

Instructions for Forms CT-3, CT-3-ATT and CT-4

General Business Corporation Franchise Tax Returns

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Who Must File

All general business corporations other than New York S corporations must file franchise tax returns on either Form CT-3 or Form CT-4. This includes both corporations organized under New York State law and foreign corporations (those organized under the laws of any other state or country) that do business, employ capital, own or lease property or maintain an office in New York State. A general business corporation that has elected to be treated as an S corporation (by filing Form CT-6) must file either Form CT-3-S or Form CT-4-S, *New York S Corporation Franchise Tax Return*, instead of Form CT-3 or Form CT-4.

Beginning January 1, 1998, railroad and trucking corporations that have not made an election to remain taxable under Article 9 will become taxable under Article 9-A.

The definition of a corporation, as used in Article 9-A of the Tax Law and in these instructions, has been expanded to include associations, limited liability companies, limited liability partnerships and publicly traded partnerships that are taxed as corporations under the Internal Revenue Code (IRC). See TSB-M-89(12)C for further information.

A general business corporation includes all corporations except:

- Banking corporations (Article 32)
- Insurance corporations (Article 33)
- Transportation and transmission corporations (Article 9)
- Utility companies (Article 9)
- Farmers and agricultural cooperatives (Article 9)
- Nonstock, not-for-profit corporations no part of the net earnings of which inures to the benefit of any officer, director or member.

Qualified Subchapter S Subsidiary (QSSS)

The filing requirements for a QSSS that is owned by a federal S corporation that is a New York C corporation or a nontaxpayer corporation are outlined below. Where New York State follows federal

QSSS treatment, the parent and QSSS will file a single franchise tax return. The QSSS will be ignored as a separate taxable entity, and the assets, liabilities, income, and deductions of the QSSS will be included on the parent's franchise tax return. However, for other taxes, such as sales and excise taxes, and the license and maintenance fees imposed under Article 9, the QSSS will continue to be recognized as a separate corporation.

- a. **Parent is a New York C Corporation** – New York State will follow the federal QSSS treatment if (1) the QSSS is a New York State taxpayer, or (2) the QSSS is not a New York State taxpayer, but the parent makes a QSSS inclusion election. In both cases, the parent and QSSS will be taxed as a single New York C corporation and file Form CT-3 or CT-4. If the parent does not make a QSSS inclusion election, it will file Form CT-3 as a New York C corporation on a stand-alone basis.
- b. **Nontaxpayer Parent** – New York State will follow the federal QSSS treatment where the QSSS is a New York State taxpayer but the parent is not, if the parent elects to be taxed as a New York S corporation by filing Form CT-6. The parent and QSSS will be taxed as a single New York S corporation and file Form CT-3-S or CT-4-S on a joint basis. If the parent does not elect to be a New York S corporation, the QSSS must file as a New York C corporation on a stand-alone basis on Form CT-3 or CT-4.
- c. **Exception: Excluded Corporation** – Notwithstanding the above rules, QSSS treatment will not be allowed unless both parent and QSSS are general business corporations. That is, the corporations will have to file on a stand-alone basis if one is an Article 9-A taxpayer but the other is an Article 9, 32, or 33 taxpayer, or is a corporation which would be subject to such taxes if taxable in New York State.

Where New York State follows federal QSSS treatment, the QSSS will not be considered a subsidiary of the parent corporation.

To notify the department that a QSSS is included in your return, check the box on page 4 of Form CT-3 or page 3 of Form CT-4 and attach Form CT-60-QSSS, *Qualified Subchapter S Subsidiary Information Schedule*.

Combined Returns

Certain groups of corporations may be permitted or required to file on a combined basis. For more information, see Form CT-3-A, *General Business Combined Franchise Tax Return*.

Foreign Corporations Authorized to Do Business but Disclaiming Tax Liability

A foreign corporation that is authorized to do business in New York State but is disclaiming tax liability must file Form CT-245, *Maintenance Fee and Activities Return of Foreign Corporations Disclaiming Tax Liability*. The annual maintenance fee is \$300.

If you are disclaiming tax liability, you do not have to file a franchise tax return (Form CT-3 or Form CT-4). In the event it is determined that a franchise tax return is required, this fee may be claimed as a credit against any tax due under Article 9-A. For more details see Form CT-245.

Which Form to File

Form CT-4 is a simplified general business franchise tax return that will meet the filing needs of many businesses. Review the requirements for filing Form CT-3 below. If you are not required to use Form CT-3, then you may use Form CT-4.

You must use Form CT-3 if any of the following conditions exist:

- You claim a deduction for optional depreciation.
- You claim any tax credits. Tax credits include the eligible business facility tax credit, investment tax credit, employment incentive tax credit, special additional mortgage recording tax credit, economic development zone credits, servicing mortgage credit, farmer's school property tax credit, alternative fuels credit, employment of persons with disabilities tax credit, investment tax credit – for the financial services industry, and minimum tax credit.
- You are a real estate investment trust, a taxable domestic international sales corporation (DISC) or a stockholder in a DISC.
- You have business income or capital attributable to sources outside New York State, and you want to allocate this income and capital.
- You have investment income or capital.
- You have a subsidiary (another corporation of which you own more than half of its voting stock).
- You have federal adjustment or tax preference items other than the depreciation adjustment or the alternative net operating loss deduction.
- You are required to make an addition on Form CT-3, line 8. Additions required on line 8 include optional depreciation, worldwide income and losses, safe harbor lease adjustments, addback of certain credits, and certain interest paid by an acquiring corporation.
- You have a subtraction on Form CT-3, line 15, other than the subtractions allowed on Form CT-4, line 9. Subtractions required on line 15 include optional depreciation, receipts from the operation of school buses, wages disallowed in computation of federal jobs credit, and safe harbor lease adjustments.

New York S Corporation Termination Year

When a New York S corporation terminates its federal or New York S election on a day other than the first day of a tax year, the tax year is divided into two tax periods (an S short year and a C short year). The corporation must file Form CT-3-S or Form CT-4-S for the New York S short year and Form CT-3 or CT-4 for the New York C short year. See the instructions for Form CT-3-S and Form CT-4-S and TSB-M-90(11)C for more information.

The due date of the New York S corporation short year return (Form CT-3-S or Form CT-4-S) is the same as the New York C corporation short year even though they are treated as separate short tax years.

Other Forms You May Require

Form CT-3M/4M, *General Business Corporation MTA Surcharge Return*, must be filed by any corporation taxable under Article 9-A that

does business, employs capital, owns or leases property or maintains an office in the Metropolitan Commuter Transportation District (MCTD). The MCTD includes the counties of New York, Bronx, Kings, Queens, Richmond, Dutchess, Nassau, Orange, Putnam, Rockland, Suffolk and Westchester.

Form CT-400, *Estimated Tax for Corporations*, must be filed if your New York State franchise tax liability can reasonably be expected to exceed \$1,000.

If this expectation arises **before** the first day of the sixth month of your tax year, file this declaration on or before the fifteenth day of the sixth month of the fiscal or calendar year. Include with it a payment of one third of the estimated tax liability. If you made an initial payment with the preceding year's tax return or applied an overpayment of the tax from that return, deduct this amount from the estimated tax before computing the one third payment. Additional one third payments are due on the fifteenth day of the ninth and twelfth months. If you report for the calendar year, file a declaration of estimated tax on June 15, September 15 and December 15. If this expectation arises **after** the first day of the sixth month of your tax year, see 20 NYCRR 7-2.3 to determine your estimated tax payments.

Form CT-399, *Depreciation Adjustment Schedule*, must be used to compute the allowable New York State depreciation deduction if you claim the federal Accelerated Cost Recovery System (ACRS) depreciation and Modified Accelerated Cost Recovery System (MACRS) deduction for certain property placed in service after December 31, 1980.

This form also contains schedules for determining a New York State gain or loss on the disposition of ACRS or MACRS property. It is also used to compute the depreciation deduction for the minimum taxable income base.

Form CT-222, *Underpayment of Estimated Tax by a Corporation*, will help you determine if you have underpaid an estimated tax installment and, if so, compute the penalty due.

Form CT-244, *Acquisition, Merger and Consolidation Information Report*, must be filed by any corporation taxable under Article 9-A that is involved in an acquisition, merger or consolidation.

Form CT-3-B, *Tax Exempt Domestic International Sales Corporation (DISC) Information Return*

Tax Exempt DISCs must file Form CT-3-B on or before the fifteenth day of the ninth month following the close of its taxable year. Stockholders of tax-exempt DISCs must file an individual return on Form CT-3 and a consolidated return with the DISC on Form CT-3-C. A corporation that qualifies as a DISC under section 922(a) of the IRC is exempt from tax under Article 9-A of the Tax Law if during the year:

- (a) it received more than 5% of its gross receipts from the sale of inventory or other property purchased from its stockholders, or
- (b) it received more than 5% of its gross receipts from the sale or rental of property purchased or leased from stockholders, or
- (c) it received more than 5% of its total receipts, other than sales or rentals, from its stockholders.

Taxable DISCS, not meeting the 5% test, must file Form CT-3 within 8½ months after the end of the return year. Such a DISC is subject to the tax on allocated capital or the fixed dollar minimum, whichever is higher, plus a tax on subsidiary capital. Enter the initials DISC after the name of the corporation in the address section of the return.

Form DTF-95, *Change of Business Information*, must be filed if there have been any changes in any member corporation's business name, identification number, mailing address, business address, telephone number or owner/officer information and you have not previously notified us. If you don't have a form, see the *Need Help?* section for ordering information.

When to File

File your return within 2½ months after the end of your reporting period. If you are reporting for the calendar year, your return is due on or before March 15. If your filing date falls on a Saturday, Sunday or legal holiday, then you must file your return on or before the next business day.

Private Delivery Services

The date recorded or marked by certain private delivery services, as designated by the U.S. Secretary of the Treasury or the Commissioner of Taxation and Finance, will be treated as a postmark, and that date will be considered to be the date of delivery in determining whether your return was filed on time. The private delivery service can tell you how to get written proof of this date. If you use **any** private delivery service, address your return to: **NYS Processing Center, 431C Broadway, Menands NY 12204.**

The current designated delivery services are:

1. Airborne Express (Airborne):
 - Overnight Air Express Service
 - Next Afternoon Service
 - Second Day Service
2. DHL Worldwide Express (DHL):
 - DHL Same Day Service
 - DHL USA Overnight
3. Federal Express (FedEx):
 - FedEx Priority Overnight
 - FedEx Standard Overnight
 - FedEx 2 Day
4. United Parcel Service (UPS):
 - UPS Next Day Air
 - UPS Next Day Air Saver
 - UPS 2nd Day Air
 - UPS 2nd Day Air A.M.

Extensions

If you cannot meet the filing deadline, you may request a six-month extension of time by filing Form CT-5, *Request for Six-Month Extension to File (For Franchise Business Taxes, MTA Surcharge, or Both)* on or before the due date of the return.

You may request up to two additional extensions by filing Form CT-5.1, *Request for Additional Extension of Time to File (For Franchise/Business Taxes, MTA Surcharge, or Both)*. File it on or before the expiration date of the original extension or previously filed additional extension.

Where to File

Mail returns to: NYS CORPORATION TAX, PROCESSING UNIT, PO BOX 1909, ALBANY NY 12201-1909. If you use a delivery service other than the U.S. Postal Service, see *Private Delivery Services* above.

Other Forms and Taxes That May Apply to You

Form CT-8, *Claim for Credit or Refund of Corporation Franchise Tax Paid*, is used to request a refund other than of an overpayment. To speed up processing of the claim, mail it separately from your annual returns. A claim for refund based on a net operating loss carryback must be filed within three years of the extended due date of the return for the loss year or within 27 months from the date of the federal credit or refund. A refund based on a federal change must be filed within two years from the date the federal change was required to be reported. All other claims for refunds must be received within three years from the date the return was filed, or two years from the date the tax was paid, whichever is later.

Form CT-9, *Claim for Tentative Refund from Carryback of Net Operating Loss*, should be used by all corporations requesting refunds based on net operating loss carrybacks.

Returns that are the basis for these refunds will be subject to review after the refunds have been processed. The claim must be filed within 90 days after the receipt of the federal refund. Federal S corporations must file a claim within 15 months from the end of the loss year. For a full description of the limitation and requirements, see Form CT-9-I, *Instructions for Form CT-9*.

Form CT-3360, *Federal Changes to Corporate Taxable Income*, must be used to report any correction made by the IRS in taxable income previously reported for any year, including changes based on the renegotiation of a government contract.

Form CT-240, *Foreign Corporation License Fee Return*, must be filed by a corporation organized outside New York State (a foreign corporation) to pay the license fee based on capital stock. This return must be filed when you file your first franchise tax return, or if capital stock employed in New York State has increased since the last license fee return was filed. For more details see Form CT-240.

Form CT-33-D, *Tax on Premiums Paid or Payable to an Unauthorized Insurer*, must be filed if you have purchased or renewed a taxable insurance contract from an insurer not authorized to transact business in New York State. This return must be filed within 60 days following the end of the calendar quarter in which the contract was purchased or renewed.

Form CT-186-A, *Utility Services Tax Return Gross Operating Income*, (Article 9, section 186-a). A corporation not supervised by the New York State Department of Public Service that engages in the sale or furnishing of gas, electricity, steam, water, or refrigeration must pay a tax on its gross operating income.

Form CT-186-E, *Telecommunications Tax Return and Utility Services Tax Return*. A corporation that also provides telecommunication services must file a return under section 186-e, excise tax on telecommunication services, and pay a tax on its gross receipts from the sale of telecommunication services. For further information see Form CT-186-E-I, *Instructions for Form CT-186-E, Telecommunications Tax Return and Utility Services Tax Return*.

Form CT-189, *Tax on Importation of Gas Services*, Article 9, section 189, imposes a tax on gas importers who import, or cause to be imported, gas for their own use. The tax is computed at the rate of 4.25% of the consideration given for the gas. (See TSB-M-91(5)C and TSB-M-97(3)C for more information.)

Consult Publication 20, *Tax Guide for New Businesses*, for additional information regarding other taxes that may apply to you.

Amended Returns

If you are filing an amended return for any purpose, including an amended return filed with Forms CT-8, CT-9 or CT-3360, please write **Amended Return** across the top.

Overview of Corporation Franchise Tax

Tax Bases

Corporations subject to Article 9-A of the Tax Law must compute four distinct taxes and pay the tax that results in the highest amount owed. The four taxes include a tax on entire net income, a tax on business and investment capital, a tax on minimum taxable income, and a fixed dollar minimum tax. In addition, if a corporation has any subsidiaries, it must pay a tax on its subsidiary capital. If you have any subsidiaries, you cannot file Form CT-4, but instead must file Form CT-3 or Form CT-3-A. For additional information see *Which Form to File*.

Tax Rates

Some corporation tax rates will decline during 1998. For fiscal-year taxpayers filing for a period beginning on or after July 1, 1998, the rate on minimum taxable income will be reduced from 3½% to 3¼%, and a new section will be added to the fixed dollar minimum tax, providing for a \$100 minimum instead of a \$325 minimum, if the gross payroll does not exceed a certain level. For both calendar year and fiscal year 1998 filers, the tax rate on the entire net income base, capital base, and subsidiary capital base remain the same. Tax rates for the appropriate periods are shown on page 4.

Tax Rates Schedule

Tax base	Tax rates for taxable years beginning before July 1, 1998	Tax rates for taxable years beginning after June 30, 1998, and before July 1, 1999
Entire net income base	.09	.09
Entire net income base for qualified small businesses		
Entire net income of \$200,000 or less:	.08	.08
Entire net income of more than \$200,000 but not more than \$290,000:	\$16,000, plus 9% of amount over \$200,000, plus 5% of amount over \$250,000	\$16,000, plus 9% of amount over \$200,000, plus 5% of amount over \$250,000
Capital base	.00178	.00178
Minimum taxable income base	.035	.0325 *
Fixed dollar minimum tax		
For a corporation with a gross payroll of:		
\$6,250,000 or more:	\$1,500	\$1,500
More than \$1,000,000 but less than \$6,250,000:	\$425	\$425
More than \$250,000 but not more than \$1,000,000:	\$325	\$325
\$250,000 or less:	\$325	\$100 *
However, if the corporation's gross payroll, total receipts, and average value of gross assets are each \$1,000 or less:	\$800	\$800
Subsidiary capital base	.0009	.0009
Qualified cooperative housing corporation capital base	.0004	.0004

*Foreign authorized corporations: For tax years beginning after June 30, 1998, and before July 1, 1999, if the total of your tax and MTA surcharge is less than \$300, you must increase your payment accordingly to satisfy the \$300 maintenance fee requirement.

Short periods – Fixed Dollar Minimum Tax

Gross Payroll for Short Periods

Annualize gross payroll for tax periods of less than 12 months by dividing the amount of gross payroll by the number of months in the short period and multiplying the result by 12.

The fixed dollar minimum tax and maintenance fee may be reduced for short periods:

Period	Reduction
– A period of not more than 6 months.....	50%
– A period of more than 6 months but not more than 9 months.....	25%
– A period of over 9 months.....	None

How to Avoid an Erroneous Assessment Based on Fixed Dollar Minimum Tax Rates

The fixed dollar minimum tax rate is determined by the corporation's gross payroll, total receipts and average value of gross assets.

To avoid an erroneous assessment or a delay in your refund, you must enter an amount in each of the three boxes provided on Form CT-3, line 74, or Form CT-4, lines 31, 32, and 33. If you do not have assets, payroll or receipts, enter "0" in the appropriate boxes.

Failure to make an entry in each box may result in an assessment of tax or reduction of your refund.

Cooperative Housing Corporations

A qualified cooperative housing corporation is entitled to use a reduced tax rate of .0004 when computing its tax using the capital base.

A corporation that has only one class of stock which entitles the shareholder to live in a house or an apartment in a building owned or leased by the corporation, may be a cooperative housing corporation. For a complete definition, see IRC section 216.

Penalties and Interest

Late Payment – Interest

If you do not pay the tax due on or before the original due date, you must pay interest on the amount of the underpayment from the original due date of the return (determined **without** regard to an extension of time to file) to the date the tax is paid. Exclude from the interest computation any amount shown on Form CT-3, line 83a or 83b, or Form CT-4, lines 35a or 35b, first installment of estimated tax for next period. Interest is always due, without any exceptions, on any underpayment of tax. An extension of time for filing does not extend the due date for payment of tax.

Late Filing and Late Payment – Additional Charges

Additional charges for late filing and late payment are computed on the amount of tax less any payment made on or before the due date determined **with** regard to any extension of time for filing. Exclude from the penalty computation any amount shown on Form CT-3, line 83a or 83b, or Form CT-4, line 35a or 35b, the first installment of estimated tax for the next period.

- A. If you do not file a return when due or if the request for extension is invalid, add to the tax 5% per month, up to a total of 25% (section 1085(a)(1)(A)).
- B. If you do not file a return within 60 days of the due date, the additional charge in item A cannot be less than the smaller of \$100 or 100% of the amount required to be shown as tax (section 1085 (a)(1)(B)).
- C. If you do not pay the tax shown on a return, add to the tax ½% per month, up to a total of 25% (section 1085 (a)(2)).
- D. The total of the additional charges in items A and C may not exceed 5% for any one month except as provided for in item B (section 1085 (a)).

If you think you are not liable for these additional charges, attach a statement to your return explaining the delay in filing, payment, or both (section 1085).

Note: You may have the interest and penalty computed for you by calling the Business Tax Information Center at 1 800-972-1233.

Penalty for Understating Tax

If the tax you report is understated by 10% or \$5,000, whichever is greater, you will have to pay a penalty of 10% of the amount of understated tax. You can reduce the amount on which you pay penalty by subtracting any item for which (1) there is or was substantial authority for the way you treated it, or (2) there is adequate disclosure on the return or in an attached statement (see Article 27, section 1085(k)).

Penalty for Underpaying Estimated Tax

If you can reasonably expect your New York State franchise tax liability to exceed \$1,000, you must file a declaration of estimated tax, Form CT-400. A penalty will be imposed if you fail to file a declaration of estimated tax or fail to pay the entire installment payment of estimated tax due. For complete details see Form CT-222, *Underpayment of Estimated Tax by a Corporation*.

Penalty for Failure to Provide Information Relating to Interest Paid to Shareholders

Section 1085(n) of the Tax Law provides for a penalty of \$500 for failure to provide information about interest payments made to

shareholders that were deducted in computing entire net income. (Article 27, section 1085(n)).

Penalty for Failure to Provide Information Relating to Your Issuer's Allocation Percentage

Section 1085(o) of the Tax Law provides for a penalty of \$500 for failure to provide information needed to compute your issuer's allocation percentage. See instructions for Form CT-3, line 41.

Civil and Criminal Penalties

Strong civil and criminal penalties may be imposed for negligence or fraud. For more information contact the Taxpayer Assistance Bureau (see *Need Help?* for address and telephone numbers).

Termination of Business

Final Return

Check the *Final Return* box on page 1 of the return, under the form number, only if filing a final return for one of the following reasons:

- voluntary dissolution by New York State corporation (New York Business Corporation Law section 1001 through 1003)
- surrender of authority by a foreign corporation (New York Business Corporation Law section 1310)
- merger or consolidation (New York Business Corporation Law sections 904, 905 and 907)
- disposition of assets - New York State corporation (New York Business Corporation Law section 909(d))
- termination of existence - foreign corporation (New York Business Corporation Law section 1311)
- liquidation under Internal Revenue Code (IRC sections 332, 333, 334, and 337).

See *Voluntary Dissolution and Surrender of Authority and Liability for Taxes and Fees* below and also Publication 110, *Information and Instructions for Termination of Business Corporations*, for the proper procedures to follow in terminating your business.

In the case of a merger or consolidation, the final return checkbox would only be used by the non-surviving corporation.

The return will be treated as a final return if your business is terminated with the Department of State and the return covers the tax period from the last return filed to the date of the termination.

Foreign authorized corporations see *Foreign Corporations Authorized to do Business but Disclaiming Tax Liability* on page 2 of these instructions, or refer to Form CT-245 if you are disclaiming tax liability but want to continue to be authorized to do business in New York State.

Do not check the *Final Return* box if you are only changing the type of return that you file (i.e., CT-3 to CT-3-S, CT-4 to CT-3, etc.).

Voluntary Dissolution and Surrender of Authority and Liability for Taxes and Fees

A domestic corporation (incorporated in New York State) is generally liable for corporate franchise taxes for each fiscal or calendar year, or part thereof, during which it is incorporated, regardless of whether it carries on any activity. For example, a person who intends to go into business organizes a new corporation under the New York Business Corporation Law for the purpose of operating the new business as a corporation. However, the business is never started and the corporation never conducts any business. Under the circumstances, the corporation would usually be liable for franchise taxes for each taxable year until it is formally dissolved with the Department of State.

A foreign corporation (incorporated outside of New York State) is liable for franchise taxes during the period in which it does business, employs capital, owns or leases property or maintains an office in New York State. In addition, a foreign corporation which is authorized to do business in New York State is also liable for payments of its annual maintenance fee until such time as it surrenders to the Department of State its authority to do business, regardless of whether it does business, employs capital, owns or leases property or maintains an office in the state.

The procedure for obtaining a consent to voluntary dissolution or surrender of authority and the forms that are required to be filed with this department are set forth in Publication 110. You can request this

information by calling the Business Tax Information Center (see *Need Help?* for the telephone number).

Reminders

Mailing Label

Use the mailing label provided by the Tax Department.

The preprinted mailing label contains the taxpayer account identification information necessary for correct and effective processing of your tax return.

Check your label to see that the information is complete and correct. If it is incorrect, make any corrections directly on the label. (You must also file Form DTF-95, *Change of Business Information*, with the Tax Department as soon as possible.) If your mailing address is incorrect, check the box next to the name and address block at the top of your corporation tax return.

Remove the peel-off label from the front cover of your packet or postcard and place it in the name and address box at the top of your corporation tax return.

To enable us to process your corporation tax forms as quickly and efficiently as possible, it is important that we have the necessary identifying information from your preprinted label. Keep a record of the label information for future use. Please be certain to include your employer identification number and file number on each corporation tax form mailed. This will facilitate processing of your return to the correct account. Without this information, we may not be able to process your return.

These numbers can be copied directly from the label.

Employer ID number	File number
Name	
Number and Street	
City and Town	State ZIP code

If you use a paid preparer or accounting firm, make sure they use the mailing label or label information when completing all forms prepared for you.

Change of Address

If your address has changed, enter your new address on the label and check the box next to the name and address block at the top of your corporation tax return. Do not check this box for any change of business information other than address. You must still attach the preprinted label with the old address to enable us to update your account.

Processible Forms

Returns must be prepared in a manner that will permit their routine handling and processing. Interest will not be paid on an overpayment of taxes until the return is in a processible form.

Use of Reproduced and Computerized Forms

Photocopies of returns are acceptable if they are of good quality and have an original signature in the proper place.

Computer-produced corporation tax returns will be accepted if they meet our printing specifications. For more information see Publication 76, *Specifications for Reproduction of New York State Corporation Tax Forms*.

Do You Need a Tax Packet?

If you use a paid preparer, or if you use computer software to prepare your return, or if for any other reason you do not need a tax packet mailed to you for next year's taxes, please check the box above the certification and signature. When you check the box, the following year we will send you a mailing label that you or whoever prepares your return should use on your next return. By checking this box, you will help us reduce printing and mailing costs.

Signature

The return must be certified by the president, vice president, treasurer, assistant treasurer, chief accounting officer, or other officer authorized by the taxpayer corporation.

The return of an association, publicly traded partnership or business conducted by a trustee or trustees must be signed by a person authorized to act for the association, publicly traded partnership or business.

If an outside individual or firm prepared the return, the signature of the person and the name, address and identification number of the firm must be included. Failure to sign the return will delay the processing of any refunds and may result in penalties.

Line Instructions for Form CT-4, General Business Corporation Franchise Tax Return Short Form

You may have noticed that rectangular boxes have been printed on a number of our forms. The boxes will guide you in making your handwritten entries on the forms.

You can help by observing the following:

- Please print (using a blue or black pen) or type all money amounts in the boxes provided.
- Do not use dollar signs, commas, decimal points, dashes or any other punctuation marks or symbols. All necessary punctuation has been printed on the form.
- Write your number like this:

— Enter your money amounts so that the whole dollar amount ends immediately to the left of the **cents decimal**, and the cents amount starts immediately to the right.
- Make your money amount entries in the boxes, allowing one numeral for each box.
- If you are rounding any money items on your return (see *Whole Dollar Amounts* below) please enter "00" in the cents boxes.
- Leave blank any spaces and boxes that do not apply to you.

Whole Dollar Amounts

You may elect to show amounts in whole dollars rather than dollars and cents. Round an amount from 50 cents through 99 cents to the next higher dollar, and round any amount less than 50 cents to the next lower dollar.

Negative amounts, if any, should be shown in parentheses.

Percentages

When computing allocation percentages, convert decimals into percentages by moving the decimal point two spaces to the right. Percentages should be carried out to four decimal places. For example: $5,000/7,500 = .6666666 = 66.6667\%$.

Reporting Period

Your tax year for New York State must be the same as your federal tax year. Use this tax return for tax years beginning in 1998, both calendar and fiscal, and for short periods beginning in 1999 and ending before December 31, 1999. If you are a calendar year filer, check the box in the upper right corner on the front of the form. If you are a fiscal year filer, complete the beginning and ending tax period boxes in the upper right corner on the front of the form.

Principal Business Activity

Business Activity Code Number - Enter the appropriate activity code number from your federal return. Please check the appropriate box for the type of code you are using. Check the box marked *NAICS* if you use the North American Industry Classification System. If you have entered a Principal Industrial Activity (PIA) or Standard Industrial Classification (SIC) code, check the box marked *Other*.

Line A

Make your payment in United States funds. A foreign check or foreign money order will only be accepted if payable through a United States bank or if marked **Payable in U.S. Funds**.

Line 1

Enter your federal taxable income (before net operating loss and special deductions) as required to be reported to the U.S. Treasury Department.

- If you file federal Form 1120, use the amount from line 28.
- If you file federal Form 1120-A, use the amount from line 24.
- If you file federal Form 1120-H, use the amount from line 19.
- If you are a member of a federal affiliated group that files a consolidated return, complete a pro forma 1120 reporting the federal taxable income you would have been required to report on a separate federal tax return and attach a copy of the federal consolidating workpaper indicating your separate taxable income before any elimination of intercorporate transactions included in the federal consolidated return.
- If you are a federal S corporation filing federal Form 1120S but you have not made an election to be treated as a New York State S corporation, you must determine the amount you would have had to report as federal taxable income (before net operating loss and special deductions) were you not a federal S corporation. Attach a separate sheet showing how you determined this amount. In general, the items affected are:
 - Dividends — Form 1120, line 4
 - Interest — Form 1120, line 5
 - Gross rents — Form 1120, line 6
 - Gross royalties — Form 1120, line 7
 - Capital gain net income — Form 1120, line 8
 - Charitable contributions — Form 1120, line 19
- If you are exempt from federal income tax but subject to New York State franchise tax, you must determine the amount you would have had to report as federal taxable income (before net operating loss and special deductions) were you not exempt. Attach a separate sheet showing how the amount was determined.

Lines 2 through 5 — Additions

Use lines 2 through 5 to add items that are not included in federal income but must be included in New York State entire net income.

Line 2

Enter all interest received or accrued from federal, state, municipal and other obligations that was exempt from federal income tax and is, therefore, not included on line 1. You may deduct from this amount any expenses attributable to that interest but denied deductibility under IRC section 265. Attach a list of items included on this line.

Line 3

Enter the amount deducted in computing federal taxable income for interest on indebtedness paid to a corporate stockholder owning more than 50% of your issued and outstanding voting stock. If you do not make this entry, the indebtedness will not constitute subsidiary capital in the hands of such corporate stockholder, and the stockholder will not be allowed to exclude the interest from its entire net income as income from subsidiary capital.

Line 4

Enter the amount deducted on your federal return for New York State taxes imposed under Article 9, sections 183, 183-a, 184, 184-a, and Articles 9-A and 32. This includes the MTA surcharge. However, do not include New York City taxes. Include the amount deducted for taxes paid or accrued to the United States, its possessions, other U.S. states, their political subdivisions, any foreign country, and the District of Columbia if they are on or are measured by profits or income or include profits or income as a measure of tax, including taxes expressly in lieu of the foregoing.

Line 5

Before making any entry on this line, complete Form CT-399. Include from Form CT-399, line 4, the amount of your federal deduction that must be added back to federal taxable income, or if you disposed of property this year, use the amount from line 12, column A. (Enter your recomputed deduction on line 8.)

Lines 7 through 9 — Subtractions

Use lines 7 through 9 to subtract items that are included in federal taxable income but should not be included in New York State entire net income.

Line 7

Enter any New York State net operating loss carried forward from prior years. Attach a separate sheet with full details of both federal and New York State net operating losses claimed.

You must determine a New York State net operating loss deduction (NOLD) as if you had elected under IRC section 172 to relinquish the carryback provisions, except for the first \$10,000, which may be carried back to the preceding years (section 208.9(f)).

In addition, special net operating loss provisions apply to aviation corporations and corporations involved with mergers, acquisitions or consolidations.

These rules apply:

- a) IRC section 172 federal losses must be adjusted in accordance with Article 9-A, section 208.9(a), (b) and (g).
- b) For net operating losses incurred in taxable years beginning after August 5, 1997, the NOL may be carried back only two years instead of three years, but may be carried forward for 20 years (with an exception for certain disaster losses). For net operating losses incurred in taxable years beginning on or before August 5, 1997, the NOL or ANOL may be carried back three years and carried forward 15 years.
- c) If you have elected to carry back a net operating loss for federal tax, you may carry back only the first \$10,000 of a net operating loss to the preceding years. Use Form CT-9 to request a refund based on a net operating loss carryback.
- d) Any portion of the \$10,000 NOL not used as a carryback may be carried forward.
- e) If you have elected for federal tax purposes to relinquish the carryback of a net operating loss, you may not carry back a net operating loss for state tax purposes, and you must submit a copy of your federal election.
- f) No deduction is allowed for a net operating loss sustained during any year in which the corporation was not subject to tax under Article 9-A.
- g) The New York State net operating loss deduction for any particular year is limited to the federal net operating loss deduction for that year. (For the purposes of this limitation, a corporation that has elected to carry back up to \$10,000 of its net operating loss for New York State purposes, should compute its federal net operating loss deduction as if it only carried back the same \$10,000 (see items c, d, and e)).
- h) A New York C corporation is not allowed a deduction for a net operating loss sustained during a New York S year.
- i) A real estate investment trust will be allowed a deduction for net operating losses.
- j) These rules also apply to a federal S corporation not electing New York S corporation treatment and any corporation included in a consolidated group for federal purposes, but filing on a separate basis for New York State purposes. These corporations should compute their net operating losses and net operating loss deductions as if filing on a pro forma or separate basis for federal income tax purposes. However, instead of a copy of the federal election to relinquish the carryback of a net operating loss, a request in writing to relinquish the carryback must be filed on or before the due date (or extended due date) of the return for the loss year. Any corporation that does not make a timely election with the Tax Department must carry the first \$10,000 of the net operating loss back before the loss can be carried forward.

Aviation Corporations

Corporations principally engaged in aviation are taxable under Article 9-A and are permitted to claim a net operating loss deduction in the same manner as other Article 9-A corporations. Air freight forwarders acting as principal and like indirect carriers are limited to net operating losses sustained in years that they were taxable under Article 9-A.

Aviation corporations (other than air freight forwarders acting as principal and like indirect air carriers) will be allowed to carry forward any net operating losses sustained during the federal tax periods covering the years 1985 through 1988 if they were taxed under Article 9, sections 183 and 184 during those periods.

The New York State net operating loss must be computed as if the corporation had filed Form CT-3 for the tax years 1985 through 1988 and treated as if the loss had been sustained in the tax year immediately preceding its first Article 9-A tax year. The 1985-1988 net operating loss must be carried forward.

Merger, Acquisition and Consolidation

In general, in a highly leveraged transaction, any net operating loss of a target corporation from prior years, or a loss sustained in the year of merger or acquisition, cannot be used by the acquiring corporation. For complete details see Form CT-244-I, *Instructions for Form CT-244*, and TSB-M-89(17)C.

Line 8

In place of the disallowed ACRS and MACRS deduction entered on line 5, you may compute a depreciation deduction by any method permitted under IRC section 167 (as it would have applied to property placed in service on December 31, 1980). For more information see Form CT-399, *Depreciation Adjustment Schedule*. Enter the amount from Form CT-399, line 5, column I, or, if you have disposed of property this year, use the amount from Form CT-399, line 12, column B, and attach the form.

Line 9

If you have received a credit or refund of tax for which you were not previously allowed to take a deduction when you determined your entire net income, but which was included in your federal taxable income, enter the amount of the credit and refund. The taxes to which this provision is applicable include the taxes imposed by Article 9-A and Article 32, as well as by sections 183, 183-a, 184, and 184-a of the New York State Tax Law.

Line 11

Subtract line 10 from line 6 to determine your entire net income. Show a loss by using parentheses.

Line 12 — Entire Net Income Base Tax Computation

Small business taxpayers: If you are a qualified small business taxpayer and your entire net income base is \$200,000, or less, multiply line 11 by 8% (.08) and enter the amount on line 12 and line 28.

A corporation qualifies as a small business taxpayer if:

- Its entire net income (before allocation) is not more than \$290,000, and
- The total amount of money and other property it received for stock, as a contribution to capital and as paid-in surplus, is not more than \$1 million as of the last day of its tax year, and
- The corporation is not part of an affiliated group, as defined in IRC section 1504, unless the group itself would have met the above criteria if it had filed a combined return.

Complete lines 62 and 63 if you use the small business taxpayer tax rate.

If your entire net income base is more than \$200,000, your effective tax rate will be between 8% and 9%. The closer the entire net income base comes to \$290,000, the closer the effective tax rate comes to 9%. Your tax is:

1. \$16,000 (\$200,000 times 8%) **plus**
2. 9% of any amount over \$200,000 but not over \$290,000 **plus**
3. an additional 5% of any amount over \$250,000 but not over \$290,000

Use the worksheet below to compute your tax.

Worksheet			
Entire net income from line 11			16,000
Multiply balance	Subtract 200,000	by .09 =	
Multiply balance	Subtract 50,000	by .05 =	
Tax: Add boxes A, B, and C. Enter this amount on lines 12 and 28.			

If you do not qualify as a small business taxpayer, multiply line 11 by 9% (.09). Enter the amount on line 12 and line 28.

Lines 13 through 19 — Computation of Capital Base

To determine the value of your assets for the capital base computations, you must include real property and marketable securities at fair market value. All other property must be included at the value shown on your books in accordance with generally accepted accounting principles. Use lines 13 through 17 to adjust the value of the assets you reported on your federal return.

On lines 13 through 18, enter the values at the beginning of the year in column A and at the end of the year in column B. Enter the average value in column C. *Average value* is generally computed quarterly if your usual accounting practice permits it. However, you may use a more frequent basis such as monthly, weekly or daily. If your usual accounting practice does not permit a quarterly or more frequent computation of the average value of assets, you may use a semiannual or annual computation if no distortion of average value results.

Line 13

Enter your total assets from the balance sheet of your federal tax return.

Line 14

Enter the federal balance sheet value of any real property and marketable securities included on line 13.

Line 16

Enter the fair market value of real property and marketable securities included on line 14. The *fair market value* of an asset is the price (without deduction of an encumbrance whether or not the taxpayer is personally liable) at which a willing seller will sell and a willing purchaser will buy. You can generally find the fair market value of marketable securities from price quotes in financial newspapers. See TSB-M-85(18.1)C for determination of fair market value of real property.

Line 18

Enter the amount of all liabilities attributable to assets on line 13, both long and short term.

Use the same method of averaging used to determine average value of assets.

Line 20

Capital base tax computation: Multiply line 19 by the tax rate of .00178. Enter the amount on line 29, but do not enter more than \$350,000. If you have been taxable in New York State for less than two years read the instructions for line 29 to see if you qualify as a new small business corporation.

Cooperative housing corporations multiply line 19 by .0004.

Lines 21 through 27 — Computation of Minimum Taxable Income Base

To calculate your minimum taxable income, you must add to your entire net income federal tax preference items and add or subtract certain federal adjustments used to compute federal alternative minimum taxable income (federal Form 4626). To complete the calculation add the New York State net operating loss deduction and subtract the alternative net operating loss deduction.

You must determine a minimum taxable income base and tax whether or not you file federal Form 4626, *Alternative Minimum Tax - Corporations*.

If you have any federal adjustment or tax preference items **other than the depreciation adjustment** or the alternative net operating loss deduction, you may not use Form CT-4. Use Forms CT-3 and CT-3-ATT to compute your tax.

Line 22

Enter "0" on this line if you did not make a depreciation deduction when determining your federal taxable income or if your federal depreciation deduction was based on property placed in service **before 1987**.

Otherwise, complete Form CT-399, Part V, for every item of tangible property placed in service after 1986, and enter the amount from

Form CT-399, line 15, Column E. This line requires you to recompute the depreciation deduction for each item of property pursuant to the rules set forth in IRC section 56(a)(1). Use the instructions for federal Form 4626, line 2a, to assist you in this computation.

Line 23

Enter the net operating loss deducted in the computation of the entire net income base. This is the amount on Form CT-4, line 7.

Line 25

Enter your alternative net operating loss deduction. Attach a separate sheet with full details of the New York State alternative net operating losses claimed.

The ANOL deduction is determined in the manner described above, in Line 7, for computing the regular net operating loss deduction except that the net operating loss for any year beginning after 1989 that is included in the ANOLD must be redetermined with the adjustments and tax preferences required to be utilized in computing the minimum taxable income for that year. (Note that the required add-back of regular NOLD is not an adjustment or tax preference.) An item of tax preference is taken into account only to the extent it increased the regular net operating loss. In determining the ANOLs carrying into the ANOLD of any given year, the following rules apply:

- a) Losses from years when the taxpayer was not subject to Article 9-A are excluded.
- b) Pre-1990 NOLs available for carryforward to 1990 under the regular tax are available for carryforward to 1990 under the minimum tax, and without the application of minimum tax adjustments.
- c) ANOLs must be carried to the appropriate carry years under d), whether or not the tax on MTI is the highest tax for the particular carry year.
- d) ANOLs must be carried using the conventions of IRC 172 (b) (2); that is, for net operating losses incurred in taxable years beginning after August 5, 1997, the ANOL may be carried back only two years instead of three years, but may be carried forward for 20 years (with an exception for certain disaster losses). For net operating losses incurred in taxable years beginning on or before August 5, 1997, the ANOL may be carried back three years and carried forward 15 years until used up. The carryback should be exhausted in the earliest available carry year, except as provided in e) and f).
- e) The carryback of each ANOL is limited to \$10,000, as is the case with the regular tax NOLD.
- f) The federal election to forego carryback of an NOL applies to the related New York State ANOL.
- g) ANOLs must be applied against 90% of MTI (determined without regard to the ANOLD) each year, even though some lower limitation on the ANOLD actually applies for that year. Limitations on the ANOLD are described in h) through j).
- h) In applying the carry out rules under d), ANOLs must be carried out to tax years beginning in 1990 through 1993 even though no ANOLD was allowed in those years.
- i) For tax years beginning in 1994, the ANOLD is limited to 45% of MTI computed without regard to the ANOLD, and thereafter to 90% of MTI computed without regard to the ANOLD.
- j) The ANOLD for any particular year is limited to the federal regular tax NOLD for that year.

For more information see TSB-M-94(5)C.

Line 27

If your highest tax is based on the minimum taxable income base, you may be allowed a minimum tax credit in a future year. You should complete Form CT-3-ATT, Schedule B, Part I this year to compute your adjusted minimum tax and keep it for your records. This will be used to determine your minimum tax credit to be used against your tax on entire net income in the future.

Lines 28 through 50 — Computation of Tax

Line 29

Enter the tax computed on your capital base from line 20. Do not enter more than \$350,000.

A new small business corporation may claim an exemption from the tax on the capital base for its first two tax years if it meets the requirements below. If you are claiming this exemption, enter "0" on

line 29 and check the box indicating which year the exemption is for. You will continue to be liable for the highest tax computed on lines 27, 28, or 30. Attach a separate sheet covering all points listed below. If you do not supply the information, the exemption will be disallowed.

Do not confuse this definition with the definition of a small business taxpayer instructions for line 12.

To qualify, the corporation must meet the federal definition of a small business corporation (IRC section 1244(c)(3) disregarding the second sentence of subparagraph (A)). The requirements are:

- The total amount of money and other property the corporation received for stock, as a contribution to capital and as paid-in surplus, may not be more than \$1 million on the last day of its tax year.
- It cannot be similar in ownership and operations to a business now taxable or previously taxable under New York State Tax Law, Article 9 (section 183, 184, 185, or 186), 9-A, 22, 32, or 33 (or a business entity which had income or losses includable under Article 22 or which would have been taxable under Article 23 had that article not been repealed).
- 90% of the corporation's assets and 80% of its employees must be located in New York State.
- It cannot have as a shareholder a corporation that owns over 50% of its voting stock, and that is taxable under Article 9 (section 183, 184, 185, or 186), Article 9-A, 32, or 33, unless the corporation itself qualifies as a small business corporation.

Line 30 — Fixed Dollar Minimum Tax

The fixed dollar minimum tax is determined by the corporation's gross payroll, total receipts and average value of gross assets.

See the Tax Rates Schedule on page 4 to determine the applicable fixed dollar minimum tax.

To avoid an erroneous assessment or a delay in your refund, you must enter an amount on each of lines 31, 32, and 33. If you do not have gross assets, gross payroll or total receipts, enter "0" in the appropriate boxes. A corporate partner should include its proportionate part of the partnership's payroll, receipts, and assets.

Line 31 — Gross payroll

Enter the total wages, salaries, and other personal services compensation of all employees including general executive officers wherever located. For a period of less than 12 months, annualize gross payroll by dividing it by the number of months in the short period and multiplying the result by 12.

Use the total amounts shown on federal Form 1120 or Form 1120-A, lines 12 and 13, including any employment credits deducted on line 13, plus any wages included in the cost of goods sold, Form 1120, Schedule A, line 3.

Line 32 — Total receipts

Enter receipts from the sales of tangible personal property, services performed, rentals, royalties, receipts from the sales of rights for closed circuit and cable television transmissions and all other business receipts received in the regular course of business. These items can be found on federal Form 1120 or 1120-A, Income Section, lines 1c, 6, 7, and 10.

Line 33 — Average value of gross assets

The average fair market value of real property and marketable securities plus all other property at the value shown on your books, in accordance with generally accepted accounting principles. Use the amount from Form CT-4, line 17, column C.

Line 34

Enter the amount from line 27, 28, 29 or 30, whichever is largest. Small business taxpayer exception: if line 29 (tax on capital base) is larger than line 28 (tax on entire net income base) only because of the reduced rate applicable to small business taxpayers, enter the largest amount from line 27, 28, or 30.

Line 35b

If you did not file Form CT-5 and the amount on line 34 is more than \$1,000, you must pay a mandatory 25% first installment for the period following that covered by the return.

Line 39

If you underpaid your estimated tax, use Form CT-222, *Underpayment of Estimated Tax by a Corporation*, to compute the penalty. Attach Form CT-222. Check the box and enter the penalty on this line.

Lines 40 and 41

If you are not filing this return on time, you must pay interest and additional charges. (See instructions on page 4.)

Lines 43 and 44

If you want to make a contribution to Return a Gift to Wildlife or the Breast Cancer Research and Education Fund, enter the amount on the appropriate line. The amount you give must be in whole dollars. Your gift will increase your payment or reduce your overpayment. You cannot change the amount of your gift after you file your return.

Line 46 — Unrequested Refunds to be Credited Forward

If the corporation overpays its tax, it will not automatically receive a refund. Instead, we will credit your overpayment to the following tax year unless you request a refund. We will notify you that the overpayment has been credited and explain how to request a refund of the credited amount. If you choose to request a refund of such credited amount, you must claim a refund of such overpayment prior to the original due date of the following year's return.

Lines 47 through 50

You may apply an overpayment as a credit to your next state franchise tax period or to your MTA surcharge for this period or you may have it refunded. Indicate on these lines the amounts you wish transferred as credits or refunded.

Collection of debts from your refund

We will keep all or part of your refund if you owe a past-due legally enforceable debt to the Internal Revenue Service or a New York State agency. This includes any state department, board, bureau, division, commission, committee, public authority, public benefit corporation, council, office, or other entity performing a governmental or proprietary function for the state or a social services district. Any amount over your debt will be refunded.

If you have any questions about whether you owe a past-due legally enforceable debt to the IRS or a state agency, contact the IRS or that particular state agency.

For New York State tax liabilities **only** call 1 800 835-3554 (outside the U.S. and Canada call (518) 485-6800) or write to NYS TAX DEPARTMENT, TAX COMPLIANCE DIVISION, W A HARRIMAN CAMPUS, ALBANY NY 12227.

Lines 57 through 61 — Interest Paid to Shareholders

Corporations that made interest payments, deducted in computing entire net income, to a shareholder or shareholders owning, directly or indirectly, individually or in the aggregate, more than 50% of its issued capital stock must provide the information requested in this section (section 211.2-a). A penalty of \$500 is imposed for failure to provide this information (section 1085(n)).

Lines 62 and 63 — Small Business Taxpayer

If you used the small business tax rate on line 12 you must complete this line to show that your corporation qualifies for the lower tax rate. Use the worksheet below to determine the amount to enter on line 63.

	No. of Shares	Amount
Par value stock		
No par stock		
Contributions to capital & paid-in surplus		
Total Capital Contributions - Enter on line 63		

A corporation qualifies if:

- Its entire net income (before allocation) is not more than \$290,000,
- The total amount of money and other property it received for stock, as a contribution to capital and as paid-in surplus, is not more than \$1 million on the last day of its tax year, and

- The corporation is not part of an affiliated group, as defined in IRC section 1504, unless the group itself would have met the above criteria if it had filed a combined return.

If you qualify, provide the information requested in this section. Use your balance sheet amounts for stock and other paid-in capital.

Line 66 — Interest Deducted

Enter the total amount of interest deducted on your federal return that you used in computing your federal taxable income on line 1.

Line Instructions for Form CT-3, General Business Corporation Franchise Tax Return

Whole Dollar Amounts

You may elect to show amounts in whole dollars rather than dollars and cents. Round an amount from 50 cents through 99 cents to the next higher dollar, and round any amount less than 50 cents to the next lower dollar.

Percentages

When computing allocation percentages, convert decimals into percentages by moving the decimal point two spaces to the right. Percentages should be carried out to four decimal places. For example: $5,000/7,500 = .6666666 = 66.6667\%$.

Negative amounts, if any, should be shown in parentheses.

Reporting Period

Your tax year for New York State must be the same as your federal tax year. Use this tax return for tax years beginning in 1998, both calendar and fiscal, and for short periods beginning in 1999 and ending before December 31, 1999. If you are a calendar year filer, check the box in the upper right corner on the front of the form. If you are a fiscal year filer, complete the beginning and ending tax period boxes in the upper right corner on the front of the form.

Principal Business Activity

Business Activity Code Number - Enter the business activity code number from your federal return. Please check the appropriate box for the type of code you are using. Check the box marked *NAICS* if you use the North American Industry Classification System. If you have entered a Principal Industrial Activity (PIA) or Standard Industrial Classification (SIC) code, check the box marked *Other*.

Line A

Make your payment in United States funds. A foreign check or foreign money order will only be accepted if payable through a United States bank or if marked **Payable in U.S. Funds**.

Line 1

Enter your federal taxable income (before net operating loss and special deductions) as required to be reported to the U.S. Treasury Department.

- If you file federal Form 1120, use the amount from line 28.
- If you file federal Form 1120-A, use the amount from line 24.
- If you file federal Form 1120-H, use the amount from line 19.
- If you are a member of a federal affiliated group that files a consolidated return, complete a pro forma 1120 reporting the federal taxable income you would have been required to report on a separate federal tax return and attach a copy of the federal consolidating workpaper indicating your separate taxable income before any elimination of intercorporate transactions included in the federal consolidated return.
- If you are an S corporation filing federal Form 1120-S but you have not made an election to be treated as a New York S corporation, you must determine the amount you would have had

to report as federal taxable income (before net operating loss and special deductions) were you not a federal S corporation. Attach a separate sheet showing how you determined this amount. In general, the items affected are:

Dividends — Form 1120, line 4
Interest — Form 1120, line 5
Gross rents — Form 1120, line 6
Gross royalties — Form 1120, line 7
Capital gain net income — Form 1120, line 8
Charitable contributions — Form 1120, line 19

- If you file Form 1120-F, use the amount from Section II, line 29. Adjustments to worldwide income and loss will be required on line 8 of Form CT-3.
- If you are exempt from federal income tax but subject to New York State franchise tax, you must determine the amount you would have had to report as federal taxable income (before net operating loss and special deductions) were you not exempt. Attach a separate sheet showing how the amount was determined.

Lines 2 through 8 — Additions

Use lines 2 through 8 to add items that are not included in federal income but must be included in New York State entire net income.

Line 2

Enter all interest received or accrued from federal, state, municipal and other obligations that was exempt from federal income tax and is, therefore, not included on line 1. You may deduct from this amount any expenses attributable to that interest but denied deductibility under IRC section 265. Attach a list of items included on this line.

Line 3

Enter the amount deducted in computing federal taxable income for interest on indebtedness paid to a corporate stockholder owning more than 50% of your issued and outstanding voting stock. If you do not make this entry, the indebtedness will not constitute subsidiary capital in the hands of such corporate stockholder, and the stockholder will not be allowed to exclude the interest from its entire net income as income from subsidiary capital.

Lines 4a, 4b, 5a and 5b — Subsidiaries

If you have a subsidiary, you must complete Form CT-3-ATT, Schedule D. If you have subsidiary capital included on Form CT-3-ATT, line 51, column C, complete lines 4a, 4b, 5a, and 5b to report any expenses directly or indirectly attributable to subsidiary capital. Taxpayers should refer to TSB-M-88(5)C for complete details regarding the attribution of **interest** expenses and TSB-M-95(2)C regarding the attribution of **noninterest** expenses. If you do not have a subsidiary, enter zero on lines 4a, 4b, 5a, and 5b. See definitions of *subsidiary* and *subsidiary capital below*.

A *subsidiary* is a corporation (except a DISC) of which over 50% of the number of shares entitling the holders to vote for the election of directors or trustees is owned by the taxpayer. The test of ownership is actual beneficial ownership, rather than mere record title as shown by the stock books of the issuing corporation. Actual beneficial ownership of stock does not mean indirect ownership or control of a corporation through a corporate structure consisting of several tiers and/or chains. See 20 NYCRR 3-6.2 for additional information.

Subsidiary capital is the value of certain assets reduced by attributable liabilities. These assets include all investments in the stock of subsidiary corporations plus all debts from subsidiary corporations (other than accounts receivable acquired for services rendered or property sold to customers in the ordinary course of business) whether or not evidenced by bonds or other written instruments, on which interest is not claimed and deducted by the subsidiary under Article 9-A, 32, or 33 of the New York State Tax Law.

Line 4a — Enter the amount of **interest** deductions allowed in the computation of entire net income (i.e., includable in the amount on *Line 5a Worksheet*, line E) that are **directly** attributable to subsidiary capital (or to income, losses or gains from subsidiary capital).

Line 4b — Enter the amount of **noninterest** deductions allowed in the computation of entire net income (i.e., includable in the amount on *Line 5b Worksheet*, line E) that are **directly** attributable to subsidiary capital (or to income, losses or gains from subsidiary capital).

The direct attribution of deductions is based on an analysis of facts and circumstances. Deductions directly attributable to subsidiary capital or income include but are not limited to the following:

- interest on debt incurred to buy subsidiary capital;
- salaries of employees engaged in the management, supervision or conservation of subsidiary capital;
- expenses for legal advice relating to the acquisition of subsidiary capital; and
- stewardship deductions relating to subsidiary capital.

Do not include on lines 4a and 4b interest deductions or noninterest deductions that are directly attributable to:

- investment capital (or to income, losses or gains from investment capital); see Form CT-3-ATT, line 43a or line 43b; or
- business capital (or to income, losses or gains from business capital). **Note:** For tax years beginning in 1995 or after, certain expenses may, at the taxpayer's election, be **deemed** to be

directly attributable to business capital (or income, losses or gains from business capital). These expenses include, among others: depletion, advertising, research and development expenses, compensation packages of chief executive officer, chief financial officer and chief operating officer, charitable contributions and internal auditing expenses. For a complete listing of deductions so **deemed** attributable to business capital, see section III (A)(1) of TSB-M-95(2)C.

If at least 95% of the noninterest deductions of an operating division or corporation are directly attributable to a particular class of capital or income, 100% of the noninterest deductions of that division or corporation may be directly attributed to that class of capital or income. See section IV of TSB-M-95(2)C for details.

Complete lines 5a and 5b if you have subsidiary capital includable on form CT-3-ATT, line 51, column C (otherwise, enter "0" on lines 5a and 5b).

Line 5a

Enter the amount of **interest** deductions that are **indirectly** attributable to subsidiary capital (or to income, gains or losses from subsidiary capital) (from *Line 5a Worksheet*, line N).

Line 5a Worksheet

<p>A. Enter federal interest deductions shown on federal Form 1120, line 18. _____</p> <p>B. Enter amounts of interest deductions included on line A that are required to be added back to federal taxable income in computing entire net income (other than the amounts on Form CT-3, line 4a and 5a); for example, interest deductions taken in computing an amount included on Form CT-3, line 15.</p> <p>Enter the Form CT-3 line numbers and amounts below.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">Line # _____</td> <td style="width: 40%;">Amount _____</td> <td style="width: 50%;"></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td style="text-align: right;">Total _____</td> </tr> </table> <p>C. Balance (subtract line B from line A) _____</p> <p>D. Enter amounts of interest deductions that are required to be subtracted from federal taxable income in computing entire net income (for example, the interest deductions taken in computing the amount on Form CT-3, line 2 or amounts related to foreign source income not included on federal Form 1120).</p> <p>Enter the Form CT-3 line number and amount below.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">Line # _____</td> <td style="width: 40%;">Amount _____</td> <td style="width: 50%;"></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td style="text-align: right;">Total _____</td> </tr> </table>	Line # _____	Amount _____		Line # _____	Amount _____		Line # _____	Amount _____	Total _____	Line # _____	Amount _____		Line # _____	Amount _____		Line # _____	Amount _____	Total _____	<p>E. Total New York State interest deductions included in entire net income (add lines C and D) _____</p> <p>F. Enter any interest deduction directly attributable to subsidiary capital included on Form CT-3, line 4a. . . . _____</p> <p>G. Enter any interest deductions directly attributable to investment capital included on Form CT-3-ATT, line 43a _____</p> <p>H. Enter any interest deduction directly attributable to business capital _____</p> <p>I. Subtotal (add lines F, G, and H) _____</p> <p>J. Interest deductions subject to indirect attribution (subtract line I from line E). _____</p> <p>K. Enter the amount from Form CT-3-ATT, line 51, column C. _____</p> <p>L. Enter the amount from Form CT-3, line 30, column C. _____</p> <p>M. Percentage (divide line K by line L). _____ %</p> <p>N. Amount of interest deductions indirectly attributable to subsidiary capital (multiply line J by line M; enter this amount on line 5a). _____</p>
Line # _____	Amount _____																		
Line # _____	Amount _____																		
Line # _____	Amount _____	Total _____																	
Line # _____	Amount _____																		
Line # _____	Amount _____																		
Line # _____	Amount _____	Total _____																	

Line 5b

Enter the amount of **noninterest** deductions that are **indirectly** attributable to subsidiary capital (or to income, gains or losses from subsidiary capital) (from *Line 5b Worksheet*, line R on next page).

Line 6

Enter the amount deducted on your federal return for New York State taxes imposed under Article 9, sections 183, 183-a, 184, 184-a, and Articles 9-A and 32. This includes the MTA surcharge. However, do not include New York City taxes. Include the amount deducted for taxes paid or accrued to the United States, its possessions, other U.S. states, their political subdivisions, any foreign country, and the District of Columbia if they are on or are measured by profits or income or include profits or income as a measure of tax, including taxes expressly in lieu of the foregoing.

Line 7

Before making any entry on this line, complete Form CT-399. Include from Form CT-399, line 4, the amount of your federal deduction that must be added back to federal taxable income, or if you disposed of property this year use the amount from line 12, column A. (Enter your recomputed deduction on line 14.)

Line 8

If you have any of the following other additions to federal taxable income, enter the total amount of those additions and attach a list.

Note: The foreign trade income of an FSC, which is excluded from gross income for federal income tax purposes, is not required to be added back in determining New York State entire net income.

A-1 Optional depreciation: If you have claimed optional depreciation in prior years on certain property acquired from January 1, 1964, through December 31, 1968, you must include on this line any depreciation and any federal losses on the disposition of that property that you deducted from gross income when determining federal taxable income. The adjustment for New York gain or loss on qualified New York State property is made on line 23. See additional instructions for line 15, S-1. Attach Form CT-324.

A-2 Worldwide net income and losses: A corporation organized outside the United States must include on this line all income from sources outside the United States, less all allowable deductions attributable to it, that was not included in federal taxable income.

Line 5b Worksheet

A. Enter federal noninterest deductions included on federal Form 1120, line 27 (excluding the amount from federal Form 1120, line 18) _____

B. Enter amounts of noninterest deductions included on line A that are required to be added back to federal taxable income in computing entire net income (other than the amounts on Forms CT-3, lines 4b and 5b). Include the New York State excess depreciation amount described in Tax Law section 208.9(b)(11) to the extent that such amounts are subtracted in computing entire net income for prior taxable years that began on or after January 1, 1987

Enter the Form CT-3 line number and amount below.

Line # _____	Amount _____	
Line # _____	Amount _____	
Line # _____	Amount _____	Total _____

C. Balance (subtract line B from line A) _____

D. Enter amounts of noninterest deductions listed below that are required to be subtracted from federal taxable income in computing entire net income.

- In the case of a taxpayer organized outside the United States, deductions attributable to income that is not included in federal taxable income but is required to be included in entire net income (e.g., foreign source income) 20 NYCRR 3-2.3(a)(9)
- The portion of wages and salaries paid or incurred for the tax year for which a deduction is not allowed pursuant to section 280C of the Internal Revenue Code (IRC) (section 208.9(a)(7))
- Depreciation deductions permitted under Article 9-A with respect to **decoupled** property pursuant to Tax Law, section 208.9(a)(11) and (12)
- Deductions arising from **decoupling** from federal safe harbor lease provisions pursuant to Tax Law, section 208.9(a)(10)
- The noninterest deductions taken in computing the amount on Form CT-3, line 2

Enter the Form CT-3 line number and amount below.

Line # _____	Amount _____	
Line # _____	Amount _____	
Line # _____	Amount _____	Total _____

E. Total New York State noninterest deduction included in entire net income (add lines C and D) _____

F. Enter noninterest deductions directly attributable to subsidiary capital from Form CT-3, line 4b. _____

G. Enter noninterest deductions directly attributable to investment capital, from Form CT-3-ATT, line 43b _____

H. Enter noninterest deductions directly attributable to business capital _____

I. Subtotal (add lines F, G, and H) _____

J. Noninterest deductions subject to indirect attribution (subtract line I from line E; see instructions for line R) _____

K. Enter gross income attributable to subsidiary capital. Gross income from subsidiary capital is that portion of total gross income consisting of dividends, interest, and gains (but not losses) from subsidiary capital. To determine the amount to enter on line K, take the amount of dividends, interest, and gains reported on Form CT-3-ATT, line 50, and add back any losses used to compute the amount of capital gains from subsidiary capital on line 49. _____

L. Enter total gross income. For these purposes *total gross income* means gross income as defined in IRC section 61, increased by (a) those items described in section 61 that are included in the computation of entire net income by reason of Tax Law (relating to foreign source income), and (b) interest on state and local bonds excluded from gross income under IRC section 103. Gross income is not reduced by any deduction for capital losses or by any other deductions. _____

M. Income percentage (divide line K by line L) %

N. Enter amount from Form CT-3-ATT, line 51, column C _____

O. Enter amount from Form CT-3, line 30, column C _____

P. Asset percentage (divide line N by line O) %

Q. Subsidiary capital percentage (If Line L is zero, the subsidiary capital percentage is equal to the asset percentage. If line O is zero, the subsidiary capital percentage is equal to the income percentage.)

a. Enter percentage from line M _____ % ; multiply by 2 %

b. Enter percentage from line P %

c. Total (add lines a and b) %

d. Subsidiary capital percentage (divide line c by 3) %

R. Amount of noninterest deductions indirectly attributable to subsidiary capital (multiply line J by the percentage from line Q or, if an election has been made to use the asset percentage, by the percentage from line P. Enter this amount on line 5b.) _____

A-3 If you are claiming a special additional mortgage recording tax credit (section 210.17), you must include on this line the amount claimed as a credit and used as a deduction in the computation of federal taxable income.

The gain on the sale of real property on which the special additional mortgage recording tax credit was claimed must be increased when all or any part of the credit was also used in the basis for computing the federal gain.

A-4 If your corporation has a safe harbor lease you must include:

- Any amount you claimed as a deduction in computing federal taxable income solely as a result of an election made under section 168(f)(8) of the IRC as it was in effect on December 31, 1983.
- Any amount you would have been required to include in the computation of your federal taxable income if you had not made the election permitted under section 168(f)(8) of the IRC as it was in effect on December 31, 1983.

A-5 In general, you must include on this line up to 5% of certain interest paid by an acquiring corporation, in the year of an acquisition, and for the next three years. Use Form CT-244 to determine if you are liable for this addition and to compute the amount to be entered on this line.

A-6 If you are claiming a farmers' school tax credit, you must include on this line the amount of real property taxes paid on qualified agricultural property and deducted in determining federal taxable income, to the extent of the amount of the credit allowed under section 210.22.

A-7 Qualified Emerging Technology Investments (QETI) - If you elect to defer the gain from the sale of QETI, you may need to then make an addition to your federal taxable income. Add to federal taxable income the amount previously deferred when the reinvestment in the New York qualified emerging technology company which qualified you for that deferral is sold. See subtraction S-6 on page 14.

Lines 10 through 16 — Subtractions

Use lines 10 through 16 to subtract items that are included in federal taxable income but should not be included in New York State entire net income.

Line 10

If you have a subsidiary, complete Schedule D of Form CT-3-ATT and enter the amount from Part I, line 50. This amount must include capital gains and any other income and gain from subsidiary capital that was included as part of federal taxable income. You must include

as subsidiary dividends subpart F income received from a controlled foreign corporation in which you own more than 50% of the voting stock (see federal Form 1120, Schedule C, line 14). Do not include foreign dividend gross-up under IRC section 78. A DISC does not qualify as a subsidiary.

If a subsidiary's stock or assets (excluding cash and assets disposed of by the subsidiary in the regular course of business) are sold within eighteen months after the date of acquisition, subsidiary capital treatment will not be allowed to the parent.

Line 11

Enter 50% of the dividends received from nonsubsidiary stock that meets the holding requirements of IRC section 246(c). Include 50% of subpart F income received from a controlled foreign corporation in which you own 50% or less of the voting stock (see federal Form 1120, Schedule C, line 14). Include 50% of the dividends received from a money market mutual fund included as investment capital (cash) on Form CT-3-ATT, Schedule C, Part I, line 34. Do not include the following: (1) *grossed-up* dividends, pursuant to section 78 of the IRC, or (2) subsidiary dividends treated as investment income pursuant to Article 9-A, section 208.9(b)(12). For more information, see TSB-M-89(14)C and TSB-M-89(17)C.

Regulated investment companies and REITs do not qualify for this deduction.

Line 12

Enter foreign dividend gross-up pursuant to section 78 of the IRC (see federal Form 1120, Schedule C, line 15). Entire net income **does not include** any amount treated as dividends pursuant to section 78 of the IRC (section 208.9(a)(6)).

Line 13

Enter any New York State net operating loss carried forward from prior years. Attach a separate sheet with full details of both federal and New York State net operating losses claimed.

You must determine a New York State net operating loss deduction (NOLD) as if you had elected under IRC section 172 to relinquish the carryback provisions, except for the first \$10,000, which may be carried back to the preceding years (section 208.9(f)).

In addition, special net operating loss provisions apply to aviation corporations and corporations involved with mergers, acquisitions or consolidations.

These rules apply:

- a) IRC section 172 federal losses must be adjusted in accordance with Article 9-A, section 208.9(a), (b) and (g).
- b) For net operating losses incurred in taxable years beginning after August 5, 1997, the NOL may be carried back only two years instead of three years, but may be carried forward for 20 years (with an exception for certain disaster losses). For net operating losses incurred in taxable years beginning on or before August 5, 1997, the NOL or ANOL may be carried back three years and carried forward 15 years.
- c) If you have elected to carry back a net operating loss for federal tax, you may carry back only the first \$10,000 of a net operating loss to the preceding years. Use Form CT-9 to request a refund based on a net operating loss carryback.
- d) Any portion of the \$10,000 NOL not used as a carryback may be carried forward.
- e) If you have elected for federal tax purposes to relinquish the carryback of a net operating loss, you may not carry back a net operating loss for state tax purposes, and you must submit a copy of your federal election.
- f) No deduction is allowed for a net operating loss sustained during any year in which the corporation was not subject to tax under Article 9-A.
- g) The New York State net operating loss deduction for any particular year is limited to the federal net operating loss deduction for that year. (For the purposes of this limitation, a corporation that has elected to carry back up to \$10,000 of its net operating loss for New York State purposes, should compute its federal net operating loss deduction as if it only carried back the same \$10,000 (see items c, d, and e)).

- h) A New York C corporation is not allowed a deduction for a net operating loss sustained during a New York S year.
- i) A real estate investment trust will be allowed a deduction for net operating losses.
- j) These rules also apply to a federal S corporation not electing New York S corporation treatment and corporations included in a group reporting on a consolidated basis for federal tax but on a separate basis for purposes of Article 9-A. These corporations should compute their net operating losses and net operating loss deductions as if filing on a separate basis for federal income tax purposes. However, instead of a copy of the federal election to relinquish the carryback of a net operating loss, a request in writing to relinquish the carryback must be filed on or before the due date (or extended due date) of the return for the loss year. Any corporation that does not make a timely election with the Tax Department must carry the first \$10,000 of the net operating loss back before the loss can be carried forward.

Aviation Corporations

Corporations principally engaged in aviation are taxable under Article 9-A and are permitted to claim a net operating loss deduction in the same manner as other Article 9-A corporations. Air freight forwarders acting as principal and like indirect carriers are limited to net operating losses sustained in years that they were taxable under Article 9-A.

Aviation corporations (other than air freight forwarders acting as principal and like indirect air carriers) will be allowed to carry forward any net operating losses sustained during the federal tax periods covering the years 1985 through 1988 if they were taxed under Article 9, sections 183 and 184 during those periods.

The New York State net operating loss must be computed as if the corporation had filed Form CT-3 for the tax years 1985 through 1988 and treated as if the loss had been sustained in the tax year immediately preceding its first Article 9-A tax year. The 1985-1988 net operating loss must be carried forward.

Mergers and Acquisitions

In general, in a highly leveraged transaction, any net operating loss of a target corporation from prior years, or a loss sustained in the year of merger or acquisition, cannot be used by the acquiring corporation. For complete details see Form CT-244-I, *Instructions for Form CT-244*, and TSB-M-89(17)C.

Line 14

In place of the disallowed ACRS and MACRS deduction entered on line 7, you may compute a depreciation deduction by any method permitted under IRC section 167 (as it would have applied to property placed in service on December 31, 1980). For more information see Form CT-399, *Depreciation Adjustment Schedule*. Enter the amount from Form CT-399, line 5, column I, or, if you have disposed of property this year, use the amount from Form CT-399, line 12, column B, and attach the form.

Line 15

If you have any of the following other subtractions from federal taxable income, enter the total amount of those subtractions and attach a list.

S-1 Optional depreciation: If you claimed optional depreciation in prior years on certain property acquired from January 1, 1964, through December 31, 1968, include on this line any federal gain on the disposition of qualified property that was included in federal taxable income. The adjustment for New York State gain or loss on qualified New York State property is made on line 23. See additional instructions for line 8, A-1. Attach Form CT-324.

S-2 Receipts from the operation of school buses: Include all receipts from the transportation of pupils, teachers and others acting in a supervisory capacity to and from school or school activities, less any deductions allowed in computing federal taxable income that are directly or indirectly attributable to those receipts.

S-3 Include any refund or credit of a tax imposed under Article 9-A or Article 32 of the Tax Law, for which no exclusion or deduction was allowed in determining the taxpayer's entire net income for any prior year, or any refund or credit of a tax imposed under Article 9, sections

183, 183-a, 184, or 184-a of the Tax Law. Do not include on this line any refund or credit of tax that was used to offset an addition of tax on line 6. Do not include any refund or credit of New York City taxes.

S-4 Include the amount of wages disallowed in the computation of your federal taxable income because you claimed a federal jobs credit. Attach a copy of federal Form 5884.

S-5 If your corporation has a safe harbor lease, include the following items:

- Any amount included in your federal taxable income solely as a result of an election made under IRC section 168(f)(8) as it was in effect on December 31, 1983.
- Any amount you could have excluded from federal taxable income if you had not made the election provided for in IRC section 168(f)(8) as it was in effect on December 31, 1983.

Leases for qualified mass-commuting vehicles as defined in IRC section 103(b)(9) are exempt from these adjustments.

S-6 You may defer the gain on the sale of qualified emerging technology investments (QETI) that are (1) held for more than 36 months and (2) rolled over into the purchase of a QETI within 365 days. Replacement QETI must be purchased within the 365 day period beginning on the date of sale. Gain is not deferred and must be recognized to the extent that the amount realized on the sale of the original QETI exceeds the cost of a replacement QETI. The gain deferral applies to any QETI sold on or after March 12, 1998, that meets the holding-period criteria. The gain deferred must be added back in the year the replacement QETI is sold.

If you elect the gain deferral, deduct from federal taxable income the amount of the gain deferral (to the extent the gain is included in federal taxable income). If purchase of the replacement QETI within the 365 day period occurs in the same taxable year as the sale of the original QETI, or in the following taxable year and before the date the corporation's franchise tax return is filed, take the deduction on that return. If purchase of the replacement QETI within the 365 day period occurs in the following taxable year and on or after the date the corporation's franchise tax return is filed, you must file an amended return to claim the deduction.

A QETI is an investment in the stock of a corporation or an ownership interest in a partnership or limited liability company (LLC) that is a qualified emerging technology company. A QETI is also an investment in a partnership or an LLC to the extent that such partnership or LLC invests in qualified emerging technology companies. The investment must be acquired by the taxpayer as provided in Internal Revenue Code section 1202(c)(1)(B), or from a person who acquired it pursuant to this section. IRC section 1202(c)(1)(B) requires the acquisition to be original issue from the company, either directly or through an underwriter, and in exchange for cash, services, or property (but not stock).

A *qualified emerging technology company* is a company located in New York State that has total annual product sales of \$10 million or less and that meets either of the following criteria: (1) its primary products or services are classified as emerging technologies; or (2) it has research and development activities in New York State and its ratio of research and development funds to net sales equals or exceeds the average ratio for all surveyed companies classified (as determined by the National Science Foundation in the most recently published results from its survey of Industry Research and Development, or a comparable successor survey as determined by the department).

Line 17

Subtract line 16 from line 9 to determine your entire net income. Show a loss by using parentheses.

Lines 18 through 24 — Entire Net Income Base

The entire net income base is the portion of your entire net income allocated to New York State with certain adjustments. It may consist of both business and investment income.

Use Schedule A, Part I or II, to compute your business allocation percentage.

Use Form CT-3-ATT, Schedule C, Parts I and II, to compute your investment income and investment allocation percentage.

Line 18

Complete Form CT-3-ATT, Schedule C, Part II and enter the amount of your investment income from line 46. Do not enter more than the

amount on line 17. If you had no investment income, enter "0" and do not use Schedule C.

Line 21

Multiply line 19 by your business allocation percentage from Schedule A, line 119, 121, or 141. If your property, payroll and sales were entirely within New York State, enter the full amount from line 19.

Line 23

You may claim a deduction for optional depreciation on this line. Include any gain or loss on the disposition of property on which optional depreciation was claimed. Attach Form CT-324.

Line 24

If line 23 is a gain, add lines 22 and 23. If line 23 is a loss, subtract line 23 from line 22. This is your entire net income base.

Line 25 — Entire Net Income Base Tax Computation

If you do not qualify as a small business taxpayer, multiply line 24 by 9% (.09). Enter the amount on line 25 and line 72, then continue with line 26.

A corporation qualifies as a small business taxpayer if:

- Its entire net income (before allocation) is not more than \$290,000, and
- The total amount of money and other property it received for stock, as a contribution to capital and as paid-in surplus, is not more than \$1 million as of the last day of its tax year, and
- The corporation is not part of an affiliated group, as defined in IRC section 1504, unless the group itself would have met the above criteria if it had filed a combined return.

Complete lines 110 and 111 if you use the small business taxpayer tax rate.

Small business taxpayers: If you are a qualified small business taxpayer and your entire net income base is \$200,000 or less, multiply line 24 by 8% (.08) and enter the amount on line 25 and line 72.

If your entire net income base is more than \$200,000, your effective tax rate will be between 8% and 9%. The closer the entire net income base comes to \$290,000 the closer the effective tax rate comes to 9%. Your tax is:

1. \$16,000 (\$200,000 times 8%) **plus**
2. 9% of any amount over \$200,000 but not over \$290,000 **plus**
3. an additional 5% of any amount over \$250,000 but not over \$290,000

Use the worksheet below to compute your tax.

Worksheet			
Entire net income from line 24 _____		16,000	A
Multiply balance Subtract 200,000 _____ by .09 =		_____	B
Multiply balance _____ by .05 =		_____	C
Tax: Add boxes A, B, and C. Enter this amount on lines 25 and 72.			_____

A small business taxpayer's tax on the entire net income base will never exceed \$26,100.

Lines 26 through 39 — Computation of Capital Base

To determine the value of your assets for the capital base computations, you must include real property and marketable securities at fair market value. All other property must be included at the value shown on your books in accordance with generally accepted accounting principles. Use lines 26 through 30 to adjust the value of the assets you reported on your federal return.

On lines 26 through 31, enter the values at the beginning of the year in column A and at the end of the year in column B. Enter the average value in column C. *Average value* is generally computed quarterly if your usual accounting practice permits it. However, you may use a more frequent basis such as monthly, weekly or daily. If your usual accounting practice does not permit a quarterly or more frequent computation of the average value of assets, you may use a semiannual or annual computation if no distortion of average value results.

Line 26

Enter your total assets from the balance sheet of your federal tax return.

Line 27

Enter the federal balance sheet value of any real property and marketable securities included on line 26.

Line 29

Enter the fair market value of real property and marketable securities included on line 27. The *fair market value* of an asset is the price (without deduction of an encumbrance whether or not the taxpayer is personally liable) at which a willing seller will sell and a willing purchaser will buy. You can generally find the fair market value of marketable securities from price quotes in financial newspapers. See TSB-M-85(18.1)C for determination of fair market value of real property.

Line 31

Enter the amount of all liabilities attributable to assets on line 26, both long and short term.

Use the same method of averaging used to determine average value of assets.

Line 33

Enter subsidiary capital from CT-3-ATT, Schedule D, Part II, line 52. If you have no subsidiary capital, enter "0."

Line 35

Enter total investment capital from CT-3-ATT, Schedule C, line 35, column E. If you have no investment capital, enter "0."

Line 38

If your property, payroll and sales were entirely within New York State, enter the full amount from line 36.

Line 40

Capital base tax computation: Multiply line 39 by the tax rate of .00178. Enter the amount on line 73, but do not enter more than \$350,000. If you have been taxable in New York State for less than two years, read the instructions for line 73 to see if you qualify as a new small business corporation.

Cooperative housing corporations multiply line 39 by .0004.

Line 41

Your **issuer's allocation percentage** represents the amount of your capital employed within New York State compared to the total amount of capital employed everywhere. Every taxpayer using Form CT-3 should compute an issuer's allocation percentage. If you do not supply the information needed to compute your issuer's allocation percentage you may have to pay a \$500 penalty.

To determine the percentage, add line 39 (capital base) and CT-3-ATT, Schedule D, line 53 (subsidiary capital base), then divide by the amount on line 32 (total capital). If you have no subsidiaries, divide the line 39 amount by the line 32 amount.

The issuer's allocation percentage used to compute subsidiary capital allocated to New York State and investment capital allocated to New York State is the percentage determined on the New York State tax return filed by the issuing corporation for the preceding year. You may obtain some of these percentages from tax service publications.

Up to three issuers' allocation percentages may be obtained by calling toll free 1 800 225-5829. From areas outside the U.S. and outside Canada, call (518) 485-6800. More than three may be obtained only by written request. Make the written request (in duplicate) to:

NYS TAX DEPARTMENT
TAXPAYER ASSISTANCE BUREAU
W A HARRIMAN CAMPUS
ALBANY NY 12227

Lines 42 through 71 — Computation of Tax on Minimum Taxable Income Base

The calculation of minimum taxable income requires the addition to entire net income of federal tax preference items, the addition or subtraction of certain federal adjustments used to compute federal alternative minimum taxable income, the addition of the New York State net operating loss deduction and the subtraction of the alternative net operating loss deduction. Minimum taxable income is allocated by the use of an alternative business allocation percentage and the regular investment allocation percentage. See Article 9-A, sections 208.8-B, 210.1(c), and 210.3-a and TSB-M-90(13)C.

The Tax Law also provides for a minimum tax credit, available for use against tax computed on the entire net income base. The credit is designed to prevent double-counting of income that might otherwise arise because of timing items of tax preference and adjustments. See Article 9-A section 210.13 and Form CT-3-ATT and instructions.

You must determine a minimum taxable income base and tax, whether or not you file federal Form 4626.

Enter "0" on any line that does not apply to you. Enter negative amounts in parentheses.

Line 43

Enter an amount determined by recomputing the adjustment from line 2a of federal Form 4626 to include only property that is included in the line 2a computation and that is:

- a. property subject to IRC section 280F,
- b. property placed in service in New York State in tax years beginning after 1984,
- c. property placed in service outside of this state in tax years beginning after 1993, or
- d. property of a taxpayer principally engaged in the conduct of aviation (other than air freight forwarders acting as principal and like indirect air carriers) that was placed in service before tax years beginning in 1989.

If your alternative minimum tax depreciation adjustment on federal Form 4626, line 2a, includes only property placed in service in New York State, enter that amount.

If you were not required to file Form 4626, compute the figure called for on line 2a including only property described in *a*, *b*, *c* and *d* above. Use Form CT-399, lines 13, 14, and 15 to compute the depreciation adjustment for that property.

Attach a copy of Form CT-399 or federal Form 4626 to your return.

Line 44

Enter the federal item of adjustment for mining exploration and development costs as determined in section 56(a)(2) of the IRC (from federal Form 4626, line 2c).

Line 45

Enter the federal item of adjustment for circulation expenditures of personal holding companies as determined under section 56(b)(2) of the IRC (from federal Form 4626, line 2d).

Line 46

Enter the federal item of adjustment for adjusted basis as determined under section 56(a)(7) of the IRC (from federal Form 4626, line 2e), except do not include any basis adjustment made in determining the gain or loss from the sale or exchange of pollution control facilities.

Line 47

Enter the federal item of adjustment for the treatment of certain long-term contracts as determined under section 56(a)(3) of the IRC (from federal Form 4626, line 2f).

Line 48

Enter the federal item of adjustment for installment sales of certain property as determined under section 56(a)(6) of the IRC (from federal Form 4626, line 2g).

Line 49

Enter the federal item of adjustment for merchant marine capital construction funds as determined under section 56(c)(2) of the IRC (from federal Form 4626, line 2h).

Line 50

Enter the federal item of adjustment for disallowance of passive activity loss as determined under section 58(b) of the IRC (from federal Form 4626, line 2k).

Line 52

Enter the federal item of preference for depletion as determined under section 57(a)(1) of the IRC (from federal Form 4626, line 2m).

Line 53

Enter the federal item of preference for the carryover of appreciated property charitable deduction determined under section 57(a)(6) of the IRC (from federal Form 4626, line 2r).

Line 54

Enter the federal item of preference for intangible drilling costs as determined under section 57(a)(2) of the IRC (from federal Form 4626, line 2o).

Line 56

Enter the net operating loss deducted in the computation of the entire net income base. This is the amount on Form CT-3, line 13. Include only the maximum amount permitted on Form CT-3, line 13. See page 13 of these instructions.

Line 58

Enter your alternative net operating loss deduction. Attach a separate sheet with full details of the New York State alternative net operating losses claimed.

The ANOL deduction is determined in the manner described above in line 13, for computing the regular net operating loss deduction except that the net operating loss for any year beginning after 1989 that is included in the ANOLD must be redetermined with the adjustments and tax preferences required to be utilized in computing the minimum taxable income for that year. (Note that the required add-back of regular NOLD is not an adjustment or tax preference.) An item of tax preference is taken into account only to the extent it increased the regular net operating loss. In determining the ANOLs carrying into the ANOLD of any given year, the following rules apply:

- a) Losses from years when the taxpayer was not subject to Article 9-A are excluded.
- b) Pre-1990 NOLs available for carryforward to 1990 under the regular tax are available for carryforward to 1990 under the minimum tax, and without the application of minimum tax adjustments.
- c) ANOLs must be carried to the appropriate carry years under d), whether or not the tax on MTI is the highest tax for the particular carry year.
- d) ANOLs must be carried using the conventions of IRC 172 (b) (2); that is, for net operating losses incurred in taxable years beginning after August 5, 1997, the ANOL may be carried back only two years instead of three, but may be carried forward for 20 years (with the exception for certain disaster losses). For net operation losses incurred in taxable years beginning on or before August 5, 1997, the ANOL may be carried back three years and carried forward 15 years. The carryback should be exhausted in the earliest available carry year, except as provided in e) and f).
- e) The carryback of each ANOL is limited to \$10,000, as is the case with the regular tax NOLD.
- f) The federal election to forego carryback of an NOL applies to the related New York ANOL.
- g) ANOLs must be applied against 90% of MTI (determined without regard to the ANOLD) each year, even though some lower limitation on the ANOLD actually applies for that year. Limitations on the ANOLD are described in h) through j).

- h) In applying the carry out rules under d), ANOLs must be carried out to tax years beginning in 1990 through 1993 even though no ANOLD was allowed in those years.
- i) For tax years beginning in 1994, the ANOLD is limited to 45% of MTI computed without regard to the ANOLD, and thereafter to 90% of MTI computed without regard to the ANOLD.
- j) The ANOLD for any particular year is limited to the federal regular tax NOLD for that year.

For any tax year beginning on or after January 1, 1994, you may carry back an alternative net operating loss deduction (ANOLD) to reduce your minimum taxable income base. For more information see TSB-M-94(5)C.

Line 60

To determine the amount of alternative investment income on line 64, you must begin with the amount of investment income included in entire net income (line 18) plus the apportioned net operating loss deduction (CT-3-ATT, line 45). Do not use the amount shown on Form CT-3-ATT, line 44c.

Line 61

Add those items of adjustment and tax preference derived from investment capital that are not included in entire net income but are included in minimum taxable income (e.g., appreciated property charitable deduction for contributed stock, treated as an item of tax preference).

Line 63

Apportion any alternative net operating loss deduction claimed on line 58 between business income and investment income. Divide alternative investment income before deduction of any net operating loss (line 62) by minimum taxable income before deduction of any net operating loss (line 57). Multiply the result by the alternative net operating loss deduction from line 58 and enter the amount on this line.

Line 64

Alternative investment income is the sum of investment income and that portion of minimum taxable income that consists of income from investment capital that was not included in entire net income.

Line 71

If your highest tax is based on the minimum taxable income base, you may be allowed a minimum tax credit in a future year. You should complete Form CT-3-ATT, Schedule B, Part I this year to compute your adjusted minimum tax. This will be used to determine your minimum tax credit to be used against your tax on entire net income in the future.

Lines 72 through 99 — Computation of Tax

Line 73

Enter the tax computed on your capital base from line 40. Do not enter more than \$350,000.

A new small business corporation may claim an exemption from the tax on the capital base for its first two tax years if it meets the requirements below. If you are claiming this exemption, enter "0" on line 73 and check the box indicating the year for which the exemption is taken. You will continue to be liable for the highest tax computed on lines 71, 72, or 74, in addition to the tax on line 77. Attach a separate sheet covering all points listed below. If you do not supply the information, the exemption will be disallowed.

Do not confuse this definition with the definition of a small business taxpayer on line 25.

To qualify, the corporation must meet the federal definition of a small business corporation (IRC section 1244(c)(3) disregarding the second sentence of subparagraph (A)). The requirements are:

- The total amount of money and other property the corporation received for stock, as a contribution to capital and as paid-in surplus, may not be more than \$1 million on the last day of its tax year.

- It cannot be similar in ownership and operations to a business now taxable or previously taxable under New York State Tax Law, Article 9 (section 183, 184, 185 or 186), 9-A, 22, 32, or 33 (or a business entity which had income or losses includable under Article 22 or which would have been taxable under Article 23 had that article not been repealed).
- 90% of the corporation's assets and 80% of its employees must be located in New York State.
- It cannot have as a shareholder a corporation that owns over 50% of its voting stock, and that is taxable under Article 9 (section 183, 184, 185, or 186), Article 9-A, 32 or 33, unless the corporation itself qualifies as a small business corporation.

Line 74 — Fixed Dollar Minimum Tax

The fixed dollar minimum tax consists of four levels and is determined by the corporation's gross payroll, total receipts and average value of gross assets.

See the Tax Rates Schedule on page 4 to determine the applicable fixed dollar minimum tax.

Enter your gross payroll, total receipts and gross assets in the appropriate boxes. A corporate partner should enter its proportionate part of the partnership's payroll, receipts, and assets. (*Proportionate part* means the percentage that the partnership used to distribute to the partner, its distributive share of partnership ordinary income in an income year, or partnership ordinary loss in a loss year.)

To avoid an erroneous assessment or a delay in your refund, you **must** enter an amount in each of the three boxes provided on Form CT-3, line 74. If you do not have gross assets, gross payroll or total receipts, enter "0" in the appropriate boxes.

Gross payroll

The total wages, salaries, and other personal services compensation of all employees including general executive officers wherever located. For a period of less than 12 months, annualize gross payroll by dividing it by the number of months in the short period and multiplying the result by 12.

Use the total amounts shown on federal Form 1120 or Form 1120-A, lines 12 and 13, including any employment credits deducted on line 13, plus any wages included in the cost of goods sold, Form 1120, Schedule A, line 3.

Total receipts

Receipts from the sales of tangible personal property, services performed, rentals, royalties, receipts from the sales of rights for closed circuit and cable television transmissions and all other business receipts received in the regular course of business. These items can be found on federal Form 1120 or 1120-A, Income Section, lines 1c, 6, 7, and 10.

Do not include any nonbusiness dividends, nonbusiness interest, or business or investment gains or losses.

Average value of gross assets

The average fair market value of real property and marketable securities plus all other property at the value shown on your books, in accordance with generally accepted accounting principles. Use the amount from Form CT-3, line 30, column C.

Line 75

Enter the amount from line 71, 72, 73, or 74, whichever is largest. Small business taxpayer exception: if line 73 (tax on capital base) is larger than line 72 (tax on entire net income base) only because of the reduced rate applicable to small business taxpayers, enter the largest amount from line 71, 72, or 74.

Taxable DISCs must enter the larger of lines 73 or 74. Real estate investment trusts and regulated investment companies must enter the amount from line 71, 72, or 74, whichever is largest.

Line 79

Complete line 100 and enter the total amount of the tax credit that you are claiming. When claiming more than one credit you may apply them against your tax in the manner described below.

First, deduct credits allowable under Article 9-A that cannot be carried over. Then, deduct the economic development zone wage tax credit and any carryovers of the credit. Next, deduct the credits under Article 9-A that can be carried over, and any carryovers of such credits. In order to maximize your credit usage, among the carryover credits, deduct last those which are eligible for refund and for which you have elected to receive a refund.

Credits allowable under Article 9-A include the eligible business facility credit, tax credit for servicing mortgages, economic development zone wage tax credit, ZEA wage tax credit, investment tax credit, additional investment tax credit, employment incentive credit, economic development zone capital tax credit, economic development zone investment tax credit, economic development zone employment incentive credit, farmers' school tax credit, minimum tax credit, special additional mortgage recording tax credit, and the newly created alternative fuels credit, employment of persons with disabilities tax credit, and investment tax credit for the financial services industry.

Tax credits, except the credit for servicing mortgages, cannot reduce your tax below the higher of the fixed dollar minimum tax or the tax on the minimum taxable income base.

Mergers, Acquisitions and Consolidations

In general, the tax credits of a target corporation cannot be used by the acquiring corporation. See Form CT-244.

Indicate which credits you are claiming on line 100. Attach copies of all forms and schedules used.

Line 80

If your tax credits are more than the tax shown on line 78, enter "0."

Line 82

The franchise tax is the larger of line 80 or 81. However, if the total on line 80 is less than the total on line 81 because of the application of the credit for servicing mortgages (available only to mortgage bankers), enter the amount from line 80.

Line 83b

If you did not file Form CT-5 and the amount on line 82 is more than \$1,000, you must pay a mandatory 25% first installment for the period following that covered by the return.

Line 87

If you underpaid your estimated tax, use Form CT-222, *Underpayment of Estimated Tax by a Corporation*, to compute the penalty. Attach Form CT-222. Check the box and enter the penalty on this line.

Lines 88 and 89

If you are not filing this return on time, you must pay interest and additional charges. (See instructions on page 4.)

Lines 91 and 92

If you want to return a gift to wildlife, enter the amount of your gift on line 91. If you want to make a gift to breast cancer research and education, enter the amount of your gift on line 92. The amount you give must be in whole dollars. Your gift will increase your payment or reduce your overpayment. You cannot change the amount of your gift after you file your return.

Line 94

Unrequested Refunds to be Credited Forward — If the corporation overpays its tax, it will not automatically receive a refund. Instead, we will credit your overpayment to the following tax year unless you request a refund. We will notify you that the overpayment has been credited and explain how to request a refund of the credited amount. If you choose to request a refund of such credited amount, you must claim a refund of such overpayment prior to the original due date of the following year's return.

Lines 95 through 98

You may apply an overpayment as a credit to your next state franchise tax period or to your MTA surcharge for this period or you may have it refunded. Indicate on these lines the amounts you wish transferred as credits or refunded.

Collection of debts from your refund

We will keep all or part of your refund if you owe a past-due legally enforceable debt to the Internal Revenue Service or a New York State agency. This includes any state department, board, bureau, division, commission, committee, public authority, public benefit corporation, council, office, or other entity performing a governmental or proprietary function for the state or a social services district. Any amount over your debt will be refunded.

If you have any questions about whether you owe a past-due legally enforceable debt to the Internal Revenue Service or a state agency, contact the IRS or that particular state agency.

For New York State tax liabilities **only** call 1 800 835-3554 (outside the U.S. and outside Canada call (518) 485-6800) or write to NYS Tax Department, Tax Compliance Division, W A Harriman Campus, Albany NY 12227

Line 99

If you claim a refund of unused investment tax credit from Form CT-46, special additional mortgage recording tax credit from Form CT-43.1, farmers' school tax credit, Form CT-47, EDZ wage tax credit from Form DTF-601 or DTF-601.1 or EDZ investment tax credit from Form DTF-603, enter the total amount and attach the appropriate tax credit forms. Do not include this amount in the total tax credits claimed on lines 79 and 100.

Line 100

Enter in the appropriate space the amount of any tax credits that you are claiming.

Line 107

Every corporation involved in a merger, acquisition or consolidation since April 19, 1989, must check the *Yes* box on this line. Any corporation not involved in such a transaction should check the *No* box. You are required to attach Form CT-244, *Acquisition, Merger, and Consolidation Information Report*, with your return for the year in which the merger, acquisition, or consolidation occurred. Form CT-244, may also be required to be filed after the year of acquisition, merger, or consolidation. For additional information, see TSB-M-89(17)C or Form CT-244-I, the instructions for Form CT-244.

Lines 108 and 109 — Interest Paid to Shareholders

Corporations that made interest payments, deducted in computing entire net income, to a shareholder or shareholders owning, directly or indirectly, individually or in the aggregate, more than 50% of its issued capital stock, must provide the information requested in this section (section 211.2-a). A penalty of \$500 is imposed for failure to provide this information (section 1085(n)).

Lines 110 and 111 — Small Business Taxpayer

If you used the small business tax rate on line 25 you must complete this line to show that your corporation qualifies for the lower tax rate. Use the worksheet below to determine the amount to enter on line 111.

	No. of Shares	Amount
Par value stock		
No par stock		
Contributions to capital & paid-in surplus		
Total Capital Contributions - Enter on line 111		

See instructions for line 25.

If you qualify, provide the information requested in this section. Use your balance sheet amounts for stock and other paid-in capital.

Federal Returns

Indicate which type of federal return you filed and list any years during the past five for which you were audited by the IRS.

Interest Deducted

Enter the total amount of interest deducted on your federal return that you used in computing your federal taxable income on line 1.

Schedule A

Computation of Business Allocation Percentage and Alternative Business Allocation Percentage for Minimum Taxable Income Base

Use Schedule A to allocate your business income (a component of entire net income) and business capital. Foreign airlines should consult TSB-M-94(2)C before completing Schedule A.

The election to allocate all income and capital as either investment or business was repealed. If you have both types of income or capital, you must complete Schedule A and Form CT-3-ATT, Schedule C, Parts I and II.

If your property, payroll and sales were entirely within New York State, you do not need to complete Schedule A.

If you claim a business allocation percentage of less than 100%, you must complete Schedule A.

You allocate by multiplying business income or business capital by your business allocation percentage.

Part I is used by aviation corporations, except certain foreign airlines (see below), to compute the business allocation percentage. Three factors are averaged: aircraft arrivals and departures, revenue tons handled, and originating revenue. This percentage is used to allocate business income, when determining both the entire net income base and the minimum taxable income base, and business capital when computing the capital base.

Part II is used by railroad and trucking corporations to compute the business allocation percentage. This percentage is computed solely on mileage, and is used to allocate business income when determining both the entire net income base and the minimum taxable income base, and business capital when computing the capital base.

In Part III the business allocation percentage is computed by averaging four factors: property, payroll and business receipts (the business receipts factor is included twice). This percentage is used to allocate business income when computing the entire net income base and is used to allocate business capital when computing the capital base.

In Part IV the alternative business allocation percentage is computed by averaging four factors: property, payroll and business receipts (the business receipts factor is included twice). The factors are determined using the same rules that apply to Part II, except that any factor used to determine the alternative business allocation percentage must be adjusted to reflect modifications made in the computation of minimum taxable income (lines 42 through 59), which may change an amount used in a particular factor. For example, a depreciation modification would change the amounts used in computing the property factor. The Part III alternative business allocation percentage is used to determine the minimum taxable income base only.

The property factor is the percentage of the average value of your real and tangible personal property, whether owned or rented, that is located within New York State. The business receipts factor is the percentage of your business receipts attributable to New York State. The payroll factor is the percentage of your payroll that is attributable to New York State.

You must value real and tangible personal property owned by the corporation at the adjusted basis used for federal income tax. However, you may make a one-time, revocable election to value real and tangible personal property at fair market value. You must make

this election on or before the due date (or extended due date) for filing the franchise tax return for your first tax year. This election does not apply to corporations included in a combined return unless all of the corporations included in the return make the election.

Foreign Airlines

Foreign airlines that have a foreign air carrier permit pursuant to section 402 of the Federal Aviation Act of 1958 are entitled to exclude from entire net income all income from international operations effectively connected to the United States, foreign passive income and income earned from overseas operations, provided the foreign country in which the airline is based has a similar exemption from tax with respect to United States airlines.

Foreign airlines may also exclude business and investment assets used in connection with the exempt income from the tax computed on capital.

The business allocation formula used by these foreign airlines is the regular Article 9-A business allocation formula based on receipts, payroll and property, as opposed to the special airline formula based on arrivals and departures, with modifications.

However, if the country in which the foreign airline is based does not provide a similar exemption from tax with respect to United States airlines, the foreign airline is not entitled to the exclusions from income and capital described above and must use the special airline allocation formula.

For further information see TSB-M-94(2)C.

Schedule A, Part I Computation of Business Allocation Percentage for Aviation Corporations

Line 112

Enter the number of landings and takeoffs of the aircraft of an aviation corporation and the number of pickups and deliveries by the aircraft. Arrivals and departures for maintenance, repair, refueling (where no debarkation or embarkation of traffic occurs), training, emergencies, and nonrevenue flights should not be included.

Line 114

Enter the weight, in tons, of revenue passengers (at 200 pounds per passenger) and revenue cargo first received as originating or connecting traffic or finally discharged at an airport.

Line 116

Enter revenue from the transportation of revenue passengers and revenue property first received as originating or connecting traffic.

Schedule A, Part II

Railroad and trucking corporations must allocate on a mileage basis using this schedule. The mileage allocation is a percentage based on revenue miles traveled within New York State, compared to total revenue miles traveled everywhere (nonrevenue miles, such as deadheading miles, should be excluded).

Schedule A, Part III Computation of Business Allocation Percentage

Lines 122 through 141

Enter the New York State amounts in column A and the total amounts in column B.

Line 122

Enter the average value of real property you owned. Do not include real property and related equipment (except inventoriable goods) that are under construction and are not occupied or used during construction. Include property or equipment under construction that is partially used in the regular course of business only to the extent used.

Line 123

Enter the average value of rented real property. The value of rented real property is generally eight times the gross rent payable during the

year covered by this return. Gross rent includes any amount payable as rent or in lieu of rent (such as taxes, repairs, etc.) and amortization of leasehold improvements that revert to the lessor at the end of the lease.

Line 124

Enter the average value of inventories.

Line 125

Enter the average value of tangible personal property you owned such as machinery, tools, and implements. Do not include cash, shares of stock, bonds, notes, credits, evidences of an interest in property or evidences of credit.

Line 126

Enter the average value of tangible personal property you rented. The value of rented tangible personal property is generally eight times the gross rent payable during the year covered by this return.

Lines 129 and 130

Enter receipts from the sale of tangible personal property.

Line 131

Enter receipts for services performed, based on where they are performed. Corporations engaged in broadcasting or the publication of newspapers and periodicals must allocate to New York State receipts from the sale of advertising to the extent that the broadcasts or publications are delivered to the ultimate purchasers, subscribers, listeners or viewers in New York State.

Receipts for Services to Regulated Investment Companies - For tax periods beginning in 1989 and after, 100% of the receipts received from an investment company for the sale of management, administration or distribution services must be allocated based on the domicile of the shareholders of the investment company (section 210.3(a)(6)(A)(ii)). For more information see TSB-M-88(9)C.

Receipts for services performed by air freight forwarders acting as principal and like indirect air carriers are allocated to New York State as follows.

Receipts from:	Allocate Receipts
— Pickup and delivery both made in NYS	100% to NYS
— Pickup only made in NYS	50% to NYS
— Delivery only made in NYS	50% to NYS

The Arts and Cultural Affairs Law has been amended to provide that receipts from the sale of works of art, by an art merchant, are receipts from the sale of tangible personal property (rather than receipts for services performed).

The amendment applies to works of art which are:

- created by an artist or craftsman; and
- consigned by such artist or craftsman to an art merchant; and
- sold by the art merchant on or after August 9, 1995.

The amendment does not apply to consigned works of art sold at a public auction.

Line 132

Enter receipts from all property you rented to others. Rental receipts are attributable to the location of property.

Line 133

Enter receipts from royalties, allocated where earned.

Line 134

Enter all other business receipts, allocated where earned.

Line 137

An additional receipts factor must be included in the computation of the business allocation percentage. Enter the same percentage computed on line 136 (section 210.3(a)(4)).

Line 138

Enter the total amount of all wages and compensation of employees other than general executive officers.

General executive officers include the chairman, president, vice-president, secretary, assistant secretary, treasurer, assistant treasurer, comptroller and any other officer charged with the general executive affairs of the corporation. An executive officer whose duties are restricted to territory either inside or outside New York State is not a general executive officer. Employees within New York State include all employees regularly connected with or working out of an office or other place of business you maintained within New York State, no matter where the services of the employees were performed.

Line 141

If a factor is missing, add the remaining factors and divide by the total number of factors present. If all but one factor are missing, the remaining factor is the allocation percentage. A factor is missing only if both column A and column B are zero.

Example

Computation of allocation percentage for business income and capital:

	CORP. A	CORP. B	CORP. C
Property factor	80%	60%	60%
Receipts factor	20%	30%	30%
Add'l receipts factor	20%	30%	30%
Payroll factor	60%	0%	None*
Total	180%	120%	120%
Divided by	4	4	3
Allocation percentage for business income and capital	45%	30%	40%

* In the example above, Corporation C has no payroll factor since it has no employees either inside or outside New York State. Corporation B has no employees in New York State but has employees outside New York State.

**Schedule A, Part IV
Computation of Alternative Business Allocation Percentage for Minimum Taxable Income Base**

If you entered zeros on lines 43 through 50 and 52 through 54 you may use the same percentages determined in Schedule A, Part II.

If you made entries on lines 43 through 54 that altered an item used to compute the property or receipts factors in Schedule A, Part II, you must make appropriate changes when determining the alternative business allocation percentage for allocating the alternative business income on line 66 and Form CT-3-ATT, Schedule B, Part I, line 6.

Line 157

An additional receipts factor must be included in the computation of the alternative business allocation percentage. Enter the same percentage computed on line 156 (Tax Law section 210.3-a(a)).

Line 161

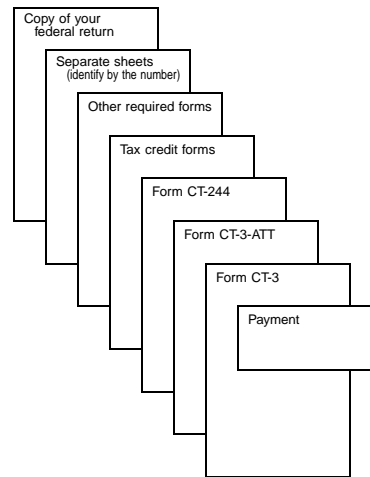
If either the property, receipts or payroll factor is missing, add the remaining factors and divide by the total number of factors present. If all but one factor are missing, the remaining factor is the allocation percentage. A factor is missing only if both column A and column B are zero.

Computation of the allocation percentage for the minimum taxable income base is similar to the computation of the allocation percentage for business income and capital. See the example for line 141

When preparing and mailing your 1998 corporate franchise tax return, please be sure to:

- Use the preaddressed label. It will assist in the proper recording of your franchise tax return.
- If you are not using the label, include your employer identification number and file number on each form filed. These numbers can be copied directly from the label.
- Have the appropriate individuals sign the return.

- Make your check payable to: **New York State Corporation Tax.**
- Attach a complete copy of your federal return.
- Attach Forms CT-3-ATT and CT-244 and any other schedules and tax credit claim forms used to compute your tax.
- Assemble your return and attachments this way:



Mail to: NYS CORPORATION TAX
PROCESSING UNIT
PO BOX 1909
ALBANY NY 12201-1909

**Instructions for Form CT-3-ATT
Schedules B, C, and D**

**Schedule B
Computation of Adjusted Minimum Tax and Minimum Tax Credit**

General Overview

The minimum tax credit is generated in those years when your highest tax is based on the minimum taxable income base and may be claimed in a subsequent year when your tax is based on the entire net income base. The credit is designed to prevent the double taxation, under the minimum tax and the regular tax, that might otherwise arise because of the inclusion of timing items of tax preference and adjustment in both bases but in different taxable years. The minimum tax credit for any taxable year is the excess (if any) of the *adjusted minimum tax* imposed for all prior taxable years 1) which began after 1989 and 2) where such tax computed on the minimum taxable income base was the highest of the four taxes, over the amount allowed as a minimum tax credit for such prior years.

To determine whether the credit may be claimed in a year where your tax liability is based on the ENI base, complete Parts II and III. In Part II, determine the adjusted minimum tax for all prior tax years beginning after 1989 and any net operating loss component for tax years beginning after 1989 and before 1994. In Part III, determine the amount of the credit that can be applied against your tax by subtracting from the amount computed in Part II any amount you claimed as a minimum tax credit in prior tax years.

**Schedule B, Part I
Computation of Adjusted Minimum Tax**

The adjusted minimum tax is the excess of the amount of the minimum tax over the next highest tax computed for the tax year. The *next highest tax* means the highest amount based on the ENI, capital, or fixed dollar minimum tax bases. This amount must be reduced by the excess (if any) of the modified minimum tax over the next highest

tax. The *modified minimum tax* is the minimum tax recomputed excluding those adjustments and tax preference items related to timing differences. For tax years beginning in and after 1994, the only adjustment or tax preference item taken into account is **depletion**.

You must complete lines 1 through 18 to compute your adjusted minimum tax. Most of the amounts used to complete these lines have already been computed and are found on Forms CT-3 and CT-3-ATT.

Once you have completed Part I, you should keep a copy so you can complete Parts II and III in a subsequent year when your highest tax is based on ENI.

Schedule B, Part II Computation of Minimum Tax Credit

Lines 19 through 21

Enter the year in column A and the amount of adjusted minimum tax in column B for each year, beginning after 1989, in which your tax was based on the minimum taxable income base. The adjusted minimum tax for prior years may be found on Form CT-3-ATT as follows:

Year(s)	Line
1990 and 1991	48
1992 and 1993	22
1994, 1995, 1996, and 1997	18

If you computed adjusted minimum tax from tax years beginning in 1990, 1991, 1992 or 1993, and if you had an addback for a net operating loss, you must complete column C to compute your NOL component. To compute the net operating loss (NOL) component, recalculate the adjusted minimum tax (from Form CT-3-ATT, line 48 or 22, whichever applies), but without the addback of the net operating loss deduction. Enter the result in column C. Subtract the amount in column B from column C to determine your NOL component. If a net operating loss deduction was not added back for any of the years listed, make no entry in column C and enter "0" on line 21, column D.

Schedule B, Part III Application of Minimum Tax Credit

The minimum tax credit can be used to reduce your franchise tax only if the tax is based on your entire net income base. The amount of credit is the adjusted minimum tax computed in Schedule B, Part I, for all prior years, less any amount used as a minimum tax credit in prior tax years.

Line 24

Enter the minimum tax credit used in prior periods related to columns A and B respectively.

Line 25

Column A

Subtract line 24 from line 22.

Column B

Subtract line 24 from line 23.

Line 26

Column A

Enter amount from column A, line 25

Column B

Multiply the amount shown in column B, line 23 by 20% (.20).

Line 27

If your franchise tax for this tax year is based on your entire net income base, you may apply all or part of the total credit available (line 26, column C). The amount of credit applied may not reduce your tax to less than the sum of (1) the highest of the tax on capital base (line 73), tax on minimum taxable income base (line 71), or fixed dollar minimum tax (line 74); plus (2) the tax on subsidiary capital (line 76). Enter a breakdown of the credit used in columns A and B, by applying the amount of the available Pre-1994 NOL component (line 26, column B) first and the adjusted minimum tax from prior years (line 26, column A) second.

Schedule C, Part I Computation of Investment Capital and Investment Allocation Percentage

The term "investment capital" means the value of the taxpayer's investments in stocks, bonds and other corporate or governmental securities, reduced by directly and indirectly attributable liabilities. Include in investment capital only those stocks, bonds or other securities that are:

- (1) stocks and similar corporate equity instruments, such as business trust certificates, and units in a publicly traded partnership taxable as a corporation pursuant to section 208.1 of the Tax Law;
- (2) debt instruments (such as bonds) issued by the United States, the District of Columbia, and any state, territory or possession of the United States, any foreign country or any political subdivision or governmental instrumentality of the foregoing;
- (3) qualifying corporate debt instruments (see Section I);
- (4) options on any item described in (1), (2), or (3) above and not excluded from investment capital nor deemed to be cash (see *Instruments Deemed Cash* on page 22) or on a stock or bond index or on a futures contract on such an index, unless the options are purchased primarily to diminish the taxpayer's risk of loss from holding one or more positions in assets that constitute business or subsidiary capital; or
- (5) stock rights and stock warrants not in the possession of the issuer.

The term *instrument* includes stock and debt that is held in book entry form.

Investment capital does not include:

- (1) stock issued by the taxpayer;
- (2) stocks, bonds or other securities constituting subsidiary capital. Stock of a subsidiary is not subsidiary capital in the case of a target corporation in certain corporate acquisitions. See Tax Law section 208.4. Debt instruments issued by a subsidiary are also not subsidiary capital if the subsidiary claimed and deducted interest on the instruments for purposes of Article 9-A, 32, or 33 of the Tax Law;
- (3) securities of an individual, partnership, trust or other nongovernmental entity that is not a corporation pursuant to section 208.1 of the Tax Law (such as FNMA and GNMA pass through certificates);
- (4) stocks, bonds and other securities of a DISC, or any indebtedness from a DISC;
- (5) regular and residual interests in a real estate mortgage investment conduit (REMIC) as defined in section 860D of the IRC;
- (6) futures and forward contracts; and
- (7) stocks, bonds and other securities held by the taxpayer for sale to customers in the regular course of business.

If you own a stock, bond or other security that is subject to a repurchase agreement, include this instrument as investment capital. Do not include if it is held as collateral. See regulation section 3-4.2(f) for a full discussion of securities held subject to a repurchase agreement.

Column A categorizes investment capital into two sections:

Section I - Corporate and governmental debt instruments

Section II - Corporate stock, stock rights, stock warrants and options

Section I Columns A through G Column A

List investments in governmental and qualifying corporate debt instruments (including certificates of deposit), debt instruments issued by the U.S., any state, territory or possession of the U.S., the District of Columbia, or any foreign country or any political subdivision or government instrumentality of any of the foregoing. Do not include instruments deemed to be cash. See *Instruments Deemed Cash* below.

The term *qualifying corporate debt instrument* means all debt instruments issued by a corporation other than the following:

- instruments issued by the taxpayer or a DISC;
- instruments which constitute subsidiary capital in the hands of the taxpayer;
- instruments acquired by the taxpayer for services rendered or for the sale, rental or other transfer of property if the obligor is the recipient of the services or property. However, when a taxpayer sells or otherwise transfers property that is investment capital in the hands of the taxpayer and receives in return a corporate obligation issued by the recipient of the property, the corporate obligation, if it is not otherwise excluded from investment capital, would constitute investment capital in the hands of the taxpayer;
- instruments acquired for funds if (i) the obligor is the recipient of the funds, (ii) the taxpayer is principally engaged in the business of lending funds, and (iii) the obligation is acquired in the regular course of the taxpayer's business of lending funds. A taxpayer is principally engaged in the business of lending funds if, during the tax year, more than 50% of its gross receipts consist of interest income from loans or net gain from the sale or redemption of notes or other evidences of indebtedness arising from loans made by the taxpayer. Receipts do not include return of principal or nonrecurring, extraordinary items;
- accepted drafts (such as banker's acceptances and trade acceptances) if the taxpayer is the drawer of the draft;
- instruments issued by a corporation that is a member of an affiliated group which includes the taxpayer. The term *affiliated group* means a corporation or corporations and the common parent thereof. The term *common parent* means an individual, corporation, partnership, trust or estate that owns or controls, either directly or indirectly, at least 80% of the voting stock of the corporation or corporations. An affiliated group also includes all other corporations at least 80% of the voting stock of which is owned or controlled, either directly or indirectly, by one or more of the corporations included in the affiliated group or by the common parent and one or more of the corporations included in the affiliated group;
- accounts receivable, including those held by a factor.

Instruments Deemed Cash

A debt instrument described above or included in investment capital must be treated as cash:

- (1) if payable on demand;
- (2) if payable by its terms within 6 months and 1 day from the date the debt was incurred; or
- (3) if payable by its terms more than 6 months and 1 day from the date the debt was incurred, on each day in the tax year on and after the first day in the tax year which is not more than 6 months and 1 day prior to the maturity date (see Examples).

Cash, under certain circumstances, may be treated as investment capital. See instructions for line 34.

Examples

1. A calendar year taxpayer owns a municipal bond with a maturity date of 1/31/95. As of 7/30/94, the first day not more than six months and one day before the maturity date, and on each day thereafter, the bond is deemed to be cash. The bond should be included in Part I, but in computing the average value of the bond and attributable liabilities, the taxpayer should be treated as no longer owning the bond on any date on or after 7/30/94. The value of the bond should then be treated as cash for each day the taxpayer continues to own the bond after 7/29/94.
2. A taxpayer purchased a four-month qualifying corporate debt instrument on the day it was issued, and on the maturity date renewed it for an additional four-month term. The two four-month debt instruments are deemed to be cash. The renewal of the first four-month debt instrument is treated as the creation of a second, separate debt instrument, each of the two instruments being due within six months and one day of the date on which the debt was incurred.
3. A calendar-year taxpayer at all times during the tax year owns a five-year qualifying, marketable corporate bond with a maturity date of 1/2/95. The taxpayer also owns corporate stock, but has no cash at any point during the 1994 tax year. The bond is deemed to be cash as of 7/1/94, the date six months and one day prior to maturity. The fair market value of the bond is \$95,000 on 3/31/94, \$90,000 on 6/30/94, \$98,000 on 9/30/94 and \$100,000 on 12/31/94. The bond should be listed in Section I, column A, because it qualifies as investment capital. Its average value, to be stated in column C of Section I, is computed as $(\$95,000 + \$90,000 + 0 + 0) \div 4 = \$46,250$. The use of the zeros represents the fact that the taxpayer is deemed to own cash, and not a bond, on 9/30 and 12/31. The average value of the bond insofar as it is deemed to be cash is computed as $(0 + 0 + \$98,000 + \$100,000) \div 4 = \$49,500$. The use of the zeros represents the fact that the taxpayer owned no cash on 3/31 or 6/30. The figures \$98,000 and \$100,000 represent the fact that the taxpayer is deemed to own cash in those amounts on 9/30 and 12/31, respectively. The taxpayer had liabilities attributable to the bond. The amount of the liabilities should be treated in conformity with the above treatment of the value of the bond itself. Thus, the liabilities, which were in the amount of \$10,000, \$12,000, \$8,000 and \$6,000 on the four test dates yield an average liability of \$5,500 attributable to the listed bond $(\$10,000 + \$12,000 + 0 + 0) \div 4 = \$5,500$, to be entered in column D of Section I, and an average liability of \$3,500 $(0 + 0 + \$8,000 + \$6,000) \div 4 = \$3,500$ to be applied to determine the net average value of the taxpayer's cash. If the taxpayer elects to treat the deemed cash as investment capital, it would include \$49,500 on line 34, column C and \$3,500 on line 34, column D. If the election to treat the deemed cash as investment capital is not made, the \$49,500, reduced by \$3,500, would constitute business capital.
4. A taxpayer purchased a debt instrument, includable in Section I, with a maturity date of 12/15/94. Any such investment will be deemed cash on the same numerical date as the maturity date, less one day, six months prior. Thus the date on which this debt instrument becomes cash is 6/14/94.

Column C

Enter the total average fair market value of each item listed in column A. On any date, the fair market value of stocks, bonds and other regularly traded securities is the mean between the highest and lowest selling prices.

The average value is generally computed quarterly if your usual accounting practice permits it, but you may use a monthly, weekly, or daily average. If your usual accounting practice does not permit a quarterly or more frequent computation of average fair market value, you may use a semiannual or annual computation if no distortion of average fair market value results. If the security is not marketable, value it using generally accepted accounting principles (GAAP). (See Example 3 on page 22.)

Column D

Deduct all liabilities, both long-term and short-term, directly or indirectly attributable to investment capital. Use the same method of averaging used to determine the average value of assets in column C. Enter for each item of investment capital listed in column A the sum of the liabilities directly or indirectly attributable to it. Liabilities directly attributable to an asset are those that were incurred to acquire that asset. (See Example 3 on page 22.)

Use the following worksheet to determine the amount of liabilities indirectly attributable to a particular asset.

Worksheet	
Total liabilities	A _____
Liabilities directly attributable to:	
Subsidiary capital	B _____
Investment capital	C _____
Business capital	D _____
Add lines B, C and D	E _____
Subtract line E from line A	F _____
Enter amount from Schedule C, line 35, column C	G _____
Enter amount from Form CT-3, line 30, column C	H _____
Divide line G by line H	I _____ %
Multiply line F by line I	J _____
Value of the particular asset	K _____
Enter amount from line G	L _____
Divide line K by line L	M _____ %
Enter amount from line J	N _____
Multiply line M by line N	O _____

In column D, on the line for the asset in question, include the sum of the amount from line O of this worksheet and the amount of liabilities directly attributable to that asset.

Column E

Determine the net average value of each item listed in column A by subtracting column D from column C. The net average value of any item cannot be less than zero.

Column F

Enter the issuer's allocation percentage for each investment listed in column A. For information, see the instructions for Form CT-3, line 41. The issuer's allocation percentage on government bonds listed in Part I is 0%.

Up to three issuer's allocation percentages may be obtained by calling toll free 1 800 225-5829. From areas outside the U.S. and outside Canada, call (518) 485-6800. More than three may be obtained only by written request. Make the written request (in duplicate) to:

NYS TAX DEPARTMENT
 TAXPAYER ASSISTANCE BUREAU
 W A HARRIMAN CAMPUS
 ALBANY NY 12227

Issuer's allocation percentages are now available on some electronic and print tax services.

Column G

Determine the value of each investment in column A by multiplying each item in column E by the issuer's allocation percentage listed in column F.

**Section II
 Columns A through G**

Column A

List investments in the following:

- stock issued by a corporation;
- options as described in item (4) of the definition of investment capital listed above;
- units in a publicly traded partnership treated as a corporation for purposes of Article 9-A of the Tax Law;
- business trust certificates;
- stock rights and stock warrants not in the possession of the issuer; and
- other corporate equity instruments similar to stock.

Columns C through G

See instructions for Section I, columns C through G.

Line 33

The investment allocation percentage is computed without the addition of cash on line 34.

Line 34 — Cash Election

At the election of the taxpayer, cash on hand and cash on deposit may be treated as either investment capital or business capital. However, no election to treat cash as investment capital may be made when the taxpayer has no other investment capital.

Cash includes shares in a money market mutual fund. A money market mutual fund is a no-load, open-end investment company registered under the Federal Investment Company Act of 1940 that attempts to maintain a constant net asset value per share (i.e., a "money market" fund). Cash also includes debt instruments deemed cash, see *Instruments Deemed Cash* above.

Cash cannot be split between business capital and investment capital. It must be treated as all business capital or all investment capital.

**Schedule C Part II
 Computation of Investment Income before Allocation**

Complete this schedule if you are allocating part of your entire net income by using an investment allocation percentage from Schedule C, Part I. Investment income is income from investment capital to the extent it is included in entire net income, less any deductions allowable in computing entire net income that are attributable to investment capital or investment income, and less a portion of any net operating loss deduction allowable in computing entire net income.

Income from investment capital includes dividends (other than from a subsidiary or a DISC), interest and capital gains and losses from sales or exchanges of investment capital that are included in the computation of entire net income. Professional services corporations (Article 15 or 15-A BCL) must use an investment allocation percentage of 100% (section 210.3(b) (3)).

Line 36

Enter interest income received from investment capital listed in Schedule C, Part I, Section I, column A, to the extent included in entire net income.

Line 37

Enter interest income received from bank accounts (cash) if included on line 34. Include interest income received from a savings account, checking account, time deposit account (i.e., certificate of deposit) or similar accounts, which are usually evidenced by a passbook. Enter "0" on this line if the investment allocation percentage on line 33 is zero. In that case, this interest will be allocated by the business allocation percentage as part of business income.

Line 38

Enter interest income from debt instruments deemed cash, if included on line 34.

Line 39

Enter dividend income received from investment capital listed in Schedule C, Part I, Section II, column A, or dividend income received from money market mutual funds included as cash on line 34, to the extent included in entire net income. Include the following:

- 50% of dividends received from money market mutual funds included as cash on line 34. Fifty percent of these dividends were deducted on Form CT-3, line 11.
- 50% of dividends received from nonsubsidiary stock which meets the holding requirements of IRC section 246(c). Fifty percent of these dividends were deducted on CT-3, line 11;
- 50% of subpart F income constituting dividends received from a controlled foreign corporation in which you own 50% or less of the voting stock (see federal Form 1120, Schedule C, line 14). See TSB-A-87 (23.1)C for additional information;
- 100% of dividends received from nonsubsidiary stock that did not meet the holding requirements of IRC section 246(c); and
- 100% of dividends received from the stock of a target corporation (if you were required to file Form CT-244, check the acquisition box and answer Yes on line 15 or 16). See Tax Law, sections 208.4, 208.9(b)(12) and 208.9(b)(14).

Line 40

Enter any net capital gains or losses from the sale and exchange of securities constituting investment capital, that were used in computing federal taxable income.

Line 41

Other items of investment income include but are not limited to the following:

- premium income from an unexercised covered call option, if the item which covers the call is an asset constituting investment capital;
- interest income from a target corporation or capital gain or loss of a target corporation (if you were required to file Form CT-244, check the acquisition box and answer Yes on lines 15 or 16). See Tax Law, section 208.4 and 208.9(b)(13).

Lines 43a, 43b, 44a, and 44b

Taxpayers should refer to TSB-M-95-(2)C for information regarding lines 43a, 43b, 44a, and 44b.

Complete lines 43a and 43b if you have investment capital includable on Form CT-3-A-ATT, line 35, column C (otherwise, enter "0" on lines 43a and 43b).

Line 43a

Enter the amount of **interest** deductions allowable in the computation of entire net income (i.e., includable in the amount on *Line 44a Worksheet*, line E) that are **directly** attributable to investment capital (or to income, losses or gains from investment capital).

Line 43b

Enter the amount of **noninterest** deductions allowed in the computation of entire net income (i.e., includable in the amount on *Line 44b Worksheet*, line E) that are **directly** attributable to investment capital (or to income, losses or gains from investment capital).

The direct attribution of deductions is based on an analysis of the facts and circumstances. Deductions directly attributable to investment capital or income include, but are not limited to, the following:

- interest on debt incurred to buy investment capital
- safe deposit box rentals
- financial news subscriptions
- salaries of employees engaged in the management and conservation of stocks, bonds and other securities included in investment capital.
- investment counsel fees
- custodian fees
- the cost of insurance and fidelity bonds covering investment capital
- expenses for legal advice relating to the acquisition of investment capital

Do not include on lines 43a or 43b interest deductions or noninterest deductions that are directly attributable to:

- subsidiary capital (or income, losses or gains from subsidiary capital) see Form CT-3, lines 4a and 4b; or
- business capital (or income, losses or gains from business capital). **Note:** For tax years beginning in 1995 or after, certain expenses may, at the taxpayer's election, be **deemed** to be directly attributable to business capital (or income, losses or gains from business capital). These expenses include, among others: depletion, advertising, research and development expenses, compensation packages of chief executive officer, chief financial officer and chief operating officer, charitable contributions and internal auditing expenses. For a complete listing of deductions so **deemed** attributable to business capital, see section III (A)(1) of TSB-M-95(2)C.

If at least 95% of the noninterest deductions of an operating division or corporation are directly attributable to a particular class of capital or income, 100% of the noninterest deductions of that division or corporation may be directly attributed to that class of capital or income. See section IV of TSB-M-95(2)C for details.

Lines 44a and 44b

Complete line 44a and 44b if you have investment capital includable on Form CT-3-ATT, line 35, column C. Otherwise, enter "0" on lines 44a and 44b.

Line 44a

Enter the amount of **interest** deductions that are **indirectly** attributable to investment capital, or to income, gains or losses from investment capital, from *Line 44a Worksheet*, line N.

If you completed the *Line 5a Worksheet* on page 11 of these instructions, skip lines A through I on the *Line 44a Worksheet* and enter on line J the amount from the *Line 5a Worksheet*, line J.

Line 44a Worksheet

<p>A. Enter federal interest deductions included on federal Form 1120, line 18 _____</p> <p>B. Enter amounts of interest deductions included on line A that are required to be added back to federal taxable income in computing entire net income (other than the amount on Form CT-3, lines 4a and 5a); for example, interest deductions taken in computing an amount included on Form CT-3, line 15. Enter the Form CT-3 line numbers and amounts below. Line # _____ Amount _____ Line # _____ Amount _____ Line # _____ Amount _____ Total _____</p> <p>C. Balance (subtract line B from line A) _____</p> <p>D. Enter amounts of interest deductions that are required to be subtracted from federal taxable income in computing entire net income (for example, the interest deductions taken in computing the amount on Form CT-3, line 2 or amounts related to foreign source income not included on federal Form 1120). _____ Enter the Form CT-3 line number and amount below. Line # _____ Amount _____ Line # _____ Amount _____ Line # _____ Amount _____ Total _____</p>	<p>E. Total New York State interest deductions included in entire net income (add lines C and D) _____</p> <p>F. Enter any interest deduction directly attributable to subsidiary capital from Form CT-3, line 4a. _____</p> <p>G. Enter any interest deductions directly attributable to investment capital from Form CT-3-ATT, line 43a. _____</p> <p>H. Enter any interest deductions directly attributable to business capital _____</p> <p>I. Subtotal (add lines F, G, and H) _____</p> <p>J. Interest deductions subject to indirect attribution (subtract line I from line E). _____</p> <p>K. Enter the amount from Form CT-3-ATT, line 35, column C. _____</p> <p>L. Enter the amount from Form CT-3, line 30, column C _____</p> <p>M. Percentage (divide line K by line L). _____ %</p> <p>N. Amount of interest deductions indirectly attributable to investment capital (multiply line J by line M; enter this amount on line 44a). _____</p>
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Line 44b

Enter the amount of **noninterest** deductions that are **indirectly** attributable to investment capital, or to income, gains or losses from investment capital, from *Line 44b Worksheet*, line R on the next page.

If you completed the *Line 5b Worksheet* on page 12 of these instructions, skip lines A through I on the *Line 44b Worksheet* and enter on line J the amount from the *Line 5b Worksheet*, line J.

Line 45

Apportion any net operating loss deduction claimed on Form CT-3, line 13, between business income and investment income. Divide investment income before deduction of any net operating loss by entire net income before deduction of any net operating loss. Multiply the result by the net operating loss deduction.

Schedule D

Complete this schedule if you have any subsidiaries. A subsidiary is a corporation of which the taxpayer owns more than 50% of the total number of shares of the corporation's voting stock, issued and outstanding. A DISC is not a subsidiary.

**Schedule D, Part I
Income Attributable to Subsidiary Capital
Lines 47 through 49**

Enter interest, dividends and capital gains attributable to subsidiary capital. In addition, include on line 49 items such as collapsible corporation gain and sale of subsidiary capital which is not a capital asset for federal tax.

**Schedule D, Part II
Computation and Allocation of Subsidiary Capital
Base and Tax**

Subsidiary capital is the taxpayer's total investment in shares of capital stock of its subsidiaries and the amount of indebtedness

owed to the taxpayer by its subsidiaries (whether or not evidenced by written instruments) on which interest is not claimed and deducted by the subsidiary against any tax imposed by Article 9-A, 32 or 33, less liabilities directly or indirectly attributable to subsidiary capital.

When computing the amount of indebtedness owed to the taxpayer by its subsidiaries, each subsidiary should be considered separately. Loans and advances from the parent to the subsidiary may be offset by loans and advances from the same subsidiary to the parent, but may not be reduced to less than zero. Loans and advances from a subsidiary to the parent may not offset the parent's investment in the stock of the subsidiary or offset loans and advances from the parent to any other subsidiary.

Subsidiary capital does not include accounts receivable acquired in the ordinary course of trade or business either for services rendered or for the sale of property primarily held for sales to customers. Each item of subsidiary capital must be reduced by any of the parent's liabilities that are directly or indirectly attributable to that item of subsidiary capital.

Column A

Enter the full name and federal employer identification number of each subsidiary.

Column C

Enter the average value of each item of subsidiary capital. Average value is generally computed quarterly if your usual accounting practice permits. However, you may use a more frequent basis such as a monthly, weekly or daily average. If your usual accounting practice does not permit a quarterly or more frequent computation of average value, you may use a semiannual or annual computation if no distortion of average value results. Value marketable securities at fair market value and other items of subsidiary capital using generally accepted accounting principles.

Line 44b Worksheet

<p>A. Enter federal noninterest deductions included on federal Form 1120, line 27 (excluding the amount from federal Form 1120, line 18) _____</p> <p>B. Enter amounts of noninterest deductions included on line A that are required to be added back to federal taxable income in computing entire net income (other than the amounts on Form CT-3, lines 4b and 5b). Include the New York State excess depreciation amount described in Tax Law section 208.9(b)(11) to the extent that such amount was subtracted in computing entire net income for prior taxable years that began on or after January 1, 1987</p> <p>Enter the Form CT-3 line number and amount below.</p> <table border="0" style="width: 100%;"> <tr> <td>Line # _____</td> <td>Amount _____</td> <td></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td>Total _____</td> </tr> </table> <p>C. Balance (subtract line B from line A) _____</p> <p>D. Enter amounts of noninterest deductions listed below that are required to be subtracted from federal taxable income in computing entire net income</p> <ul style="list-style-type: none"> — In the case of a taxpayer organized outside the United States, deductions attributable to income that is not included in federal taxable income but is required to be included in entire net income (e.g., foreign source income) (Section 208.9(c); see also 20 NYCRR 3-2.3(a)(9)) _____ — The portion of wages and salaries paid or incurred for the tax year for which a deduction is not allowed pursuant to section 280C of the IRC (Section 208.9(a)(7)) _____ — Depreciation deductions permitted under Article 9-A with respect to decoupled property pursuant to Tax Law, section 208.9(a)(11) and (12) _____ — Deductions arising from decoupling from federal safe harbor lease provisions pursuant to Tax Law, section 208.9(a)(10) _____ — The noninterest deductions taken in computing the amount on Form CT-3, line 2 _____ <p>Enter the Form CT-3 line number and amount below.</p> <table border="0" style="width: 100%;"> <tr> <td>Line # _____</td> <td>Amount _____</td> <td></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td></td> </tr> <tr> <td>Line # _____</td> <td>Amount _____</td> <td>Total _____</td> </tr> </table> <p>E. Total New York State noninterest deductions included in entire net income (add lines C and D) _____</p>	Line # _____	Amount _____		Line # _____	Amount _____		Line # _____	Amount _____	Total _____	Line # _____	Amount _____		Line # _____	Amount _____		Line # _____	Amount _____	Total _____	<p>F. Enter noninterest deductions directly attributable to subsidiary capital from Form CT-3, line 4b. _____</p> <p>G. Enter noninterest deductions directly attributable to investment capital from Form CT-3-ATT, line 43b _____</p> <p>H. Enter noninterest deductions directly attributable to business capital _____</p> <p>I. Subtotal (add lines F, G and H) _____</p> <p>J. Noninterest deductions subject to indirect attribution (subtract line I from line E; see instructions for line R) _____</p> <p>K. Enter gross income attributable to investment capital. Gross income from investment capital is that portion of total gross income consisting of (a) dividends, interest, and gains (but not losses) from investment capital and (b) items described in 20 NYCRR 4-8.3(a)(2) - (5). To determine the amount to enter on line K, take the amount of total investment income reported on Form CT-3-ATT, line 42, and add back any dividends excluded on Form CT-3, line 11, and any losses used to compute the amount of capital gains from investment capital on Form CT-3-ATT, line 40. _____</p> <p>L. Enter total gross income. For these purposes, total gross income means gross income as defined in Internal Revenue Code section 61, increased by (a) those items described in section 61 that are included in the computation of entire net income by reason of section 208.9(c) of the Tax Law (relating to foreign source income), and (b) interest on state and local bonds excluded from gross income under Internal Revenue Code section 103. Gross income is not reduced by any deduction for capital losses or by any other deductions. _____</p> <p>M. Income percentage (divide line K by line L) _____ %</p> <p>N. Enter amount from Form CT-3-ATT, line 35, column C. _____</p> <p>O. Enter amount from Form CT-3, line 30, column C. _____</p> <p>P. Asset percentage (divide line N by line O) _____ %</p> <p>Q. Investment capital percentage (If Line L is zero, the investment capital percentage is equal to the asset percentage. If line O is zero, the investment capital percentage is equal to the income percentage.)</p> <ul style="list-style-type: none"> a. Enter percentage from line M _____ %; multiply by 2. _____ % b. Enter percentage from line P _____ % c. Total (add lines a and b) _____ % d. Investment capital percentage (divide line c by 3). _____ % <p>R. Amount of noninterest deductions indirectly attributable to investment capital (multiply line J by the percentage from line Q or, if an election has been made to use the asset percentage, by the percentage from line P.) Enter this amount on line 44b. _____</p>
Line # _____	Amount _____																		
Line # _____	Amount _____																		
Line # _____	Amount _____	Total _____																	
Line # _____	Amount _____																		
Line # _____	Amount _____																		
Line # _____	Amount _____	Total _____																	

Column D

Deduct all liabilities, both long-term and short-term, directly or indirectly attributable to subsidiary capital. Use the same method of averaging used to determine the average value of assets in column C. Enter for each item of subsidiary capital listed in

column A the liabilities directly or indirectly attributable to it. Liabilities directly attributable to an asset (stock or debt) are those that were incurred to acquire that asset.

Use the following worksheet to determine the amount of liabilities indirectly attributable to a particular asset.

Worksheet

Total liabilities	A _____	Enter amount from Form CT-3, line 30, column C	H _____
Liabilities directly attributable to:		Divide line G by line H	I _____ %
Subsidiary capital	B _____	Multiply line F by line I	J _____
Investment capital	C _____	Value of the particular asset	K _____
Business capital	D _____	Enter amount from line G	L _____
Add lines B, C, and D	E _____	Divide line K by line L	M _____ %
Subtract line E from line A	F _____	Enter amount from line J	N _____
Enter amount from line 51, column C	G _____	Multiply line M by line N	O _____

In column D, on the line for the asset in question, include the sum of the amount from line O of this worksheet and the amount of liabilities directly attributable to that asset.

Column E

Determine the net average value of each item listed in column A by subtracting column D from column C. The net average value of any item cannot be less than zero.

Column F

Enter the issuer's allocation percentage for each item listed in column A. See instructions for Form CT-3, line 41.

Column G

Multiply net average value, column E, of each item listed in column A by its issuer's allocation percentage in column F. This is the value of subsidiary capital allocated to New York State.

Line 54

Multiply line 53 by the tax rate of .0009. This is your subsidiary capital base tax. Enter this amount on Form CT-3, line 77.

Privacy Notification

The right of the Commissioner of Taxation and Finance and the Department of Taxation and Finance to collect and maintain personal information, including mandatory disclosure of social security numbers in the manner required by tax regulations,

instructions, and forms, is found in Articles 8, 9, 9-A, 13, 19, 27, 32, 33, and 33-A of the Tax Law; and 42 USC 405(c)(2)(C)(i).

The Tax Department will use this information primarily to determine and administer corporate tax liabilities under the Tax Law, for certain tax refund offsets, and for any other purpose authorized by law.

Failure to provide the required information may result in civil or criminal penalties, or both, under the Tax Law.

This information will be maintained by the Director of the Registration and Data Services Bureau, NYS Tax Department, Building 8 Room 924, W A Harriman Campus, Albany NY 12227; telephone 1 800 225-5829. From areas outside the U.S. and outside Canada, call (518) 485-6800.

Your Rights Under the Tax Law

The Taxpayer Bill of Rights requires, in part, that the Tax Department advise you, in writing of your rights and obligations during an audit, when you appeal a departmental decision and when your appeal rights have been exhausted and you need to understand enforcement capabilities available to the department to obtain payment. For a complete copy of the information contained in all of these statements, you may request Publication 131, *Your Rights and Obligations Under the Tax Law*, by calling toll free 1 800 462-8100. From areas outside the U.S. and outside Canada, call (518) 485-6800.

Imagine hundreds of creatures that sprint, swim, fly or slither. That is exactly how diverse New York's fish and wildlife species are. You, too, can take an active part in ensuring the fish and wildlife diversity in New York State.

Picture yourself involved in learning about the wildlife in New York State, observing various fish and wildlife resources and helping to restore and manage them to benefit both wildlife and people.

This can be done when you ***Return a Gift to Wildlife*** on your New York State tax form. Also, remind your tax preparer that you wish to contribute to this worthwhile program. Remember to ***Return a Gift to Wildlife***, the program dedicated to conserving New York's fish and wildlife diversity.

For additional program information or to donate directly, please write to:

Return a Gift to Wildlife, NYS DEC, Room 122, Program 5, 50 Wolf Road, Albany NY 12233-4830.

Breast Cancer Research and Education Fund

In New York State, about 3,700 women die each year from breast cancer. Now you can make a contribution on your New York State tax return and join the fight against this dreaded disease.

Your contribution will enhance public awareness of the need for early detection, and support medical research into the causes of breast cancer and effective medical treatments.

By entering an amount in the *Gift for Breast Cancer Research and Education* area on your tax return, you will be helping to conquer this serious health threat to women. Together, we can make a difference.

When preparing and mailing your 1998 General Business Corporation Franchise Tax Return, please be sure to:

- Read the instructions.
- Use the correct forms.
- Use the preaddressed label. It will assist in the proper recording of your franchise tax return. Keep a record of your label information.
- If you are not using the label, include your employer identification number and file number on each form filed.
- Check the box located above the signature area on Form CT-3 or CT-4 if you do not need forms mailed to you next year.
- Have the appropriate individuals sign the completed return.
- Make your check payable to: **New York State Corporation Tax.**
- Attach Form CT-3-ATT and all other schedules you are required to file.
- Attach Form CT-244 if the corporation was involved in a merger, acquisition or consolidation.
- Attach a complete copy of your federal return to Form CT-3, or Form CT-4.
- Attach appropriate tax credit forms if you made an entry on Form CT-3, line 79 or line 99.
- Mail your return to: NYS CORPORATION TAX, PROCESSING UNIT, PO BOX 1909, ALBANY NY 12201-1909

Mailing Label

Use the mailing label provided by the Tax Department.

The preprinted mailing label contains the taxpayer account identification information necessary for correct and effective processing of your tax form.

Check your label to see that the information is complete and correct. If it is incorrect, make any corrections directly on the label. (You must also file Form DTF-95, *Change of Business Information*, with the Tax Department as soon as possible.) If your mailing address is incorrect, check the box next to the name and address block at the top of your corporation tax return.

Remove the peel-off label from the front cover of your packet or postcard and place it in the **name and address box** at the top of your corporation tax return.

To assist in processing your corporation tax forms as quickly and efficiently as possible, it is important that we have the necessary identifying information from your preprinted label.

Keep a record of the label information for future use.

Please be certain to include your employer identification number and file number on each corporation tax form mailed. This will facilitate processing of your return to the correct account. Without this information, we may not be able to process your return.

These numbers can be copied directly from the label.

Employer ID number	File number
Name	
Number and Street	
City and Town	State
	ZIP code

If you use a paid preparer or accounting firm, make sure they use the mailing label or label information when completing all forms prepared for you.

Need Help?

Telephone Assistance is available from 8:30 a.m. to 4:25 p.m. (eastern time), Monday through Friday. **For business tax information and forms**, call the Business Tax Information Center at 1 800 972-1233. **For general information**, call toll free 1 800 225-5829. **To order forms and publications**, call toll free 1 800 462-8100. **From areas outside the U.S. and outside Canada**, call (518) 485-6800.

Fax-on-Demand Forms Ordering System - Most forms are available by fax 24 hours a day, 7 days a week. Call toll free from the U.S. and Canada 1 800 748-3676. You must use a Touch Tone phone to order by fax. A fax code is used to identify each form.

Internet Access - <http://www.tax.state.ny.us>

Access our website for forms, publications, and information.

Hotline for the Hearing and Speech Impaired - If you have access to a telecommunications device for the deaf (TDD), you can get answers to your New York State tax questions by calling toll free from the U.S. and Canada 1 800 634-2110. Assistance is available from 8:30 a.m. to 4:15 p.m. (eastern time), Monday through Friday. If you do not own a TDD, check with independent living centers or community action programs to find out where machines are available for public use.

Persons with Disabilities - In compliance with the Americans with Disabilities Act, we will ensure that our lobbies, offices, meeting rooms, and other facilities are accessible to persons with disabilities. If you have questions about special accommodations for persons with disabilities, please call the information numbers listed above.

Mailing Address - If you need to write, address your letter to: NYS Tax Department, Taxpayer Assistance Bureau, W A Harriman Campus, Albany NY 12227.