal office is located in Little Rock, AR, the corporation should enter the Little Rock address.

If the corporation receives its mail in care of a third party (such as an accountant or an attorney), enter on the street address line "C/O" followed by the third party's name and street address or P.O. box.

### Item A. Identifying Information

#### Consolidated Return

If an affiliated group of corporations includes one or more domestic life insurance companies taxed under section 801, the common parent may elect to treat those companies as includible corporations. The life insurance companies must have been members of the group for the 5 tax years immediately preceding the tax year for which the election is made. See section 1504(c)(2)

and Regulations section 1.1502-47(d)(12).

Corporations filing a consolidated return must check box 1 of Item A and attach Form 851, Affiliations Schedule, and other supporting statements to the return. Also, for the first year a subsidiary corporation is being included in a consolidated return, attach Form 1122, Authorization and Consent of Subsidiary Corporation To Be Included in a Consolidated Income Tax Return, to the parent's consolidated return. Attach a separate Form 1122 for each subsidiary being included in the consolidated return.

File supporting statements for each corporation included in the consolidated return. Do not use Form 1120-PC as a substitute for the supporting statement. On the supporting statement, use columns to show the following, both before and after adjustments.

1. Items of gross income and deductions.
2. A computation of taxable income.
3. Balance sheets as of the beginning and end of the tax year.
4. A reconciliation of income per books with income per return.
5. A reconciliation of retained earnings.

Enter on Form 1120-PC the totals for each item of income, gain, loss, expense, or deduction, net of eliminating entries for intercompany transactions between corporations within the consolidated group. Attach consolidated balance sheets and a reconciliation of consolidated retained earnings.

For more information on consolidated returns, see the regulations under section 1502.

**Note.** If a nonlife insurance company is a member of an affiliated group, file Form 1120-PC as an attachment to the consolidated return in addition to the supporting statements discussed above. Across the top of page 1 of Form 1120-PC, write "Supporting Statement to Consolidated Return."

**Life-Nonlife Consolidated Return.** If the corporation is the common parent of a life-nonlife consolidated group, check boxes 1 and 2 of Item A. See Temporary Regulations section 1.1502-47T(s) for the filing requirements of a life-nonlife consolidated group.

### Schedule M-3 (Form 1120-PC)

A nonlife insurance company with total assets (non-consolidated or consolidated for all companies included within a tax consolidation group) of \$10 million or more on the last day of the tax year must complete Schedule M-3 (Form 1120-PC), Net Income (Loss) Reconciliation for U.S. Property and Casualty Insurance Companies With Total Assets of \$10 Million or More, instead of Schedule M-1. A corporation filing Form 1120-PC that is

not required to file Schedule M-3 (Form 1120-PC) may voluntarily file Schedule M-3 (Form 1120-PC) instead of Schedule M-1.

If you are filing Schedule M-3 (Form 1120-PC), check item A, box 3 at the top of page 1 of Form 1120-PC. See the Instructions for Schedule M-3 (Form 1120-PC) for more details.

**Note.** If you do not file Schedule M-3 (Form 1120-PC) with Form 1120-PC, see *Reconciliation* under *Statements* on page 3.

### Item B. Employer Identification Number (EIN)

Enter the corporation's EIN. If the corporation does not have an EIN, it must apply for one. An EIN can be applied for:

- Online—Click on the EIN link at [www.irs.gov/businesses/small](http://www.irs.gov/businesses/small). The EIN is issued immediately once the application information is validated.
- By telephone at 1-800-829-4933 on Monday through Friday from 7:00 a.m. to 10:00 p.m. in the corporation's local time zone.
- By mailing or faxing Form SS-4, Application for Employer Identification Number.

If the corporation has not received its EIN by the time the return is due, enter "Applied for" and the date you applied in the space for the EIN. For more information, see the Instructions for Form SS-4.

**Note.** Only corporations located in the United States or U.S. possessions can use the online application.

### Item D. Section 953 Elections

Check the applicable box if the corporation is a foreign corporation and elects under:

1. Section 953(c)(3)(C) to treat its related person insurance income as effectively connected with the conduct of a trade or business in the United States or
2. Section 953(d) to be treated as a domestic corporation.

Generally, a foreign corporation making either election must file its return with the Internal Revenue Service Center, P.O. Box 409101, Ogden, UT 84409. See Notice 87-50, 1987-2 C.B. 357, and Rev. Proc. 2003-47, 2003-28 I.R.B. 55, for the procedural rules, election statement formats, and filing addresses for making the respective elections under section 953(c)(3)(C) or section 953(d).

**Note.** Once either election is made, it will apply to the tax year for which made and all subsequent tax years unless revoked with the consent of the IRS. Also, any loss of a foreign corporation electing to be

treated as a domestic insurance company under section 953(d) will be treated as a dual-consolidated loss and may not be used to reduce the taxable income of any other member of the affiliated group for this tax year or any other tax year.

**Note.** If a section 953(d) election is made, include the additional tax required to be paid, on line 13, page 1. On the dotted line to the left of line 13, page 1, write "Section 953(d)" and the amount. Attach a schedule showing the computation. See section 953(d) for more details.

### Item E. Final Return, Name Change, Address Change, or Amended Return

Indicate a final return, name change, address change, or amended return by checking the appropriate box.

**Note.** If a change of address occurs after the return is filed, use Form 8822, Change of Address, to notify the IRS of the new address.

### Taxable Income

**Line 1, Taxable income, and line 2, Taxable investment income.** If the corporation is a small company as defined in section 831(b)(2) and elects under section 831(b)(2)(A)(ii) to be taxed on taxable investment income, complete Schedule B (ignore Schedule A) and enter the amount from Schedule B, line 21, on line 2, page 1. All other corporations should complete Schedule A (ignore Schedule B) and enter on line 1, page 1, the amount from Schedule A, line 37.

### Tax Computation and Payments

#### Line 3

If the corporation is a member of a controlled group, check the box on line 3. Complete and attach Schedule O (Form 1120). Component members of a controlled group must use Schedule O to report the apportionment of taxable income, income tax, and certain tax benefits between the members of the group. See Schedule O and the instructions for Schedule O for more information.

#### Line 4

If the corporation is a member of a controlled group and is filing Schedule O (Form 1120), enter the corporation's tax from Part III of Schedule O.

Most corporations that are not members of a controlled group and are not filing a consolidated return figure their tax by using the Tax Rate Schedule on page 7.



## Tax Rate Schedule

If the amount on line 1 or line 2, Form 1120-PC, page 1 is:

Over—	But not over—	Tax is:	Of the amount over—
\$0	\$50,000	15%	\$0
50,000	75,000	\$ 7,500 + 25%	50,000
75,000	100,000	13,750 + 34%	75,000
100,000	335,000	22,250 + 39%	100,000
335,000	10,000,000	113,900 + 34%	335,000
10,000,000	15,000,000	3,400,000 + 35%	10,000,000
15,000,000	18,333,333	5,150,000 + 38%	15,000,000
18,333,333	-----	35%	0

**Deferred tax under section 1291.** If the corporation was a shareholder in a passive foreign investment company (PFIC) and received an excess distribution or disposed of its investment in the PFIC during the year, it must include the total increase in taxes due under section 1291(c)(2) in the amount entered on line 4. On the dotted line next to line 4, enter "Section 1291" and the amount.

Do not include on line 4 any interest due under section 1291(c)(3). Instead, show the amount of interest owed in the bottom margin of page 1 and enter "Section 1291 interest." See Form 8621.

**Additional tax under section 197(f).** A corporation that elects to pay tax on the gain from the sale of an intangible under the related person exception to the anti-churning rules should include any additional tax due under section 197(f)(9)(B) in the total for line 4. On the dotted line next to line 4, enter "Section 197" and the amount.

**Line 5. Enter amount of tax that a reciprocal must include.** A mutual insurance company that is an interinsurer or reciprocal underwriter may elect, under section 835, to limit the deduction for amounts paid or incurred to a qualifying attorney-in-fact to the amount of the deductions of the attorney-in-fact allocable to the income received by the attorney-in-fact from the reciprocal. If this election is made, any increase in taxable income of a reciprocal as a result of this limitation is taxed at the highest rate of tax specified in section 11(b).

Make no entry on line 5 if the mutual insurance company's taxable income before including the section 835(b) amount is \$100,000 or more. Otherwise, this tax is 35% of the section 835(b) amount. If an entry is made on line 5, attach a statement showing how the tax was computed.

Reciprocal underwriters making the section 835(a) election are allowed a credit on line 14h for the amount of tax paid by the attorney-in-fact that is related to the income received by the attorney-in-fact from the reciprocal in the tax year.

See section 835 and the related regulations for special rules and information regarding the statements required to be attached to the return.

## Line 6. Alternative minimum tax (AMT).



*A corporation that is not a small corporation exempt from the AMT may be required to file Form 4626 if it claims certain credits, even though it does not owe any AMT. See Form 4626.*

Unless the corporation is treated as a small corporation exempt from the AMT, it may owe the AMT if it has any of the adjustments and tax preference items listed on Form 4626. The corporation must file Form 4626 if its taxable income (or loss) before the NOL deduction, combined with these adjustments and tax preference items is more than the smaller of \$40,000 or the corporation's allowable exemption amount (from Form 4626). For this purpose, taxable income does not include the NOL deduction.

See Form 4626 for definitions and details on how to figure the tax.

**Line 8a. Foreign tax credit.** To find out when a corporation can take the credit for payment of income tax to a foreign country or U.S. possession, see Form 1118, Foreign Tax Credit—Corporations.

**Line 8b. Credit from Form 8834, line 29.** Enter any qualified electric vehicle passive activity credits from prior years allowed for the current tax year from Form 8834, Qualified Plug-In Electric and Electric Vehicle Credit, line 29. Also include on line 8b any credits from Form 5735, American Samoa Economic Development Credit. See the Instructions for Form 5735.

**Line 8c. General Business Credit.** Enter on line 8c the allowable credit from Form 3800, Part II, line 32.

The corporation is required to file Form 3800, General Business Credit, to claim most business credits. For a list of allowable credits, see Form 3800. Also, see the applicable credit form and its instructions.

**Line 8d. Credit for prior year minimum tax.** To figure the minimum tax credit and any carryforward of that credit, use Form 8827, Credit for Prior Year Minimum Tax—Corporations.

**Line 8e. Bond credits from Form 8912.** Enter the allowable credits from Form 8912, Credit to Holders of Tax Credit Bonds, line 18.

**Line 10. Foreign corporations.** A foreign corporation carrying on an insurance business in the United States is taxed as a domestic insurance company on its income effectively connected with the conduct of a trade or business in the United States (see sections 864(c) and 897 for definition).

Generally, any other U.S.-source income received by the foreign corporation is taxed at 30% (or at a lower treaty rate) under section 881. If the corporation has this income, attach a schedule showing the kind and amount of income, the tax rate, and the amount of tax. Enter the tax on line 10. However, see *Reduction of section 881 tax* below.

**Note.** Interest received from certain portfolio debt investments that were issued after July 18, 1984, is not subject to the tax. See section 881(c).

See section 842 for more information.

**Minimum effectively connected net investment income.** See section 842(b) and Notice 89-96, 1989-2 C.B. 417, for the general rules for computing this amount. Also, see Rev. Proc. 2009-34, 2009-34 I.R.B. 258, for the domestic asset/liability percentages and domestic investment yields needed to compute this amount.

Any additional income required by section 842(b) must be included in taxable income (for example, Schedule A, line 13).

### Reduction of section 881 tax.

Additional taxes resulting from the net investment income adjustment may offset a corporation's section 881 tax on U.S.-source income. The tax reduction is determined by multiplying the section 881 tax by the ratio of the amount of income adjustment to income subject to the section 881 tax, computed without the exclusion for interest on state and local bonds or income exempted from taxation by treaty. See section 842(c)(2). Attach a statement showing how the reduction under section 881 was figured. Enter the net tax imposed by section 881 on line 10.

**Line 11. Personal holding company tax.** A corporation (other than a corporation described in section 542(c)) is taxed as a personal holding company (PHC) under section 542 if:

- At least 60% of its adjusted ordinary gross income for the tax year is PHC income, and
- At any time during the last half of the tax year more than 50% in value of its outstanding stock is directly or indirectly owned by five or fewer individuals.

See Schedule PH (Form 1120), U.S. Personal Holding Company (PHC) Tax, for definitions and details on how to figure the tax.

### Line 12. Other Taxes

Include any of the following taxes and interest in the total on line 12. Check the appropriate box(es) for the form, if any, used to compute the total.

**Recapture of investment credit.** If the corporation disposed of investment credit property or changed its use before the end of its useful life or recovery period, it may owe a tax. See Form 4255, Recapture of Investment Credit.

**Recapture of low-income housing credit.** If the corporation disposed of property (or there was a reduction in the qualified basis of the property) for which it took the low-income housing credit, it may owe a tax. See Form 8611, Recapture of Low-Income Housing Credit.

**Other.** Additional taxes and interest amounts can be included in the total entered on line 12. Check the box for "Other" if the corporation includes any

additional taxes and interest such as the items discussed below. See *How to report* below, for details on reporting these amounts on an attached schedule.

- Recapture of qualified electric vehicle (QEV) credit. The corporation must recapture part of the QEV credit it claimed in a prior year if, within 3 years of the date the vehicle was placed in service, it ceases to qualify for the credit. See Regulations section 1.30-1 for details on how to figure the recapture.
- Recapture of Indian employment credit. Generally, if an employer terminates the employment of a qualified employee less than 1 year after the date of initial employment, any Indian employment credit allowed for a prior tax year because of wages paid or incurred to that employee must be recaptured. See Form 8845 and section 45A.
- Recapture of new markets credit (see Form 8874).
- Recapture of employer-provided childcare facilities and services credit (see Form 8882).
- Interest on deferred tax attributable to certain nondealer installment obligations (section 453A(c)).
- Interest due on deferred gain (section 1260(b)).
- Alternative tax on qualifying shipping activities (see Form 8902).

**How to report.** If the corporation checked the “Other” box, attach a schedule showing the computation of each item included in the total for line 12 and identify the applicable Code section and the type of tax or interest.

### Line 13. Total Tax

Include any deferred tax on the termination of a section 1294 election applicable to shareholders in a qualified electing fund in the amount entered on line 13. See Form 8621, Part V, and *How to report* below.

Subtract any deferred tax on the corporation’s share of undistributed earnings of a qualified electing fund (see Form 8621, Part II).

**How to report.** Attach a schedule showing the computation of each item included in, or subtracted from, the total for line 13. On the dotted line next to line 13, specify (a) the applicable Code section, (b) the type of tax, and (c) the amount of tax.

### Line 14b. Prior year(s) special estimated tax payments to be applied.

The amount entered on line 14b must agree with the amount(s) from Form 8816, Part III, line 11. See Form 8816 and section 847 for additional information.

### Line 14c. Estimated tax payments.

Enter any estimated tax payments the corporation made for the tax year. Do not include any amount being applied on line 14d.

### Line 14d. Special estimated tax payments.

If the deduction under section 847 is claimed on Schedule A, line 27, special estimated tax payments

must be made in an amount equal to the tax benefit of the deduction. These payments must be made on or before the due date (without regard to extensions) of this tax return. See Form 8816 and section 847(2) for additional information.

**Tax benefit rule.** Section 847(8) requires that if a corporation carries back net operating losses or capital losses that arise in years after a year in which a section 847 deduction was claimed, then the corporation must recompute the tax benefit attributable to the previously claimed section 847 deduction taking into account the loss carrybacks. Tax benefits also include those derived from filing a consolidated return with another insurance company (without regard to section 1503(c)).

Therefore, if the recomputation changes the amount of the section 847 tax benefit, then the taxpayer must provide a computation schedule and attach it to Form 8816.

**Line 14e. Overpaid Estimated Tax.** If the corporation overpaid estimated tax, it may be able to get a quick refund by filing Form 4466. The overpayment must be at least 10% of the corporation’s expected income tax liability and at least \$500. File Form 4466 after the end of the corporation’s tax year, and no later than the 15th day of the third month after the end of the tax year. Form 4466 must be filed before the corporation files its tax return.

**Line 14h. Credit by reciprocal for tax paid by attorney-in-fact under section 835(d).** Enter the amount of tax paid by an attorney-in-fact as a result of income received by the attorney-in-fact from the reciprocal during the tax year. For more information, see section 835, the related regulations, and the instructions for line 5 on page 7.

### Line 14i. Other credits and payments.

Enter the amount of any other credits the corporation may take and/or payments made. Write an explanation of the entry to the left of the entry space.

**Backup withholding.** If the corporation had federal income tax withheld from any payments it received because, for example, it failed to give the payer its correct EIN, include the amount withheld in the total for line 14i. Write the amount withheld and the words “Backup Withholding” on the dotted line to the left of the entry space for line 14i.

**Line 14j. Refundable Credits from Forms 3800 and 8827.** The corporation can elect to claim certain unused research and minimum tax credits instead of claiming any additional first-year special depreciation allowance for eligible qualified property or qualified extension property placed in service during the tax year. If the corporation makes the election, enter on line 14j the amounts from line 19c of Form 3800 and line 8c of Form 8827, if applicable. See the instructions for these forms, Rev. Proc.

2008-65, 2008-44 I.R.B. 1082, Rev. Proc. 2009-16, 2009-6 I.R.B. 449, and Rev. Proc. 2009-33, 2009-29 I.R.B. 150.

**Line 14k. Total payments.** Add the amounts on lines 14f through 14j and enter the total on line 14k.

**Line 15. Estimated tax penalty.** If Form 2220 is attached, check the box on line 15 and enter the amount of any penalty on this line.

**Line 18. Electronic deposit of tax refund of \$1 million or more.** If the corporation is due a refund of \$1 million or more and wants it electronically deposited into its checking or savings account at any U.S. bank or other financial institution instead of having a check sent to the corporation, complete Form 8302 and attach it to the corporation’s tax return.

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## Schedule A—Taxable Income

**Gross income.** Under section 832, gross amounts of underwriting and investment income should be computed on the basis of the Statement of Income of the NAIC annual statement to the extent not inconsistent with the Internal Revenue Code and its Regulations.

**Income from qualifying shipping activities.** Gross income does not include income from qualifying shipping activities if the corporation makes an election under section 1354 to be taxed on its notional shipping income (as defined in section 1353) at the highest corporate tax rate (35%). If the election is made, the corporation generally may not claim any loss, deduction, or credit with respect to qualifying shipping activities. A corporation making this election also may elect to defer gain on the disposition of a qualifying vessel.

Use Form 8902, Alternative Tax on Qualifying Shipping Activities, to figure the tax. Include the alternative tax on line 12, page 1 of the Form 1120-PC.

**Note.** In computing the amounts for lines 2, 3, and 4, take all interest, dividends, or rents received during the year, add interest, dividends, or rents due and accrued at the end of the tax year, and deduct interest, dividends, or rents due and accrued at the end of the preceding tax year. For rules regarding the accrual of dividends, see Regulations section 1.301-1(b).

**Line 3a, column (a). Gross interest.** Enter the gross amount of interest income, including all tax-exempt interest.

**Line 3b, column (a).** Section 103(a) excludes interest on state or local bonds from gross income.

This exclusion does not apply to any:

1. Private activity bond which is not a qualified bond as defined by section 141;
2. Arbitrage bond as defined by section 148; or



3. Bonds not meeting the requirements of section 149 (regarding the registration of tax-exempt bonds).

**Lines 3a and 3b, column (b).**

**Amortization of premium.** Enter on line 3a, column (b), the total amortization of bond premium, including amortization on tax-exempt bonds. Enter on line 3b, column (b), the amortization of bond premium on tax-exempt bonds only.

**Note.** Insurance companies electing to amortize discount for tax purposes must reduce the amortization of premium by any amortization of discount.

**Line 4. Gross rents.** Enter gross rents, computed as indicated under the instructions for *Gross income*, on page 8. Deduct expenses, such as repairs, interest, taxes, and depreciation, on the proper lines for deductions.

**Line 6. Capital gain net income.** Every sale or exchange of a capital asset must be reported in detail on Schedule D (Form 1120), Capital Gains and Losses, even if there is no gain or loss.

Generally, losses from sales or exchanges of capital assets are only allowed to the extent of gains. However, corporations taxed under section 831 may claim losses from capital assets sold or exchanged to get funds to meet abnormal insurance losses and to pay dividends and similar distributions to policyholders. Do not include those types of losses here, but instead, report them on Schedule G.

The net capital loss for these corporations is the amount by which losses for the year from sales or exchanges of capital assets exceed the gains from these sales or exchanges plus the smaller of:

1. Taxable income (computed without gains or losses from sales or exchanges of capital assets); or
2. Losses from the sale or exchange of capital assets sold or exchanged to obtain funds to meet abnormal insurance losses and to provide for the payment of dividends and similar distributions to policyholders.

Subject to the limitations in section 1212(a), a net capital loss can be carried back 3 years and forward 5 years as a short-term capital loss.

**Line 8. Certain mutual fire or flood insurance company premiums.** A mutual fire or flood insurance company whose principal business is the issuance of policies (1) for which the premium deposits are the same (regardless of the length of the term the policies are written for) and (2) under which the unabsorbed portion of such premium deposits not required for losses, expenses, or establishment of reserves is returned or credited to the policyholder on cancellation or expiration of the policy, must include in income an amount equal to 2% of the premiums earned on insurance contracts during the tax year with respect to such policies after deduction of premium deposits returned

or credited during the same tax year. See section 832(b)(1)(D).

**Line 9. Income on account of special income and deduction accounts.**

Corporations which write the kinds of insurance below must maintain the following special accounts. A corporation which writes:

1. Mortgage guaranty insurance must maintain a mortgage guaranty account;
2. Lease guaranty insurance must maintain a lease guaranty account; and
3. Insurance on obligations the interest on which is excludable from gross income under section 103 must maintain an account with respect to insurance on state and local obligations.

Amounts required to be subtracted from these accounts under sections 832(e)(5) and 832(e)(6) must be reported as income on line 9. See section 832(e) for more information.

**Line 10. Income from protection against loss account.** Although section 1024 of P.L. 99-514 repealed section 824 relating to the protection against loss (PAL) account, PAL account balances are includible in income as though section 824 were still in effect. Attach a schedule showing the computation.

**Line 11. Mutual interinsurers or reciprocal underwriters—decrease in subscriber accounts.** Enter the decrease for the tax year in savings credited to subscriber accounts of a mutual insurance company that is an interinsurer or reciprocal underwriter.

**Line 12. Income from a special loss discount account.** Enter the amount from Form 8816, Part II, line 6.

**Line 13. Other income.** Enter any other taxable income not reported on lines 1 through 12. List the type and amount of income on an attached schedule. If the corporation has only one item of other income, describe it in parentheses on line 13. Examples of other income to report on line 13 include the following.

- The amount included in income from Form 6478, Alcohol and Cellulosic Biofuel Fuels Credit.
- The amount included in income from Form 8864, Biodiesel and Renewable Diesel Fuels Credit.
- Refunds of taxes deducted in prior years to the extent they reduced income subject to tax in the year deducted (see section 111). Do not offset current year taxes against tax refunds.
- Any recapture under section 179A for qualified clean-fuel vehicle refueling property if, at any time before the end of its recovery period, the property ceases to qualify.
- Ordinary income from trade or business activities of a partnership (from Schedule K-1 (Form 1065 or Form 1065-B)). Do not offset ordinary losses against ordinary income. Instead, include the losses on line 31. Show the partnership's name, address, and EIN on a separate statement attached to this return. If the amount entered is from more than one

partnership, identify the amount from each partnership.

- Part or all of the proceeds received from certain corporate-owned life insurance contracts issued after August 17, 2006. Corporations that own one or more employer-owned life insurance contracts issued after August 17, 2006, must file Form 8925, Report of Employer-Owned Life Insurance Contracts.
- Income from the cancellation of debt for the repurchase of a debt instrument for less than its adjusted issue price. However, for a reacquisition of an applicable debt instrument after December 31, 2008, and before January 1, 2011, a corporation can elect, under section 108(i), to defer the income from the cancellation of debt in connection with the election. If the corporation makes the election, the income is deferred and ratably included in income over the 5-year period beginning with:

1. For a reacquisition occurring in 2009, the fifth tax year following the tax year in which the reacquisition occurs, and
2. For a reacquisition occurring in 2010, the fourth tax year following the tax year in which the reacquisition occurs.

To make the election, attach a statement to the corporation's return for the tax year in which the applicable reacquisition occurs. The statement must clearly identify the applicable instrument and include the amount of income to which the election applies. Once made, the election is irrevocable. For more information, see section 108(i) and Rev. Proc. 2009-37, 2009-36 I.R.B. 309.

## Deductions

### Limitations on Deductions

**Section 263A uniform capitalization rules.** The uniform capitalization rules of section 263A require corporations to capitalize certain costs.

See Regulations sections 1.263A-1 through 1.263A-3.

**Transactions between related taxpayers.** Generally, an accrual basis taxpayer can only deduct business expenses and interest owed to a related party in the year the payment is included in the income of the related party. See sections 163(e)(3), 163(j), and 267 for limitations on deductions for unpaid interest and expenses.

Corporations use Form 8926, Disqualified Corporate Interest Expense Disallowed Under Section 163(j) and Related Information, to figure the amount of any corporate interest expense disallowed by section 163(j).

**Section 291 limitations.** Corporations may be required to adjust certain deductions. See section 291 to determine the amount of the adjustment. Also, see section 43.

**Golden parachute payments.** A portion of the payments made by a corporation to

key personnel that exceeds their usual compensation may not be deductible. This occurs when the corporation has an agreement (golden parachute) with these key employees to pay them these excess amounts if control of the corporation changes. See section 280G and Regulations section 1.280G-1. Also see the instructions for line 15.

**Business start-up and organizational costs.** For business start-up and organizational costs paid or incurred after September 8, 2008, a corporation can deduct up to \$5,000 of such cost for the year it begins business (unless the corporation elects to capitalize all such costs). The \$5,000 deduction is reduced by the amount the total costs exceed \$50,000. If the total costs are \$55,000 or more, the deduction is reduced to zero. Any cost not deducted must be amortized ratably over a 180-month period, beginning with the month the corporation begins business. The corporation is not required to attach a statement or specifically identify the amount deducted in order for the election to be effective. The corporation can choose to forgo the deduction and instead elect to capitalize all such costs. The election to deduct or capitalize costs is irrevocable. See Temporary Regulations sections 1.195-1T and 1.248-1T.

For business start-up and organizational costs paid or incurred after October 22, 2004, and before September 9, 2008, a corporation can elect to deduct up to \$5,000 of such costs for the year it begins business (otherwise the corporation must capitalize all such costs). The \$5,000 deduction is reduced by the amount the total costs exceed \$50,000. If the total costs are \$55,000 or more, the deduction is reduced to zero. Any costs not deducted must be amortized ratably over a 180-month period, beginning with the month the corporation begins business. If the election is made, the corporation must attach any statement required by Regulations sections 1.195-1(b) and 1.248-1(c) (as in effect before September 8, 2008). However, the corporation can apply the provisions of Temporary Regulations sections 1.195-1T and 1.248-1T to all expenses paid or incurred after October 22, 2004, provided the period of limitations on assessment has not expired for the year of the election. Otherwise the provisions under Regulations sections 1.195-1(b) and 1.248-1(c) will apply.

For business start-up and organizational costs paid or incurred before October 23, 2004, a corporation can elect to amortize such costs over a period of 60 months or more.

Report the deductible amount of such costs and any amortization on line 31. For amortization that begins during the 2009 tax year, complete and attach Form 4562. For more details on business start-up and organizational costs, see Pub. 535, Business Expenses.

**Reducing certain expenses for which credits are allowable.** If the corporation claims any of the following credits, it may need to reduce the otherwise allowable deductions for expenses used to figure the credit.

- Employment credits. See *Employment credits* on page 11.
- Research credit.
- Orphan drug credit (Form 8820).
- Disabled access credit (Form 8826).
- Employer credit for social security and Medicare taxes paid on certain employee tips (Form 8846).
- Credit for small employer pension plan startup costs (Form 8881).
- Credit for employer-provided childcare facilities and services (Form 8882).

If the corporation has any of these credits, figure the current year credit before figuring the deduction for expenses on which the credit is based. If the corporation capitalized any costs on which it figured the credit, it may need to reduce the amount capitalized by the credit attributable to these costs.

See the instructions for the form used to figure the applicable credit for more details.

**Limitations on deductions related to property leased to tax-exempt entities.**

If a corporation leases property to a governmental or other tax-exempt entity, the corporation cannot claim deductions related to the property to the extent that they exceed the corporation's income from the lease payments. This disallowed tax-exempt use loss can be carried over to the next tax year and treated as a deduction with respect to the property for that tax year. See section 470 for more details and exceptions.

**Line 15. Compensation of officers.**

Enter deductible officers' compensation on line 15. See *Employment credits* on page 11 for a list of employment credits that may reduce your deduction for officers' compensation. Do not include compensation deductible elsewhere on the return, such as elective contributions to a section 401(k) cash or deferred arrangement, or amounts contributed under a salary reduction SEP agreement or a SIMPLE IRA plan.

Include only the deductible part of each officer's compensation on line 15. (See *Disallowance of deduction for employee compensation in excess of \$1 million* below.) Attach a schedule for all officers using the following columns:

1. Name of officer.
2. Social security number.
3. Percentage of time devoted to business.
4. Amount of compensation.

The corporation determines who is an officer under the laws of the state where it is incorporated.

If a consolidated return is filed, each member of an affiliated group must furnish this information.

**Disallowance of deduction for employee compensation in excess of \$1 million.** Publicly held corporations cannot deduct compensation to a "covered employee" to the extent that the compensation exceeds \$1 million. Generally, a covered employee is:

- The principal executive officer of the corporation (or an individual acting in that capacity) as of the end of the tax year or
- An employee whose total compensation must be reported to shareholders under the Securities Exchange Act of 1934 because the employee is among the three highest compensated officers for that tax year (other than the principal executive officer).

For this purpose, compensation does not include the following.

- Income from certain employee trusts, annuity plans, or pensions.
- Any benefit paid to an employee that is excluded from the employee's income.

The deduction limit does not apply to:

- Commissions based on individual performance,
- Qualified performance-based compensation, and
- Income payable under a written, binding contract in effect on February 17, 1993.

The \$1 million limit is reduced by amounts disallowed as excess parachute payments under section 280G.

See section 162(m) and Regulations section 1.162-27. Also see Notice 2007-49, 2007-25 I.R.B. 1429.

**Limitations on tax benefits for executive compensation under the Treasury Troubled Asset Relief Program (TARP).**

The \$1 million compensation limit is reduced to \$500,000 for executive remuneration and deferred deduction executive remuneration paid to covered executives by any entity that receives or has received financial assistance under TARP. The limit applies for each period in which obligations arising from financial assistance under TARP remain outstanding. The \$500,000 is reduced by any amounts disallowed as excess parachute payments. See section 162(m)(5) for definitions and other special rules. Also see Notice 2008-94, 2008-44 I.R.B. 1070, for additional guidance.

In addition, a portion of any parachute payments made to a covered executive by an applicable employer participating in a Treasury troubled asset relief program is not deductible as compensation if the payments are made because of a severance from employment during an applicable tax year. For this purpose, a parachute payment is any payment to a senior executive officer for departure from a company for any reason, except for payments for services performed or benefits accrued. These limits do not apply to a payment already treated as a parachute payment. See section 280G(e) and Notice 2008-94.



**Line 16. Salaries and wages.** Enter the total salaries and wages paid for the tax year. Do not include salaries and wages deductible elsewhere on the return, such as amounts included in officers' compensation, elective contributions to a section 401(k) cash or deferred arrangement, or amounts contributed under a salary reduction SEP agreement or a SIMPLE IRA plan.



*If the corporation provided taxable fringe benefits to its employees, such as the personal use of a car, do not deduct as wages the amount allocated for depreciation and other expenses that are claimed elsewhere on the return (for example, on Schedule A, line 22 or line 31).*

**Employment credits.** If the corporation claims a credit on any of the following forms, it may need to reduce its deduction for officer's compensation and salaries and wages. See the applicable form for details.

- Form 5884, Work Opportunity Credit;
- Form 5884-A, Credits for Affected Midwestern Disaster Area Employers;
- Form 8844, Empowerment Zone and Renewal Community Employment Credit;
- Form 8845, Indian Employment Credit; and
- Form 8932, Credit for Employer Differential Wage Payments.

**Line 18. Rents.** If the corporation rented or leased a vehicle, enter the total annual rent or lease expense paid or incurred during the year. Also complete Part V of Form 4562, Depreciation and Amortization. If the corporation leased a vehicle for a term of 30 days or more, the deduction for the vehicle lease expense may have to be reduced by an amount called the inclusion amount. The corporation may have an inclusion amount if:

The lease term began:	And the vehicle's FMV on the first day of the lease exceeded:
After 12/31/07 but before 1/1/10 . . .	\$18,500
After 12/31/06 but before 1/1/08 . . .	\$15,500
After 12/31/04 but before 1/1/07 . . .	\$15,200
After 12/31/03 but before 1/1/05 . . .	\$17,500

If the lease term began before January 1, 2004, see Pub. 463, Travel, Entertainment, Gift, and Car Expenses, to find out if the corporation has an inclusion amount. The inclusion amount for lease terms beginning in 2010 will be published in the Internal Revenue Bulletin in early 2010.

See Pub. 463 for instructions on figuring the inclusion amount.

**Line 19. Taxes and licenses.** Enter taxes paid or accrued during the tax year, but do not include the following.

- Federal income taxes.
- Foreign or U.S. possession income taxes if a tax credit is claimed.
- Taxes not imposed on the corporation.

- Taxes, including state or local sales taxes, that are paid or incurred in connection with an acquisition or disposition of property (these taxes must be treated as a part of the cost of the acquired property or, in the case of a disposition, as a reduction in the amount realized on the disposition).
- Taxes assessed against local benefits that increase the value of the property assessed (such as for paving, etc.).
- Taxes deducted elsewhere on the return.

See section 164(d) for information on the apportionment of taxes on real property between a seller and a purchaser.

**Line 20a. Interest.**

**Note.** Do not offset interest income against interest expense.

The corporation must make an interest allocation if the proceeds of a loan were used for more than one purpose (for example, to purchase a portfolio investment and to acquire an interest in a passive activity). See Temporary Regulations section 1.163-8T for the interest allocation rules.

Do not deduct the following interest.

- Interest on indebtedness incurred or continued to purchase or carry obligations if the interest is wholly exempt from income tax. See section 265(b) for special rules and exceptions for financial institutions. Also, see section 265(b)(7) for a temporary de minimis exception for financial institutions for certain tax-exempt bonds issued in 2009 and 2010
- Interest and carrying charges on straddles. Generally, these amounts must be capitalized. See section 263(g).
- Interest on debt allocable to the production of designated property by a corporation for its own use or for sale. The corporation must capitalize this interest. Also capitalize any interest on debt allocable to an asset used to produce the property. See section 263A(f) and Regulations section 1.263A-8 through 1.263A-15 for definitions and more information.
- Interest paid or incurred on any portion of an underpayment of tax that is attributable to an understatement arising from an undisclosed listed transaction or an undisclosed reportable avoidance transaction (other than a listed transaction) entered into in tax years beginning after October 22, 2004.

**Special rules** apply to:

- Disqualified interest on certain indebtedness under section 163(j). See Form 8926, Disqualified Corporate Interest Expense Disallowed Under Section 163(j) and Related Information, and the related instructions.
- Interest on which no tax is imposed (see section 163(j)). A corporation that owns an interest in a partnership, directly or indirectly, must treat its distributive share of the partnership liabilities, interest income, and interest expense as liabilities, income, and expenses of the

corporation for purposes of applying the earnings stripping rules. For more details, see section 163(j)(8).

- Forgone interest on certain below-market-rate loans (see section 7872).
- Original issue discount on certain high-yield discount obligations. See section 163(e)(5) to determine the disqualified amount of the deduction for original issue discount that is deferred and the amount that is disallowed on a high-yield discount obligation. The rules under section 163(e)(5) do not apply to certain high-yield discount obligations issued before January 1, 2011. See section 163(e)(5)(F), and Notice 2010-11.
- Interest which is allocable to unborrowed policy cash values of life insurance, endowment, or annuity contracts issued after June 8, 1997. See section 264(f). Attach a statement showing the computation of the deduction.
- Section 108(i) OID deduction. If the corporation issued a debt instrument with original issue discount (OID) that is subject to section 108(i)(2) because of an election under section 108(i) to defer the recognition of income from the cancellation of debt (COD), the deduction for all or a portion of the OID that accrues prior to the first tax year the COD is includible in income is deferred until the COD is includible in income. The aggregate amount of OID that is deferred during this period is generally allowed as a deduction ratably over the five-year period the COD is includible in income under section 108(i). The amount deferred is limited to the amount of COD subject to the section 108(i) election.

**Line 20b. Less tax-exempt interest expense.**

Enter interest paid or accrued during the tax year on indebtedness incurred or continued to purchase or carry obligations if the interest is wholly exempt from income tax. For exceptions, see section 265(b).

**Line 21. Charitable contributions.**

Enter contributions or gifts actually paid within the tax year to or for the use of charitable and governmental organizations described in section 170(c) and any unused contributions carried over from prior years. Special rules and limits apply to contributions to organizations conducting lobbying activities. See section 170(f)(9).

Corporations reporting taxable income on the accrual method can elect to treat as paid during the tax year any contributions paid by the 15th day of the 3rd month after the end of the tax year if the contributions were authorized by the board of directors during the tax year. Attach a declaration to the return stating that the resolution authorizing the contributions was adopted by the board of directors during the tax year. The declaration must include the date the resolution was adopted. See Regulations section 1.170A-11.



**Limitation on deduction.** The total amount claimed cannot be more than 10% of taxable income (line 37, Schedule A) computed without regard to the following.

- Any deduction for contributions.
- The deduction for dividends received.
- The domestic production activities deduction under section 199.
- Any net operating loss (NOL) carryback to the tax year under section 172.
- Any capital loss carryback to the tax year under section 1212(a)(1).

**Carryover.** Charitable contributions over the 10% limitation cannot be deducted for the tax year but may be carried over to the next 5 tax years.

Special rules apply if the corporation has an NOL carryover to the tax year. In figuring the charitable contributions deduction for the current tax year, the 10% limit is applied using taxable income after taking into account any deduction for the NOL.

To figure the amount of any remaining NOL carryover to later years, taxable income must be modified (see section 172(b)). To the extent that contributions are used to reduce taxable income for this purpose and increase an NOL carryover, a contributions carryover is not allowed. See section 170(d)(2)(B).

**Cash contributions.** For contributions of cash, check, or other monetary gifts (regardless of the amount), the corporation must maintain a bank record, or a receipt, letter, or other written communication from the donee organization indicating the name of the organization, the date of the contribution, and the amount of the contribution.

**Contributions of \$250 or more.** Generally, no deduction is allowed for any contribution of \$250 or more unless the corporation gets a written acknowledgment from the donee organization that shows the amount of cash contributed, describes any property contributed, and, either gives a description and a good faith estimate of the value of any goods or services provided in return for the contribution or states that no goods or services were provided in return for the contribution. The acknowledgment must be obtained by the due date (including extensions) of the corporation's return, or, if earlier, the date the return is filed. Do not attach the acknowledgment to the tax return, but keep it with the corporation's records.

**Contributions of property other than cash.** If a corporation contributes property other than cash and claims over a \$500 deduction for the property, it must, generally, attach a schedule to the return describing the kind of property contributed and the method used to determine its fair market value (FMV). Generally, attach Form 8283, Noncash Charitable Contributions, to the return for contributions of property (other than money) if the total claimed deduction for all property contributed was more than

\$5,000. Special rules apply to the contribution of certain property. See the Instructions for Form 8283.

**Qualified conservation contributions.** Special rules apply to qualified conservation contributions, including contributions of certain easements on buildings located in a registered historic district. See Section 170(h) and Pub. 526, Charitable Contributions.

**Other special rules.** The corporation must reduce its deduction for contributions of certain capital gain property. See sections 170(e)(1) and 170(e)(5).

A larger deduction is allowed for certain contributions of:

- Inventory and other property to certain organizations for use in the care of the ill, needy, or infants (see section 170(e)(3)), including contributions of "apparently wholesome food" (see section 170(e)(3)(C)), and contributions of qualified book inventory to public schools (see section 170(e)(3)(D));
- Scientific equipment used for research to institutions of higher learning or to certain scientific research organizations (other than by personal holding companies and service organizations (section 170(e)(4)); and
- Computer technology and equipment for educational purposes (section 170(e)(6)).

For more information on charitable contributions, including substantiation and recordkeeping requirements, see section 170 and the related regulations and Pub. 526. For other special rules that apply to corporations, see Pub. 542.

**Line 22. Depreciation.** Include on line 22 depreciation and the cost of certain property that the corporation elected to expense under section 179. See Form 4562 and the Instructions for Form 4562.

**Line 23. Depletion.** See sections 613 and 613A for percentage depletion rates applicable to natural deposits. Also, see section 291 for the limitation on the depletion deduction for iron ore and coal (including lignite).

Attach Form T (Timber), Forest Activities Schedule, if a deduction for depletion of timber is taken.

Foreign intangible drilling costs and foreign exploration and development costs must either be added to the corporation's basis for cost depletion purposes or be deducted ratably over a 10-year period. See sections 263(i), 616, and 617.

See Pub. 535 for more information on depletion.

**Line 24. Pension, profit-sharing, etc., plans.** Enter the deduction for contributions to qualified pension, profit-sharing, or other funded deferred compensation plans. Employers who maintain such a plan generally must file one of the forms listed below, even if the plan is not a qualified plan under the Internal Revenue Code. The filing

requirement applies even if the corporation does not claim a deduction for the current tax year. There are penalties for failure to file these forms on time and for overstating the pension plan deduction. See sections 6652(e) and 6662(f).

**Form 5500.** Annual Return/Report of Employee Benefit Plan. File this form for a plan that is not a one-participant plan (see below).

**Form 5500-EZ.** Annual Return of One-Participant (Owners and Their Spouses) Retirement Plan. File this form for a plan that only covers the owner (or the owner and his or her spouse) but only if the owner (or the owner and his or her spouse) owns the entire business.

**Line 25. Employee benefit programs.** Enter contributions to employee benefit programs not claimed elsewhere on the return (for example, insurance, health and welfare programs, etc.) that are not an incidental part of a pension, profit-sharing, etc., plan included on line 24.

**Line 27. Additional deduction.** Enter on line 27 the total from Form 8816, Part II, line 5.

Any insurance company taking the additional deduction must:

- Make special estimated tax payments equal to the tax benefit from the deduction and
- Establish and maintain a Special Loss Discount Account. See section 847 and Form 8816 for more information.

**Line 29. Dividends to policyholders.** Enter the total dividends and similar distributions paid or declared to policyholders, as policyholders, except in the case of a mutual fire insurance company exclusively issuing perpetual policies. Whether dividends have been paid or declared should be determined according to the method of accounting employed by the insurance company.

**Dividends and similar distributions** include amounts returned or credited to policyholders on cancellation or expiration of policies issued by a mutual fire or flood insurance company:

1. Where the premium deposits for the policy are the same (regardless of the length of the policy) and
2. The unabsorbed portion of the premium deposits not required for losses, expenses, or establishment of reserves is returned or credited to the policyholder on cancellation or expiration of the policy.

In the case of a qualified group self-insurers fund, the fund's deduction for policyholder dividends is allowed no earlier than the date the state regulatory authority determines the amount of the policyholder dividend that may be paid. See section 6076 of the Technical and Miscellaneous Revenue Act of 1988.

**Line 30. Mutual interinsurers or reciprocal underwriters—increase in subscriber accounts.** A mutual insurance company that is an interinsurer or reciprocal underwriter may deduct the

increase in savings credited to subscriber accounts for the tax year.

Savings credited to subscriber accounts means the surplus credited to the individual accounts of subscribers before the 16th day of the 3rd month following the close of the tax year. This is true only if the corporation would be required to pay this amount promptly to a subscriber if the subscriber ended the contract when the corporation's tax year ends. The corporation must notify the subscriber as required by Regulations section 1.823-6(c)(2)(v). The subscriber must treat any savings credited to the subscriber's account as a dividend paid or declared.

**Line 31. Other deductions.** Attach a schedule listing by type and amount, all allowable deductions under sections 832(c)(1) and (10) (net of the annual statement change in undiscounted unpaid loss adjustment expenses) that are not deductible on lines 15 through 30.

Examples of other deductions include the following. See Pub. 535 for details on other deductions that may apply to corporations.

- The domestic production activities deduction. See Form 8903.
- Certain business start-up and organizational costs that the corporation elects to deduct. See page 10.
- Qualified demolition and clean-up costs attributable to damage in the Kansas and Midwestern disaster areas. See Pubs. 4492-A and 4492-B.
- Certain environmental remediation costs that the corporation elects to deduct. See section 198.
- Certain qualified disaster expenses that the corporation elects to deduct. See section 198A.
- Legal and professional fees.
- Supplies used and consumed in the business.
- Travel, meals, and entertainment expenses. Special rules apply (discussed later).
- Utilities.
- Ordinary losses from trade or business activities of a partnership (from Schedule K-1 (Form 1065 or 1065-B)). Do not offset ordinary income against ordinary losses. Instead, include the income on line 13. Show the partnership's name, address, and EIN on a separate statement attached to this return. If the amount entered is from more than one partnership, identify the amount from each partnership.
- Any extraterritorial income exclusion (from Form 8873, line 52).
- Deduction for certain energy efficient commercial building property placed in service during the tax year. See section 179D and Notice 2008-40, 2008-14 I.R.B. 725, and Notice 2006-52, 2006-26 I.R.B. 1175.
- Dividends paid in cash on stock held by an employee stock ownership plan. However, a deduction may only be taken for the dividends above if, according to the plan, the dividends are:

- a. Paid in cash directly to the plan participants or beneficiaries;
- b. Paid to the plan, which distributes them in cash to the plan participants or their beneficiaries no later than 90 days after the end of the plan year in which the dividends are paid;
- c. At the election of the participants or their beneficiaries (i) payable as provided under a or b above or (ii) paid to the plan and reinvested in qualifying employer securities; or
- d. Used to make payments on a loan described in section 404(a)(9).

See section 404(k) for more details and the limitation on certain dividends.

Do not deduct the following.

- Fines or penalties paid to a government for violating any law.
- Lobbying expenses. However, see exceptions (discussed below).

**Travel, meals, and entertainment.**

Subject to limitations and restrictions discussed below, a corporation can deduct ordinary and necessary travel, meals, and entertainment expenses paid or incurred in its trade or business. Also, special rules apply to deductions for gifts, skybox rentals, luxury water travel, convention expenses, and entertainment tickets. See section 274 and Pub. 463.

**Travel.** The corporation cannot deduct travel expenses of any individual accompanying a corporate officer or employee, including a spouse or dependent of the officer or employee, unless:

- That individual is an employee of the corporation, and
- His or her travel is for a bona fide business purpose and would otherwise be deductible by that individual.

**Meals and entertainment.** Generally, the corporation can deduct only 50% of the amount otherwise allowable for meals and entertainment expenses paid or incurred in its trade or business. In addition (subject to exceptions under section 274(k)(2)):

- Meals must not be lavish or extravagant;
- A bona fide business discussion must occur during, immediately before, or immediately after the meal; and
- An employee of the corporation must be present at the meal.

See section 274(n)(3) for a special rule that applies to expenses for meals consumed by individuals subject to the hours of service limits of the Department of Transportation.

**Membership dues.** The corporation can deduct amounts paid or incurred for membership dues in civic or public service organizations, professional organizations (such as bar and medical associations), business leagues, trade associations, chambers of commerce, boards of trade, and real estate boards. However, no deduction is allowed if a principal purpose of the organization is to entertain, or provide entertainment facilities for, members or their guests. In

addition, corporations cannot deduct membership dues in any club organized for business, pleasure, recreation, or other social purpose. This includes country clubs, golf and athletic clubs, airline and hotel clubs, and clubs operated to provide meals under conditions favorable to business discussion.

**Entertainment facilities.** The corporation cannot deduct an expense paid or incurred for a facility (such as a yacht or hunting lodge) used for an activity usually considered entertainment, amusement, or recreation.

**Amounts treated as compensation.**

Generally, the corporation may be able to deduct otherwise nondeductible entertainment, amusement, or recreation expenses if the amounts are treated as compensation to the recipient and reported on Form W-2 for an employee or on Form 1099-MISC for an independent contractor.

However, if the recipient is an officer, director, or beneficial owner (directly or indirectly) of more than 10% of any class of stock, the deductible expense is limited. See section 274(e)(2) and Notice 2005-45, 2005-24 I.R.B. 1228.

**Lobbying expenses.** Generally, lobbying expenses are not deductible. These expenses include:

- Amounts paid or incurred in connection with influencing federal or state legislation (but not local legislation) or
- Amounts paid or incurred in connection with any communication with certain federal executive branch officials in an attempt to influence the official actions or positions of the officials. See Regulations section 1.162-29 for the definition of "influencing legislation."

Dues and other similar amounts paid to certain tax-exempt organizations may not be deductible. See section 162(e)(3). If certain in-house lobbying expenditures do not exceed \$2,000, they are deductible.

**Line 32. Total deductions.** Insurance companies that issue specified insurance contracts (as defined in section 848(e)(1)) are generally required to amortize policy acquisition expenses on a straight-line basis over a period of 120 months beginning with the 1st month in the 2nd half of the tax year (section 848(a)). Reduce total deductions on line 32 by the amount required to be capitalized under section 848. Attach a schedule showing all computations. See section 848 and its regulations for special rules, definitions, and exceptions. Also see Schedule G, Form 1120-L, and its instructions for more information.

**Line 34b. Deduction on account of the special income and deduction accounts.** Enter the total of the amounts required to be added under sections 832(e)(4) and (6). However, no deduction is permitted unless tax and loss bonds are purchased in an amount equal to the



tax benefit of the deduction. See section 832(e).

**Note.** The deduction on account of the special income and deduction accounts is limited to taxable income for the tax year (computed without regard to this deduction or to any carryback of a net operating loss).

### Line 36b. Net operating loss

**deduction.** A corporation can use the net operating loss (NOL) incurred in one tax year to reduce its taxable income in another tax year.

Enter on line 36b the total NOL carryovers from other tax years, but do not enter more than the corporation's taxable income (after the dividends-received deduction). Attach a schedule showing the computation of the NOL deduction. Also complete item 12 on Schedule I.

The following special rules apply.

- A corporate equity reduction interest loss may not be carried back to a tax year preceding the year of the equity reduction transaction (see section 172(b)(1)(E)).
- If an ownership change occurs, the amount of the taxable income of a loss corporation that may be offset by the pre-change NOL carryovers may be limited (see section 382 and the related regulations). A loss corporation must include the information statement as provided in Regulations section 1.382-11(a), with its income tax return for each tax year that it is a loss corporation in which an ownership shift, equity structures shift, or other transaction described in Temporary Regulations section 1.382-2T(a)(2)(i) occurs. See Regulations section 1.382-6(b) for details on how to make the closing-of-the-books election.

The limitations under section 382 do not apply to certain ownership changes after February 17, 2009, made pursuant to a restructuring plan under the Emergency Economic Stabilization Act of 2008. See section 382(n).

For guidance in applying section 382 to loss corporations whose instruments were acquired by Treasury under certain programs under the Emergency Economic Stabilization Act of 2008, see Notice 2009-38, 2009-18 I.R.B. 901.

- If a corporation acquires control of another corporation (or acquires its assets in a reorganization), the amount of pre-acquisition losses that may offset recognized built-in gain may be limited (see section 384).
- If a corporation elects the alternative tax on qualifying shipping activities under section 1354, no deduction is allowed for an NOL attributable to the qualifying shipping activities to the extent that the loss is carried forward from a tax year preceding the first tax year for which the alternative tax election was made. See section 1358(b)(2).
- An NOL cannot be carried to or from any tax year for which the insurance company is not subject to tax under

section 831(a), or to any tax year if, between the tax year from which the loss is being carried and such tax year, there is an intervening tax year for which the insurance company was not subject to tax imposed by section 831(a).

- If a corporation has a loss attributable to a disaster, special rules apply. See the Instructions for Form 1139.

For more details on the NOL deduction, see section 172, section 844, the Instructions for Form 1139, Corporation Application for Tentative Refund, and Pub. 542.

**Line 37. Taxable income.** If line 37 (figured without regard to the items listed below under *Minimum taxable income*) is zero or less, the corporation may have an NOL that can be carried back or forward as a deduction to other tax years. Generally, a corporation first carries back an NOL 2 tax years. However, the corporation may elect to waive the carryback period and instead carry the NOL forward to future tax years. See the instructions for Schedule I, item 11, on page 19. Also, see the exception below for a 2008 or 2009 NOL.

See the Instructions for Form 1139 for details, on other elections that may be available, which must be made no later than 6 months after the due date (excluding extensions) of the corporation's tax return.

**Minimum taxable income.** The corporation's taxable income cannot be less than the largest of the following amounts.

- The inversion gain of the corporation for the tax year, if the corporation is an expatriated entity or a partner in an expatriated entity. See section 7874.
- The sum of the corporation's excess inclusions from Schedules Q (1066), line 2c, and the corporation's taxable income determined solely with respect to its ownership and high-yield interests in FASITs. See sections 860E(a) and 860J.

**Extended carryback period for an applicable 2008 or 2009 NOL.** A property and casualty insurance company can elect a 3, 4, or 5-year carryback period for an applicable NOL for a tax year ending after December 31, 2007, and beginning before January 1, 2010. However, this relief is not available for a corporation that received payments under the Troubled Asset Relief Program (TARP). An NOL carried back five years may offset no more than 50 percent of a corporation's taxable income in that fifth preceding year. This limitation does not apply to the fourth or third preceding year.

The corporation can make the election by attaching an election statement to Form 1120-PC, or an amended Form 1120-PC, for the year of the applicable NOL. In lieu of using Form 1120-PC, or an amended Form 1120-PC, the corporation can make the election by attaching the election statement to Form 1139. The election must be filed by the due date (including extensions) for filing

the corporation's tax return for its last tax year beginning in 2009. The statement must indicate that the corporation is electing to apply section 172(b)(1)(H) under Rev. Proc. 2009-52, and that the corporation is not a TARP recipient, nor in 2008 or 2009, an affiliate of a TARP recipient. The statement must also specify the length of the NOL period the corporation elects. If the corporation previously filed a carryback application or claim, the statement must also indicate that the election amends a previous carryback application or claim. Once made, the election is irrevocable.

The election is generally available for one tax year. However, if an eligible small business made a valid election under Rev. Proc. 2009-26 to use a 3, 4, or 5-year carryback period for an applicable 2008 NOL, that corporation can make the election under Rev. Proc. 2009-52 for another tax year. For more information on the election to carry back an eligible small business loss, see Rev. Proc. 2009-26, 2009-19 I.R.B. 935. Also see the Instructions for Form 1139.

**Note.** The corporation cannot revoke an election made under Rev. Proc. 2009-26 to make an election under Rev. Proc. 2009-52.

A corporation that made an election under section 172(b)(1)(3) to waive the carryback period for an applicable NOL arising in a tax year ending before November 6, 2009, can revoke that election, and make the election under Rev. Proc. 2009-52 to use the 3, 4, or 5-year carryback period.

For more information on making the election, see Rev. Proc. 2009-52.

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## Schedule B, Part I—Taxable Investment Income of Electing Small Companies

**Note.** (1) Once an election under section 831(b) is made to be taxed only on investment income, it can only be revoked with the consent of the Secretary, and (2) a corporation making this election must include on line 8, Gross investment income, any amount subtracted from a protection against loss account.

### Income

**Line 1a, column (a). Gross interest.** Enter the gross amount of interest income, including all tax-exempt interest income.

**Line 1b, column (a). Interest exempt under section 103.** Enter the amount of interest on state and local bonds that is exempt from taxation under section 103. See the instructions for Schedule A, line 3b, column (a), for more information.

**Lines 1a and 1b, column (b). Amortization of premium.** Enter on line 1a, column (b), the total amortization of premium on tax-exempt bonds.



Enter on line 1b, column (b), the amortization of bond premium on tax-exempt bonds.

**Note.** Insurance companies electing to amortize discount for tax purposes must reduce the amortization of premium by any amortization of discount.

**Line 3. Gross rents.** Enter the gross rents received or accrued during the tax year. Deduct rental expenses such as repairs, interest, taxes, and depreciation on the proper lines in the *Deductions* section.

**Line 5. Gross income from a trade or business, other than an insurance business, and from Form 4797.** Enter the gross income from a trade or business, other than an insurance business, carried on by the insurance company or by a partnership of which the insurance company is a partner. Include section 1245 and section 1250 gains (as modified by section 291) and other gains from Form 4797, Sales of Business Property, on investment assets only.

**Line 6. Income from leases described in sections 834(b)(1)(B) and 834(b)(1)(C).** Enter gross income from entering into, changing, or ending any lease, mortgage, or other instrument or agreement from which the company earns interest, rents, or royalties.

**Line 8. Gross investment income.** If gross investment income includes an amount subtracted from the protection against loss account, write on the dotted line next to line 8, "PAL" and the amount.

## Deductions

**Note.** See section 834(d)(1) regarding the limitation of expenses on real estate owned and occupied in part or in whole by a mutual insurance company.

**Line 9. Real estate taxes.** Enter taxes paid or accrued on real estate owned by the corporation and deductible under section 164.

**Line 10. Other real estate expenses.** Enter all ordinary and necessary real estate expenses, such as fire insurance, heat, light, and labor. Also enter the cost of incidental repairs, such as labor and supplies, that do not add to the property's value or appreciably prolong its life. Do not include any amount paid for new buildings or for permanent improvements or betterments made to increase the value of any property or any amount spent on foreclosed property before the property is held for rent.

**Line 11. Depreciation.** Enter depreciation on assets only to the extent that the assets are used to produce gross investment income reported on lines 1 through 7 of Schedule B. For more information, see the instructions for line 22, Schedule A.

**Line 12. Depletion.** Enter any allowable depletion on royalty income reported on line 4, Schedule B. See the instructions for line 23, Schedule A, for more information.

## Line 13. Trade or business deductions.

Enter the total deductions related to any trade or business income included in gross investment income under section 834(b)(2). Do not include deductions for any insurance business. Do not include losses from sales or exchanges of capital assets or property used in the business, or from the compulsory or involuntary conversion of property used in the trade or business.

**Line 14. Interest.** See the instructions for lines 20a and 20b, Schedule A.

**Line 17. Investment expenses.** Enter expenses that are properly chargeable as investment expenses. If general expenses are allocated to investment expenses, the total deduction cannot be more than the amount on Schedule B, Part II, line 39. Attach a schedule showing the kind and amount of general expenses. Minor items may be grouped together.

See section 267 for the limitation on deductions for unpaid expenses and interest in transactions between related taxpayers.

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## Schedule B, Part II—Invested Assets Book Values

Use Schedule B, Part II, to compute the limitation on investment expenses under section 834(c)(2) when any general expenses are in part assigned to, or included in, the investment expenses deducted on Schedule B, Part I, line 17.

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## Schedule C—Dividends and Special Deductions

### Definitions

The acquisition date for investments acquired by direct purchase is the trade date rather than the settlement date. For investments not acquired by direct purchase (such as those acquired through transfers among affiliates, tax-free reorganizations, or the liquidation of a subsidiary, etc.), the actual acquisition date should be used regardless of the holding period determined under section 1223.

A special rule applies in determining the acquisition date of dividends received from affiliates. This rule provides that the portion of any 100% dividend which is related to prorated amounts be treated as received with respect to stock acquired on the later of:

- the date the payor acquired the stock or obligation to which the prorated amounts are attributable or
- the first day on which the payor and payee were members of the same affiliated group as defined in section 243(b).

Also, if the taxpayer is a member of an affiliated group filing a consolidated return, its determination of dividends

received is made as if the group were not filing a consolidated return.

**Prorated amounts** means tax-exempt interest and dividends for which a deduction is allowable under section 243, 244, or 245 (other than 100% dividends).

**100% dividend** means any dividend if the percentage used for purposes of determining the deduction allowable under section 243, 244, or 245(b) is 100%. A special rule applies to certain dividends received by a foreign corporation.

## Lines 1 through 25

For purposes of the 20% ownership test on lines 1 through 7, the percentage of stock owned by the corporation is based on voting power and value of the stock. Preferred stock described in section 1504(a)(4) is not taken into account. Corporations filing a consolidated return should see Regulations sections 1.1502-13, 1.1502-26, and 1.1502-27 before completing Schedule C.

Corporations filing a consolidated return must not report as dividends on Schedule C any amounts received from corporations within the tax consolidation group. Such dividends are eliminated in consolidation rather than offset by the dividends-received deduction.

**Lines 1 through 9, column (a).** Enter in column (a) of the appropriate line those dividends that are subject to the provisions of section 832(b)(5)(B). This will include:

- All dividends (other than 100% dividends) received on stock acquired after August 7, 1986, and
- 100% dividends received on stock acquired after August 7, 1986, to the extent that such dividends are attributable to prorated amounts (see definition earlier).

In the case of an insurance company that files a consolidated return, the determination with respect to any dividend paid by a member to another member of the affiliated group is made as if no consolidated return was filed. See section 832(g).

**Line 1.** Enter dividends (except those received on debt-financed stock acquired after July 18, 1984—see section 246A) that are:

- Received from less-than-20%-owned domestic corporations subject to income tax, and
- Qualified for the 70% deduction under section 243(a)(1).

Also, include on line 1 the following.

- Taxable distributions from an IC-DISC or former DISC that are designated as eligible for the 70% deduction and certain dividends of Federal Home Loan Banks. See section 246(a)(2).
- Dividends (except those received on debt-financed stock acquired after July 18, 1984) from a regulated investment company (RIC). The amount of dividends eligible for the dividends-received deduction under section 243 is limited by

section 854(b). The corporation should receive a notice from the RIC specifying the amount of dividends that qualify for the deduction.

Report so-called dividends or earnings received from mutual savings banks, etc., as interest. Do not treat them as dividends.

**Line 2.** Enter on line 2:

- Dividends (except those received on debt-financed stock acquired after July 18, 1984) that are received from 20%-or-more-owned domestic corporations subject to income tax and that are subject to the 80% deduction under section 243(c), and
- Taxable distributions from an IC-DISC or former DISC that are considered eligible for the 80% deduction.

**Line 3.** Enter the following.

- Dividends received on debt-financed stock acquired after July 18, 1984, from domestic and foreign corporations subject to income tax that would otherwise be subject to the dividends-received deduction under section 243(a)(1), 243(c), or 245(a). Generally, debt-financed stock is stock that the corporation acquired by incurring a debt (for example, it borrowed money to buy the stock).
- Dividends received from a RIC on debt-financed stock. The amount of dividends eligible for the dividends-received deduction is limited by section 854(b). The corporation should receive a notice from the RIC specifying the amount of dividends that qualify for the deduction.

**Line 4.** Enter dividends received on preferred stock of a less-than-20%-owned public utility that is subject to income tax and is allowed the deduction provided in section 247 for dividends paid.

**Line 5.** Enter dividends received on preferred stock of a 20%-or-more-owned public utility that is subject to income tax and is allowed the deduction provided in section 247 for dividends paid.

**Line 6.** Enter the U.S.-source portion of dividends that:

- Are received from less-than-20%-owned foreign corporations, and
- Qualify for the 70% deduction under section 245(a). To qualify for the 70% deduction, the corporation must own at least 10% of the stock of the foreign corporation by vote and value.

Also include dividends received from a less-than-20%-owned foreign sales corporation (FSC) that:

- Are attributable to income treated as effectively connected with the conduct of a trade or business within the United States (excluding foreign trade income) and
- Qualify for the 70% deduction under section 245(c)(1)(B).

**Line 7.** Enter the U.S.-source portion of dividends that:

- Are received from 20%-or-more-owned foreign corporations, and

- Qualify for the 80% deduction under section 245(a).

Also include dividends received from a 20%-or-more-owned FSC that:

- Are attributable to income treated as effectively connected with the conduct of a trade or business within the United States (excluding foreign trade income) and
- Qualify for the 80% deduction provided in section 245(c)(1)(B).

**Line 8.** Enter dividends received from wholly owned foreign subsidiaries that are eligible for the 100% deduction under section 245(b).

In general, the deduction under section 245(b) applies to dividends paid out of the earnings and profits of a foreign corporation for a tax year during which:

- All of its outstanding stock is directly or indirectly owned by the domestic corporation receiving the dividends, and
- All of its gross income from all sources is effectively connected with the conduct of a trade or business within the United States.

Also, include on line 8 dividends from FSCs that are attributable to foreign trade income and that are eligible for the 100% deduction provided in section 245(c)(1)(A).

**Line 9.** Enter only those dividends that qualify under section 243(b) for the 100% dividends-received deduction described in section 243(a)(3). Corporations taking this deduction are subject to the provisions of section 1561.

The 100% deduction does not apply to affiliated group members that are joining in the filing of a consolidated return.

**Line 10, column (b).** Enter foreign dividends not reportable on lines 3, 6, 7 or 8 of column (b). Include on line 10 the corporation's share of the ordinary earnings of a qualified electing fund from line 1c, Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualifying Electing Fund. Exclude distributions of amounts constructively taxed in the current year or in prior years under subpart F (sections 951 through 964).

**Line 11, column (b).** Include income constructively received from controlled foreign corporations under subpart F. This amount should equal the total subpart F income reported on Schedule I of Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations.

**Line 12, column (b).** Include gross-up for taxes deemed paid under sections 902 and 960.

**Line 13, column (b).** Include the following.

1. Dividends (other than capital gain distributions reported on Schedule D (Form 1120) and exempt-interest dividends) that are received from RICs and that are not subject to the 70% deduction.
2. Dividends from tax-exempt organizations.
3. Dividends (other than capital gain distributions) received from a REIT that, for the tax year of the trust in which the

**Worksheet for Schedule C, line 23**

*Keep for Your Records*

1. Refigure the amount from Schedule A, line 35 or Schedule B, line 19, whichever applies, without any domestic production activities deduction, any adjustment under section 1059, and without any capital loss carryback to the tax year under section 1212(a)(1) . . .	_____
2. Enter the sum of the amounts from line 22, column (b) (without regard to wholly owned foreign subsidiary dividends) and line 9, column (b) . . . . .	_____
3. Subtract line 2 from line 1 . . . . .	_____
4. Multiply line 3 by 80% . . . . .	_____
5. Add lines 16, 19, 21, and 22 (without regard to FSC dividends), column (b), and the portion of the deduction on line 17, column (b), that is attributable to dividends received from 20%-or-more-owned corporations . . . . .	_____
6. Enter the smaller of line 4 or line 5. If line 5 is greater than line 4, stop here; enter the amount from line 6 on line 23, column (b), and do not complete the rest of this worksheet . . . . .	_____
7. Enter the total amount of dividends received from 20%-or-more-owned corporations that are included on lines 2, 3, 5, 7, and 8 (without regard to FSC dividends), column (b) . . . . .	_____
8. Subtract line 7 from line 3 . . . . .	_____
9. Multiply line 8 by 70% . . . . .	_____
10. Subtract line 5 from line 23, column (b) (without regard to FSC dividends) . . . . .	_____
11. Enter the smaller of line 9 or line 10 . . . . .	_____
12. <b>Dividends-received deduction after limitation (section 246(b)).</b> Add lines 6 and 11. Enter the result here and on line 23, column (b) . . . . .	_____

dividends are paid, qualifies under sections 856 through 860.

4. Dividends not eligible for a dividends-received deduction, which include the following.

a. Dividends received on any share of stock held for less than 46 days during the 91-day period beginning 45 days before the ex-dividend date. When counting the number of days the corporation held the stock, you cannot count certain days during which the corporation's risk of loss was diminished. See section 246(c)(4) and Regulations section 1.246-5 for more details.

b. Dividends attributable to periods totaling more than 366 days that the corporation received on any share of preferred stock held for less than 91 days during the 181-day period that began 90 days before the ex-dividend date. When counting the number of days the corporation held the stock, you cannot count certain days during which the corporation's risk of loss was diminished. See section 246(c)(4) and Regulations section 1.246-5 for more details. Preferred dividends attributable to periods totaling less than 367 days are subject to the 46-day holding period rule above.

c. Dividends on any share of stock to the extent the corporation is under an obligation (including a short sale) to make related payments with respect to positions in substantially similar or related property.

5. Any other taxable dividend income not properly reported elsewhere on Schedule C.

**Line 17.** Dividends received on debt-financed stock acquired after July 18, 1984, are not entitled to the full 70% or 80% dividends-received deduction. The 70% or 80% deduction is reduced by a percentage that is related to the amount of debt incurred to acquire the stock. See section 246A. Also, see section 245(a) before making this computation for an additional limitation that applies to dividends received from foreign corporations. Attach a schedule showing how the amount on line 17 was figured.

**Line 23, column (b).** Generally, line 23, column (b), cannot exceed the amount from the worksheet on page 16. However, in a year in which an NOL occurs, this limitation does not apply even if the loss is created by the dividends-received deduction. See sections 172(d) and 246(b).

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## Schedule E—Premiums Earned

### Definitions

**Undiscounted unearned premiums** means the unearned premiums shown in the annual statement filed for the year ending with or in the tax year.

**Applicable interest rate** means the annual rate determined under section

846(c)(2) for the calendar year the premiums are received.

**Applicable statutory premium recognition pattern** means the statutory premium recognition pattern in effect for the calendar year the premiums are received, and is based on the statutory premium recognition pattern which applies to premiums received by the corporation in that calendar year. For purposes of the preceding sentence, premiums received during any calendar year will be treated as received in the middle of such year.

**Line 1.** Enter gross premiums written on insurance contracts during the tax year, less return premiums and premiums paid for reinsurance. See Regulations section 1.832-4.

**Lines 2a and 4a.** Include on lines 2a and 4a:

1. All life insurance reserves, as defined in section 816(b) (but determined under section 807) and
2. All unearned premiums of a Blue Cross or Blue Shield organization to which section 833 applies.

**Lines 2b and 4b.** Include on lines 2b and 4b, 90% of unearned premiums for insurance against default in the payment of principal or interest on securities described in section 165(g)(2)(C) (relating to worthless securities) with maturities of more than 5 years.

**Lines 2c and 4c.** The amount of discounted unearned premiums at the end of any tax year must be the present value of those premiums (as of such time and separately with respect to premiums received in each calendar year) determined by using:

1. The amount of the undiscounted unearned premiums at such time;
2. The applicable interest rate; and
3. The applicable statutory premium recognition pattern.

**Lines 2d and 4d.** Include on lines 2d and 4d, 80% of the total of all unearned premiums not reported on lines 2a through 2c, or 4a through 4c, respectively.

A reciprocal or interinsurer required under state law to reflect unearned premiums on its annual statement net of premium acquisition expenses should increase its unearned premiums by the amount of such acquisition expenses prior to making the computation on lines 2d and 4d. See section 832(b)(7)(E).

**Line 6.** Transitional adjustments apply to companies which become taxable under section 831(a). See section 832(b)(7)(D).

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## Schedule F—Losses Incurred

**Line 1. Losses paid.** Enter the total losses paid on insurance contracts during the tax year less salvage and reinsurance recovered during the tax year.

**Lines 2a and 4a. Unpaid losses on life insurance contracts.** Unpaid losses must be adjusted for recoveries of reinsurance. The amounts of expected recoveries should be estimated based on the facts in each case and the corporation's experience with similar cases. See Regulations section 1.832-4(b).

**Lines 2b and 4b. Discounted unpaid losses outstanding.** Enter all discounted unpaid losses as defined in section 846.

Section 846 provides that the amount of discounted unpaid losses must be figured separately by each line of business (multiple peril lines must be treated as a single line of business) and by each accident year and must be equal to the present value of those losses determined by using the:

1. Amount of the undiscounted unpaid losses,
2. Applicable interest rate, and
3. Applicable loss payment pattern.

Special rules apply with respect to:

- Unpaid losses related to disability insurance (other than credit disability insurance),
- Noncancelable accident and health insurance,
- Cancelable accident and health insurance, and
- International and reinsurance lines of business.

With regard to the special rules for discounting unpaid losses on accident and health insurance (other than disability income insurance), unpaid losses are assumed to be paid in the middle of the year following the accident year.

Generally, the amount of undiscounted unpaid losses means the unpaid losses and unpaid loss adjustment expenses shown in the annual statement. However, see Regulations section 1.846-1(a)(1) referring to Regulations section 1.832-4(b) relating to the determination of unpaid losses.

Under section 832(b)(5)(A), unpaid losses must be adjusted to take into account estimated recoveries due to salvage and reinsurance for those losses. If the amounts shown in the annual statement were determined on a discounted basis and if the extent to which these losses were discounted can be determined on the basis of information disclosed on or with the annual statement, the amount of the undiscounted unpaid losses must be recomputed to eliminate any reduction caused by such discounting. In no event can the amount of discounted unpaid losses with respect to any line of business for an accident year exceed the total amount of unpaid losses with respect to any line of business for an accident year as reported on the annual statement. Also see Regulations section 1.832-4(d) regarding increasing unpaid losses shown on the annual statement by salvage



recoverable. Also see Rev. Proc. 92-77, 1992-2 C.B. 454.

The applicable interest rate for each calendar year and the applicable loss payment pattern for each accident year for each line of business are determined by the IRS. The applicable interest rate and loss payment patterns for 2009 are published in Rev. Proc. 2009-55, 2009-52 I.R.B. 982. The applicable interest rate and loss payment patterns for 2007 and 2008 are published in Rev. Proc. 2008-10, 2008-3 I.R.B. 290, and Rev. Proc. 2008-70, 2008-49 I.R.B. 1240, respectively.

Corporations having sufficient historical experience to determine a loss payment pattern may, under certain circumstances, elect under section 846(e) to use their own historical experience (instead of the loss payment patterns determined by the IRS). If this election is made, the loss payment patterns will be based on the most recent calendar year for which an annual statement was filed before the beginning of the accident year. The election will not apply to any international or reinsurance line of business. If the corporation makes this election, check the "Yes" column for question 7 in Schedule I, Other Information. For more information, see section 846(e), Regulations section 1.846-2, and Rev. Proc. 92-76, 1992-2 C.B. 453.

**Note.** There is a special application of the "fresh start" provision for an insurance company that is not subject to tax under section 831(a) for its first tax year beginning after December 31, 1986, because (1) it is described in section 501(c) or (2) it is subject to tax under section 831(b) on its investment income.

If the insurance company later becomes subject to tax under section 831(a), the rules relating to the fresh start under the discounting provisions are applied by treating the last tax year before the year in which the insurance company becomes subject to tax under section 831(a) as the insurance company's last tax year beginning before 1987. See section 1010(e) of the Technical and Miscellaneous Revenue Act of 1988 and Notice 88-100, 1988-2 C.B. 439.

**Lines 6 and 7. Estimated salvage and reinsurance recoverable.** Enter on lines 6 and 7 the amount of estimated salvage and reinsurance recoverable. The amount of estimated salvage recoverable must be determined on a discounted basis. The salvage discount factors for 2009 are published in Rev. Proc. 2009-56, 2009-52 I.R.B. 993. The salvage discount factors for 2010 will be published in the Internal Revenue Bulletin when available. Also see Regulations section 1.832-4.

**Line 9. Tax-exempt interest subject to section 832(b)(5)(B).** Enter the amount of tax-exempt interest received or accrued during the tax year on investments made after August 7, 1986.

For information regarding the determination of the acquisition date of an investment, see the instructions for Schedule C.

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## Schedule G—Other Capital Losses

Capital assets are considered sold or exchanged to provide funds to meet abnormal insurance losses and to pay dividends and make similar distributions to policyholders to the extent that the gross receipts from their sale or exchange are not more than the amount by which the sum of dividends and similar distributions paid to policyholders, losses paid, and expenses paid for the tax year is more than the total on line 9, Schedule G.

Total gross receipts from sales of capital assets (line 12, column (c)) must not be more than line 10. If necessary, the corporation may report part of the gross receipts from a particular sale of a capital asset on this schedule and the rest on Schedule D (Form 1120). Otherwise, do not include on Schedule D (Form 1120) any sales reported on this schedule.

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## Schedule H—Special Deduction and Ending Adjusted Surplus for Section 833 Organizations

**Line 5. Beginning adjusted surplus.** If the corporation was a section 833 organization in 2008, it should enter the amount from Schedule H, line 10, of its 2008 Form 1120-PC.

Generally, the adjusted surplus as of the beginning of any tax year is an amount equal to the adjusted surplus as of the beginning of the preceding tax year:

1. Increased by the amount of any adjusted taxable income for the preceding tax year or
2. Decreased by the amount of any adjusted net operating loss for the preceding tax year.

If 2009 is the first tax year the taxpayer qualifies as a section 833 organization, see section 833(c)(3)(C) to determine the adjusted surplus as of the beginning of the 2009 tax year.

For purposes of the computation of the adjusted surplus, the terms "adjusted taxable income" and "adjusted net operating loss" mean the taxable income or the net operating loss, respectively, determined with the following modifications:

1. Without regard to the deduction determined under section 833(b)(1);
2. Without regard to any carryover or carryback to that tax year; and

3. By increasing gross income by an amount equal to the net exempt income for the tax year.

**Line 6. Special deduction.** The deduction for any tax year is limited to taxable income for that tax year determined without regard to this deduction.

**Note.** Under section 833(b)(4), any determination under section 833(b) must be made by only taking into account items from the health-related business of the corporation.

**Line 8a. Adjusted tax-exempt income.** Reduce the total tax-exempt interest received or accrued during the tax year by any amount (not otherwise deductible) which would have been allowable as a deduction for the tax year if such interest were not tax-exempt. Enter the result on line 8a.

**Line 8b. Adjusted dividends-received deduction.** Reduce the total amount allowed as a deduction under sections 243, 244, and 245 by the amount of any decrease in deductions allowable for the tax year because of section 832(b)(5)(B) when the decrease is caused by the deductions under sections 243, 244, and 245. Enter the result on line 8b.

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## Schedule I—Other Information

The following instructions apply to page 7, Form 1120-PC. Complete all items that apply to the corporation.

### Question 4

Check the "Yes" box if:

- The corporation is a subsidiary in an affiliated group (defined below), but is not filing a consolidated return for the tax year with that group, or
- The corporation is a subsidiary in a parent-subsidiary controlled group. For a definition of parent-subsidiary controlled group, see the instructions for Schedule O (Form 1120).

Any corporation that meets either of the requirements above should check the "Yes" box. This applies even if the corporation is a subsidiary member of one group and the parent corporation of another.

**Note.** If the corporation is an "excluded member" of a controlled group (see definition in the Instructions for Schedule O (Form 1120)), it is still considered a member of a controlled group for this purpose.

**Affiliated group.** An affiliated group is one or more chains of includible corporations (section 1504(a)) connected through stock ownership with a common parent corporation. The common parent must be an includible corporation and the following requirements must be met.

1. The common parent must own directly stock that represents at least 80% of the total voting power and at least 80%

of the total value of the stock of at least one of the other includible corporations.

2. Stock that represents at least 80% of the total voting power and at least 80% of the total value of the stock of each of the other corporations (except for the common parent) must be owned directly by one or more of the other includible corporations.

For this purpose, the term “stock” generally does not include any stock that (a) is nonvoting, (b) is nonconvertible, (c) is limited and preferred as to dividends and does not participate significantly in corporate growth, and (d) has redemption and liquidation rights that do not exceed the issue price of the stock (except for a reasonable redemption or liquidation premium). See section 1504(a)(4). See section 1563(d)(1) for the definition of stock for purposes of determining stock ownership above.

### Question 6

Check the “Yes” box if one foreign person owned at least 25% of (a) the total voting power of all classes of stock of the corporation entitled to vote, or (b) the total value of all classes of stock of the corporation.

The constructive ownership rules of section 318 apply in determining if a corporation is foreign owned. See section 6038A(c)(5) and the related regulations.

Enter on line 6a the percentage owned by the foreign person specified in question 6. On line 6b, enter the name of the owner’s country.

**Note.** If there is more than one 25%-or-more foreign owner, complete lines 6a and 6b for the foreign person with the highest percentage of ownership.

**Foreign person.** The term “foreign person” means:

- A foreign citizen or nonresident alien,
- An individual who is a citizen of a U.S. possession (but who is not a U.S. citizen or resident),
- A foreign partnership,
- A foreign corporation,
- Any foreign estate or trust within the meaning of section 7701(a)(31), or
- A foreign government (or one of its agencies or instrumentalities) to the extent that it is engaged in the conduct of a commercial activity as described in section 892.

**Owner’s country.** For individuals, the term “owner’s country” means the country of residence. For all others, it is the country where incorporated, organized, created, or administered.

**Requirement to file Form 5472.** If the corporation checked “Yes” it may have to file Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Generally, a 25% foreign-owned corporation that had a reportable transaction with a foreign or domestic related party during the tax year must file Form 5472. See Form 5472 for

filing instructions and penalties for failure to file.

### Item 10

Show any tax-exempt interest received or accrued. Include any exempt-interest dividends received as a shareholder in a mutual fund or other RIC.

### Item 11

If the corporation has an NOL, it generally can elect under section 172(b)(3) to waive the entire carryback period for the NOL and instead carry the NOL forward to future tax years. To do so, check the box on line 11 and file the tax return by its due date, including extensions. Do not attach the statement described in Temporary Regulations section 301.9100-12T. Once made, the election is irrevocable.

However, an exception applies for an applicable 2008 or 2009 NOL. See the instructions for line 37, Schedule A, on page 14. Also, see Pub. 542, section 172, and Form 1139 for more details.

Corporations filing a consolidated return that elect to waive the entire carryback period for the group must also attach the statement required by Regulations section 1.1502-21(b)(3) or the election will not be valid.

### Item 12

Enter the amount of the NOL carryover to the tax year from prior years, even if some of the loss is used to offset income on this return. The amount to enter is the total of all NOLs generated in prior years but not used to offset income (either as a carryback or carryover) to a tax year prior to 2009. Do not reduce the amount by any NOL deduction reported on Schedule A, line 36b.

## Schedule L—Balance Sheets per Books

**Note.** All insurance companies required to file Form 1120-PC must complete Schedule L.

The balance sheets should agree with the corporation’s books and records.

If filing a consolidated return, report total consolidated assets, liabilities, and shareholder’s equity for all corporations joining in the return. See *Consolidated Return* on page 5.

Corporations with total assets (non-consolidated or consolidated for all corporations included within the tax consolidation group) of \$10 million or more on the last day of the tax year must complete Schedule M-3 (Form 1120-PC) instead of Schedule M-1. See the separate instructions for Schedule M-3 (Form 1120-PC) for provisions that also affect Schedule L.

**Line 1. Cash.** Include certificates of deposit as cash on this line.

**Line 5. Tax-exempt securities.** Include on this line:

- State and local government obligations, the interest on which is excludable from gross income under section 103(a), and
- Stock in a mutual fund or other RIC that distributed exempt-interest dividends during the tax year of the corporation.

**Line 18. Insurance liabilities.** Include on this line:

- Undiscounted unpaid losses.
- Loss adjustment expenses.
- Unearned premiums.

See section 846 for more information.

**Line 27. Adjustments to shareholders’ equity.** Some examples of adjustments to report on this line include:

- Unrealized gains and losses on securities held “available for sale.”
- Foreign currency translation adjustments.
- The excess of additional pension liability over unrecognized prior service cost.
- Guarantees of employee stock (ESOP) debt.
- Compensation related to employee stock award plans.

If the total adjustment to be entered on line 27 is a negative amount, enter the amount in parentheses.

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

All insurance companies required to file Form 1120-PC, with total assets (non-consolidated or consolidated for all corporations included within the tax consolidation group) of \$10 million or more on the last day of the tax year must complete Schedule M-3 (Form 1120-PC) instead of Schedule M-1. See *Schedule M-3 (Form 1120-PC)* on page 6. A corporation filing Form 1120-PC that is not required to file Schedule M-3 (Form 1120-PC) may voluntarily file Schedule M-3 (Form 1120-PC) instead of Schedule M-1. See the Instructions for Schedule M-3 (Form 1120-PC) for more information.

### Line 5c. Travel and entertainment.

Include on line 5c any of the following.

- Meals and entertainment expenses not deductible under section 274(n).
- Expenses for the use of an entertainment facility.
- The part of business gifts over \$25.
- Expenses of an individual over \$2,000 which are allocable to conventions on cruise ships.
- Employee achievement awards over \$400.
- The cost of entertainment tickets over face value (also subject to 50% limit under section 274(n)).
- The cost of skyboxes over the face value of nonluxury box seat tickets.
- The part of luxury water travel expenses not deductible under section 274(m).

- Expenses for travel as a form of education.
- Other nondeductible travel and entertainment expenses.

For more information, see Pub. 542.

**Line 7a. Tax-exempt interest.** Report any tax-exempt interest received or accrued, including any exempt-interest

dividends received as a shareholder in a mutual fund or other RIC. Also report this same amount on Schedule I, item 10.

**Privacy Act and Paperwork Reduction Act Notice.** We ask for the information on these forms to carry out the Internal Revenue laws of the United States. You are required to give us the information. We need it to ensure that you are complying with these laws and to allow us to figure and collect the right amount of tax. Section 6109 requires return preparers to provide their identifying numbers on the return.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential, as required by section 6103.

The time needed to complete and file the following forms will vary depending on individual circumstances. The estimated average times are:

Form	Recordkeeping	Learning about the law or the form	Preparing the form	Copying, assembling, and sending the form to the IRS
1120-PC	97 hr., 5 min.	33 hr., 43 min.	57 hr., 16 min.	5 hr., 54 min.
Sch. M-3 (Form 1120-PC)	78 hr., 40 min.	7 hr., 40 min.	21 hr., 23 min.	3 hr., 29 min.

If you have comments concerning the accuracy of these time estimates or suggestions for making this form and related schedule simpler, we would be happy to hear from you. You can write to the Internal Revenue Service, Tax Products Coordinating Committee, SE:W:CAR:MP:T:T:SP, 1111 Constitution Ave. NW, IR-6526, Washington, DC 20224. Do not send the tax form to this address. Instead, see *Where To File* on page 2.



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