

**SCHEDULE D
(Form 1120)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1120, 1120-A, 1120-F, 1120-FSC, 1120-H,
1120-IC-DISC, 1120-L, 1120-ND, 1120-PC, 1120-POL, 1120-REIT,
1120-RIC, 1120-SF, 990-C, or certain Forms 990-T.

OMB No. 1545-0123

1999

Name	Employer identification number
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Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less

(a) Description of property (Example, 100 shares of Z Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) (Subtract (e) from (d))
1					
2	Short-term capital gain from installment sales from Form 6252, line 26 or 37				2
3	Short-term gain or (loss) from like-kind exchanges from Form 8824				3
4	Unused capital loss carryover (attach computation)				4 ()
5	Net short-term capital gain or (loss). Combine lines 1 through 4				5

Part II Long-Term Capital Gains and Losses—Assets Held More Than One Year

6					
7	Enter gain from Form 4797, column (g), line 7 or 9				7
8	Long-term capital gain from installment sales from Form 6252, line 26 or 37				8
9	Long-term gain or (loss) from like-kind exchanges from Form 8824				9
10	Net long-term capital gain or (loss). Combine lines 6 through 9				10

Part III Summary of Parts I and II

11	Enter excess of net short-term capital gain (line 5) over net long-term capital loss (line 10).				11
12	Net capital gain. Enter excess of net long-term capital gain (line 10) over net short-term capital loss (line 5)				12
13	Add lines 11 and 12. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns.				13

Note: If losses exceed gains, see *Capital losses* in the instructions below.

Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Purpose of Schedule

Use Schedule D to report sales and exchanges of capital assets and gains on distributions to shareholders of appreciated capital assets.

Note: For more information, get **Pub. 544, Sales and Other Dispositions of Assets**, and **Pub. 542, Corporations**.

Other Forms the Corporation May Have To File

- Use **Form 4797**, Sales of Business Property, to report sales, exchanges, and distributions of property other than capital assets. Include on Form 4797: (a) a sale, exchange, or distribution of property used in a trade or business, (b) involuntary conversions (from other than casualties or thefts), (c) gain from the disposition of oil, gas, or geothermal property, and (d) the section 291 adjustment to section 1250 gains. See the instructions for Form 4797.
- Use **Form 4684**, Casualties and Thefts, to report property involuntarily converted because of a casualty or theft.
- Use **Form 6781**, Gains and Losses From Section 1256 Contracts and Straddles, to report these gains and losses.

- Use **Form 8824**, Like-Kind Exchanges, to report an exchange of business or investment property for property of a like kind.

Parts I and II

Generally, a corporation must report sales and exchanges even if there is no gain or loss. Use Part I to report the sale, exchange, or distribution of capital assets held 1 year or less. Use Part II to report the sale, exchange, or distribution of capital assets held more than 1 year. Use the trade dates for the dates of acquisition and sale of stocks and bonds traded on an exchange or over-the-counter market.

Capital assets. Each item of property the corporation held (whether or not connected with its trade or business) is a capital asset **except:**

- Stock in trade or other property included in inventory or held mainly for sale to customers.
- Accounts or notes receivable acquired in the ordinary course of the trade or business for services rendered or from the sale of stock in trade or other property included in inventory or held mainly for sale to customers.
- Depreciable or real property used in the trade or business.
- Certain copyrights; literary, musical, or artistic compositions; letters or memoranda; or similar property. See section 1221(3).

• U.S. Government publications, including the Congressional Record, that the corporation received from the Government, other than by purchase at the normal sales price, or that the corporation got from another taxpayer who had received it in a similar way, if the corporation's basis is determined by reference to the previous owner's basis.

Capital losses. Capital losses are allowed only to the extent of capital gains. A net capital loss is carried back 3 years and forward 5 years as a short-term capital loss. Carry back a capital loss to the extent it does not increase or produce a net operating loss in the tax year to which it is carried. Foreign expropriation capital losses cannot be carried back, but are carried forward 10 years. A net capital loss for a regulated investment company is carried forward 8 years.

Items for Special Treatment

- **Gain from installment sales.** If the corporation has a gain this year from the casual sale of real or personal property (other than inventory) and will receive any payment in a later year, it must use the installment method (unless it elects not to—see page 2). File **Form 6252**, Installment Sale Income. Also use Form 6252 if a payment is received this year from a sale reported in an earlier year on the installment method.

The corporation may elect out of the installment method by reporting the full amount of the gain on a timely filed return (including extensions). See Regulations section 301.9100-2 to make the election on an amended return within 6 months of the due date (excluding extensions).

The installment method may not be used for sales of stock or securities (or certain other property described in the regulations) traded on an established securities market. See section 453(k).

• **Capital gain distributions.** Report on line 6 as long-term capital gain the capital gain distributions paid by a regulated investment company (RIC) or a real estate investment trust (REIT), regardless of how long the corporation owned stock in the RIC or REIT.

• **Gain on distributions of appreciated property.** Generally, gain (but not loss) is recognized on a nonliquidating distribution of appreciated property to the extent that the property's fair market value exceeds its adjusted basis. See section 311.

• **Constructive sales treatment for certain appreciated financial positions.** Generally, if the corporation holds an appreciated financial position in stock or certain other interests, it may have to recognize gain if it enters into a constructive sale (such as a "short sale against the box"). See Pub. 550, Investment Income and Expenses.

• **Rollover of publicly traded securities gain into specialized small business investment companies (SSBICs).** A corporation that sells publicly traded securities at a gain may elect under section 1044 to postpone all or part of the gain if the seller buys stock or a partnership interest in an SSBIC during the 60-day period that begins on the date the securities are sold.

An SSBIC is any partnership or corporation licensed by the Small Business Administration under section 301(d) of the Small Business Investment Act of 1958. The corporation must recognize gain on the sale to the extent the proceeds from the sale exceed the cost of the SSBIC stock or partnership interest purchased during the 60-day period that began on the date of the sale (and not previously taken into account). The gain a corporation may postpone each tax year is limited to the smaller of (a) \$250,000 or (b) \$1 million, reduced by the gain previously excluded under section 1044. The basis of the SSBIC stock or partnership interest is reduced by any postponed gain.

The election to postpone gain must be made no later than the due date (including extensions) for filing the corporation's return for the tax year the corporation sold the stock. See Regulations section 301.9100-2 to make the election on an amended return within 6 months of the due date (excluding extensions).

To make the election, complete line 1 or line 6, whichever applies, showing the entire gain realized in column (f). Directly below the line on which the gain is reported, enter "SSBIC Rollover" in column (a). Enter the amount of the postponed gain (in parentheses) in column (f). Also, attach a schedule showing (a) how you figured the postponed gain, (b) the name of the SSBIC in which you purchased common stock or a partnership interest, (c) the date of that purchase, and (d) the new basis in that SSBIC stock or partnership interest.

For more details, see section 1044 and Regulations section 1.1044(a)-1.

• **Disposition gain on market discount bonds.** See section 1276 for rules on the disposition of market discount bonds.

• **Gains on certain insurance property.** Form 1120-L filers with gains on property held on December 31, 1958, and certain substituted property acquired after 1958, should see section 818(c).

• **Gains and losses from passive activities.** A closely held or personal service corporation that has a gain or loss that relates to a passive activity (section 469) may be required to complete Form 8810, Corporate Passive Activity Loss and Credit Limitations, before completing Schedule D. A Schedule D loss may be limited under the passive activity rules. See Form 8810.

• **Gains and losses of foreign corporations from the disposition of investment in U.S. real property.** Foreign corporations are required to report gains and losses from the disposition of U.S. real property interests. See section 897.

• **Gain or loss on distribution of property in complete liquidation.** Generally, gain or loss is recognized on property distributed in a complete liquidation. Treat the property as if it had been sold at its fair market value. An exception to this rule applies for liquidations of certain subsidiaries. See sections 336 and 337 for more information and other exceptions to the general rules.

• **Gain or loss on certain asset transfers to a tax-exempt entity.** For transfers of assets occurring after January 28, 1999, a taxable corporation that transfers all or substantially all of its assets to a tax-exempt entity or converts from a taxable corporation to a tax-exempt entity in a transaction other than a liquidation, generally must recognize gain or loss as if it had sold the assets transferred at their fair market value. For details, see Regulations section 1.337(d)-4.

• **Gain or loss on an option to buy or sell property.** See sections 1032 and 1234 for the rules that apply to a purchaser or grantor of an option.

• **Gain or loss from a short sale of property.** Report the gain or loss to the extent that the property used to close the short sale is considered a capital asset in the hands of the taxpayer.

• **Gain or loss on certain short-term Federal, state, and municipal obligations.** These obligations are treated as capital assets in determining gain or loss. On any gain realized, a portion is treated as ordinary income and the balance as a short-term capital gain. See section 1271.

• **At-risk limitations (section 465).** If the corporation sold or exchanged a capital asset used in an activity to which the at-risk rules apply, combine the gain or loss on the sale or exchange with the profit or loss from the activity. If the result is a net loss, complete Form 6198, At-Risk Limitations. Report any gain from the capital asset on Schedule D and on Form 6198.

• **Loss from a sale or exchange between the corporation and a related person.** Except for distributions in complete liquidation of a corporation, no loss is allowed from the sale or exchange of property between the corporation and certain related persons. See section 267.

• **Loss from a wash sale.** The corporation cannot deduct a loss from a wash sale of stock or securities (including contracts or options to acquire or sell stock or securities)

unless the corporation is a dealer in stock or securities and the loss was sustained in a transaction made in the ordinary course of the corporation's trade or business. A wash sale occurs if the corporation acquires (by purchase or exchange), or has a contract or option to acquire, substantially identical stock or securities within 30 days before or after the date of the sale or exchange. See section 1091.

• **Loss from securities that are capital assets that become worthless during the year.** Except for securities held by a bank, treat the loss as a capital loss as of the last day of the tax year. See section 582 for the rules on the treatment of securities held by a bank.

• **Losses limited after an ownership change or acquisition.** If the corporation has undergone an "ownership change" as defined in section 382(g), section 383 may limit the amount of capital gains that may be offset by pre-change capital losses. Also, if a corporation acquires control of another corporation (or acquires its assets in a reorganization), section 384 may limit the amount of recognized built-in capital gains that may be offset by pre-acquisition capital losses.

• **Loss from the sale or exchange of capital assets of an insurance company taxable under section 831.** Capital losses of a casualty insurance company are deductible to the extent that the assets were sold to meet abnormal insurance losses or to provide for the payment of dividend and similar distributions to policyholders. See section 834(c)(6).

Specific Instructions

Column (d)—Sales price. Enter either the gross sales price or the net sales price. If the net sales price is entered, do not increase the cost or other basis in column (e) by any expenses reflected in the net sales price.

Column (e)—Cost or other basis. In general, the basis of property will be its cost. See section 1012 and the related regulations. Special rules for determining basis are provided in sections in subchapters C, K, O, and P of the Code. These rules may apply to the corporation on the receipt of certain distributions with respect to stock (section 301 or 1059), liquidation of another corporation (334), transfer to another corporation (358), transfer from a shareholder or reorganization (362), bequest (1014), contribution or gift (1015), tax-free exchange (1031), involuntary conversion (1033), certain asset acquisitions (1060), or wash sale of stock (1091). Attach an explanation if the corporation uses a basis other than actual cash cost of the property.

If the gross sales price is reported in column (d), increase the cost or other basis by any expense of sale such as broker's fees, commissions, or option premiums before entering an amount in column (e).

If the corporation is allowed a charitable contribution deduction because it sold property in a bargain sale to a charitable organization, figure the adjusted basis for determining gain from the sale by dividing the amount realized by the fair market value and multiplying that result by the adjusted basis. No loss is allowed in a bargain sale to a charity.

See section 852(f) for the treatment of certain load charges incurred in acquiring stock in a RIC with a reinvestment right.

