



LEVIN GANN PA

CLIENT ALERT

Update on Corporate Transparency Act Reporting Requirements

Corporate Transparency Act: Almost every business entity registered with a state (whether as an LLC, corporation, or otherwise) is required to complete and file a Beneficial Ownership Information Reporting (BOIR) form with the federal government.

Reporting Process: A copy of the current BOIR form is attached for reference. The form must be submitted online at www.fincen.gov/boi. The online portal is now open and accepting filings.

Deadlines: For entities created before January 1, 2024, the BOIR form must be filed by January 1, 2025. For entities created on or after January 1, 2024 but before January 1, 2025, the BOIR form must be filed within 90 calendar days of entity formation.

Limited Exceptions: There are very limited exceptions to the reporting requirement. The “large operating company” exception may be available to any entity that: (i) employs more than 20 full time employees in the United States; (ii) has an operating presence at a physical office within the United States; and (iii) filed a Federal income tax or information return in the United States for the previous year demonstrating more than \$5,000,000 in gross receipts or sales (excluding gross receipts or sales from sources outside the United States). The “inactive entity” exception may be available to any entity that: (i) was in existence on or before January 1, 2020; (ii) is not engaged in active business; (iii) is not owned by a foreign person, whether directly or indirectly, wholly or partially; (iv) has not experienced any change in ownership in the preceding twelve month period; (v) has not sent or received any funds in an amount greater than \$1,000; and (vi) does not otherwise hold any assets. There are other exceptions available, but most of them relate to entities that have already reported ownership to the government pursuant to other rules and regulations (such as securities or banking regulations).

Updates: The reporting process and requirements remain subject to change as the government releases additional guidance.

For assistance, please contact your CPA or one of our business law attorneys listed below.

Andrew R. Sandler, Esq. - asandler@levingann.com - 410.321.4660
Mayer E. Guttman, Esq. - mguttman@levingann.com - 410.321.4648
Sean K. Elavia, Esq. - selavia@levingann.com - 410.321.4651
Jacob M. Rappaport, Esq. - [jrappoport@levingann.com](mailto:jrapoport@levingann.com) - 410.321.4641

Note: This Summary is provided for informational purposes only, and no one should rely upon the information contained herein as constituting legal advice. Transmission of the information is not intended to create, and receipt does not constitute, an attorney-client relationship between any attorney and any other person, group or entity. The information may be modified or rendered incorrect by future legislative or judicial developments and may not be applicable to any individual's facts and circumstances. It is strongly suggested that you seek individual counsel to review your specific needs and goals.



Beneficial Ownership Information Report

Version Number: 1.0

OMB No. 1506-0076

Release Date: 01-01-2024

Report Preparation & Submission Instructions:

Instructions

1. Complete the report in its entirety with all required information. Click **Instructions** for help.
2. Click **Validate** to ensure all entered data is properly formatted and that all required fields are completed.

Finalize

3. Click **Finalize** to lock the entries in the report and prepare it for submission. Click **Edit Report** to unlock and re-edit.
4. Click **Save** to retain a local copy of the report (this can be done at any time during report preparation).
5. (Optional) Click **Print** to print a hard copy of your completed report.
6. Select **Ready to File** (activated after the report is finalized and saved locally) to begin the submission process.

Filing Information

1. * Type of filing:

- a. Initial report
- b. Correct prior report
- c. Update prior report
- d. Newly exempt entity

Reporting Company information associated with most recent report, if any:

- e. Legal name
- f. Tax Identification type
- g. Tax Identification number
- h. Country/Jurisdiction (if foreign tax ID only)

2. Date prepared (auto-filled when form is finalized)

PRIVACY ACT AND PAPERWORK REDUCTION ACT NOTICE

This notice is given under the Privacy Act of 1974 (Privacy Act) and the Paperwork Reduction Act of 1995 (Paperwork Reduction Act). The Privacy Act and Paperwork Reduction Act require that FinCEN inform persons of the following when requesting and collecting information in connection with this collection of information. This collection of information is authorized under 31 U.S.C. 5336 and 31 C.F.R. 1010.380. The principal purpose of this collection of information is to generate a database of information that is highly useful in facilitating national security, intelligence, and law enforcement activities, as well as compliance with anti-money laundering, countering the financing of terrorism, and customer due diligence requirements under applicable law. Pursuant to 31 U.S.C. 5336 and 31 C.F.R. 1010.380, reporting companies and certain other persons must provide specified information. The provision of that information is mandatory and failure to provide that information may result in criminal and civil penalties. The provision of information for the purpose of requesting a FinCEN Identifier is voluntary; however, failure to provide such information may result in the denial of such a request. Generally, the information within this collection of information may be shared as a "routine use" with other government agencies and financial institutions that meet certain criteria under applicable law. The complete list of routine uses of the information is set forth in the relevant Privacy Act system of record notice available at <https://www.federalregister.gov/documents/2023/09/13/2023-19814/privacy-act-of-1974-system-of-records>. According to the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 1506-0076. It expires on November 30, 2026. The estimated average burden associated with this collection of information from reporting companies is 90 to 650 minutes per respondent for reporting companies with simple or complex beneficial ownership structures, respectively. The estimated average burden associated with reporting companies updating information previously provided is 40 to 170 minutes per respondent for reporting companies with simple or complex beneficial ownership structures, respectively. The estimated average burden associated with this collection of information from individuals applying for FinCEN identifiers is 20 minutes per applicant. The estimated average burden associated with individuals who have obtained FinCEN identifiers updating information previously provided is 10 minutes per individual. Comments regarding the accuracy of this burden estimate, and suggestions for reducing the burden should be directed to the Financial Crimes Enforcement Network, P. O. Box 39, Vienna, VA 22183, Attn: Policy Division.

Part I. Reporting Company Information

3. Request to receive FinCEN Identifier (FinCEN ID)

4. Foreign pooled investment vehicle

Full legal name and alternate name(s):

5. * Reporting Company legal name

6. Alternate name (e.g. trade name, DBA)



Form of identification:

7. * Tax Identification type

8. * Tax Identification number

9. Country/Jurisdiction (if foreign tax ID only)

Jurisdiction of formation or first registration:

10. * a. Country/Jurisdiction of formation

Domestic Reporting Company:

b. State of formation

c. Tribal jurisdiction of formation

d. Name of the other Tribe

Foreign Reporting Company:

e. State of first registration

f. Tribal jurisdiction of first registration

g. Name of the other Tribe

Current U.S. Address:

11. * Address (number, street, and apt. or suite no.)

12. * City

13. * U.S. or U.S. Territory

14. * State

15. * ZIP Code

WARNING: A PRINTED VERSION OF THE BOI REPORTING FORM IS NOT FOR SUBMISSION AND WILL NOT BE PROCESSED BY FINCEN.

16. Existing Reporting Company (check if Reporting Company was created or registered before January 1, 2024)

17. (This item is reserved for future use)

Part II. Company Applicant Information

1 of 1

Company Applicant FinCEN ID:

18. FinCEN ID

Full legal name and date of birth:

19. * Individual's last name

20. * First name

21. Middle name

22. Suffix

23. * Date of birth

Current address:

24. * Address type a. Business address b. Residential address

25. * Address (number, street, and apt. or suite no.)

26. * City

27. * Country/Jurisdiction

28. * State

29. * ZIP/Foreign postal code

Form of identification and issuing jurisdiction:

30. * Identifying document type

31. * Identifying document number

32. * Identifying document issuing jurisdiction:

a. Country/Jurisdiction

b. State

c. Local/Tribal

d. Other local/Tribal description

33. * Identifying document image

34. (This item is reserved for future use)

Part III. Beneficial Owner Information

1 of 1

35. Parent/Guardian information instead of minor child (check if the Beneficial Owner is a minor child and the parent/guardian information is provided instead)

Beneficial Owner FinCEN ID:

36. FinCEN ID

Exempt entity:

37. Exempt entity

Full legal name and date of birth:

38. * Individual's last name or entity's legal name.

39. * First name

40. Middle name

41. Suffix

42. * Date of birth

Residential address:

43. * Address (number, street, and apt. or suite no.)

44. * City

45. * Country/Jurisdiction

46. * State

47. * ZIP/Foreign postal code

Form of identification and issuing jurisdiction:

48. * Identifying document type

49. * Identifying document number

50. * Identifying document issuing jurisdiction:

a. Country/Jurisdiction

b. State

c. Local/Tribal

d. Other local/Tribal description

51. * Identifying document image