

Issued under authority of Public Act 38 of 2011.

Designated Member Name	Federal Employer Identification Number (FEIN) or TR Number
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List the UBG members whose activity is included on the combined return supported by this form, beginning with the Designated Member. Include all UBG members (with or without nexus), except those excluded in Part 3. If more than one page is needed, on each additional page repeat the DM's name and FEIN or TR Number in the field at the top of the page, but not on line 1.

[illegible]

If more than one page is needed to complete Part 1, duplicate answers on lines 2 and 3 on all copies of this page.

	A Combined Total Before Eliminations	B Eliminations	C Combined Total After Eliminations
2. Michigan Gross Business. Carry 2C to Form 4908, line 9a			
3. Total Gross Business. Carry 3C to Form 4908, line 9b			

PART 2B: MEMBER DATA FOR COMBINED RETURN — Complete a separate copy of Part 2B for each UBG member listed in Part 1.

4. Member Name			Member FEIN or TR Number	
5. Member Address (Street)			10. Organization Type	
City	State	ZIP/Postal Code	<input type="checkbox"/> Fiduciary	<input type="checkbox"/> S Corporation / LLC S Corporation
	Beginning	Ending	<input type="checkbox"/> C Corporation / LLC C Corporation	<input type="checkbox"/> Partnership / LLC Partnership
6. Federal Tax Period Included in Return (MM-DD-YYYY)				
7. If part year member, enter membership dates (MM-DD-YYYY)			11. <input type="checkbox"/> Check if Nexus with Michigan	
8. NAICS Code	9. If discontinued, effective date		12. <input type="checkbox"/> Check if New Member	
13. Nature of business activities or operations resulting in a flow of value between members, or integration, dependence or contribution to other members				

FRANCHISE TAX BASE

Lines 14-16: If less than 0, enter 0.

FRANCHISE TAX BASE		A 2008	B 2009	C 2010	D 2011	E 2012
<i>Lines 14-16: If less than 0, enter 0.</i>						
14. Equity Capital	14.					
15. Average daily book value of MI obligations	15.					
16. Average daily book value of U.S. obligations..	16.					
17. Subtotal. Add lines 15 and 16..	17.					
18. Net Capital. Subtract line 17 from line 14.....	18.					
19. a. Authorized insurance co. subsidiary: enter actual capital fund amt	19a.					
b. Minimum regulatory amt. required	19b.					
c. Multiply line 19b by 125% (1.25) .	19c.					
d. Subtract line 19c from 19a. If less than zero, enter zero.....	19d.					
20. Add lines 18 and 19d.....	20.					
21. Add lines 20A, 20B, 20C, 20D and 20E	21.					00
22. Net Capital for Current Taxable Year. Divide line 21 by number of tax years reported above.....	22.					00

MEMBER BUSINESS

23.	Michigan Gross Business. Carry combined total of line 23 entries to Part 2A, line 2A.....	23.		00
24.	Total Gross Business. Carry combined total of line 24 entries to Part 2A, line 3A.....	24.		00

PAYMENTS. See instructions

25.	Overpayment credited from prior tax return (MBT or CIT).....	25.		00
26.	Estimated tax payments	26.		00
27.	Flow-Through Withholding payments	27.		00
28.	Tax paid with request for extension	28.		00

PART 3: AFFILIATES EXCLUDED FROM THE COMBINED RETURN OF FINANCIAL INSTITUTIONS

List every person (with or without nexus) for which the "greater than 50 percent" ownership test of a Michigan Unitary Business Group is satisfied, which is not included on the combined return of financial institutions supported by this form. Using the list of reason codes for exclusion in the instructions, identify in column D why each entity is not included in the combined return. If any entity listed here is part of a federal consolidated group, attach a copy of U.S. Form 851.

29. A Number From U.S. Form 851 (if applicable)	B Name	C FEIN or TR Number	D Reason Code for Exclusion	E Check (X) if Nexus with Michigan	F NAICS Code

PART 4: PERSONS INCLUDED IN THE PRIOR COMBINED RETURN, BUT EXCLUDED FROM CURRENT RETURN

List each member included in the immediately preceding combined return of this Designated Member that is not included on the return supported by this form. An entity that satisfies the criteria of Part 3 and Part 4 should be listed in each part. See column C instructions for a list of reason codes.

30. A Name	B FEIN or TR Number	C Reason This Entity Is Not on Current Return

Instructions for Form 4910

Corporate Income Tax (CIT) Unitary Business Group Combined Filing Schedule for Financial Institutions

Purpose

The purpose of this form is to:

- Identify all members of a Unitary Business Group (UBG) that are reporting on this return.
- Gather tax return data for each member included in the financial institution's combined return on a separate basis, make appropriate eliminations, and determine combined UBG data for the tax return.

NOTE: This is not the primary return. It is designed to support the *CIT Annual Return for Financial Institutions* (Form 4908) submitted on behalf of the UBG by the Designated Member (DM). Even if there is only one financial institution member in a UBG, that member must file this form in support of its Form 4908.

General Information About UBGs in CIT

Unitary Business Group means a group of United States persons, other than a foreign operating entity, that satisfies the control test and relationship test.

United States person is defined in Internal Revenue Code (IRC) § 7701(a)(30). A *foreign operating entity* is defined by statute in Michigan Compiled Laws (MCL) 206.607(3).

For more information on UBGs, see the *CIT Forms and Instructions for Standard Taxpayers* (Form 4890), or go online to the Department of Treasury Web site at www.michigan.gov/taxes.

Filing Procedures for UBGs

By definition, a UBG can include standard taxpayers, insurance companies, and financial institutions. Note that an entity that would otherwise be standard but is owned by and unitary with a financial institution is defined by statute to be a financial institution. In some cases, however, not all members of the UBG will be included on the same return. Financial institution members file a combined return on Form 4908 with Form 4910 filed in support.

Form 4910 is used to gather and combine data from each financial institution member of the UBG to support the group's Form 4908 and related forms. This form must be completed before the group's Form 4908 and related forms are completed.

Financial institutions include any of the following:

- A bank holding company, a national bank, a state chartered bank, a state chartered savings bank, a federally chartered savings association, or a federally chartered farm credit system institution.
- Any person, other than a person subject to the tax imposed under Chapter 12 of the CIT Act (Insurance Tax), that is directly or indirectly owned by an entity described above and is a member of the UBG.
- A UBG of entities described in either or both of the preceding two bullets.

Each insurance company member will file separately, using *Insurance Company Annual Return for Corporate Income and Retaliatory Taxes* (Form 4905). Because insurance companies always file separately, rather than on a combined return, there is no CIT insurance form that serves a function similar to that of Forms 4897 and 4910.

To complete this form and prepare a combined return, the UBG must select a DM. For purposes of a combined return filed by financial institution members of a UBG, *Designated Member* means a financial institution member that has nexus with Michigan and that will file the combined CIT return on behalf of all financial institution members of the UBG. If the financial institution member that owns or controls the other financial institution members has nexus with Michigan, that controlling member must serve as DM.

If that controlling member does not have nexus with Michigan, it may appoint any financial institution member of the UBG with nexus to serve as DM. That DM must continue to serve as such every year, unless it ceases to be a UBG member or the controlling member attains Michigan nexus.

If a UBG is comprised of both standard members (not owned by and unitary with a financial institution in the UBG) and financial institutions, the UBG will have two DMs (one for the standard members completing Form 4891 and related forms, and one for the financial institution members completing Form 4908 and related forms).

If this UBG also includes standard and/or insurance company members, those members will not report tax data on this form, but will be listed as excluded affiliates in Part 3.

Standard members will combine and report their data using *CIT Unitary Business Group Affiliates Excluded from the Return of Standard Taxpayers* (Form 4896), *CIT Data for Unitary Business Group Members* (Form 4897), and *CIT Annual Return* (Form 4891).

Example A: UBG A is composed of the following:

- Four standard members
- Three financial institutions (all have nexus in Michigan)
- Two insurance companies.

All members of UBG A are owned by and unitary with one of the standard members of the UBG. UBG A will need to file Form 4896, Form 4897 and Form 4891 containing the four standard members and Form 4910 and Form 4908 containing the three financial institutions. In Part 1 of each form, only the members that are included on that form (either the four standard members, or the three financial institutions) will be listed. Form 4896 and Form 4897 with standard members will be filed under the name and Federal Employer Identification Number (FEIN) of the group's standard DM. One of the financial institutions will serve as DM for those three members and file Form 4910 and Form 4908. On Form 4896, list all financial and insurance members. On Part 3 of Form 4910, list all standard and insurance members. The two insurance companies each will file a stand-alone Form 4905.

Example B: UBG B is composed of the following:

- Four members that would be standard (see below) unless owned by a financial institution
- Three financial institutions (all have nexus in Michigan)
- Two insurance companies.

All members of UBG B are owned by and unitary with one of the financial institutions in the UBG. Due to this ownership by a financial institution, the four members that otherwise would be standard are defined by statute to be financial institutions. (See definition of financial institution earlier in these instructions.) Therefore, this UBG will not file a Form 4896, Form 4897, or Form 4891. Seven members will file a combined return on Form 4908 and Form 4910, listing the two insurance members as excluded affiliates on Part 3 of Form 4910. The two insurance companies each will file a stand-alone Form 4905.

Role of the Designated Member: The DM speaks, acts, and files the CIT return on behalf of the UBG for CIT purposes. Only the DM may file a valid extension request for the UBG. Treasury maintains the UBG's CIT tax data (e.g., prior CIT returns, overpayment credit forward) under the DM's name and account number.

Line-by-Line Instructions

Lines not listed are explained on the form.

Dates must be entered in MM-DD-YYYY format.

For additional guidance, see the "Supplemental Instructions for Financial Members in UBGs" in the *CIT Forms and Instructions for Financial Institutions* (Form 4907).

Part 1: Unitary Business Group Members

In Part 1, list only those members of the UBG that are included on the annual return that is supported by this copy

of this form. If more than 16 members, include additional copies of this page of Form 4910 as needed, repeating the DM's name and FEIN in the field at the top of each page. All excluded UBG members will be identified in Part 3.

Lines 1A and 1B: Beginning with the DM, list the UBG financial institution members and their corresponding FEIN.

NOTE: A taxpayer that is a UBG must file a combined return using the tax year of the DM. The combined return of the UBG must include each tax year of each member whose tax year ends with or within the tax year of the DM. For example, Taxpayer ABC is a UBG comprised of three financial institutions: Member A, the DM with a calendar tax year, and Members B and C with fiscal years ending March 31, 2012, and September 30, 2012, respectively. Taxpayer ABC's tax year is that of its DM. Thus, Taxpayer ABC's tax year ends December 31, 2012, and its annual return is due April 30, 2013. That annual return must include the tax years of Members B and C ending March 31, 2012, and September 30, 2012.

If, in the previous example, Member A, the DM, instead had a fiscal year ending July 31, 2012, the UBG's tax year would end July 31, 2012, and its annual return would be due November 30, 2012. The combined return for the UBG would include Member A's short period ending July 31, 2012, Member B's short period ending March 31, 2012. Member C's short period ending September 30, 2012, will be reported on the group return for the period ending July 31, 2013.

Part 2A: Apportionment Data for Combined Return

When completing Part 1, if multiple copies of this page are required, provide the same answers to Part 2A, lines 2 and 3, on each copy of this page that is submitted.

Line 2: Gross business is defined in the instructions to Form 4908, line 9a. On a combined return, gross business is calculated after eliminating transactions between financial institution members of the UBG. Enter combined gross business in Michigan of all financial institution members on line 2A, show eliminations on line 2B, and show net after eliminations on line 2C. The combined gross business in Michigan equals the sum of line 23 of Form 4910 of every member of the group.

Carry amount from line 2C to line 9a on Form 4908.

UBGs: For a UBG that includes financial institutions, gross business includes gross business in Michigan of every financial institution included in that UBG without regard to whether the financial institution has nexus in Michigan. Gross business between financial institutions included in a UBG must be eliminated in calculating the gross business factor.

Line 3: Enter all gross business everywhere on line 3A, show eliminations on line 3B, and show net after eliminations on line 3C. The gross business everywhere of the UBG equals the sum of line 24 of Form 4910 of every member of the group.

Carry amount from line 3C to line 9b on Form 4908.

Part 2B: Member Data for Combined Return

In all cases with one or more financial institutions in a UBG, complete one copy of Part 2B for each financial institution in the UBG whose net capital is reported on this return. Note that an

entity that would otherwise be a standard member but is owned by and unitary with a financial institution is defined by statute to be a financial institution. If a financial institution member (other than the DM) has two or more federal tax periods ending with or within the filing period of this return, use a separate copy of Part 2B for each of that member's federal periods.

Line 6: List the member's tax year, for federal income tax purposes, from which business activity is being reported on this copy of Part 2B.

Line 7: If, due to acquisition, disposition, or restructuring, the control test and relationship test were not both satisfied for this member's entire federal tax year, enter the beginning and ending dates of the period within this member's federal tax year during which both tests were satisfied. These dates constitute a short tax period for CIT purposes, even if there is no corresponding short federal tax period. This member must prepare a pro forma federal return calculation for the portion of its federal year during which it was a member of this UBG, and use that pro forma calculation as the basis for reporting the tax data required by Part 2B.

Line 8: Enter the taxpayer's six-digit North American Industry Classification System (NAICS) code. For a complete list of six-digit NAICS codes, see the U.S. Census Bureau Web site at www.census.gov/eos/www/naics/, or enter the same NAICS code used when filing *Schedule K* of U.S. Form 1120.

Line 9: Enter the date, if applicable, on which this member went out of existence. Examples include dissolution of an entity and a merger in which this member was not the surviving entity. Include any event in which the FEIN ceases to be used by this entity. If this member continues to exist, DO NOT use this column to report that this member has stopped doing business in Michigan. To complete the discontinuance for Michigan taxes, file Form 163, which is available at www.michigan.gov/treasuryforms.

Line 10: Identify the organization type of this member:

- Fiduciary (a decedent's estate, and a Trust taxed federally as a Trust under Subchapter J of the IRC. A grantor Trust or "revocable living Trust" established by an Individual is not taxed as a separate entity, and is not within this Fiduciary category.);
- C Corporation (including an LLC, Trust, or other entity taxed federally as a Corporation under Subchapter C of the IRC).
- S Corporation (including an LLC, Trust, or other entity taxed federally as a Corporation under Subchapter S of the IRC).
- Partnership (including an LP, LLP, LLC, Trust, or any other entity taxed federally as a Partnership).

NOTE: An entity that is disregarded for federal income tax purposes also will be disregarded for Michigan CIT purposes. Therefore, as with the federal treatment, the activity of such an entity will be included and reported on the return (or on the copy of Form 4910) filed by the entity's owner, as if that activity was conducted directly by the owner.

Line 11: If this member has nexus with Michigan, check this box.

Line 12: This line does not apply to the first CIT return filed by this UBG. For subsequent tax periods, check this box if this member was not included in the UBG's preceding CIT return.

Line 13: Enter a concise description of the activities or operations of this member that result in a flow of value between this member and others in the UBG, or integration, dependence, or contribution to other members. This is not limited to transactions that are recognized for tax or accounting purposes. It may include sharing of assets, employees, data, business opportunities, or other resources.

Franchise Tax Base

The following tax base calculation involves a five-year average of net capital. Enter data from the current tax year and four most recent Michigan Business Tax (MBT) tax periods to complete the five-year table. For purposes of this table, treat a partial year as a full year. If the current and four preceding tax periods include any short periods, the years printed in column headings for this part will not apply accurately. For example, assuming no short periods reported for federal purposes, a financial institution with a fiscal year-end of August 31 would average the net capital for tax years ending August 31, 2009, August 31, 2010, August 31, 2011, December 31, 2011, and August 31, 2012.

UBG NOTE: A member of a UBG of financial institutions will eliminate its investment in another member of the same group. However, in order to reach net capital for the group, each member of a UBG of financial institutions must compute its tax base individually in accordance with GAAP. The rules of GAAP do not permit negative equity capital for a financial institution.

Line 14: Enter equity capital as of the last day of this member's filing period, as computed in accordance with generally accepted accounting principles. If the member does not maintain its books and records in accordance with generally accepted accounting principles, net capital must be computed in accordance with the books and records used by the member, so long as the method fairly reflects the member's net capital for purposes of this tax. Each member of the unitary group must follow this rule in computing its tax base as part of the group. Thus, the resulting unitary return for CIT may not exactly correlate to the group's federal returns or consolidated GAAP equity but will comply with the requirements of the CIT.

Line 15: Under MCL 206.651(k), *Michigan obligations* means a bond, note, or other obligation issued by a governmental unit described in Section 3 of the Shared Credit Rating Act, PA 227 of 1985, MCL 141.1053.

Line 16: Under MCL 206.651(s), *United States obligations* means all obligations of the United States exempt from taxation under 31 USC 3124(a) or exempt under the United States constitution or any federal statute, including the obligations of any instrumentality or agency of the United States that are exempt from state or local taxation under the United States constitution or any statute of the United States.

Line 19a: If this taxpayer owns a subsidiary that is an authorized insurance company, enter the actual amount of the capital fund maintained within that subsidiary. This does not include a captive insurance company.

Line 19b: Enter the minimum capital fund amount required by regulations for that insurance subsidiary.

Line 22: Enter the combined totals of line 22 of this form on Form 4908, line 18, and skip lines 10 through 17 on Form 4908. If this combined number is less than zero, enter zero on Form 4908, line 18.

Fiscal Year Members: Enter on this line a prorated amount. To compute this, divide line 21 by the number of tax periods reported in the table. Multiply this amount by a fraction, the numerator of which is the total months included in this form and the denominator of which is the total months in the corresponding federal tax year of this financial institution. Enter prorated amounts per member

Lines 23: Gross business is defined in the instructions to Form 4908, line 9a. Enter gross business in Michigan of the financial institution member reporting on Part 2B of this form. Combine line 23 for each financial institution member and enter on Part 2A, line 2A.

Line 24: Enter all gross business everywhere of the financial institution member reporting on Part 2B of this form. Combine line 24 for each financial institution member and enter on Part 2A, line 3A.

Line 25: Enter overpayment credited from prior return (MBT or CIT). When membership of a UBG changes from one filing period to the next, credit forward of an overpayment from the prior return remains with the DM's account.

Line 26: All CIT estimated payments for a UBG should be made by the DM. Enter estimates paid by the DM on this line of the DM's copy of Part 2B. If any other member paid estimates attributable to this group return, enter those estimates on that member's copy of Part 2B. Include all payments made by that member for any portion of its federal filing period that is included on this group return.

For example, if a non-DM member has a 12-month fiscal year beginning April 1, 2012, and is a member of a calendar year UBG throughout that period, its business activity from April 1, 2012, through March 31, 2013, will be reported on the group's December 31, 2013, return. If that member pays CIT quarterly estimates based on its federal tax year, it will make two estimates during 2012, before the DM's (and group's) filing period begins. Because those estimates are attributable to activity that will be reported on the group's December 31, 2013, return, they should be included on the paying member's copy of Part 2B for the December 31, 2013, group return.

Line 27: Enter the total withholding payments made on behalf of the UBG member by Flow-Through Withholding entities. Include all withholding payments made on returns that apply to the tax year included in this return. Included on this line would be Flow-Through Withholding payments made by flow-through entities whose tax years ending with or within the tax year included in this return. For example a calendar year filer would include Flow-Through Withholding payments made by a flow-through entity whose tax year ended on or after January 1, 2012, and on or before December 31, 2012. Any FTE that has withheld on behalf of the taxpayer should have provided the taxpayer with the amount for its records.

If an amount is entered on this line, complete the CIT Schedule of Flow-Through Withholding (Form 4911) to account for the flow-through withholding payments received. The amount entered on this line must equal the sum of the combined amount from Form 4911, column E. Attach Form 4911.

Line 28: Only the DM may request a filing extension for a UBG. If any other member submits an extension request, it will not create a valid extension for the UBG, but any payment included with such a request can be credited to the UBG by entering that payment on this line in that member's copy of Part 2B.

Part 3: Affiliates Excluded From the Combined Return of Financial Institutions

The statutory test for membership in a UBG is a group of U.S. persons (other than a foreign operating entity):

- One of which owns or controls, directly or indirectly, more than 50 percent of the ownership interest with voting rights or ownership interests that confer comparable rights to voting rights of the other U.S. persons; and
- That has business activities or operations which result in a flow of value between or among persons included in the UBG or has business activities or operations that are integrated with, are dependent upon, or contribute to each other. Flow of value is determined by reviewing the totality of facts and circumstances of business activities and operations.

A person that would be a standard taxpayer if viewed separately is defined as a financial institution if it is owned, directly or indirectly, by a financial institution and is in a UBG with its owner.

The purpose of Part 3 is to identify entities for which the ownership test described above is satisfied but which are not included on this combined return, either because the flow of value/integration/dependence/contribution test is not satisfied or because the member is excluded by statute. A new member whose net capital is not included in this return because its tax year ends after the filing period of the UBG also should be listed here.

Line 29A: If a person being listed here is listed on U.S. Form 851, enter the identifying number for that person from the column called "Corp. No." at the left edge of pages 1, 2, and 3 of U.S. Form 851.

Line 29D: From the following list of reason codes, select the number for the reason explaining why this affiliate is being excluded from the combined return of financial institutions supported by this form.

1	Lacks business activities resulting in a flow of value or integration with, dependence upon, or contribution to the group.
2	Foreign operating entity.
3	Foreign entity.
4	Member has no CIT tax year (as a member of this UBG) ending with or within this filing period.
5	Insurance company. (Insurance companies always file separately.)

6	“Standard” taxpayers not owned by a financial institution. (Financial institutions and “standard” taxpayers are not included on the same combined return.)
7	Other.

If you have questions, call the Michigan Department of Treasury, Technical Services Division, at (517) 636-4230, to discuss an appropriate entry.

Line 29E: If this person has nexus with Michigan, check this box.

Line 29F: Enter this person’s six-digit NAICS code. For a complete list of six-digit NAICS codes, see the U.S. Census Bureau Web site at www.census.gov/eos/www/naics/, or enter the same NAICS code used when filing U.S. Schedule K of U.S. Form 1120.

Part 4: Persons Included in the Prior Combined Return, but Excluded From Current Return

The purpose of Part 4 is to assist Treasury in tracking membership changes of a UBG from year to year. If the reason the person is not on this return is because it did not satisfy the flow of value, etc., test at any time during the filing period, list the person on line 29, and do not enter it here.

Line 30C: Reason codes for a person being included in last year’s return but not on the combined return for financial institutions supported by this form:

10	The person no longer meets the control test but the ownership interest is still greater than zero.
12	The person no longer meets the control test and the ownership interest is zero.
14	Before the beginning of the filing period for this return, the person ceased to exist due to dissolution.
16	Before the beginning of the filing period for this return, the person ceased to exist due to a merger or similar combination.

If the reason is not listed among these reason codes, describe the reason in 21 characters or less in the space provided.

Other Supporting Forms and Schedules

For each member that files a separate federal return, attach copies of the same pages of that member’s federal return as are required for a separate filer in similar circumstances. See the “Attachments” section of Form 4908 instructions for guidance on required pages of federal returns.

If some or all members reporting on the current combined return are also members of a federal consolidated group, each member will prepare its portion of this Form 4910 on the basis of a pro forma federal return. In this case, attach a copy of the applicable pro forma form and schedules as listed in the “Attachments” section of Form 4908 instructions.

NOTE: A person that is a disregarded entity for federal tax purposes, including a single member LLC or Q-Sub, must file as if it were a sole proprietorship if owned by an individual, or a branch or division if owned by another business entity.

Include completed Form 4910 as part of the tax return filing.