

California S Corporation Franchise or Income Tax Return

2012

100S

For calendar year 2012 or fiscal year beginning month \_\_\_ day \_\_\_ year \_\_\_, and ending month \_\_\_ day \_\_\_ year \_\_\_.

Corporation name, California corporation number, Address (suite, room, or PMB no.), FEIN, City, State, ZIP Code, California Secretary of State file number

Schedule Q Questions: (continued on Side 2)

A1 FINAL RETURN? A2 Is the S corporation deferring any income from the disposition of assets? A3 Is the S corporation reporting previously deferred income from:

Table with columns for State Adjustments, CA Net Income, Taxes, and Payments. Rows include items like Ordinary income, Dividends received deduction, Net income for tax purposes, and Total tax.

|  |  |
|--|--|
| Refund or Amount Due   | <b>36 Franchise or income tax due.</b> If line 30 is more than line 35, subtract line 35 from line 30. Go to line 39 . . . . ● <b>36</b> <span style="float: right;">00</span>                         |
|  | <b>37 Overpayment.</b> If line 35 is more than line 30, subtract line 30 from line 35. . . . . ● <b>37</b> <span style="float: right;">00</span>   |
|  | <b>38</b> Amount of line 37 to be credited to 2013 estimated tax . . . . . ● <b>38</b> <span style="float: right;">00</span>   |
|  | <b>39 Use Tax. This is not a total line.</b> See instructions. . . . . ● <b>39</b> <span style="float: right;">00</span>   |
|  | <b>40 Refund.</b> If the sum of line 38 and line 39 is less than 37, then subtract the result from line 37. . . . . ● <b>40</b> <span style="float: right;">00</span>                                  |
|  | See instructions to have the refund directly deposited. <b>a</b> Routing number . . . . . ● <b>40a</b>   |
|  | <b>b</b> Type: Checking ● <input type="checkbox"/> Savings ● <input type="checkbox"/> <b>c</b> Account number . . . . . ● <b>40c</b>   |
|  | <b>41 a</b> Penalties and interest. <b>b</b> ● <input type="checkbox"/> Check if estimate penalty computed using Exception B or C. See instructions ● <b>41a</b> <span style="float: right;">00</span> |
| <b>42 Total amount due.</b> Add line 36, line 38, line 39, and line 41a, then subtract line 37 from the result . . . . . ● <b>42</b> <span style="float: right;">00</span> |  |

**Schedule Q Questions (continued from Side 1)**

**B 1.** During this taxable year, did another person or legal entity acquire control or majority ownership (more than a 50% interest) of this corporation or any of its subsidiaries that owned California real property (i.e., land, buildings), leased such property for a term of 35 years or more, or leased such property from a government agency for any term? . . . . . ●  Yes  No

**2.** During this taxable year, did this corporation or any of its subsidiaries acquire control or majority ownership (more than a 50% interest) in another legal entity that owned California real property (i.e., land, buildings), leased such property for a term of 35 years or more, or leased such property from a government agency for any term? . . . . ●  Yes  No

**3.** During this taxable year, has more than 50% of the voting stock of this corporation cumulatively transferred in one or more transactions after an interest in California real property (i.e., land, buildings) was transferred to it that was excluded from property tax reassessment under Revenue and Taxation Code section 62(a)(2) and it was not reported on a previous year's tax return? . . . . . ●  Yes  No  
(Yes requires filing of statement, penalties may apply— see instructions.)

**C** Principal business activity code.  
(Do not leave blank): . . . . . ● \_\_\_\_\_  
Business activity \_\_\_\_\_  
Product or service \_\_\_\_\_

**D** Is this S corporation filing on a water's-edge basis pursuant to R&TC Sections 25110 and 25113 for the current taxable year? . . . . . ●  Yes  No

**E** Does this tax return include Qualified Subchapter S Subsidiaries? . . . . . ●  Yes  No

**F** Date incorporated: \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_  
Where: ● State \_\_\_\_\_ Country \_\_\_\_\_

**G** Maximum number of shareholders in the S corporation at any time during the year: ● \_\_\_\_\_

**H** Date business began in California or date income was first derived from California sources: ● \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_

**I** Is the S corporation under audit by the IRS or has it been audited in a prior year? . . . . . ●  Yes  No

**J** Effective date of federal S election: ● \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_

**L** Accounting method: ● (1)  Cash (2)  Accrual (3)  Other

**M** Location of principal accounting records: \_\_\_\_\_

**N** "Doing business as" name. (See instructions): ● \_\_\_\_\_

**O** Have all required information returns (e.g., federal Form 1099, 8300 and state Forms 592, 592-B etc.) been filed with the Franchise Tax Board? . . . . .  N/A  Yes  No

**P** Is this S corporation apportioning income to California using Schedule R? . . . . . ●  Yes  No

**Q** Has the S corporation included a reportable transaction or listed transaction within this return? (See instructions for definitions). . . . . ●  Yes  No  
If "Yes," complete and attach federal Form 8886, for each transaction.

**R** Did this S corporation file the federal Schedule M-3(Form 1120S)? . . . . . ●  Yes  No

**S** Is form FTB 3544A attached to the return? . . . . . ●  Yes  No

**Schedule J Add-On Taxes and Recapture of Tax Credits.** See instructions.

|   |
|---|
| <b>1</b> LIFO recapture due to S corporation election (IRC Section 1363(d) deferral: \$ _____) . . . . . ● <b>1</b> <span style="float: right;">00</span>   |
| <b>2</b> Interest computed under the look-back method for completed long-term contracts (attach form FTB 3834) ● <b>2</b> <span style="float: right;">00</span>   |
| <b>3</b> Interest on tax attributable to installment: <b>a</b> ) Sales of certain timeshares and residential lots . . . . . ● <b>3a</b> <span style="float: right;">00</span>   |
| <b>b</b> ) Method for nondealer installment obligations . . . . . ● <b>3b</b> <span style="float: right;">00</span>   |
| <b>4</b> IRC Section 197(f)(9)(B)(ii) election . . . . . ● <b>4</b> <span style="float: right;">00</span>   |
| <b>5</b> Credit recapture name: _____ . . . . . ● <b>5</b> <span style="float: right;">00</span>  |
| <b>6</b> Combine line 1 through line 5. Revise the amount on line 36 or line 37 above, whichever applies, by this amount. Write "Schedule J" to the left of line 36 or line 37 . . . . . ● <b>6</b> <span style="float: right;">00</span> |

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

|  |             |            |                   |
|--|-------------|------------|-------------------|
| Signature of officer ▶ _____             | Title _____ | Date _____ | ● Telephone _____ |
| Officer's email address (optional) _____ |             |            | ( ) _____         |

**Paid Preparer's Use Only**

|  |            |   |                   |
|--|------------|---|-------------------|
| Preparer's signature ▶ _____                               | Date _____ | Check if self-employed <input type="checkbox"/> | ● PTIN _____      |
| Firm's name (or yours, if self-employed) and address _____ |            |   | ● FEIN _____      |
|  |            |   | ● Telephone _____ |

May the FTB discuss this return with the preparer shown above? See instructions . . . . . ●  Yes  No

**Schedule F Computation of Trade or Business Income.** See instructions.

|                   |  |            |    |
|-------------------|--|------------|----|
| <b>Income</b>     | 1 a) Gross receipts or sales _____ b) Less returns and allowances _____ c) Balance . . ●                             | <b>1c</b>  | 00 |
|                   | 2 Cost of goods sold from Schedule V, line 8 . . . . .   | <b>2</b>   | 00 |
|                   | 3 Gross profit. Subtract line 2 from line 1c . . . . .   | <b>3</b>   | 00 |
|                   | 4 Net gain (loss). Attach schedule . . . . .   | <b>4</b>   | 00 |
|                   | 5 Other income (loss). Attach schedule . . . . . ●   | <b>5</b>   | 00 |
|                   | 6 <b>Total income (loss).</b> Combine line 3 through line 5 . . . . .  | <b>6</b>   | 00 |
| <b>Deductions</b> | 7 Compensation of officers. Attach schedule. See instructions . . . . .  | <b>7</b>   | 00 |
|                   | 8 Salaries and wages . . . . . ●   | <b>8</b>   | 00 |
|                   | 9 Repairs . . . . .  | <b>9</b>   | 00 |
|                   | 10 Bad debts . . . . .   | <b>10</b>  | 00 |
|                   | 11 Rents . . . . . ●   | <b>11</b>  | 00 |
|                   | 12 Taxes . . . . .   | <b>12</b>  | 00 |
|                   | 13 Interest . . . . .  | <b>13</b>  | 00 |
|                   | 14 a) Depreciation _____ b) Less depreciation reported elsewhere on return _____ c) Balance . . ●                    | <b>14c</b> | 00 |
|                   | 15 Depletion . . . . .   | <b>15</b>  | 00 |
|                   | 16 Advertising . . . . .   | <b>16</b>  | 00 |
|                   | 17 Pension, profit-sharing plans, etc. . . . . ●   | <b>17</b>  | 00 |
|                   | 18 Employee benefit programs . . . . . ●   | <b>18</b>  | 00 |
|                   | 19 a) Total travel and entertainment _____ b) Deductible amount . . . . .  | <b>19b</b> | 00 |
|                   | 20 Other deductions. Attach schedule . . . . . ●   | <b>20</b>  | 00 |
|                   | 21 <b>Total deductions.</b> Add line 7 through line 20 . . . . . ●   | <b>21</b>  | 00 |
|                   | 22 Ordinary income (loss) from trade or business. Subtract line 21 from line 6. Enter here and on Side 1, line 1 . ● | <b>22</b>  | 00 |

The corporation may not be required to complete Schedule L and Schedule M-1. See Schedule L and Schedule M-1 instructions for reporting requirements.

| <b>Schedule L Balance Sheet</b>                                  | <b>Beginning of taxable year</b> |            | <b>End of taxable year</b> |            |
|--|----------------------------------|------------|----------------------------|------------|
|  | <b>(a)</b>                       | <b>(b)</b> | <b>(c)</b>                 | <b>(d)</b> |
| <b>Assets</b>  |                                  |            |                            |            |
| 1 Cash . . . . .   |                                  |            |                            | ●          |
| 2 a Trade notes and accounts receivable . . . . .                |                                  |            |                            |            |
| b Less allowance for bad debts . . . . .                         | ( )                              |            | ( )                        |            |
| 3 Inventories . . . . .  |                                  |            |                            | ●          |
| 4 Federal and state government obligations . . . . .             |                                  |            |                            |            |
| 5 Other current assets. Attach schedule(s) . . . . .             |                                  |            |                            | ●          |
| 6 Loans to shareholders. Attach schedule(s) . . . . .            |                                  |            |                            | ●          |
| 7 Mortgage and real estate loans . . . . .                       |                                  |            |                            |            |
| 8 Other investments. Attach schedule(s) . . . . .                |                                  |            |                            | ●          |
| 9 a Buildings and other fixed depreciable assets . . . . .       |                                  |            |                            |            |
| b Less accumulated depreciation . . . . .                        | ( )                              |            | ( )                        | ●          |
| 10 a Depletable assets . . . . .                                 |                                  |            |                            |            |
| b Less accumulated depletion . . . . .                           | ( )                              |            | ( )                        |            |
| 11 Land (net of any amortization) . . . . .                      |                                  |            |                            | ●          |
| 12 a Intangible assets (amortizable only) . . . . .              |                                  |            |                            |            |
| b Less accumulated amortization . . . . .                        | ( )                              |            | ( )                        |            |
| 13 Other assets. Attach schedule(s) . . . . .                    |                                  |            |                            | ●          |
| 14 <b>Total assets.</b> . . . . .                                |                                  | ●          |                            | ●          |
| <b>Liabilities and shareholders' equity</b>                      |                                  |            |                            |            |
| 15 Accounts payable . . . . .                                    |                                  |            |                            |            |
| 16 Mortgages, notes, bonds payable in less than 1 year . . . . . |                                  |            |                            |            |
| 17 Other current liabilities. Attach schedule(s) . . . . .       |                                  |            |                            |            |
| 18 Loans from shareholders. Attach schedule(s) . . . . .         |                                  |            |                            | ●          |
| 19 Mortgages, notes, bonds payable in 1 year or more . . . . .   |                                  |            |                            | ●          |
| 20 Other liabilities. Attach schedule(s) . . . . .               |                                  |            |                            |            |
| 21 Capital stock . . . . . ●                                     |                                  | ●          |                            | ●          |
| 22 Paid-in or capital surplus . . . . . ●                        |                                  | ●          |                            | ●          |
| 23 Retained earnings . . . . . ●                                 |                                  | ●          |                            | ●          |
| 24 Adjustments. Attach schedule(s) . . . . .                     |                                  |            |                            |            |
| 25 Less cost of treasury stock . . . . . ● ( )                   |                                  |            |                            | ● ( )      |
| 26 <b>Total liabilities and shareholders' equity</b> . . . . .   |                                  |            |                            |            |

**Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return.**  
 If the S corporation completed federal Schedule M-3 (Form 1120S). See instructions.

|  |  |  |
|--|--|--|
| <b>1</b> Net income per books .....<br><b>2</b> Income included on Schedule K, line 1 through line 10b, not recorded on books this year (itemize).....<br><b>3</b> Expenses recorded on books this year not included on Schedule K, line 1 through line 12e (itemize)<br><b>a</b> Depreciation ..... \$ .....<br><b>b</b> State taxes ..... \$ .....<br><b>c</b> Travel and entertainment ..... \$ .....<br><b>d</b> Other ..... \$ .....<br><b>e</b> Total. Add line 3a through line 3d .....<br><b>4</b> Total. Add line 1 through line 3e ..... | <b>5</b> Income recorded on books this year not included on Schedule K, line 1 through line 10b (itemize)<br><b>a</b> Tax-exempt interest \$ .....<br><b>b</b> Other \$ .....<br><b>c</b> Total. Add line 5a and line 5b .....<br><b>6</b> Deductions included on Schedule K, line 1 through line 12e, not charged against book income this year (itemize)<br><b>a</b> Depreciation \$ .....<br><b>b</b> State tax refunds \$ .....<br><b>c</b> Other \$ .....<br><b>d</b> Total. Add line 6a through line 6c .....<br><b>7</b> Total. Add line 5c and line 6d .....<br><b>8</b> Income (loss) (Schedule K, line 19, col. d). Line 4 less line 7 ..... |  |
|--|--|--|

**Schedule M-2 CA Accumulated Adjustments Account, Other Adjustments Account, and Other Retained Earnings.** See instructions.

| Important: Use California figures and federal procedures.  | (a)<br>Accumulated adjustments account | (b)<br>Other adjustments account | (c)<br>Other retained earnings (see instructions) |
|--|--|----------------------------------|---|
| <b>1</b> Balance at beginning of year .....  |  |                                  |   |
| <b>2</b> Ordinary income from Form 100S, Side 1, line 1 .....  |  |                                  |   |
| <b>3</b> Other additions .....   |  |                                  |   |
| <b>4</b> Loss from Form 100S, Side 1, line 1 .....   | ( )                                    |                                  |   |
| <b>5</b> Other reductions .....  | ( )                                    | ( )                              | ( )   |
| <b>6</b> Combine line 1 through line 5 .....   |  |                                  |   |
| <b>7</b> Distributions other than dividend distributions .....   |  |                                  |   |
| <b>8</b> Balance at end of year. Subtract line 7 from line 6 .....   |  |                                  |   |
| <b>9</b> Retained earnings at end of year. Add line 8, column (a) through column (c) .....   |  |                                  |   |
| <input type="checkbox"/> If the corp. has C corp. E&P at the end of the taxable year, check the box and enter the amount. See instructions ..... |  |                                  |   |

**Schedule V Cost of Goods Sold**

|  |          |    |
|--|----------|----|
| <b>1</b> Inventory at beginning of year .....                  | <b>1</b> | 00 |
| <b>2</b> Purchases .....                                       | <b>2</b> | 00 |
| <b>3</b> Cost of labor .....                                   | <b>3</b> | 00 |
| <b>4</b> Other IRC Section 263A costs. Attach schedule .....   | <b>4</b> | 00 |
| <b>5</b> Other costs. Attach schedule .....                    | <b>5</b> | 00 |
| <b>6</b> Total. Add line 1 through line 5 .....                | <b>6</b> | 00 |
| <b>7</b> Inventory at end of year .....                        | <b>7</b> | 00 |
| <b>8</b> Cost of goods sold. Subtract line 7 from line 6 ..... | <b>8</b> | 00 |

Was there any change in determining quantities, costs, or valuations between opening and closing inventory? .....  Yes  No  
 If "Yes," attach an explanation. Enter California seller's permit number, if any ► ..... Method of inventory valuation

Check if the LIFO inventory method was adopted this taxable year for any goods. If checked, attach federal Form 970. ....   
 If the LIFO inventory method was used for this taxable year, enter the amount of closing inventory computed under LIFO ..... ●

| <b>Schedule K S Corporation Shareholder's Shares of Income, Deductions, Credits, etc.</b> |  |      |                                      |                              |   |
|---|--|------|--------------------------------------|------------------------------|---|
|   | (a)<br>Pro-rata share items  |      | (b)<br>Amount from federal K (1120S) | (c)<br>California Adjustment | (d)<br>Total amounts using California law |
| Income (Loss)   | 1 Ordinary business income (loss) . . . . .  | 1    |                                      |                              | ●   |
|   | 2 Net rental real estate income (loss). Attach federal Form 8825 . . . . .   | 2    |                                      |                              | ●   |
|   | 3 a Other gross rental income (loss) . . . . .   | 3a   |                                      |                              |   |
|   | b Expenses from other rental activities. Attach schedule . . . . .   | 3b   |                                      |                              |   |
|   | c Other net rental income (loss). Subtract line 3b from line 3a . . . . .  | 3c   |                                      |                              | ●   |
|   | 4 Interest income . . . . .  | 4    |                                      |                              | ●   |
|   | 5 Dividends. See instructions . . . . .  | 5    |                                      |                              | ●   |
|   | 6 Royalties . . . . .  | 6    |                                      |                              | ●   |
|   | 7 Net short-term capital gain (loss). Attach Schedule D (100S) . . . . .   | 7    |                                      |                              | ●   |
| 8 Net long-term capital gain (loss). Attach Schedule D (100S) . . . . .                   | 8  |      |                                      | ●                            |   |
| 9 Net Section 1231 gain (loss) . . . . .  | 9  |      |                                      | ●                            |   |
| Other Income (Loss)   | 10 a Other portfolio income (loss). Attach schedule . . . . .  | 10a  |                                      |                              | ●   |
|   | b Other income (loss). Attach schedule . . . . .   | 10b  |                                      |                              | ●   |
| Deductions  | 11 Expense deduction for recovery property (IRC Section 179 and R&TC Sections 17267.2, 17267.6 and 17268) Attach Schedule B (100S) . . . . .   | 11   |                                      |                              |   |
|   | 12 a Charitable contributions . . . . .  | 12a  |                                      |                              | ●   |
|   | b Investment interest expense . . . . .  | 12b  |                                      |                              | ●   |
|   | c 1 Section 59(e)(2) expenditures . . . . .  | 12c1 |                                      |                              |   |
|   | 2 Type of expenditures . . . . .   | 12c2 |                                      |                              |   |
|   | d Deductions-portfolio. Attach schedule . . . . .  | 12d  |                                      |                              | ●   |
| e Other deductions. Attach schedule . . . . .   | 12e  |      |                                      |                              |   |
| Credits   | 13 a Low-income housing credit. See instructions . . . . .   | 13a  |                                      |                              | ●   |
|   | b Credits related to rental real estate activities. Attach schedule . . . . .  | 13b  |                                      |                              | ●   |
|   | c Credits related to other rental activities. See instructions. Attach schedule . . . . .  | 13c  |                                      |                              | ●   |
|   | d Other credits. Attach schedule . . . . .   | 13d  |                                      |                              | ●   |
|   | e New jobs credit . . . . .  | 13e  |                                      |                              |   |
| 14 Total withholding allocated to all shareholders . . . . .                              | 14   |      |                                      |                              |   |
| Alternative Minimum Tax (AMT) Items   | 15 a Depreciation adjustment on property placed in service after 12/31/86 . . . . .  | 15a  |                                      |                              |   |
|   | b Adjusted gain or loss. See instructions . . . . .  | 15b  |                                      |                              |   |
|   | c Depletion (other than oil and gas) . . . . .   | 15c  |                                      |                              |   |
|   | d 1 Gross income from oil, gas, and geothermal properties . . . . .  | 15d1 |                                      |                              |   |
|   | 2 Deductions allocable to oil, gas, and geothermal properties . . . . .  | 15d2 |                                      |                              |   |
| e Other AMT items . . . . .   | 15e  |      |                                      |                              |   |
| Items affecting Shareholder Basis   | 16 a Tax-exempt interest income . . . . .  | 16a  |                                      |                              |   |
|   | b Other tax-exempt income . . . . .  | 16b  |                                      |                              | ●   |
|   | c Nondeductible expenses . . . . .   | 16c  |                                      |                              |   |
|   | d Total property distributions (including cash) other than dividends distribution reported on line 17c . . . . .   | 16d  |                                      |                              | ●   |
| Other Information   | 17 a Investment income. See instructions . . . . .   | 17a  |                                      |                              |   |
|   | b Investment expenses. See instructions . . . . .  | 17b  |                                      |                              |   |
|   | c Total dividend distributions paid from accumulated earnings and profits . . . . .  | 17c  |                                      |                              | ●   |
|   | d Other items and amounts not included in lines 1 - 17b and lines 18a-e that are required to be reported separately to shareholders. Attach schedule . . . . .   | 17d  |                                      |                              | ●   |
| Other State Taxes   | 18 a Type of income . . . . .  | 18a  |                                      |                              |   |
|   | b Name of state . . . . .  | 18b  |                                      |                              |   |
|   | c Total gross income from sources outside California. Attach schedule . . . . .  | 18c  |                                      |                              |   |
|   | d Total applicable deductions and losses. Attach schedule . . . . .  | 18d  |                                      |                              |   |
|   | e Total other state taxes. Check one: <input type="checkbox"/> Paid <input type="checkbox"/> Accrued . . . . .   | 18e  |                                      |                              | ●   |
| Reconciliation  | 19 Income (loss) (required only if Schedule M-1 must be completed). Combine line 1, line 2, and line 3c through line 10b. From the result, subtract the sum of lines 11, 12a, 12b, 12c1, 12d and 12e . . . . . | 19   |                                      |                              | ●   |