TAXABLE YEAR

2012

California Corporation Franchise or Income Tax Return — Water's-Edge Filers

FORM

100W

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*)

A **FINAL RETURN?** ● ☐ Dissolved ☐ Surrendered (withdrawn) ☐ Merged/Reorganized ☐ IRC Section 338 sale ☐ QSub election
Enter date ● ____________________

B **1.** Is income included in a combined report of a unitary group? . . . ● ☐ Yes ☐ No
2. If "Yes," indicate: ☐ wholly within CA (R&TC 25101.15) ☐ within and outside of CA
3. Is there a change in the members listed in Schedule R-7 from the prior year? . . . ● ☐ Yes ☐ No
4. Enter the number of members (including parent or key corporation) listed in the Schedule R-7, Part I, Section A, subject to income or franchise tax . . . ● ______
5. Is form FTB 3544 **and/or** 3544A attached to the return? . . . ● ☐ Yes ☐ No

State Adjustments

1	Net income (loss) before state adjustments. See instructions ●			1		00
2	Amount deducted for foreign or domestic tax based on income or profits from Schedule A ●			2		00
3	Amount deducted for tax under the provisions of the Corporation Tax Law from Schedule A ●			3		00
4	Interest on government obligations ●			4		00
5	Net California capital gain from Side 5, Schedule D, line 11 ●			5		00
6	Depreciation and amortization in excess of amount allowed under California law. Attach form FTB 3885 ●			6		00
7 a	Net income from included CFCs from form FTB 2416, column (i). See instructions ●			7a		00
b	Net income from corporations not included in federal consolidated return. See instructions ●			7b		00
8	Other additions. Attach schedule(s) ●			8		00
9	Total. Add line 1 through line 8 ●			9		00
10	Intercompany dividend deduction. Attach Schedule H (100W) ●	10	00			
11 a	Foreign dividend deduction. Attach Schedule H (100W) ●	11a	00			
b	Dividends received deduction. Attach Schedule H (100W) ●	11b	00			
12	Additional depreciation allowed under CA law. Attach form FTB 3885 ●	12	00			
13	Capital gain from federal Form 1120, line 8 ●	13	00			
14	Contributions ●	14	00			
15	EZ, TTA, or LAMBRA business expense and EZ net interest deduction ●	15	00			
16	Other deductions. Attach schedule(s) ●	16	00			
17	Total. Add line 10 through line 16 ●			17		00
18	Net income (loss) after state adjustments. Subtract line 17 from line 9 ●			18		00

CA Net Income

19	Net income (loss) for state purposes. Complete Schedule R if apportioning income. See instructions ●			19		00
20	Net operating loss (NOL) carryover deduction. See instructions ●	20	00			
21	Pierce's disease, EZ, LARZ, TTA, or LAMBRA NOL carryover deduction ●	21	00			
22	Disaster loss carryover deduction. See instructions ●	22	00			
23	Net income for tax purposes. Combine line 20 through line 22. Then, subtract from line 19 ●			23		00

Taxes

24	Tax. __________% x line 23 (not less than minimum franchise tax, if applicable). See instructions ●			24		00
25	New jobs credit . . . **a)** amount generated ● ____________ **b)** amount claimed ●			25b		00
26a	Credit name ______________ code no. __ __ __ amount ▶	26a	00			
b	Credit name ______________ code no. __ __ __ amount ▶	26b	00			
27	To claim more than two credits, see instructions ●	27	00			
28	Add line 25b through line 27 ●			28		00
29	**Balance**. Subtract line 28 from line 24 (not less than minimum franchise tax, if applicable) ●			29		00
30	Alternative minimum tax. Attach Schedule P (100W). See instructions ●			30		00
31	**Total tax.** Add line 29 and line 30 ●			31		00

Payments

32	Overpayment from prior year allowed as a credit ●	32	00			
33	**2012 Estimated tax payments.** See instructions ●	33	00			
34	2012 Withholding (Form 592-B and/or 593). See instructions ●	34	00			
35	Amount paid with extension of time to file tax return ●	35	00			
36	Total payments. Add line 32 through line 35 ●			36		00

Refund or Amount Due

37	**Tax due.** If line 31 is more than line 36, subtract line 36 from line 31. Go to line 41 ●	37	00
38	**Overpayment.** If line 36 is more than line 31, subtract line 31 from line 36 ●	38	00
39	Amount of line 38 to be credited to 2013 estimated tax ●	39	00
40	**Refund.** Amount of line 38 to be refunded. Line 38 less line 39. ●	40	00
	See instructions to have the refund directly deposited. **a** Routing number ●	40a	
	b Type: Checking ● ☐ Savings ● ☐ **c** Account number ●	40c	
41	**a** Penalties and interest ●	41a	00
	b ● ☐ Check if estimate penalty computed using Exception B or C. See instructions.		
42	**Total amount due.** Add line 37 and line 41a. Pay this amount	42	00

Schedule Q Questions (continued from Side 1)

C This return is being filed pursuant to a water's-edge election under R&TC Section 25113, commencing on ● (enter date) ____/____/______

D Was the corporation's income included in a consolidated federal return? ● ☐ Yes ☐ No

E Principal business activity code. (**Do not** leave blank): ● ______
Business activity ______
Product or service ______

F Date incorporated: ____/____/______
Where: ● State ____ Country ______

G Date business began in California or date income was first derived from California sources ● ____/____/______

H First return? ● ☐ Yes ☐ No If "Yes" and this corporation is a successor to a previously existing business, check the appropriate box.
●**(1)** ☐ sole proprietorship **(2)** ☐ partnership **(3)** ☐ joint venture
(4) ☐ corporation **(5)** ☐ other
(attach statement showing name, address, and FEIN/SSN/ITIN of previous business)

I "Doing business as" name. See instructions: ● ______

J **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 R&TC 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.)

K At any time during the taxable year, was more than 50% of the voting stock:
1. Of the corporation owned by any single interest? ● ☐ Yes ☐ No
2. Of another corporation owned by this corporation? ● ☐ Yes ☐ No
3. Of this and one or more other corporations owned or controlled, directly or indirectly, by the same interests? ● ☐ Yes ☐ No
If 1 or 3 is "Yes," enter the country of the ultimate parent
● ______
If 1, 2, or 3 is "Yes," furnish a statement of ownership indicating pertinent names, addresses, and percentages of stock owned. If the owner(s) is an individual, provide the SSN/ITIN.

L Has the 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.

M Is this corporation apportioning income to California using Schedule R? ● ☐ Yes ☐ No

N How many affiliates in the combined report are claiming immunity from taxation in California under Public Law 86-272? ● ______

O Corporation headquarters are: ● **(1)** ☐ Within California **(2)** ☐ Outside of California, within the U.S. **(3)** ☐ Outside of the U.S.

P Location of principal accounting records ______

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

R Does this corporation or any of its subsidiaries have a Deferred Intercompany Stock Account (DISA)? ● ☐ Yes ☐ No
If "Yes," enter the total balance of all DISAs ● $______

S Is this corporation or any of its subsidiaries a RIC? ● ☐ Yes ☐ No

T Is this corporation treated as a REMIC for California purposes? ● ☐ Yes ☐ No

U Is this corporation a REIT for California purposes? ● ☐ Yes ☐ No

V Is this corporation an LLC or limited partnership electing to be taxed as a corporation for federal purposes? ● ☐ Yes ☐ No

W Is this corporation to be treated as a credit union? ● ☐ Yes ☐ No

X Is the corporation under audit by the IRS or has it been audited by the IRS in a prior year? ● ☐ Yes ☐ No

Y Have all required information returns (e.g. federal Forms 1099, 5471, 5472, 8300, 8865, etc.) been filed with the Franchise Tax Board? ☐ N/A ☐ Yes ☐ No

Z Does the taxpayer (or any corporation of the taxpayer's combined group, if applicable) own 80% or more of the stock of an insurance company? ☐ Yes ☐ No

AA Did the corporation file the federal Schedule UTP (Form 1120)? ● ☐ Yes ☐ No

BB Does any member of the combined report own an SMLLC or generate/claim credits that are attributable to an SMLLC? ☐ Yes ☐ No

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 ▶ ☐	● 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

For Privacy Notice, get form FTB 1131.

Schedule A Taxes Deducted. Use additional sheet(s) if necessary.

(a) Nature of tax	(b) Taxing authority	(c) Total amount	(d) Nondeductible amount
			00
			00
Total. Enter total of column (c) on Schedule F, line 17, and total of column (d) on Side 1, line 2 or line 3. If the corporation uses California computation method to compute the net income, see instructions..			00

Schedule F Computation of Net Income. See instructions.

Income

1 a Gross receipts or gross sales ________ b Less returns and allowance ________ c) Balance . . . . . ●	1c		00
2 Cost of goods sold. Attach federal Form 1125-A (California Schedule V) . . . ●	2		00
3 Gross profit. Subtract line 2 from line 1c . . . ●	3		00
4 Total dividends. Attach federal Schedule C, California Schedule H (100W) . . . ●	4		00
5 a Interest on obligations of the United States and U.S. instrumentalities . . . ●	5a		00
b Other interest. Attach schedule . . . ●	5b		00
6 Gross rents . . . ●	6		00
7 Gross royalties . . . ●	7		00
8 Capital gain net income. Attach federal Schedule D (California Schedule D) . . . ●	8		00
9 Ordinary gain (loss). Attach federal Form 4797 (California Schedule D-1) . . . ●	9		00
10 Other income (loss). Attach schedule . . . ●	10		00
11 **Total income.** Add line 3 through line 10 . . . ●	11		00

Deductions

12 Compensation of officers. Attach federal Form 1125-E or equivalent schedule . . . ●			12		00	
13 Salaries and wages (not deducted elsewhere) . . . ●			13		00	
14 Repairs . . .			14		00	
15 Bad debts . . . ●			15		00	
16 Rents . . . ●			16		00	
17 Taxes (California Schedule A). See instructions . . . ●			17		00	
18 Interest. Attach schedule . . . ●			18		00	
19 Contributions. Attach schedule . . . ●			19		00	
20 Depreciation. Attach federal Form 4562 and FTB 3885	20					
21 Less depreciation claimed elsewhere on return	21a	●	21b		00	
22 Depletion. Attach schedule . . . ●			22		00	
23 Advertising . . .			23		00	
24 Pension, profit-sharing plans, etc. . . .			24		00	
25 Employee benefit plans . . .			25		00	
26 a Total travel and entertainment ________ b Deductible amounts . . . ●			26b		00	
27 Other deductions. Attach schedule . . . ●			27		00	
28 **Total deductions.** Add line 12 through line 27 . . . ●					28	00
29 Net income before state adjustments. Subtract line 28 from line 11. Enter here and on Side 1, line 1 . . . ●					29	00

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

1 LIFO recapture due to S corporation election, IRC Sec. 1363(d) deferral: $________ . . . . . . ●	1		00
2 Interest computed under the look-back method for completed long-term contracts (Attach form FTB 3834) . . . ●	2		00
3 Interest on tax attributable to installment: a Sales of certain timeshares and residential lots . . . ●	3a		00
b Method for nondealer installment obligations . . . ●	3b		00
4 IRC Section 197(f)(9)(B)(ii) election . . . ●	4		00
5 Credit recapture name:________ . . . . ●	5		00
6 Combine line 1 through line 5, revise Side 2, line 37 or line 38, whichever applies, by this amount. Write "Schedule J" to the left of line 37 or line 38 . . . ●	6		00

Schedule V Cost of Goods Sold

1 Inventory at beginning of year	1		00
2 Purchases	2		00
3 Cost of labor. ●	3		00
4 a Additional IRC Section 263A costs. Attach schedule ●	4a		00
b Other costs. Attach schedule ●	4b		00
5 Total. Add line 1 through line 4b	5		00
6 Inventory at end of year	6		00
7 Cost of goods sold. Subtract line 6 from line 5. Enter here and on Side 3, Schedule F, line 2	7		00

Method of inventory valuation ▶ ______

Was there any change in determining quantities, costs of valuations between opening and closing inventory? ☐ Yes ☐ No

If "Yes," attach an explanation.

Enter California seller's permit number, if any ▶ ______

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 under LIFO______

Do the rules of IRC Section 263A (with respect to property produced or acquired for resale) apply to the corporation? ☐ Yes ☐ No

The corporation may not be required to complete Schedules L, M-1, and M-2. See Schedule M-1 instructions for reporting requirements.

Schedule L Balance Sheet

	Beginning of taxable year		End of taxable year	
Assets	(a)	(b)	(c)	(d)
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 stockholders/officers. Attach schedule				●
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 **Total assets**				●
Liabilities and Stockholders' Equity				
15 Accounts payable				●
16 Mortgages, notes, bonds payable in less than 1 year				●
17 Other current liabilities. Attach schedule(s)				
18 Loans from stockholders. Attach schedule(s)				●
19 Mortgages, notes, bonds payable in 1 year or more				●
20 Other liabilities. Attach schedule(s)				●
21 Capital stock: a Preferred stock			●	
b Common stock			●	●
22 Paid-in or capital surplus. Attach reconciliation				●
23 Retained earnings – Appropriated. Attach schedule				
24 Retained earnings – Unappropriated				
25 Adjustments to shareholders' equity. Attach schedule				
26 Less cost of treasury stock		( )		( )
27 **Total liabilities and stockholders' equity**				

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

If the corporation **completed** federal **Schedule M-3 (Form 1120/1120-F),** see instructions.

1 Net income per books ●		7 Income recorded on books this year not included in this return (itemize) a Tax-exempt interest $ b Other $	
2 Federal income tax ●		c Total. Add line 7a and line 7b ●	
3 Excess of capital losses over capital gains ●		8 Deductions in this return not charged against book income this year (itemize) a Depreciation $ b State tax refunds $ c Other $	
4 Taxable income not recorded on books this year (itemize) ●		d Total. Add line 8a through line 8c ●	
5 Expenses recorded on books this year not deducted in this return (itemize) a Depreciation $ b State taxes $ c Travel and entertainment $ d Other $		9 Total. Add line 7c and line 8d	
e Total. Add line 5a through line 5d ●		10 Net income per return. Subtract line 9 from line 6	
6 Total. Add line 1 through line 5e			

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Side 4, Schedule L, line 24)

1 Balance at beginning of year ●		5 Distributions: a Cash ●	
2 Net income per books ●		b Stock ●	
3 Other increases (itemize) ●		c Property ●	
		6 Other decreases (itemize) ●	
		7 Total. Add line 5 and line 6	
4 Total. Add line 1 through line 3		8 Balance at end of year. Subtract line 7 from line 4	

Schedule D California Capital Gains and Losses

Part I Short-Term Capital Gains and Losses – Assets Held One Year or Less. Use additional sheet(s) if necessary.

(a) Kind of property and description (Example, 100 shares of Z Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Gain (loss) (d) less (e)
1					00
					00
					00
					00
					00

2 Short-term capital gain from installment sales from form FTB 3805E, line 26 or line 37	2	00
3 Unused capital loss carryover from 2011	3	00
4 Net short-term capital gain (loss). Combine line 1 through line 3 ●	4	00

Part II Long-Term Capital Gains and Losses – Assets Held More Than One Year. Use additional sheet(s) if necessary.

(a)	(b)	(c)	(d)	(e)	(f)
5					00
					00
					00
					00
					00

6 Enter gain from Schedule D-1, line 9 and/or any capital gain distributions	6	00
7 Long-term capital gain from installment sales from form FTB 3805E, line 26 or line 37	7	00
8 Net long-term capital gain (loss). Combine line 5 through line 7 ●	8	00
9 Enter excess of net short-term capital gain (line 4) over net long-term capital loss (line 8)	9	00
10 Net capital gain. Enter excess of net long-term capital gain (line 8) over net short-term capital loss (line 4)	10	00
11 Total lines 9 and 10. Enter here and on Form 100W, Side 1, line 5. If losses exceed gains, carry forward losses to 2013	11	00