STATE OF CALIFORNIA
Franchise Tax Board

FTB Publication **1061**

# 2025 Guidelines for Corporations Filing a Combined Report



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# Other Booklets/Forms/Publications

Other booklets/forms/publications prepared by the Franchise Tax Board include:

- Form 100, California Corporation Tax Booklet
- Form 100W, California Corporation Tax Booklet – Water's-Edge Filers
- FTB Pub. 1038, Guide to Dissolve, Surrender, or Cancel a California Business Entity
- FTB Pub. 1050, Application and Interpretation of Public Law 86-272
- FTB Pub. 1060, Guide for Corporations Starting Business in California
- FTB 4058, California Taxpayers' Bill of Rights — Information for Taxpayers
- Form FTB 4925, Application for Voluntary Disclosure

These booklets, forms, and publications may be obtained by:

- Downloading at **ftb.ca.gov/forms**
- Writing to:

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  **FRANCHISE TAX BOARD**
  **PO BOX 307**
  **RANCHO CORDOVA CA 95741-0307**
- Calling:

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# 2025 Guidelines for Corporations Filing a Combined Report

References in these instructions are to the Internal Revenue Code (IRC) as of **January 1, 2025**, and to the California Revenue and Taxation Code (R&TC).

## What's New

**Single Sales Factor Apportionment for Financial Institutions** – For taxable years beginning on or after January 1, 2025, California law removes savings and loan and banking or financial business activities from the definition of qualified business activities for purposes of apportionment. For more information, see California Revenue and Taxation Code (R&TC) Section 25128 and get Schedule R, Apportionment and Allocation of Income.

## Introduction

This publication sets forth the concepts of the unitary method of taxation and its application by the State of California to corporations subject to either the franchise tax or income tax. It includes instructions for preparing a combined report, which a corporation is required to use in computing its California tax liability, when the corporate activities are part of a unitary business conducted by the corporation and its related corporations. A combined report is not equivalent to a consolidated return for federal purposes.

This publication does not address water's-edge statutes under which corporate taxpayers may elect to exclude from the combined report some or all of the income and apportionment factors of certain foreign affiliates in the unitary group. For more information about the water's-edge election, get Form 100W, Corporation Tax Booklet – Water's-Edge Filers.

## Important Information

Regulations providing detailed rules regarding the general mechanics of combined reporting, definitions, and procedures are in Cal. Code Regs., tit. 18 section 25106.5 through 25106.5-11.

Gross receipts from sales of tangible personal property (except sales to the U.S. Government) which are shipped from an office, store, warehouse, factory, or other place of storage within California are assigned to California unless a member of the seller's combined reporting group is taxable in the state of destination. If a member of the seller's combined reporting group is taxable in the state of destination, then the gross receipts from that sale are excluded from the California sales factor numerator.

The California sales of each corporation within a combined reporting group will be taken into account in the apportionment of business income to California, including amounts attributable to entities exempt from taxation in California such as entities protected by Public Law 86-272. For more information, see Cal. Code Regs., tit. 18 section 25106.5(c)(7)(A)(1-3); Appeal of Finnigan Corporation, Opn. On Pet. For Reg., 88-SBE-022A (1/24/1990); and R&TC Section 25135(b).

Regulations providing detailed rules relating to the treatment of intercompany transactions between members of a combined reporting group are contained in Cal. Code Regs., tit. 18 section 25106.5-1.

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

Credit earned by members of a combined reporting group may be assigned to an affiliated corporation that is an eligible member of the same combined reporting group. A credit assigned may only be claimed by the affiliated corporation against its tax liability. For more information, get form FTB 3544, Assignment of Credit, or go to **ftb.ca.gov** and search for **credit assignment.**

R&TC Section 25128.7 requires **all** business income of an apportioning trade or business, other than an apportioning trade or business under R&TC Section 25128(b), to apportion its business income to California using the single-sales factor formula. For more information, get Schedule R or go to **ftb.ca.gov** and search for **single sales factor**.

Any apportioning trade or business under R&TC Section 25128(b), that derives more than 50% of its "gross business receipts" from conducting one or more qualified business activities, shall apportion its business income to California using the three-factor formula.

Qualified business activities mean the following:

- Agricultural business activities
- Extractive business activities

Unitary corporations, partnerships, and LLCs must apply the more than 50% test to the business receipts of the entire group. If the entire group has more than 50% of its gross business receipts from one or more qualified activities, all members of the group are not eligible to use the single-sales factor formula and all members of the group must use the three-factor formula. If the entire group has 50% or less of its gross business receipts from one or more qualified activities, all taxpayer members of the group must use the single-sales factor formula. For more information, get Schedule R, or refer to R&TC Section 25128(b).

Certain cable system operators that apportion business income under R&TC Section 25128.7 shall assign sales based on the specified provisions. For more information, get Schedule R, or refer to R&TC Section 25136.1.

R&TC Section 25136 requires **all** taxpayers to assign sales, other than sales of tangible personal property, using market assignment.

The market assignment method and single-sales factor apportionment may result in California sourced income or apportionable business income if a taxpayer is receiving income from intangibles or services from California sources. Such income is determined as follows:

1. Sales from services are assigned to California to the extent that the purchaser of the service receives the benefit of the service in California.
2. Sales of intangible property are assigned to California to the extent that the intangible property is used in California. For marketable securities, the sales are in California if the customer is in California.
3. Sales from the sale, lease, rental, or licensing of real property are assigned to California if the real property is located in California.
4. Sales from the rental, lease, or licensing of tangible personal property are in California if the property is located in California.

For more information, see R&TC Section 25136 and Cal. Code Regs., tit. 18 section 25136-2, Legal Ruling 2022-01, get Schedule R, or go to **ftb.ca.gov** and search for **market assignment**.

R&TC Section 25120 defines "gross receipts" as the gross amounts realized (the sum of money and the fair market value of other property or services received) on:

- The sale or exchange of property,
- The performance of services, or
- The use of property or capital (including rents, royalties, interest, and dividends) in a transaction that produces business income, in which the income, gain, or loss is recognized (or would be recognized if the transaction were in the United States) under the Internal Revenue Code (IRC).

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

R&TC Section 25135(b) adopted the Finnigan rule in assigning sales from tangible personal property.

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

- The taxpayer is organized or commercially domiciled in California.
- The sales, as defined in R&TC Section 25120(e) or (f), of the taxpayer in California, including sales by the taxpayer's agents and independent contractors, exceed the lesser of $757,070 or 25% of the taxpayer's total sales.
- The real property and tangible personal property of the taxpayer in California exceed the lesser of $75,707 or 25% of the taxpayer's total real property and tangible personal property.
- The amount paid in California by the corporation for compensation, as defined in R&TC Section 25120(c), exceeds the lesser of $75,707 or 25% of the total compensation paid by the taxpayer.

In determining the amount of the taxpayer's sales, property, and payroll for doing business purposes, include the taxpayer's pro rata share of amounts from partnerships and S corporations. These amounts are reported on the partner's and shareholder's Schedule K-1 (565/100S), Partner's/Shareholder's Share of Income, Deductions, Credits, etc., on Table 2, Part C.

For more information regarding the items listed above, get Schedule R, or go to **ftb.ca.gov** and search for **corporation law changes**.

## The Unitary Method

Corporations deriving income from sources both within and outside California are required to measure their tax liability by income derived from, or attributable to, sources within California. To determine the portion of total income that is attributable to this state, California utilizes the unitary business principle. This concept has been validated by income and franchise tax cases for more than 80 years.

Under the unitary method, as applied by California, all of the elements comprising a single trade or business are viewed as a whole or unit, hence the term "unitary." The business income from all activities of a unitary business is combined into a single report, whether such activities are conducted by divisions of a single corporation or by members of a commonly controlled group of corporations. For most businesses, the combined business income is apportioned to California by a formula derived from the Uniform Division of Income for Tax Purposes Act (UDITPA) under R&TC Sections 25120-25139. The elements required in a combined report are discussed in detail beginning on page 5.

### Development of the Unitary Method

The theory underlying the unitary business principle has its roots in property tax law, where the issue of apportionment arose during the 1870s in the context of railroad taxation (*State Railroad Tax Cases* (1876) 92 U.S. 575). A broader application later evolved as the states adopted the practice of measuring taxes by income. As early as 1920, the United States Supreme Court approved the use of a formula to apportion the income of a single corporation among several states in the case of *Underwood Typewriter Co. v. Chamberlain* (1920) 254 U.S. 113.

California's use of formula apportionment dates to 1929 and the enactment of the original Franchise Tax Act. The use of the unitary method to combine the income from unitary divisions of a single corporation was validated by the United States Supreme Court in *Butler Bros. v. McColgan* (1942) 315 U.S. 501. In *Edison California Stores v. McColgan* (1947) 30 Cal.2d.472, the California Supreme Court extended the unitary business concept to allow apportionment of combined income of a common business activity conducted by a multi-corporate group.

While R&TC Section 25101 provides the general authority for use of the unitary business concept, no statutes have ever been adopted to define precisely the scope of application of the unitary principle. Instead, the law has evolved through a series of judicial decisions. For example:

- In *Superior Oil Co. v. Franchise Tax Board* (1963) 60 Cal.2d 406, the California Supreme Court held that once it is determined that a business with income from sources within and outside the state is unitary, formula apportionment must be utilized.
- The United States Supreme Court found California's application of the unitary business principle to multiple corporations to be constitutional in *Container Corporation v. Franchise Tax Board* (1983) 463 U.S. 159, aff'g 117 Cal. App.3d 988 (1981).
- Application of the unitary method is required whether the unitary business is carried on over state or international boundaries. Application of the unitary method to worldwide activities of a single corporation was first sanctioned by the United States Supreme Court in *Bass, Ratcliff & Gretton Ltd. v. State Tax Commission* (1924) 266 U.S. 271. More recent decisions upholding the application of the unitary method to worldwide activities of multiple corporations are *Container Corporation v. Franchise Tax Board*, discussed above; *Barclays Bank Internat., LTD v. Franchise Tax Board* (1994) 129 L. Ed 2d. 244; and *Colgate-Palmolive v. Franchise Tax Board* (1994) 129 L. Ed 2d. 244.

### Tests for Determining Unity

Both *Butler Bros.* and *Edison California Stores*, discussed previously, set forth tests to be used in determining whether the activities of several divisions or corporations should be considered unitary. In *Butler Bros.*, the court held that a "unitary business" exists where there is: (1) unity of ownership; (2) unity of operation as evidenced by central divisions for functions such as purchasing, advertising, accounting, and management; and (3) unity of use in its centralized executive force and general system of operations. In *Edison California Stores*, the court held that if the operation of the portion of the business done within the state is dependent upon or contributes to the operation of the business outside the state, the operations are unitary.

The three unities test and the contribution or dependency test have been applied by the California courts in a variety of cases. (See, e.g., *Superior Oil Co. v. Franchise Tax Board* (1963) 60 Cal.2d 406, 411-412; *Honolulu Oil Corp. v. Franchise Tax Board* (1963) 60 Cal.2d 417, 423-424; *John Deere Plow Co. v. Franchise Tax Board* (1951) 38 Cal.2d 214, 221-222; *Container Corporation of America v. Franchise Tax Board* (1981) 117 Cal.App.3d 988, 994-1001, aff'd 463 U.S. 159, (1983); *Chase Brass & Copper Co. v. Franchise Tax Board* (1970) 10 Cal. App.3d 496, 501-502.) If either the three unities test or the contribution/dependency test is satisfied, the businesses are unitary (*A.M. Castle & Co. v. Franchise Tax Board* (1995) 36 Cal. App. 4th 1794.)

The United States Supreme Court has also referred to a unitary business as one that exhibits "contributions to income resulting from functional integration, centralization of management, and economies of scale." (*Mobil Oil Corp. v. Comm'r of Taxes of Vt.* (1980) 445 U.S. 425, 438; *F. W. Woolworth Co. v. Taxation and Revenue Dep't of the State of N.M.* (1982) 458 U.S. 354, 366; *Allied Signal v. Director, Taxation Division* (1992) 504 U.S. 768.) That court further noted that, "The prerequisite to a constitutionally acceptable finding of a unitary business is a flow of value, not a flow of goods." (*Container Corp. of America v. Franchise Tax Board* (1983) 463 U.S. 159, 178.) The United States Supreme Court has stated that for commonly controlled activities to be nonunitary, they must be part of "unrelated business activity which constitutes a 'discrete business enterprise.' (*Mobil Oil Corp.*, supra, 445 U.S. at 439-440.)

Cal. Code Regs., tit. 18 section 25120 provides additional rules and examples regarding what constitutes a unitary business. The regulation: (1) recognizes that a single taxpayer may have more than one "trade or business"; and (2) sets forth three factors, the presence of any one of which creates a "strong presumption" that the activities of the taxpayer constitute a single trade or business. Cal. Code Regs., tit. 18 section 25120 provides in pertinent part:

> (b) Two or More Businesses of a Single Taxpayer. A taxpayer may have more than one "trade or business." In such cases, it is necessary to determine the business income attributable to each separate trade or business. The income of each business is then apportioned by an apportionment formula which takes into consideration the in-state and out-of-state factors, which relate to the trade or business, the income of which is being apportioned.
>
> The determination of whether the activities of the taxpayer constitute a single trade or business, or more than one trade or business, will turn on the facts in each case. In general, the activities of the taxpayer will be considered a single business if there is evidence to indicate that the segments under consideration are integrated with, dependent upon, or contribute to each other and the operations of the taxpayer as a whole. The following factors are considered to be a good indication of a single trade or business, and the presence of any of these factors creates a strong presumption that the activities of the taxpayer constitute a single trade or business:
>
> (1) Same type of business – This factor applies when all of a taxpayer's activities are in the same general line, such as in the operation of a chain of retail grocery stores.
> (2) Steps in a vertical process – An example of this factor would be a taxpayer that explores for and mines copper ores; concentrates, smelts, and refines the copper ores, and fabricates the refined copper into consumer products.
> (3) Strong centralized management – A taxpayer that might otherwise be considered as engaged in more than one trade or business is properly considered as engaged in one trade or business when there is a strong central management, coupled with the existence of centralized departments for such functions as financing, advertising, research, or purchasing.

For court decisions that discuss strong centralized management and the application of the unitary concept to diverse businesses, see *Mole-Richardson Co. v. Franchise Tax Board* (1990) 220 Cal.App.3d 889, 894; *Tenneco West, Inc. v. Franchise Tax Board* (1991) 234 Cal.App.3d 1510 and *Dental Insurance Consultants, Inc. v. Franchise Tax Board* (1991) 1 Cal.App.4th 343.

For application of the unitary tests to passive holding companies, see Franchise Tax Board (FTB) Legal Rulings 95-7, 95-8, and 2021-01.

As noted above, the activities of a single corporation or group of commonly owned corporations do not always constitute a single unitary business. If a taxpayer has two or more trades or businesses that are not unitary with one another, separate combined report computations must be made to compute business income and apportionment factors for each trade or business and to apportion to California the business income of each.

California law classifies income as either "business" or "nonbusiness." Business income is income arising from transactions and activity in the regular course of the taxpayer's trade or business. Business income includes income from tangible property and intangible property if the acquisition, management, and disposition of the property constitute integral parts of the taxpayer's regular trade or business operations. Business income is assigned through formula apportionment, R&TC Section 25120(a). Nonbusiness income is all other income, R&TC Section 25120(d), and is generally allocated to a particular jurisdiction (R&TC Sections 25123-25127). Regulations under R&TC Section 25120 also provide guidance for distinguishing between business and nonbusiness income. For further discussion and examples of business and nonbusiness income, get the instructions for Schedule R.

#### Unity of Ownership

A corporation may file a combined report with other members of a unitary group only if the corporations are members of a commonly controlled group as defined by R&TC Section 25105. Generally, a commonly controlled group exists when stock possessing more than 50% of the voting power is owned, or constructively owned, by a common parent corporation (or chains of corporations connected through the common parent) or by members of the same family. A commonly controlled group also includes corporations that are stapled entities, see R&TC Section 25105(b)(3). Special rules are provided in R&TC Section 25105 for partnerships, trusts and transfers of voting power by proxy, voting trust, written shareholder agreement, etc.

## The Use of a Combined Report

Two or more corporations conducting a unitary business within and outside California are required to use the combined reporting approach to determine California source income subject to tax by California.

R&TC Section 25101.15 allows corporations conducting a unitary business wholly within California to file a combined report.

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

The combined report is a means by which the income of a unitary business is divided among the taxing jurisdictions in which the trade or business is conducted. A combined report is not a "return," but merely the name given to the calculations by which multi-entity unitary businesses apportion income on a geographic basis. There is no "combined report" form; tax is calculated on an attachment to Form 100, California Corporation Franchise or Income Tax Return, or Form 100W, California Corporation Franchise or Income Tax Return – Water's-Edge Filers, using the format described in this publication.

In a combined report, the entire amount of unitary business income of all corporations in the unitary group (including unitary members with no property, payroll, or sales within California) is aggregated in the combined report.

The combined business income of the unitary group is then apportioned to California and to the unitary members subject to tax in California. Details of this formula are discussed in the instructions to Schedule R. Refer to R&TC Sections 25129 through 25137, the corresponding regulations and FTB Notice 2004-5 for guidelines on calculating the apportionment formula. The process of apportioning the combined business income to the taxpayer members of the group is commonly referred to as "intrastate apportionment." The rules for those computations are provided in Cal. Code Regs., tit. 18 section 25106.5(c)(7)(A)(1-3). The California net income of each member is then computed, taking into account its apportioned share of the unitary group business income or loss plus any income from a business wholly conducted in California, California source nonbusiness income or loss, and allowable California source net operating loss (NOL). Unless otherwise provided by statutory authority, credits are applied against the tax on a separate entity basis and specific credit(s) are only available to the taxpayer corporation that incurred the expense that generated the credit(s). See *General Motors Corp. v. Franchise Tax Bd.*, (2006) 39 Cal. 4th 773, 790. Unlike a consolidated return, in which the group is treated as a single taxpayer, members of a unitary business are taxed individually and each affiliate doing business, qualified to do business, or incorporated in California is subject to at least the minimum franchise tax. Generally, each California taxpayer included in the combined report must file its own tax return using Form 100 or Form 100W. However, some unitary groups may elect to file a single group Form 100 or Form 100W and report the sum of the separate tax liabilities of the unitary members. For more information, get Schedule R and go to Side 6, Schedule R-7.

#### Contents of a Combined Report

A combined report should contain all of the following:

- A list of subsidiaries/affiliates, their California corporation numbers, federal employer identification numbers (FEINs), and California Secretary of State (SOS) file number, if applicable.
- A combined profit and loss statement in column format disclosing each corporation's statement of profit and loss.
- A schedule in column format disclosing the various adjustments for each corporation necessary to convert the combined profit and loss statement to the combined income subject to apportionment. This schedule includes any adjustments necessary to revise federal or foreign income to that reported for California purposes, as well as adjustments for income from a separate trade or business or for nonbusiness income or loss.
- A combined apportionment formula in column format disclosing for each corporation the total amount of property, payroll, and sales, and the amount of California property, payroll, and sales.
- A schedule in column format disclosing for each corporation any items of nonbusiness income or expense allocated to California.
- Schedules disclosing the computation of the charitable contributions adjustment.
- A schedule in column format of the alternative minimum tax calculation for each corporation.
- Schedules in column format disclosing for each corporation all data required by Form 100 or Form 100W. These schedules include:
  1. Balance sheets.
  2. Gains and losses from sale or exchange of assets.
  3. Taxes on or measured by income.
  4. Dividends and interest received.
  5. Income or loss from rentals, royalties, partnerships, and miscellaneous sources.
  6. Net operating losses.
- Schedules in column format showing the computation of income apportionable and allocable to this state for each member of the group, and the computation of each member's tax credits and tax liability.

A comprehensive example illustrating the use of the above schedules begins on page 9.

## Consolidated Return Distinguished From a Combined Report

Unless specifically stated otherwise, California does not follow the federal consolidated return regulations provided under IRC Section 1502. With respect to earnings and profits (E&P) and stock basis, California has no provisions similar to the investment adjustments allowed for federal purposes under Treas. Reg. Sections 1.1502-32 and -33. The E&P of each entity in the combined report is calculated on a separate accounting basis and does not include the E&P of any lower tier subsidiaries (see *Appeal of Young's Market Company*, Cal. St. Bd. of Equal., 11/19/86). Likewise, the cost basis of a unitary subsidiary's stock is not adjusted to reflect the E&P of that subsidiary (see A*ppeal of Safeway Stores, Cal. St. Bd. of Equal.*, 3/2/62 and *Appeal of Rapid American Corp.* Cal. St. Bd. of Equal., 10/10/96).

## S Corporations

If an S corporation holds 100% of the stock of a subsidiary, and elects to treat that subsidiary as a qualified subchapter S subsidiary (QSub), then a combined return is not filed. Instead, the QSub is disregarded, and the activities, assets, liabilities, income, deductions, and credits of the QSub are treated as activities, assets, liabilities, income, deductions, and credits of the S corporation parent. If the QSub is not unitary with the S corporation, then it is treated as a separate division and separate computations must be made to compute business income and apportionment factors for the QSub and the S corporation, and to apportion to California the business income of each.

## Corporations With Different Accounting Periods

#### Common Accounting Period Necessary

When filing a combined report, each member must align its income and apportionment data from its own accounting period to the accounting period of the "principal member." Where there is a parent-subsidiary relationship in the combined reporting group, the parent corporation will generally be the principal member. If there is no corporation in the combined reporting group which is a parent

corporation to all the other members, the principal member will be the member that is expected to have, on a recurring basis, the largest value of real and tangible personal property in California as determined for property factor purposes. However, the taxpayer members of a combined reporting group may elect to treat any other member of the combined reporting group as the "principal member." Once the election is made in the first year that a combined report is required, the principal member may only be changed with the consent of the FTB. See Cal. Code Regs., tit. 18 section 25106.5(b)(12).

#### Income Calculation

Each member of the group should generally use the actual figures taken from its books to determine the proper income and related computations corresponding to the accounting period of the principal member. This will usually require an interim closing of the books for members whose normal accounting period differs from the accounting period of the principal member. Alternatively, a pro rata method of converting income to the principal member's accounting period will be accepted as long as the results do not produce a material misstatement of income apportioned to the state (see Cal. Code Regs., tit. 18 section 25106.5-4(c)).

#### Pro Rata Method

Under the pro rata method, income of a member of the group is converted to the accounting period of the principal member on the basis of the number of months falling within the applicable taxable year. For example, if a parent corporation operates on a calendar year basis and a subsidiary to be included in a combined report operates on a September 30 taxable year, it is necessary to assign 9/12 of the subsidiary's unitary income of one taxable year and 3/12 of the unitary income of the succeeding taxable year to arrive at a full twelve months' income to be included in the combined report. Where this procedure results in using the income of a corporation whose taxable year has not yet closed, it may be necessary to make an estimate based on available information and amend the tax return at a later date.

#### Apportionment of Combined Unitary Income Using a Common Accounting Period

The factors of the combined formula should be computed on the basis of the same accounting period that was used to compute the unitary income. If an interim closing of the books was done to determine income attributable to the accounting period of the principal member, then the actual figures from the interim closing should be used to determine the apportionment factors as well. If the pro rata method is used to convert income, then a pro rata method should also be used to convert the factors of a member of the group to the accounting period of the principal member.

Once income and apportionment factors have been placed on a common accounting period, combined unitary business income is apportioned to California and to each of the taxpayer member corporations filing returns in California. For each California reporting corporation with a normal accounting period that differs from the accounting period of the principal member, the California income apportioned to that corporation is then converted back to the corporation's normal accounting period. This conversion is made on the basis of the number of months falling within the common taxable year of the group.

The computations necessary to determine the combined income under the pro rata method, when members of the group are on different accounting periods, are illustrated in the example beginning on page 9 of this publication. For more information, see Cal. Code Regs., tit. 18 section 25106.5-4.

## Part-Year Members

A part-year member is a corporation that either becomes a member, or ceases to be a member of the unitary group, after the beginning of the taxable year. If the part-year member is required to file two short period returns for the taxable year, then the income for the period in which the member was unitary with the group must be determined on a combined basis. The income for the remaining short period will be determined on a separate basis (or on a combined basis with a different group if the taxpayer had a unitary relationship with one or more corporations in that short period).

If the part-year member is **not** required to file short period returns, then it must file a single return for the entire year. The income reported on that return would be determined by combined reporting procedures for any period in which the part-year member was part of a unitary group, and by separate accounting for any period it was not part of a unitary group. Use the actual income and apportionment data from the common unitary period to apportion income for that period. See the interim closing discussion under "Apportionment of Combined Unitary Income Using a Common Accounting Period." However, the comprehensive example beginning on page 9 contains an acceptable pro rata method for this computation, if that method does not cause income apportioned to this state to be materially misstated. For more information, see Cal. Code Regs., tit. 18 section 25106.5-9.

R&TC Section 24632 provides that the taxable year of a taxpayer may not be different than the taxable year used for purposes of the IRC, unless initiated or approved by the FTB. Whenever a taxpayer is required to file a federal return for a period of less than 12 months, a California return for that period is also required. Federal due dates for these short period returns also apply to California.

## Adjustments for Intercompany Transactions

#### Intercompany Sales

Cal. Code Regs., tit. 18 section 25106.5-1 provides detailed rules relating to the treatment of intercompany transactions between members of a combined reporting group. These regulations apply to intercompany transactions that occur on or after January 1, 2001.

In general, the regulations adopt the treatment of intercompany transactions for federal consolidated return purposes (Treas. Reg. Section 1.1502-13). Under those regulations, income from intercompany transactions is generally deferred until immediately before such time that:

1) The asset leaves the group by a sale or other disposition to a nonmember.
2) The buyer and the seller no longer constitute members of the same combined reporting group, including by means of a water's-edge election.
3) The purchaser converts the asset to a nonbusiness use.

When income from a deferred intercompany transaction is required to be restored, it is apportioned using the apportionment percentages of the members of the group for the taxable year in which the income is restored. Special rules apply for "partially included water's-edge corporations" described by R&TC Sections 25110(a)(4) and (a)(6).

A taxpayer may elect to report income from an intercompany transaction in the year in which that transaction occurred, if it has made a similar election under Treas. Reg. Section 1.1502-13(e), or in the event that regulation does not apply, if the intercompany transaction was reported as current taxable income in the year of the intercompany sale for federal or foreign national tax purposes.

#### Intercompany Distributions in Excess of Stock Basis

Income from an intercompany distribution between members of a combined reporting group that exceeds the payor's E&P and stock basis, described by IRC Section 301(c)(3), is deferred. That income is restored to the extent that the holder of the stock disposes of its stock, even if the distributor remains in the holder's combined reporting group. If the distributor liquidates into the distributee, the deferred income is taken into account ratably over 60 months, unless the taxpayer elects to take such income into account in full in the year of the liquidation.

#### Effect of Intercompany Transactions on Apportionment Factors

Intercompany transactions are disregarded for purposes of the property factor. The purchaser takes the seller's original cost, prior to the intercompany transaction, so long as the seller and purchaser remain in the same combined reporting group. If the purchaser and the seller leave the same combined reporting group, resulting in a restoration of deferred income, the property factor is adjusted to reflect the purchaser's original cost. Intercompany rents are also disregarded for purposes of the property factor.

Intercompany transactions are disregarded for purposes of the sales factor, even if income from an intercompany transaction is required to be restored as a result of the purchase and the seller leaving the same combined reporting group. If an asset that was sold in an intercompany transaction is later sold to a nonmember, the gross receipt from the sale to the nonmember is reflected in the sales factor of the intercompany purchaser.

#### Dividends

To the extent that intercompany dividends are paid out of E&P derived from unitary business income, they are eliminated in computing the California measure of tax (R&TC Section 25106). In determining whether a dividend is paid out of

## Apportionment Factor of a Corporation and a Unitary Partnership Standard Method - Single-Sales Factor Formula

| | EVERYWHERE | | CALIFORNIA | |
|---|---|---|---|---|
| | Corporation A | Partnership P | Corporation A | Partnership P |
| Sales | 500,000 | 300,000 | 400,000 | 100,000 |

Corporation A's 20% share of Partnership P's of sales is included in the combined apportionment factor.

| | | EVERYWHERE | CALIFORNIA | FACTOR |
|---|---|---|---|---|
| **Combined Sales:** | Corporation A | 500,000 | 400,000 | |
| | Partnership P (20%) | 60,000 | 20,000 | |
| | **Combined** | **560,000** | **420,000** | **75.0000%** |

Assume that the net business income for Corporation A and Partnership P was $300,000 and $100,000 respectively. Assuming that Corporation A's distributive share of Partnership P's profits and losses was also 20%, Corporation A's net income apportioned to California would be:

| | |
|---|---|
| Corporation A's net business income | $300,000 |
| Corporation A's distributive share of Partnership P's net business income ($100,000 x 20%) | 20,000 |
| | 320,000 |
| Multiplied by combined apportionment factor (from above) | x 75.0000% |
| Corporation A's net income apportioned to California | $240,000 |

unitary E&P, distributions are deemed to be paid first out of current E&P and then out of prior years' accumulation in reverse order of accumulation. Distributions paid out of nonbusiness E&P, or distributions from E&P accumulated prior to the time the payer corporation became a member of the combined group, are not eliminated from the income of the recipient corporation (although such dividends may be subject to deduction under R&TC Section 24411).

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

In addition, dividend elimination is allowed for dividends paid from a member of a combined unitary group to a newly formed member of the combined unitary group if the recipient corporation has been a member of the combined unitary group from its formation to its receipt of the dividends. Earnings and profits earned before becoming a member of the unitary group do not qualify for elimination. Get Schedule H (100), Dividend Income Deduction, or Schedule H (100W), Dividend Income Deduction – Water's-Edge Filers, for more information.

#### Intercompany Transactions Prior to January 1, 2001

Intercompany transactions which occurred before January 1, 2001, are governed by pre-existing practices, even if, in a later year, the asset which was the object of an intercompany transaction is later resold to a nonmember or the seller and the purchaser discontinue their combined reporting relationship. Accordingly, the prior practices of the FTB are reproduced here.

#### Summary of Prior Practices

The following guidelines reflect the FTB's policy regarding adjustments necessary to properly reflect intercompany transactions among unitary affiliates included in the combined report that occurred in taxable years beginning before January 1, 2001.

- **Inventories**
  Income from intercompany sales of inventory is eliminated from unitary business income. The seller's basis in the inventory will carry over to the buyer in the intercompany sale. Intercompany profits in inventory shall be eliminated for property factor purposes.
- **Intangible Assets**
  Gain or loss from intercompany sales of intangible assets shall be eliminated from unitary business income. The seller's basis in the intangible assets will carry over to the buyer in the intercompany sale.
- **Fixed Assets and Capitalized Items**
  The gain or loss on intercompany sales of business fixed assets or capitalized intercompany charges and expenditures between members of a combined group are generally deferred. The exception to this rule occurs when an affiliated group that files a consolidated federal return elects not to defer gain or loss on intercompany transfers. In that case, the federal election will be allowed for the combined report.

  Under the general rule, the gain or loss remains deferred as long as both the seller and the purchaser remain in the combined group and the asset is not sold to outsiders. When either the seller or purchaser is no longer a member of the combined group, or the group for any reason terminates combined reporting, the gain or loss is reportable by the seller at a time immediately preceding the date either corporation ceases to be a member of the group. If the asset is sold to a third party, the deferred gain or loss is reportable by the combined group in the year of sale. A water's-edge election is also a restoration event which will cause previously deferred intercompany gains and losses to be included in income on a pro rata basis over five years (refer to FTB Notice 89-601 for more information of this computation). The amount of gain recognized upon the occurrence of a restoration event is generally the same amount that would be reportable for federal purposes under similar circumstances in a consolidated return.

  Where intercompany gain or loss is deferred, the basis of the asset for property factor purposes shall be the seller's cost.
- **Other Factor Adjustments**
  For factor purposes, intercompany sales and other intercompany revenue items are eliminated in computing the numerator and denominator of the sales factor. Intercompany rent charges are also eliminated from the property factor computation.

## Unitary Partnerships

When a corporation is a partner in a partnership and the partnership's activities are unitary with the corporation's activities (disregarding ownership requirements), then the corporation's share of the partnership's trade or business is combined with the corporation's trade or business (see Cal. Code Regs., tit. 18 section 25137-1).

For example, assume that Corporation A has a 20% partnership interest in Partnership P and that the activities of Corporation A and Partnership P are unitary. The unitary business is required to use a single-sales factor under R&TC Section 25128.7. The apportionment factor for Corporation A and Partnership P is calculated in the example above.

## Net Operating Losses

California incorporates, with specific modifications, the provisions of IRC Section 172, concerning NOLs incurred in the conduct of a trade or business.

For taxable years beginning on or after January 1, 2019, NOL carrybacks are **not** allowed.

For taxable years beginning on or after January 1, 2024, and before January 1, 2027, California has suspended the NOL carryover deduction. Corporations may continue to compute and carryover an NOL during the suspension period. **However**, corporations with taxable income of less than $1,000,000 or with disaster loss carryovers are **not** affected by the NOL suspension rules. For more information, get form FTB 3805Q.

For taxable years beginning on or after January 1, 2020, and before January 1, 2022, California suspended the NOL carryover deduction. Corporations continued to compute and carryover an NOL during the suspension period. **However**, corporations with taxable income of less than $1,000,000 or with disaster loss carryovers were **not** affected by the NOL suspension rules.

## Applying an NOL in a Combined Report

| YEAR 1: | Corp. X | Corp. Y | Corp. Z | Combined |
|---|---|---|---|---|
| Unitary business income (loss) subject to apportionment | (400,000) | (10,000) | 60,000 | (350,000) |
| Apportionment percentages | 5.0000% | 1.0000% | 3.0000% | 9.0000% |
| Loss apportioned to California (Combined loss x apportionment %) | (17,500) | (3,500) | (10,500) | (31,500) |
| Nonbusiness items wholly attributable to California | 50,000 | (2,500) | 0 | |
| California net income (loss) | 32,500 | (6,000) | (10,500) | |
| NOL available to carry forward | 0 | (6,000) | (10,500) | |

| YEAR 2: | Corp. X | Corp. Y | Corp. Z | Combined |
|---|---|---|---|---|
| Unitary business income (loss) subject to apportionment | 50,000 | 80,000 | (5,000) | 125,000 |
| Apportionment percentages | 6.0000% | 4.0000% | 4.0000% | 14.0000% |
| Income apportioned to California (Combined income x apportionment %) | 7,500 | 5,000 | 5,000 | 17,500 |
| Nonbusiness items wholly attributable to California | 2,500 | (10,000) | 0 | |
| California net income (loss) | 10,000 | (5,000) | 5,000 | |
| Application of NOL carryover from Year 1 | 0 | 0 | (5,000) | |
| California net income (loss) | 10,000 | (5,000) | 0 | |
| NOL available to carry forward | 0 | (5,000) | 0 | |

| | Corp. X | Corp. Y | Corp. Z |
|---|---|---|---|
| Remaining NOL from Year 1 | 0 | (6,000) | (5,500) |
| Loss in Year 2 | 0 | (5,000) | 0 |
| NOL available to carry forward | 0 | (11,000) | (5,500) |

For taxable years beginning in 2010 and 2011, California suspended the NOL carryover deduction. Corporations continued to compute and carryover NOLs during the suspension period. However, corporations with net income after state adjustments (pre-apportioned income) of less than $300,000 or with disaster loss carryovers were not affected by the NOL suspension rules.

**Note**. If taxpayers are required to be included in a combined report, the 2010 and 2011 NOL limitation amount of $300,000 or more shall apply to the aggregate amount of pre-apportioned income for all members included in the combined report.

NOLs incurred in any taxable years beginning on or after January 1, 2000, and before January 1, 2008, may be carried forward for 10 years. For NOLs incurred in any taxable years beginning on or after January 1, 2008, 100% of the NOL may be carried forward for 20 years.

For taxable years where the taxpayer has a water's-edge election in effect, the NOL deduction is not allowed to the extent that such NOL was determined by taking into account the income and factors of a corporation that would not have been included in the combined report if a water's-edge election had been in effect in the year in which the loss was incurred.

For more information regarding NOLs, get form FTB 3805Q.

California also has special NOL provisions for losses incurred in Enterprise Zones (EZ), the Targeted Tax Areas (TTA), and Local Agency Military Base Recovery Areas (LAMBRA). For taxable years beginning on or after January 1, 2013, corporations can no longer generate/incur any TTA NOL. For taxable years beginning on or after January 1, 2014, corporations can no longer generate/incur any EZ or LAMBRA NOL. However, corporations can claim TTA, EZ, or LAMBRA NOL carryover deduction from prior years. For more information regarding these NOLs, see R&TC Sections 24416 through 24416.7, and get form FTB 3805Z, Enterprise Zone Business Booklet; form FTB 3807, Local Agency Military Base Recovery Area Business Booklet; and form FTB 3809, Targeted Tax Area Business Booklet.

### Application of NOL Carryovers in a Combined Report

Taxpayers that are members of a unitary group filing a combined report must separately compute the NOL carryover and application of the NOL carryover for each corporation in the group (R&TC Section 25108). The NOL for each taxpayer in the combined group is computed by determining each taxpayer's share of the unitary business income or loss and then adjusting for any nonbusiness income or loss of this taxpayer. In a subsequent year, when a member of the group has positive California net income (from either unitary business or nonbusiness income), only the amount of NOL **attributable to that particular taxpayer** may be deducted. The example above shows the computations involved in determining and applying an NOL in a combined report. See Cal. Code Regs., tit. 18 section 25106.5(e).

## Capital, Section 1231 of the Internal Revenue Code, and Involuntary Conversion Gains and Losses

California generally conforms to the federal provisions for netting gains and losses from the sale or exchange of capital assets, IRC Section 1231 property, and property subject to involuntary conversion, except as otherwise provided. See R&TC Section 24990. In a combined reporting group, the members' business gains and losses in each class (short-term capital or long-term capital assets, IRC Section 1231 property, or property subject to involuntary conversion) are combined without netting between classes. Each taxpayer member then determines its share of the business gain/loss items in each class based on its apportionment percentage before applying the federal netting rules to its post-apportioned share of business gain/loss items and its California source nonbusiness gain/loss items. If the netting process results in net capital losses for any taxpayer member, the losses are not deductible in the current year, but may be carried over by that member for up to five years. For more information regarding the application of the capital loss limitation in a combined report, see Cal. Code Regs., tit. 18 Section 25106.5-2.

### Gains or Losses Included in California Form 100 or Form 100W

If the combined reporting group uses the members' federal taxable income as the starting point for the computation of California income, certain items included in federal taxable income should be revised. Refer to Schedule 1-A.

On California Form 100 or Form 100W, state adjustments should be made to remove the federal gain or loss and include the California gain or loss, regardless of the capital gain netting rules. Refer to Schedule 1-B.

The forms used to compute California gains and losses from capital assets, IRC Section 1231 property, and involuntary conversions, are the California Form 100 or Form 100W, Schedule D, California Capital Gains and Losses, California Schedule D-1, Sales of Business Property, and

federal Form 4684, Casualties and Thefts (use California amounts if applicable); for each member of the combined reporting group.

Be sure to compute gains and losses using California basis information under California law. Enter each member's California gain or loss amounts and identify whether the items relate to business or nonbusiness gains or losses.

**Application of Capital Gain/Loss Netting and Limitations in a Combined Report**

In order to identify the California gain or loss amounts that are subject to the netting rules, prepare a schedule similar to that provided in Schedule 5-E of the comprehensive example on page 23.

- **Involuntary Conversion Gains/Losses**

Complete federal Form 4684, Section B, through line 37, using California amounts for each member of the combined reporting group. Amounts entered on line 31 should be transferred to that member's California Schedule D-1, line 14. Enter net business and nonbusiness gain/loss amounts from lines 36 and 37 of Form 4684 in a format similar to Schedule 5-E, lines 1 and 2.

- **IRC Section 1231 Gains/Losses**

Complete California Schedule D-1, lines 2, 4, 5, and 6, using California amounts for each member of the combined reporting group. Do not enter amounts on line 3. Enter net business and nonbusiness amounts from lines 2, 4, 5, and 6 of California Schedule D-1 in a format similar to Schedule 5-E, lines 4 and 5.

- **IRC Section 1221 Capital Gains/Losses**

Complete California Form 100 or Form 100W, Schedule D, using California amounts for each member of the combined reporting group, for lines 1, 2, 5, and 7. Line 6 may be a gain flow-through from California Schedule D-1 or a capital gain distribution. Enter amounts from capital gains distributions only. Enter net business and nonbusiness amounts from lines 1, 2, 5, and 7 of Schedule D in a format similar to Schedule 5-E, lines 7 and 8.

Gains or losses reported on lines not specifically referenced above are not included in the capital gain or loss netting and limitation calculation. These amounts should not be removed from income prior to apportionment on Schedule R. See Schedule 5-E.

The amounts subject to separate apportionment should be apportioned to each member applying the netting rules. The post-apportioned amounts should be included in each member's taxable income. See Schedule 5-F.

## Alternative Minimum Tax (AMT)

Generally, the calculation of alternative minimum taxable income (AMTI) incorporates the same concepts used in the calculation of regular California taxable income. The AMTI of the members of a combined group must therefore be allocated or apportioned to California and to each member in the same manner as is regular taxable income. The AMT NOL is computed based upon AMTI and is determined for each member of the combined group using the computations described on page 8.

The calculation of AMTI includes an adjustment that represents 75% of the difference between the adjusted current earnings (ACE) of the corporation over the AMTI determined without regard to the ACE adjustment or the AMT NOL deduction (pre-adjustment AMTI). To compute this adjustment, the ACE of the members of a combined group must be allocated or apportioned in the same manner as regular taxable income and AMTI. Each taxpayer member must compare the ACE, after apportionment and allocation to California (California source ACE), with its pre-adjustment AMTI, after apportionment and allocation to California (California source pre-adjustment AMTI).

If California source ACE exceeds California source pre-adjustment AMTI (a positive ACE adjustment), 75% of the difference must be added to California source pre-adjustment AMTI. On the other hand, if California source pre-adjustment AMTI exceeds the ACE (a negative ACE adjustment), the negative adjustment may be applied to reduce California source pre-adjustment AMTI only to the extent that the aggregate positive California source ACE adjustments in prior years for that particular taxpayer member exceeded its aggregate negative ACE California source adjustments. See FTB Legal Ruling 94-3.

The computations necessary to calculate AMT for taxpayers in a combined report are shown in Schedule 6 of the comprehensive examples beginning on page 25.

## Election to File a Group Return

For taxable years beginning on or after January 1, 2024, and before January 1, 2027, there is a $5,000,000 limitation on the application of credits. The total of all credits including the carryover of any credit for the taxable year may not reduce the "tax" by more than $5,000,000. This limitation does not apply to the Low-Income Housing Credit. The credit for prior year AMT is not subject to the credit limitation. For taxpayers included in a combined report, the limitation is applied at the group level.

The FTB has adopted regulations under which some or all of the taxpayer members of a combined reporting group may elect to file a group return. See Cal. Code Regs., tit. 18 section 25106.5-11 for more information. The group return satisfies the requirement of each electing member to file its own return. The tax liability of each member of the unitary group must be computed using the combined reporting procedures described in this publication. A separate computation of tax liability for each member of the group should be included with the group return. Each member incorporated, qualified to do business, or doing business in this state must pay at least the minimum franchise tax set forth in R&TC Sections 23153 and 23181. The tax liabilities of the electing group members are then aggregated and reported on the group return. Filing a group return does not change the tax liabilities of the taxpayer members.

The designated "key corporation" makes the election on behalf of itself and the electing members by completing Schedule R-7, Election to File a Unitary Taxpayers' Group Return, and attaching the schedule to the return. By filing a group return and the completed Schedule R-7, each electing member indicates acceptance of all terms and conditions set forth in the Schedule R-7 and instructions. The election is binding for the taxable year of the election and for all matters pertaining to the taxable year of the election.

To be eligible to make the election to file a group return, each corporation must meet all of the following:

1) Be a taxpayer required to file a return in California.
2) Be a member of a combined report for its entire taxable year.
3) Have the same taxable year as the key corporation or have a taxable year that is wholly included within the taxable year of the key corporation.
4) Have the same statutory filing date as the key corporation for the taxable year.

If a corporation is not a member for the entire taxable year, they are not allowed to file a group return with the other members. Instead, the corporation files a separate return and attaches a copy of the combined report relating to all of the unitary members.

For each corporation in the group return provide the complete legal name as registered with the California SOS for each corporation qualified to do business or incorporated in California, the California corporation number, and FEIN. **Do not** use abbreviations unless the abbreviation is part of the corporation's legal name. This information should be provided on the Schedule R-7. For more information, get Schedule R and go to Side 6, Schedule R-7.

## Exceptions — When a Group Return Is Not Allowed

Due to statutory filing requirements, California corporations that have different accounting periods may not be included in a group return except as provided in Election to File a Group Return. The business income of such corporations must be apportioned in accordance with the instructions for corporations that have different accounting periods and reported on a separate return. For more information, see the section titled "Corporations With Different Accounting Periods".

Corporations may not file a group return if more than one unitary business is being conducted by any one taxpayer. For more information, get Schedule R for Schedule R-7 instructions.

## Example of Combined Report Computations and Schedules

The following is an example of how the combined report approach is applied. This example does not reflect the credit limitation and NOL suspension rules listed under What's New section.

R&TC Section 25128.7 provides that apportioning trades and businesses shall apportion business income using the Single-Sales Factor Formula. However, certain apportioning trades or business activities described in R&TC Section 25128(b) shall apportion business income using the Three-Factor Formula.

Schedule 5, Combined Apportionment Formula and Entity Income Assignment, includes information for both Single-Sales Factor and Three-Factor Formulas. Entities/corporations that qualify for the Three-Factor Formula should refer to Schedule 5-D, Part B.

Corporations A, B, C, D, and E are engaged in a unitary business of manufacturing and selling items of tangible personal property. All members of the unitary group compute their separate entity income on a calendar year basis, except Corporation D, which uses a September 30 fiscal year end. The income and apportionment data for each of these corporations are reflected in the schedules that follow. Those schedules are explained in detail and additional facts that are specific to each member of the group are as follows:

**Corporation A.** Corporation A, a California domiciliary, is the parent corporation for the unitary group, and is the principal member of the group. Thus, all members of the combined reporting group must align their income and apportionment factors to Corporation A's calendar year for apportionment purposes.

Corporation A manufactures a product, some of which it sells to Corporation E. Corporations A and E use the first-in, first-out (FIFO) method of inventory accounting. In 2024, Corporation A sold $500,000 of product to Corporation E. The cost of goods sold for that sale was $400,000, resulting in an intercompany profit of $100,000. At the end of 2024, $100,000 in inventory purchased from Corporation A remained unsold in Corporation E's hands. Corporation A's remaining deferred intercompany income from those sales was $20,000. In 2025, Corporation E sold the remaining inventory it had purchased from Corporation A in the earlier year to an unrelated customer. In that same year, Corporation A sold additional product to Corporation E in the amount of $600,000. The cost of goods sold for that sale was $420,000, resulting in an intercompany profit of $180,000. At the end of the year, $100,000 in inventory remained unsold. Intercompany transactions are determined in accordance with Cal. Code Regs., tit. 18 section 25106.5-1 and are taken into account under the matching rule when there is a difference between the buyer's corresponding item and the recomputed corresponding item. For more information, see the section titled "Adjustments for Intercompany Transactions". Because Corporation E sold all of its inventory from year 2024 intercompany purchases from Corporation A, the amount of deferred income attributable to those sales that is required to be restored under the matching rule is $20,000. For the year 2025, the amount of deferred income attributable to intercompany sales is $180,000, of which $150,000 is required to be restored under the matching rule. Corporation A's remaining deferred intercompany income from those sales was $30,000. Thus, the net deferred income from intercompany transactions in 2024 and 2025 is $10,000 (see Schedule 1-C).

Corporation A has $100,000 interest income from its outstanding accounts receivable, $60,000 of which was attributable to California receivables. Losses of $100,000 were attributable to sales of obsolete equipment. The total gross receipts from the sales were $170,000, $68,000 of which were attributable to California. Corporation A received a $200,000 dividend from its unitary subsidiary, Corporation B. Because the dividend was paid from unitary earnings and profits accrued during a period in which Corporations A and B were in the same combined reporting group, the dividends are eliminated from income under R&TC Section 25106. In addition to income from its unitary business activity, Corporation A had dividend income of $150,000 from nonbusiness investments and a $30,000 partnership loss from a nonunitary oil and gas limited partnership operating entirely within California. The partnership had an AMT adjustment item for depreciation of which Corporation A's distributive share was $50,000. After the AMT adjustment item was applied, Corporation A's net AMTI attributable to the partnership was a positive $20,000 (see Schedule 6-A).

**Corporation B.** Corporation B operates entirely outside of California but has some mail order sales to California customers. This example assumes that Corporation B is not taxable in California. (For further discussion of taxability within the state, refer to FTB Pub. 1050, Application and Interpretation of Public Law 86-272). Corporation B also derives interest income from its outstanding accounts receivable. During the year, Corporation B sold a fixed asset to Corporation D for a sales price of $210,000 and a gain of $140,000. As explained in the section titled "Adjustments for Intercompany Transactions", the gain was deferred. Corporation B paid $10,000 of intercompany interest to Corporation C. The interest income is considered a current expense item to Corporation B and a current income item to Corporation C.

**Corporation C.** Sixty percent of the stock of Corporation C, was acquired by Corporation A on July 1 from an unrelated individual. Because of the economic relationship that existed prior to the acquisition, Corporation C became a member of the unitary group immediately upon acquisition. Because a short-period federal return was not required, Corporation C was not required to file a short-period return for California as a result of the acquisition but did an interim closing of its books on July 1. Corporation C has income from a California source based on the aggregate of its own income prior to acquisition, plus its apportioned share of the business income of the combined reporting group after the acquisition. Corporation C also has business rental income from leasing a portion of the ground floor of its headquarters to unrelated third parties. Corporation C was a limited partner in a nonunitary oil and gas partnership operated entirely within California and incurred a $150,000 partnership loss. The partnership had a December 31 year-end. The partnership had an AMT adjustment for depreciation of which Corporation C's distributive share was $215,000. After the AMT adjustment item was applied, Corporation C's net AMTI attributable to the partnership was a positive $65,000 (see Schedule 6-A).

**Corporation D.** Corporation D computes its income on a September 30 fiscal year end. Because it is on a different accounting period than the principal member, Corporation A, it must fiscalize its income to the accounting period of Corporation A for purposes of the apportionment of income. Thus, a portion of its income from two separate accounting periods will be reflected in the combined report. Because Corporation D's income and apportionment factors remained stable throughout both periods, it is permitted to use the pro rata method of fiscalization. After its income is apportioned to California, Corporation D must then prorate its apportioned share of the business income of the group back to its own respective accounting periods (see Schedule 3). Because Corporation D's return is due on December 15, it cannot include its tax liability in a group return filed by its parent, Corporation A, and must file its own return.

Corporation D purchased asset from Corporation B for $210,000 with an original cost basis of $70,000.

Corporation D also had a $500 tax credit carryover and a new tax credit of $125 for disabled access.

**Corporation E.** Corporation E was a member of the unitary group for the entire accounting period of Corporation A, the principal member. Corporation E purchased some of its inventory from Corporation A, a portion of which remained unsold at the end of the year. Corporation E also had a research and development tax credit in the amount of $2,000.

Corporation E sold business capital stock for $400,000 resulting in a gain of $100,000.

The following schedules show the income computations for Corporations A, B, C, D, and E under the California combined reporting method:

**Schedule 1: Combined income subject to apportionment**

For Corporations A, B, and E, this schedule reflects items of income and deduction for the calendar year ending 12/31/25. For Corporation C, only income and deductions incurred during the post-acquisition period of 7/1/25 through 12/31/25 are included in the combined report. Schedule 1-C shows the restoration and deferral of income from intercompany transactions.

**Schedule 2: Corporation C's income before and after joining the combined reporting group**

Corporation C's income for its pre- and post-acquisition period are shown in Schedule 2. Only the post-acquisition income is included in the combined report.

**Schedule 3: Computations to place Corporation D's income and apportionment factors on a calendar year basis**

If the interim closing-of-the-books method had been used to determine Corporation D's income for the 12/31/25 taxable year, then Corporation D's actual income for the calendar year would have been included in Schedule 1. In this example, however, Corporation D uses the pro rata method of combining corporations with different accounting periods. Adjustments to convert Corporation D's income to the common year-end are shown on Schedule 3. The schedule calculates 9/12 of the income and deductions from the period ending 9/30/25, and 3/12 of the income and deductions from the period ending 9/30/26 to derive the income and deductions assigned to the 12/31/25 calendar year. The property, payroll, and sales are calculated and included in the same manner. Proration of Corporation D's share of the combined report business income back to Corporation D's accounting period is shown in Schedule 5-F.

**Schedule 4: Calculation of combined interest offset**

The United States Supreme Court held California's interest offset provision, R&TC Section 24344(b), to be unconstitutional in circumstances in which non-business dividends or interest which are allocated outside of California exists within a unitary group (*Hunt-Wesson v. Franchise Tax Board* (2000) 120 S.Ct. 1022). As provided in FTB Notice 2000-9,

the statute continues to apply for all corporations, to interest expense assigned to business interest income. The portion of the interest offset that assigns interest expense to nonbusiness interest and dividend income shall apply only to interest expense assignable to nonbusiness interest and dividend income allocated to California.

**Schedule 5: Combined apportionment formula and entity income assignment**

**Note:** Schedule 5-A through 5-D illustrate how both the the Single-Sales Factor Formula and the Three-Factor Formula are calculated.

Schedules 5-A through 5-C first compute the combined property, payroll and sales within and outside California. For Corporation D, the property, payroll, and sales figures are from Schedule 3.

On Schedule 5-D, the combined California apportionment percent is computed, and is then multiplied by the combined unitary business income (from Schedule 1-B) to arrive at the combined business income apportioned to this state. The relative apportionment percent is then computed for each California taxpayer corporation and each taxpayer is assigned its relative share of California business income. Schedule 5-D, Part A shows the calculations using the Single-Sales Factor Formula. Schedule 5-D, Part B shows the calculations using the Three-Factor Formula.

Schedule 5-E calculates capital gains and losses using the Single-Sales Factor Formula apportionment percentage. If calculating capital gains and losses under the Three-Factor Formula, use the relative apportionment percentage from Schedule 5-D, Part B, line 19.

Schedule 5-F uses the business income amounts as calculated with the Single-Sales Factor Formula. Corporation A's share of California business income is adjusted by nonbusiness income attributable to California, and the interest offset is applied. The California business income of Corporation C is adjusted by its nonbusiness loss to derive its net income for state purposes for the period 7/1/25 through 12/31/25. This figure is combined with Corporation C's separate income for the period 1/1/25 through 6/30/25 (from Schedule 2) to arrive at Corporation C's net income for the entire calendar year. In this example, Corporation C has a net loss, 100% of which will be available to be carried forward and applied against Corporation C's California net income in subsequent years. The California business income assigned to Corporation D for the 2025 calendar year period is adjusted by 9/12 and is combined with 3/12 of the 2024 calendar year income (from the prior year combined reporting calculation) to arrive at Corporation D's net income for its 9/30/25 fiscal end period. California income subject to tax and the tax of each taxpayer member is shown on Schedule 5-F. The aggregate tax amount that would be reported on the group return would be $31,370 ($26,608 for Corporation A, and $4,762 for Corporation E). Only Corporation A and Corporation E may elect to file a group return. Neither Corporation C nor Corporation D is eligible to be included in a group return. Corporation C is a part-year member with net income including separate income from the pre-acquisition period, and Corporation D files its returns on a different year end from the remainder of the group. Corporation C and Corporation D must therefore file their own returns and include a copy of the combined report computations.

**Schedule 6: Combined alternative minimum tax**

The alternative minimum tax is computed using the combined reporting method. Schedule 6 shows the adjustments to combined reporting income to reflect the application of the alternative minimum tax, including adjustments attributable to adjusted current earnings (ACE). The alternative minimum tax amount is then carried into Schedule 5-F in the determination of each taxpayer member's respective tax liability.

# SCHEDULE 1 – COMBINED INCOME SUBJECT TO APPORTIONMENT

## 1-A: COMBINED PROFIT & LOSS STATEMENT AS OF 12/31/25

| | CORP A | CORP B | CORP C (7/1/25-12/31/25) (from Schedule 2) | CORP D (pro-rated from Sch. 3) | CORP E | TOTAL BEFORE ADJUSTMENT | DEFERRED INCOME and RESTORATION ADJUSTMENTS (from Schedule 1-C) | COMBINED |
|---|---|---|---|---|---|---|---|---|
| California ID number | 7512345 | | 7234567 | 7654321 | 7111111 | | | |
| Federal ID number | 62-3456789 | 62-7654321 | 61-2233445 | 22-11333445 | 69-9999999 | | | |
| Net Sales | $7,000,000 | $4,000,000 | $1,900,000 | $2,600,000 | $2,600,000 | $18,100,000 | | $18,100,000 |
| Cost of goods sold | (5,900,000) | (2,500,000) | (1,000,000) | (1,500,000) | (1,600,000) | (12,500,000) | | (12,500,000) |
| Gross profit | 1,100,000 | 1,500,000 | 900,000 | 1,100,000 | 1,000,000 | 5,600,000 | | 5,600,000 |
| Deferred income | | | | | | | (10,000) | (10,000) |
| Dividends | 350,000 | | | | | 350,000 | | 350,000 |
| Interest on U.S. obligations | | | | | | 0 | | 0 |
| Other interest | 100,000 | 70,000 | 10,000 (1) | | | 180,000 | | 180,000 |
| Gross rents | | | 60,000 | | | 60,000 | | 60,000 |
| Gross royalties | | | | | | 0 | | 0 |
| Net gains and losses | (100,000) | 140,000 | | | 100,000 | 140,000 | (140,000) | 0 |
| Other income (partnership loss) | (30,000) | | (150,000) | | | (180,000) | | (180,000) |
| Total Income | $1,420,000 | $1,710,000 | $820,000 | $1,100,000 | $1,100,000 | $6,150,000 | ($150,000) | $6,000,000 |
| Compensation of officers | 300,000 | | | | | 300,000 | | 300,000 |
| Salaries & wages | 430,000 | 1,000,000 | 350,000 | 570,000 | 600,000 | 2,950,000 | | 2,950,000 |
| Repairs and maintenance | | | | | | 0 | | 0 |
| Bad debts | | | | | | 0 | | 0 |
| Rents | 4,800 | 30,000 | 8,000 | 7,200 | | 50,000 | | 50,000 |
| Taxes | 99,000 | 20,000 | 5,000 | 26,000 | 22,000 | 172,000 | | 172,000 |
| Interest | 250,000 | 10,000 (1) | | | | 260,000 | | 260,000 |
| Contributions | | | | | | 0 | | 0 |
| Depreciation | 150,000 | 50,000 | 37,000 | 63,000 | 23,000 | 323,000 | | 323,000 |
| Depletion | | | | | | 0 | | 0 |
| Advertising | | | | | | 0 | | 0 |
| Pension, profit-sharing, etc., plans | 25,000 | | | | | 25,000 | | 25,000 |
| Employee benefit plans | 75,000 | | | | | 75,000 | | 75,000 |
| Other deductions | | | | | | 0 | | 0 |
| Total Deductions | $1,333,800 | $1,110,000 | $400,000 | $666,200 | $645,000 | $4,155,000 | | $4,155,000 |
| **NET INCOME BEFORE STATE ADJUSTMENTS** | $86,200 | $600,000 | $420,000 | $433,800 | $455,000 | $1,995,000 | ($150,000) | $1,845,000 |

(1) Corporation B: $10,000 intercompany interest expense
Corporation C: $10,000 intercompany interest income

# SCHEDULE 1 – COMBINED INCOME SUBJECT TO APPORTIONMENT

## 1-B: STATE ADJUSTMENTS, NONBUSINESS INCOME, AND BUSINESS INCOME SUBJECT TO APPORTIONMENT

| | CORP A | CORP B | CORP C | CORP D | CORP E | TOTAL BEFORE ADJUSTMENT | DEFERRED INCOME and RESTORATION ADJUSTMENTS | COMBINED |
|---|---|---|---|---|---|---|---|---|
| **NET INCOME BEFORE STATE ADJUSTMENTS** | $86,200 | $600,000 | $420,000 | $433,800 | $455,000 | $1,995,000 | ($150,000) | $1,845,000 |
| ADD: | | | | | | | | |
| Taxes measured by income | 5,000 | 1,000 | 4,000 | | 2,000 | 12,000 | | 12,000 |
| California corporation tax | 12,000 | | 1,000 | 23,000 | 19,000 | 55,000 | | 55,000 |
| Interest on government obligations | | | | | | 0 | | 0 |
| Capital gain/loss adjustments* | (100,000) | 140,000 | | | 100,000 | 140,000 | | 140,000 |
| Excess depreciation | 5,000 | 3,000 | 6,000 | 5,000 | (1,000) | 18,000 | | 18,000 |
| Excess amortization | 10,000 | | | | | 10,000 | | 10,000 |
| Other additions | | | | | | 0 | | 0 |
| Total Additions | ($68,000) | $144,000 | $11,000 | $28,000 | $120,000 | $235,000 | | $235,000 |
| DEDUCT: | | | | | | | | |
| Intercompany dividends (Sec. 25106) | 200,000 | | | | | 200,000 | | 200,000 |
| Capital gain/loss adjustments | | | | | 100,000 | 100,000 | | 100,000 |
| Additional contributions | | | | | | 0 | | 0 |
| Other deductions | (100,000) | 140,000 | | | | 40,000 | | 40,000 |
| Total Deductions | $100,000 | 140,000 | 0 | 0 | 100,000 | $340,000 | | $340,000 |
| **NET INCOME AFTER STATE ADJUSTMENTS** | (81,800) | 604,000 | 431,000 | 461,800 | 475,000 | 1,890,000 | (150,000) | 1,740,000 |
| REVERSE NONBUSINESS ITEMS | | | | | | | | |
| Show as: (INCOME)/LOSS: | | | | | | | | |
| Dividends not deducted above | (150,000) | | | | | (150,000) | | (150,000) |
| Interest | | | | | | 0 | | 0 |
| Net rental (income)/loss | | | | | | 0 | | 0 |
| Royalties | | | | | | 0 | | 0 |
| (Gain)/loss from sale of assets | | | | | | 0 | | 0 |
| REVERSE BUSINESS ITEMS | | | | | | | | |
| Capital (gain) Loss (Combined Reporting Groups) | | | | | (100,000) | (100,000) | | (100,000) |
| Section 1231 (gain) loss (sale of obsolete equipment) | 100,000 | | | | | 100,000 | | 100,000 |
| REVERSE BUSINESS ITEMS SUBJECT TO A SEPARATE APPORTIONMENT FORMULA | | | | | | | | |
| Partnership (income)/loss | 30,000 | | 150,000 | | | 180,000 | | 180,000 |
| | ($101,800) | $604,000 | $581,000 | $461,800 | $375,000 | $1,920,000 | ($150,000) | $1,770,000 |
| Interest Offset from Schedule 4 | | | | | | | | 80,000 |
| **UNITARY BUSINESS INCOME SUBJECT TO APPORTIONMENT** | | | | | | | | **$1,850,000** |

*Note: All California capital gain is subject to a separate apportionment formula.

# SCHEDULE 1 – COMBINED INCOME SUBJECT TO APPORTIONMENT

## 1-C: INTERCOMPANY TRANSACTIONS

| | CORP A | CORP B | CORP C | CORP D | CORP E | COMBINED |
|---|---|---|---|---|---|---|
| **Gross Profit** | | | | | | |
| Restorations | | | | | | |
| From 2024 | $20,000 | | | | | $20,000 |
| From 2025 | $150,000 | | | | | $150,000 |
| Deferrals | | | | | | |
| From 2025 | ($180,000) | | | | | ($180,000) |
| Net (enter the amount on deferred income line, Schedule 1-A) | ($10,000) | | | | | ($10,000) |
| **Net Gains and Losses** | | | | | | |
| Restorations | | | | | | |
| Deferrals | | | | | | |
| From 2025 | | ($140,000) | | | | ($140,000) |
| Net (enter the amount on net gains and losses line, Schedule 1-A) | | ($140,000) | | | | ($140,000) |
| **Other Income** | | | | | | |
| Restorations | | | | | | |
| Deferrals | | | | | | |
| Net (enter the amount on other income line, Schedule 1-A) | | | | | | |
| **Net restored/deferred income** | ($10,000) | ($140,000) | | | | ($150,000) |

## SCHEDULE 2 – CORPORATION C'S INCOME BEFORE AND AFTER JOINING THE COMBINED REPORTING GROUP

| | 1/1/25-6/30/25 | 7/1/25-12/31/25 |
|---|---|---|
| Net sales | $1,210,000 | $1,900,000 |
| Cost of goods sold | (900,000) | (1,000,000) |
| Gross profit | 310,000 | 900,000 |
| Other interest | 8,000 | 10,000 |
| Gross rents | 60,000 | 60,000 |
| Other income (partnership loss) | 0 | (150,000) |
| Total Income | $378,000 | $820,000 |
| Salaries & wages | 307,000 | 350,000 |
| Rents | 7,000 | 8,000 |
| Taxes | 3,000 | 5,000 |
| Depreciation | 32,000 | 37,000 |
| Net Income Before State Adjustments | 29,000 | 420,000 |
| Taxes Measured by Income | 800 | 4,000 |
| California Corporation Tax | 200 | 1,000 |
| Excess depreciation | 5,000 | 6,000 |
| Net Income After State Adjustments | 35,000 | 431,000 |
| Separate apportionment % | 71.4286% | |
| Nonbusiness Items | | |
| Partnership (income)/loss | 0 | 150,000 |
| Unitary business income (to Schedule 1-B) | 0 | 581,000 |
| Separate CA Income (not in combined report) | | |
| (To Schedule 5-F) | 25,000 | 0 |
| Separate CA AMTI (AMTI adjustments not shown) | 30,000 | 0 |

## SCHEDULE 3 – COMPUTATIONS TO PLACE CORPORATION D'S INCOME AND APPORTIONMENT FACTORS ON A CALENDAR YEAR BASIS

| Year Ended: | 9/30/25 ACTUAL | 9/12 of 9/30/25 | 9/30/26 ACTUAL | 3/12 of 9/30/26 | TOTAL 12/31/25 |
|---|---|---|---|---|---|
| Cost of goods sold | ($1,600,000) | ($1,200,000) | ($1,200,000) | ($300,000) | (1,500,000) |
| Gross profit | $1,200,000 | $900,000 | $800,000 | $200,000 | $1,100,000 |
| Salaries & wages | $600,000 | $450,000 | $480,000 | $120,000 | $570,000 |
| Rents | $7,200 | $5,400 | $7,200 | $1,800 | $7,200 |
| Taxes | $28,000 | $21,000 | $20,000 | $5,000 | $26,000 |
| Depreciation | $60,000 | $45,000 | $72,000 | $18,000 | $63,000 |
| California corporation tax | $24,000 | $18,000 | $20,000 | $5,000 | $23,000 |
| Excess depreciation | $4,000 | $3,000 | $8,000 | $2,000 | $5,000 |
| Nonbusiness income items | 0 | 0 | 0 | 0 | 0 |
| Property everywhere (year end)* | | | | | |
| Inventory | $128,000 | $96,000 | $176,000 | $44,000 | $140,000 |
| Fixed depreciable assets | $420,000 | $315,000 | $460,000 | $115,000 | $430,000 |
| Land | $10,000 | $7,500 | $10,000 | $2,500 | $10,000 |
| California property (year end)* | | | | | |
| Inventory | $12,000 | $9,000 | $20,000 | $5,000 | $14,000 |
| Fixed depreciable assets | $24,000 | $18,000 | $28,000 | $7,000 | $25,000 |
| Rent expense | $1,800 | $1,350 | $1,800 | $450 | $1,800 |
| Payroll everywhere* | $696,000 | $522,000 | $540,000 | $135,000 | $657,000 |
| California payroll* | $16,000 | $12,000 | $100,000 | $25,000 | $37,000 |
| Sales everywhere | $2,800,000 | $2,100,000 | $2,000,000 | $500,000 | $2,600,000 |
| California sales | $716,000 | $537,000 | $1,000,000 | $250,000 | $787,000 |

Note: The Total column is the sum of the 9/12 column and the 3/12 column.

***Only entities/corporations that are required to use the Three-Factor Formula calculate property and payroll factors.**

## SCHEDULE 4 – CALCULATION OF COMBINED INTEREST OFFSET

| | | COMBINED TOTALS | |
|---|---|---|---|
| 1 | Total interest expense deducted | $260,000 | |
| 2 | Water's-edge offset (from form FTB 2424) | 0 | |
| 3 | Net interest expense (amount on line 1 less amount on line 2) | | $260,000 |
| 4 | Total interest income | $180,000 | |
| 5 | Less nonbusiness interest income | 0 | |
| 6 | Business interest income | | $180,000 |
| 7 | Balance: line 3 minus line 6, but not less than zero | | $80,000 |
| 8 | Total dividend income | $350,000 | |
| 9a | Less water's-edge dividends deducted | 0 | |
| b | Less intercompany dividends deducted | ($200,000) | |
| 10 | Balance | $150,000 | |
| 11 | Business dividend income | 0 | |
| 12 | Net nonbusiness dividend income (line 10 minus line 11) | | $150,000 |
| 13 | Total nonbusiness interest and dividends (line 5 plus line 12) | | $150,000 |
| 14 | Interest offset (assignable 100% to Corp A) (enter lesser of line 7 or line 13) | | $80,000 |

In the example, only one entity has California nonbusiness dividend income. If more than one entity had California nonbusiness interest and/or nonbusiness dividend income, the interest offset would be prorated between entities by the ratio of each entity's California nonbusiness interest and/or nonbusiness dividends to the total California nonbusiness interest and nonbusiness dividends. For more information, see FTB Notice 2000-9 regarding the policy for the application of R&TC Section 24344(b).

Note: A contributions adjustment applicable to nonbusiness income of multiple entities may also require such computations.

# SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT

## 5-A: COMBINED APPORTIONMENT DATA (PROPERTY FACTOR)*

| PROPERTY FACTOR | CORP A | CORP B | CORP C | CORP D (pro-rated from Sch. 3) | CORP E | COMBINED |
|---|---|---|---|---|---|---|
| Property everywhere | | | | | | |
| Inventory – 12/31/25 | 100,000 | 150,000 | | 140,000 | 120,000 | |
| Fixed depreciable assets – 12/31/25 | 1,100,000 | 310,000 | See Monthly | 430,000 | 430,000 | |
| Land – 12/31/25 | 50,000 | 0 | Average | 10,000 | 100,000 | |
| Less intercompany profit included above | 0 | 0 | Computation | (140,000)(1) | (30,000) | |
| Total – end of year | 1,250,000 | 460,000 | (Sch. 5-B) | 440,000 | 620,000 | |
| Total – beginning of year (from 2024 report) | 1,370,000 | 575,000 | | 755,000 | 580,000 | |
| Total beginning and ending | 2,620,000 | 1,035,000 | | 1,195,000 | 1,200,000 | |
| Average owned property (divide by 2) | 1,310,000 | 517,500 | 175,000 | 597,500 | 600,000 | 3,200,000 |
| Rent expense (excluding intercompany and nonbusiness) | 4,800 | 30,000 | 8,000 | 7,200 | 0 | 50,000 |
| Capitalize (multiply by 8) | 38,400 | 240,000 | 64,000 | 57,600 | | 400,000 |
| Combined property everywhere | 1,348,400 | 757,500 | 239,000 | 655,100 | 600,000 | 3,600,000 |
| California property | | | | | | |
| Inventory – 12/31/25 | 41,000 | 0 | | 14,000 | 95,000 | |
| Fixed depreciable assets – 12/31/25 | 400,000 | 0 | See Monthly | 25,000 | 330,000 | |
| Land – 12/31/25 | 20,000 | 0 | Average | 0 | 70,000 | |
| Less intercompany profit included above | 0 | 0 | Computation | 0 | 0 | |
| Total – end of year | 461,000 | 0 | (Sch. 5-B) | 39,000 | 495,000 | |
| Total – beginning of year (from 2024 report) | 427,000 | 0 | | 47,000 | 453,000 | |
| Total beginning and ending | 888,000 | 0 | | 86,000 | 948,000 | |
| Average owned property (divide by 2) | 444,000 | 0 | 175,000 | 43,000 | 474,000 | 1,136,000 |
| Rent expense (excluding intercompany and nonbusiness) | 1,200 | 0 | 8,000 | 1,800 | 0 | 11,000 |
| Capitalize (multiply by 8) | 9,600 | 0 | 64,000 | 14,400 | 0 | 88,000 |
| Combined California property | 453,600 | 0 | 239,000 | 57,400 | 474,000 | 1,224,000 |

(1) The $140,000 is removed to return the fixed asset purchased from Corporation B to its original cost basis of $70,000.

***Only entities/corporations that are required to use the Three-Factor Formula calculate property and payroll factors.**

## SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT

### 5-B: COMPUTATION OF AVERAGE PROPERTY VALUES FOR CORP C (PARTIAL YEAR COMBINATION)

| MONTHLY AMOUNTS TO BE INCLUDED IN THE COMBINED PROPERTY FACTOR | | INVENTORY | FIXED DEPRECIABLE | LAND | TOTAL |
|---|---|---|---|---|---|
| | January | 0 | 0 | 0 | 0 |
| | February | 0 | 0 | 0 | 0 |
| | March | 0 | 0 | 0 | 0 |
| | April | 0 | 0 | 0 | 0 |
| | May | 0 | 0 | 0 | 0 |
| | June | 0 | 0 | 0 | 0 |
| | July | $10,000 | $260,000 | $30,000 | $300,000 |
| | August | 50,000 | 260,000 | 30,000 | 340,000 |
| | September | 60,000 | 260,000 | 30,000 | 350,000 |
| | October | 70,000 | 260,000 | 30,000 | 360,000 |
| | November | 80,000 | 260,000 | 30,000 | 370,000 |
| | December | 90,000 | 260,000 | 30,000 | 380,000 |
| | **TOTAL** | $360,000 | $1,560,000 | $180,000 | $2,100,000 |
| | **AVERAGE** | $30,000 | $130,000 | $15,000 | $175,000 |

Note: All of Corporation C's owned tangible property is located in California, so the same amounts will be included in both the numerator and denominator of the property factor (see Schedule 5-A).

# SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT

## 5-C: COMBINED APPORTIONMENT DATA (PAYROLL/SALES FACTOR)*

| PAYROLL FACTOR* | CORP A | CORP B | CORP C | CORP D | CORP E | COMBINED |
|---|---|---|---|---|---|---|
| Payroll everywhere | 1,630,000 | 1,293,000 | 420,000 | 657,000 | 750,000 | 4,750,000 |
| California payroll | 553,000 | 0 | 210,000 | 37,000 | 530,000 | 1,330,000 |
| **SALES FACTOR** | | | | | | |
| Sales everywhere | | | | | | |
| Gross receipts, less returns and allowances | 7,000,000 | 4,000,000 | 1,900,000 | 2,600,000 | 2,600,000 | 18,100,000 |
| Total other gross receipts | 270,000 (1) | 280,000 (2) | 70,000 (3) | 0 | 0 | 620,000 |
| Sale of stock | | | | | 400,000 (5) | 400,000 |
| Less intercompany receipts | (600,000) | (210,000) | (10,000) (4) | 0 | 0 | (820,000) |
| Total sales everywhere | 6,670,000 | 4,070,000 | 1,960,000 | 2,600,000 | 3,000,000 | 18,300,000 |
| California sales | | | | | | |
| Sales delivered or shipped to California purchasers: | | | | | | |
| i) Shipped from outside California | | 400,000 | | | | 400,000 |
| ii) Shipped from within California | 3,000,000 | | 1,190,000 | 787,000 | 1,292,000 | 6,269,000 |
| Sales shipped from California by a unitary member to: | | | | | | |
| i) The United States Government | | | | | | 0 |
| ii) Purchasers in a state where the corporations immune under Public Law 86-272 | 100,000 | | | | | 100,000 |
| Total other gross receipts | 128,000 | | 70,000 (3) | | | 198,000 |
| Less intercompany receipts | (400,000) | | (10,000) (4) | | | (410,000) |
| Total California sales | 2,828,000 | 400,000 | 1,250,000 | 787,000 | 1,292,000 | 6,557,000 |

***Only entities/corporations that are required to use the Three-Factor Formula calculate property and payroll factors.**

(1) Equipment sale = $170,000
Interest = 100,000

(2) Equipment sale = $210,000
Interest = 70,000

(3) Interest = $10,000
Rents = 60,000

(4) Intercompany interest income

(5) Sale of business capital assets

## SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT

### 5-D: COMBINED APPORTIONMENT FACTORS AND ENTITY INCOME ASSIGNMENT

**Part A. Standard Method – Single-Sales Factor Formula.** Complete this part if the corporation uses the Single-Sales Factor Formula.

| | | CORP A | CORP B | CORP C | CORP D | CORP E | COMBINED |
|---|---|---|---|---|---|---|---|
| 1 | EVERYWHERE: Sales | | | | | | 18,300,000 |
| 2 | CALIFORNIA: Sales | 2,828,000 | 400,000 | 1,250,000 | 787,000 | 1,292,000 | 6,557,000 |
| 3 | COMBINED CALIFORNIA APPORTIONMENT PERCENT) | | | | | | |
| | (California sales divided by everywhere sales) (line 2 ÷ line 1) | 15.4536% | 2.1858% | 6.8306% | 4.3005% | 7.0601% | 35.8306% |
| 4 | UNITARY BUSINESS INCOME TO BE APPORTIONED (from Schedule 1-B) | | | | | | $1,850,000 |
| 5 | COMBINED INCOME APPORTIONED TO CALIFORNIA (Multiply line 3 by line 4) | | | | | | $662,866 |

**ENTITY INCOME ASSIGNMENT** (excluding Corp B - not subject to tax)

| | | CORP A | CORP B | CORP C | CORP D | CORP E | COMBINED |
|---|---|---|---|---|---|---|---|
| 6 | Average percent (sales only) | 15.4536% | 0.0000% | 6.8306% | 4.3005% | 7.0601% | 33.6448% |
| 7 | Relative Percent | | | | | | |
| | (average factor for each entity divided by combined average) (from line 6) | 45.9316% | 0.0000% | 20.3021% | 12.7821% | 20.9842% | 100.00% |
| 8 | BUSINESS INCOME ASSIGNED TO CALIFORNIA (line 5 x line 7) | $304,465 | $0 | $134,576 | $84,728 | $139,097 | $662,866 |

# SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT

## 5-D: COMBINED APPORTIONMENT FACTORS AND ENTITY INCOME ASSIGNMENT

**Part B. Three-Factor Formula.** Complete this part only if the corporation uses the Three-Factor Formula. (The Three-Factor Formula includes the single-weighted sales factor.)

| | | CORP A | CORP B | CORP C | CORP D | CORP E | COMBINED |
|---|---|---|---|---|---|---|---|
| 1 | EVERYWHERE: Property | | | | | | 3,600,000 |
| 2 | Payroll | | | | | | 4,750,000 |
| 3 | Sales | | | | | | 18,300,000 |
| 4 | CALIFORNIA: Property | 453,600 | 0 | 239,000 | 57,400 | 474,000 | 1,224,000 |
| 5 | Payroll | 553,000 | 0 | 210,000 | 37,000 | 530,000 | 1,330,000 |
| 6 | Sales | 2,828,000 | 400,000 | 1,250,000 | 787,000 | 1,292,000 | 6,557,000 |
| | COMBINED CALIFORNIA APPORTIONMENT PERCENT (California property, payroll, sales divided by combined property, payroll, sales) | | | | | | |
| 7 | Property | 12.6000% | 0.0000% | 6.6389% | 1.5944% | 13.1667% | 34.0000% |
| 8 | Payroll | 11.6421% | 0.0000% | 4.4211% | 0.7789% | 11.1579% | 28.0000% |
| 9 | Sales | 15.4536 % | 2.1858% | 6.8306% | 4.3005% | 7.0601% | 35.8306% |
| 10 | Total | 39.6957% | 2.1858% | 17.8906% | 6.6738% | 31.3847% | 97.8306% |
| 11 | AVERAGE CALIFORNIA APPORTIONMENT PERCENT (Divide by 3) | 13.2319% | 0.7286% | 5.9635% | 2.2246% | 10.4616% | 32.6102% |
| 12 | UNITARY BUSINESS INCOME TO BE APPORTIONED (from Schedule 1-B) | | | | | | $1,850,000 |
| 13 | COMBINED INCOME APPORTIONED TO CALIFORNIA (Multiply line 11 by line 12) | | | | | | $603,289 |
| | ENTITY INCOME ASSIGNMENT (excluding Corp B – not subject to tax) | | | | | | |
| 14 | Property factor (line 7) | 12.6000% | | 6.6389% | 1.5944% | 13.1667% | 34.0000% |
| 15 | Payroll factor (line 8) | 11.6421% | | 4.4211% | 0.7789% | 11.1579% | 28.0000% |
| 16 | Sales factor (line 9) | 15.4536% | | 6.8306% | 4.3005% | 7.0601% | 33.6448% |
| 17 | Total | 39.6957% | | 17.8906% | 6.6738% | 31.3847% | 95.6448% |
| 18 | Average Percent (divide by 3) | 13.2319% | 0.0000% | 5.9635% | 2.2246% | 10.4616% | 31.8816% |
| 19 | Relative Percent (line 18 average factor for each entity divided by line 18 combined average) | 41.5032% | 0.0000% | 18.7053% | 6.9777% | 32.8138% | 100.0000% |
| 20 | BUSINESS INCOME ASSIGNED TO CALIFORNIA (line 13 x line 19) | $250,384 | $0 | $112,847 | $ 42,096 | $197,962 | $603,289 |

## SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT
## 5-E: CAPITAL GAIN (LOSS)

| | Corp A | Corp B | Corp C | Corp D | Corp E | Total |
|---|---|---|---|---|---|---|
| **Reference: Involuntary Conversion Assets Held More Than 1 Year** | | | | | | |
| 1 Total involuntary conversion gains or losses (federal Form 4684, lines 36 and 37) | 0 | 0 | 0 | 0 | 0 | 0 |
| 2 Less nonbusiness involuntary conversion gains or losses | 0 | 0 | 0 | 0 | 0 | 0 |
| 3 Business involuntary conversion gains or losses (line 1 minus line 2) | 0 | 0 | 0 | 0 | 0 | 0 |
| **Reference: California Schedule D-1 IRC Section 1231 Assets Held More Than 1 Year** | | | | | | |
| 4 Total Section 1231 assets gains or losses (Schedule D-1, lines 2, 4, 5, and 6) | (100,000) | 0 | 0 | 0 | 0 | (100,000) |
| 5 Less nonbusiness Section 1231 assets gains or losses | 0 | 0 | 0 | 0 | 0 | 0 |
| 6 Business Section 1231 assets gains or losses (line 4 minus line 5) | (100,000) | 0 | 0 | 0 | 0 | (100,000) |
| **Reference: California Schedule D** | | | | | | |
| 7 Total Section 1221 capital assets gains or losses (California Schedule D, lines 1, 2, 5, 6, and 7) | 0 | 0 | 0 | 0 | 100,000 | 100,000 |
| 8 Less nonbusiness Section 1221 capital assets gains or losses | 0 | 0 | 0 | 0 | 0 | 0 |
| 9 Business Section 1221 capital assets gains or losses (line 7 minus line 8) | 0 | 0 | 0 | 0 | 100,000 | 100,000 |
| 10 Average California apportionment percentage* | 15.4536% | 2.1858% | 6.8306% | 4.3005% | 7.0601% | 35.8306% |
| 11 California apportioned business involuntary conversion gains or losses (line 3 total x line 10) | 0 | 0 | 0 | 0 | 0 | 0 |
| 12 California apportioned business Section 1231 gains or losses (line 6 total x line 10) | (15,454) | (2,186) | (6,831) | (4,301) | (7,060) | (35,831) |
| 13 California apportioned business Section 1221 capital assets gains or losses (line 9 total x line 10) | 15,454 | 2,186 | 6,831 | 4,301 | 7,060 | 35,831 |
| 14 Relative percentage (from Schedule 5-D, Part A, line 7) | 45.9316% | 0.0000% | 20.3021% | 12.7821% | 20.9842% | 100.0000% |
| **Apportion capital gains or losses to each California taxpayer** | | | | | | |
| 15 Apportioned involuntary conversion gains or losses (line 11 total x line 14) | 0 | 0 | 0 | 0 | 0 | 0 |
| 16 Add California nonbusiness involuntary conversion gains or losses | 0 | 0 | 0 | 0 | 0 | 0 |
| 17 Total California source involuntary conversion gains or losses (line 15 plus line 16) | 0 | 0 | 0 | 0 | 0 | 0 |
| 18 Apportioned Section 1231 assets (line 12 total x line 14) | (16,458) | 0 | (7,274) | (4,580) | (7,519) | (35,831) |
| 19 Add California nonbusiness Section 1231 assets | 0 | 0 | 0 | 0 | 0 | 0 |
| 20 Post apportioned installment gains Section 1231 assets | 0 | 0 | 0 | 0 | 0 | 0 |
| 21 Total California source Section 1231 assets gains or losses (line 18 plus line 19 plus line 20) | (16,458) | 0 | (7,274) | (4,580) | (7,519) | (35,831) |
| 22 Apportioned Section 1221 capital assets (line 13 total x line 14) | 16,458 | 0 | 7 ,274 | 4 ,580 | 7 ,519 | 35,831 |
| 23 Add California nonbusiness Section 1221 capital assets | 0 | 0 | 0 | 0 | 0 | 0 |
| 24 Post apportioned installment gains Section 1221 capital assets | 0 | 0 | 0 | 0 | 0 | 0 |
| 25 Total California source Section 1221 capital assets gains or losses (line 22 plus line 23 plus line 24) | 16,458 | 0 | 7 ,274 | 4 ,580 | 7 ,519 | 35,831 |
| 26 Net California source involuntary conversion gains (if line 17 is a gain, enter the amount. Otherwise, enter zero.) | 0 | 0 | 0 | 0 | 0 | 0 |
| 27 Net California source Section 1231 assets gains/losses (line 21) | (16,458) | 0 | (7,274) | (4,580) | (7,519) | (35,831) |
| 28 Total net Section 1231 assets gains/loss (line 26 plus line 27) | (16,458) | 0 | (7,274) | (4,580) | (7,519) | (35,831) |
| 29 Recapture net Section 1231 losses from prior years. Enter as a positive. (Enter if line 28 is a gain, and limit to that amount.) | 0 | 0 | 0 | 0 | 0 | 0 |
| 30 Gains in excess of recaptured 1231 losses (If line 28 is a gain, enter line 28 minus line 29. Enter amount. Otherwise, enter zero.) | 0 | 0 | 0 | 0 | 0 | 0 |
| 31 Net current year California capital gains or losses (line 25 plus line 30) | 16,458 | 0 | 7 ,274 | 4 ,580 | 7 ,519 | 35,831 |
| 32 Net California source capital loss carryforward from prior years (If applicable, enter as a positive number.) | 0 | 0 | 0 | 0 | 0 | 0 |
| 33 Capital loss carryover to subsequent years (If line 31 minus line 32 is less than zero, then enter that amount as a positive number. Otherwise, enter zero.) | 0 | 0 | 0 | 0 | 0 | 0 |
| **Post apportioned capital and Section 1231 gain or loss** | | | | | | |
| 34 Post apportioned involuntary conversion loss (If line 17 is a loss, enter line 17. Otherwise, enter zero.) | 0 | 0 | 0 | 0 | 0 | 0 |
| 35 Post apportioned Section 1231 loss (If line 28 is a loss, enter line 28. Otherwise, enter zero.) | (16,458) | 0 | (7,274) | (4,580) | (7,519) | (35,831) |
| 36 Post apportioned recaptured net Section 1231 losses from prior years (line 29, if applicable) | 0 | 0 | 0 | 0 | 0 | 0 |
| 37 Post apportioned Section 1231 net capital gain (If line 31 minus line 32 is a gain, enter that amount. Otherwise, enter zero.) | 16,458 | 0 | 7 ,274 | 4 ,580 | 7 ,519 | 35,831 |
| 38 Post apportioned involuntary conversion loss, Section 1231 gain or loss, and net capital gain (Sum of lines 34 through 37.) | 0 | 0 | 0 | 0 | 0 | 0 |

*For the purpose of this example the entities/corporations are using the Single-Sales Factor Formula apportionment percentages from Schedule 5-D, Part A, line 3.

# SCHEDULE 5 – COMBINED APPORTIONMENT FORMULA AND ENTITY INCOME ASSIGNMENT

## 5-F: CALIFORNIA NET INCOME AND TAX

| | CORP A | CORP B | CORP C | CORP D | CORP E |
|---|---|---|---|---|---|
| Period for which California return is to be filed | 1/1/25-12/31/25 | None | 7/1/25-12/31/25 | 10/1/24-9/30/25 | 1/1/25-12/31/25 |
| BUSINESS INCOME APPORTIONED TO CALIFORNIA | | | | | |
| CORP A (from Schedule 5-D) | $304,465 | | | | |
| CORP C (from Schedule 5-D) | | | $134,576 | | |
| CORP D: | | | | | |
| For 12 months ended 12/25 (from Schedule 5-D) | | | | $84,728 | |
| Portion reportable in current year (9/12) | | | | $63,546 | |
| For 12 months ended 12/24 prior year calculation | | | | $41,155 | |
| Portion reportable in current year (3/12) | | | | $10,289 | |
| CORP D total for year ended 9/30/25 | | | | $73,835 | |
| CORP E: (from Schedule 5-D) | | | | | $139,097 |
| Nonbusiness income (losses) wholly attributable to California | | | | | |
| Dividends | $150,000 | | | | |
| Net rental income/(loss) | | | | | |
| Gain/(loss) on sale of assets | | | | | |
| Business income (loss) subject to a separate apportionment formula | | | | | |
| Partnership income (loss) | ($30,000) | | ($150,000) | | |
| Total | $424,465 | 0 | ($15,424) | $73,835 | $139,097 |
| Interest offset (from Schedule 4) | ($80,000) | | | | |
| Post apportioned and allocated amounts from capital gain/loss netting combined reporting groups (Schedule 5-E) | 0 | 0 | 0 | 0 | 0 |
| Net income before contributions adjustment | $344,465 | 0 | ($15,424) | $73,835 | $139,097 |
| Contributions adjustment | | | | | |
| Add California separate net income for pre-acquisition period 1/1/25 - 6/30/25 (Schedule 2 cannot be included in the combined report) | | | $25,000 | | |
| Net income (loss) for state purposes | $344,465 | 0 | $9,576 | $73,835 | $139,097 |
| Net Operating Losses (NOL) Deduction | | | | | |
| NOL deduction | ($25,000) | | | | |
| EZ or LAMBRA NOL carryover deduction | ($50,000) | | | | |
| Disaster Loss deduction | | | | | ($100,000) |
| Net income for tax purposes | $269,465 | | $9,576 | $73,835 | $39,097 |
| Franchise Tax (8.84% tax rate), or $800 minimum tax, if applicable | $23,821 | 0 | $847 | $6,527 | $3,456 |
| Credits | | | | | |
| Credit Name Employer Childcare Program code no. 189 (carryover) | | | | ($500) | |
| Credit Name Research code no. 183 | | | | | ($2,000) |
| Credit Name Disabled Access code no 205 | | | | ($125) | |
| Alternative Minimum Tax (from Schedule 6-C) | $2,787 | 0 | $13,291 | 0 | $3,306 |
| TOTAL TAX | $26,608 | 0 | $14,138 | $5,902 | $4,762 |

# SCHEDULE 6 – COMBINED ALTERNATIVE MINIMUM TAX

## 6-A: ALTERNATIVE MINIMUM TAXABLE INCOME

| | | CORP A | CORP B | CORP C | CORP D | CORP E | TOTAL BEFORE ADJUSTMENT | DEFERRED INCOME and RESTORATION ADJUSTMENTS | COMBINED |
|---|---|---|---|---|---|---|---|---|---|
| 1 | **NET INCOME AFTER STATE ADJUSTMENTS (from Schedule 1-B)** | ($81,800) | $604,000 | $431,000 | $461,800 | $475,000 | $1,890,000 | ($150,000) | $1,740,000 |
| | AMT ADJUSTMENTS & PREFERENCES: | | | | | | | | |
| 2a | Depreciation | 92,000[1] | 4,000 | 218,000[2] | 6,000 | (1,000) | 319,000 | | 319,000 |
| 2b | Basis adjustment in determining gain or loss from sale/exchange | | | | | (20,000) | (20,000) | | (20,000) |
| 2c | Depletion | 0 | | 0 | | | 0 | | 0 |
| 3 | **TOTAL AMTI** | $10,200 | $608,000 | $649,000 | $467,800 | $454,000 | $2,189,000 | ($150,000) | $2,039,000 |
| | LESS NONBUSINESS ITEMS (adjusted for AMTI) | | | | | | 0 | | 0 |
| 4a | Dividends | (150,000) | | | | | (150,000) | | (150,000) |
| 4b | Partnership (income)/loss subject to a separate apportionment formula | (20,000)[3] | | (65,000)[4] | | | (85,000) | | (85,000) |
| | Add: Interest offset | 80,000 | | | | | 80,000 | | 80,000 |
| 5 | Unitary business AMTI | (79,800) | 608,000 | 584,000 | 467,800 | 454,000 | 2,034,000 | (150,000) | 1,884,000 |
| 6 | Average Apportionment percentage* | | | | | | | | 35.8306% |
| 7 | Combined business AMTI apportioned to CA (line 5 combined column x line 6 combined column) | | | | | | | | 675,049 |
| 8 | Relative Percentages (Sch 5-D, Part A, line 7) | 45.9316% | 0.0000% | 20.3021% | 12.7821% | 20.9842% | | | |
| 9 | Apportioned Pre-adjustment AMTI | 310,061 | | 137,049 | 86,285 | 141,654 | | | |
| | NONBUSINESS ITEMS ALLOCATED TO CALIFORNIA (adjusted for AMTI) | | | | | | | | |
| 10 | Dividends | 150,000 | | | | | | | |
| 11 | Partnership income/(loss) subject to a separate apportionment formula | 20,000[3] | | 65,000[4] | | | | | |
| | Less: Interest offset | (80,000) | | | | | | | |
| 12 | PRE-ADJUSTMENT AMTI | 400,061 | 0 | 202,049 | 86,285 | 141,654 | | | |
| 13 | ACE adjustment (from Schedule 6-B) | 61 | 0 | 27 | 17 | 28 | | | |
| 14 | **ALTERNATIVE MINIMUM TAXABLE INCOME** | $400,122 | 0 | $202,076 | $86,302 | $141,682 | | | |

(1) Includes $50,000 from nonunitary partnership

(2) Includes $215,000 from nonunitary partnership

(3) ($30,000) – $50,000 AMTI items = $20,000 adjusted partnership AMTI

(4) ($150,000) – $215,000 AMTI items = $65,000 adjusted partnership AMTI

* For the purpose of this example the entities/corporations are using the Single-Sales Factor Formula apportionment percentages from Schedule 5-D, Part A, line 3.

# SCHEDULE 6 – COMBINED ALTERNATIVE MINIMUM TAX
## 6-B: ACE ADJUSTMENT

| | | CORP A | CORP B | CORP C | CORP D | CORP E | TOTAL BEFORE ADJUSTMENT | DEFERRED INCOME and RESTORATION ADJUSTMENT | COMBINED |
|---|---|---|---|---|---|---|---|---|---|
| 1 | **TOTAL AMTI (from Schedule 6-A, line 3)** | $10,200 | $608,000 | $649,000 | $467,800 | $454,000 | $2,189,000 | ($150,000) | $2,039,000 |
| | ADJUSTMENT FOR ACE: | | | | | | | | |
| 2 | Basis adjustment in determining gain or loss from sale/exchange | 500 | | | | | 500 | | 500 |
| 3 | Pre-apportioned ACE | 10,700 | 608,000 | 649,000 | 467,800 | 454,000 | 2,189,500 | (150,000) | 2,039,500 |
| | LESS NONBUSINESS ITEMS (adjusted for ACE): | | | | | | | | |
| 4a | Dividends | (150,000) | | | | | (150,000) | | (150,000) |
| 4b | Partnership (income)/loss subject to a separate apportionment formula | (20,000) | | (65,000) | | | (85,000) | | (85,000) |
| | Add: Interest offset | 80,000 | | | | | 80,000 | | 80,000 |
| 5 | Pre-apportionment business ACE | | | | | | 2,034,500 | (150,000) | 1,884,500 |
| 6 | Average Apportionment percentage* | | | | | | | | 35.8306% |
| 7 | Combined business ACE apportioned to CA (line 5 combined column x line 6 combined column) | | | | | | | | 675,228 |
| 8 | Relative Percentages (Sch 5-D, Part A, line 7) | 45.9316% | 0.0000% | 20.3021% | 12.7821% | 20.9842% | | | |
| 9 | Apportioned business ACE | 310,143 | | 137,085 | 86,308 | 141,691 | | | |
| | NONBUSINESS ITEMS ALLOCATED TO CALIFORNIA (adjusted for ACE) | | | | | | | | |
| 10 | Dividends | 150,000 | | | | | | | |
| 11 | Partnership income (loss) subject to a separate apportionment formula | 20,000 | | 65,000 | | | | | |
| | Less: Interest offset | (80,000) | | | | | | | |
| 12 | ADJUSTED CURRENT EARNINGS | 400,143 | 0 | 202,085 | 86,308 | 141,691 | | | |
| 13 | Pre-adjustment AMTI (Schedule 6-A, line 12) | 400,061 | 0 | 202,049 | 86,285 | 141,654 | | | |
| 14 | Difference | 82 | 0 | 36 | 23 | 37 | | | |
| 15 | 75% of Difference | 61 | 0 | 27 | 17 | 28 | | | |
| 16 | Negative ACE limitation: for each taxpayer excess of aggregate prior year positive line 15 ACE adjustments over aggregate prior year negative line 15 | | | | | | | | |
| | ACE adjustments: | 0 | 0 | 0 | 0 | 0 | | | |
| **17** | **ACE ADJUSTMENT**** | $61 | 0 | $27 | $17 | $28 | | | |

* For the purpose of this example the entities/corporations are using the Single-Sales Factor Formula apportionment percentages from Schedule 5-D, Part A, line 3.

** If line 15 is negative, it is allowed as a negative ACE adjustment only to the extent of that taxpayer's total increases in AMTI from prior year California ACE adjustments exceed its total reduction in AMTI from prior year California ACE adjustments.

## SCHEDULE 6 – COMBINED ALTERNATIVE MINIMUM TAX

### 6-C: ALTERNATIVE MINIMUM TAX

| | CORP A | CORP B | CORP C | CORP D | CORP E |
|---|---|---|---|---|---|
| Period for which California return is to be filed | 1/1/25-12/31/25 | None | 7/1/25-12/31/25 | 10/1/24-9/30/25 | 1/1/25-12/31/25 |
| CALIFORNIA AMTI (from Schedule 6-A) | | | | | |
| CORP A | $400,122 | | | | |
| CORP C | | | $232,076* | | |
| CORP D: | | | | | |
| For 12 months ended 12/25 | | | | $86,302 | |
| Portion reportable in current year (9/12) | | | | | $64,727 |
| For 12 months ended 12/24 (from prior year calculation) | | | | $41,920 | |
| Portion reportable in current year (3/12) | | | | | $10,480 |
| CORP D Total | | | | | $75,207 |
| CORP E | | | | | $141,682 |
| AMTI ADJUSTED FOR EACH CORPORATION'S TAXABLE YEAR | $400,122 | 0 | $232,076 | | $75,207 $141,682 |
| Less exemption (subject to phaseout when AMTI exceeds $150,000) | 0 | | ($19,481) | | ($40,000) ($40,000) |
| AMTI subject to tax | $400,122 | 0 | $212,595 | | $35,207 $101,682 |
| Tentative minimum tax (6.65% tax rate) | $26,608 | 0 | $14,138 | | $2,341 $6,762 |
| Less regular franchise or income tax (from Schedule 5-F) | $23,821 | 0 | $847 | | $6,527 $3,456 |
| ALTERNATIVE MINIMUM TAX | $2,787 | 0 | $13,291 | | 0 $3,306 |

*Includes separate AMTI of $30,000 from pre-acquisition period per Schedule 2.

# How To Get California Tax Information

## Where To Get Tax Forms and Publications

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

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

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

**By mail** – Write to:

TAX FORMS REQUEST UNIT MS D120
FRANCHISE TAX BOARD
PO BOX 307
RANCHO CORDOVA CA 95741-0307

## Letters

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

FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257-0540

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

## General Phone Service

Telephone assistance is available year-round from 8 a.m. until 5 p.m. Monday through Friday, except holidays. Hours subject to change.

| | |
|---|---|
| Telephone: | 800.852.5711 from within the United States<br>916.845.6500 from outside the United States |
| California Relay Service: | 711 or 800.735.2929 for persons with hearing or speaking limitations |
| IRS: | 800.829.4933 for federal tax questions |

**Asistencia En Español**

Asistencia telefónica está disponible durante todo el año desde las 8 a.m. hasta las 5 p.m. de lunes a viernes, excepto días feriados. Las horas están sujetas a cambios.

| | |
|---|---|
| Teléfono: | 800.852.5711 dentro de los Estados Unidos<br>916.845.6500 fuera de los Estados Unidos |
| Servicio de Retransmisión de California: | 711 o 800.735.2929 para personas con limitaciones auditivas o del habla |
| IRS: | 800.829.4933 para preguntas sobre impuestos federales |

## California Tax Forms and Publications

817 California Corporation Tax Booklet: Form 100, California Corporation Franchise or Income Tax Return

816 California S Corporation Tax Booklet: Form 100S, California S Corporation Franchise or Income Tax Return

814 Form 109, California Exempt Organization Business Income Tax Booklet

818 Form 100-ES, Corporation Estimated Tax

815 Form 199, California Exempt Organization Annual Information Return and Instructions

802 FTB 3500, Exemption Application

831 FTB 3500A, Submission of Exemption Request

943 FTB 4058, California Taxpayers' Bill of Rights – Information for Taxpayers

948 FTB 1131 EN-SP, Franchise Tax Board Privacy Notice on Collection – Aviso de Privacidad del Franchise Tax Board sobre la Recaudación

## Your Rights As A Taxpayer

The FTB's goals include making certain that your rights are protected so that you have the highest confidence in the integrity, efficiency, and fairness of our state tax system. For more information get FTB 4058, California Taxpayers' Bill of Rights – Information for Taxpayers.

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

## Franchise Tax Board Privacy Notice on Collection

Our privacy notice can be found in annual tax booklets or online. Go to **ftb.ca.gov/privacy** to learn about our privacy policy statement, or go to **ftb.ca.gov/forms** and search for **1131** to locate FTB 1131 EN-SP, Franchise Tax Board Privacy Notice on Collection – Aviso de Privacidad del Franchise Tax Board sobre la Recaudación. To request this notice by mail, call 800.338.0505 and enter form code **948** when instructed.

# ☎ Automated Phone Service

**(Keep This Booklet For Future Use)**

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

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

## To Order Forms

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

## To Get Information

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

**Code Filing Assistance**

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

**S Corporations**

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

**Exempt Organizations**

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

**Minimum Tax and Estimate Tax**

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

**Billings and Miscellaneous Notices**

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

**Corporate Dissolution**

724 How do I dissolve my corporation?

**Limited Liability Companies (LLCs)**

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

**Miscellaneous**

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

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