

Instructions for Form 1042-S

**Foreign Person's U.S. Source Income
Subject to Withholding**

2026

Volume 2 of 3



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Caution: A QI is generally required to act in such capacity only for designated accounts for purposes of chapters 3, 4, and 61. Therefore, such an entity may also provide a Form W-8IMY in which it certifies that it is acting as an NQI for other accounts and, if it is an FFI that is receiving a withholdable payment, that it is a participating FFI, a registered deemed-compliant FFI, or an FFI treated as deemed-compliant under an IGA. A U.S. withholding agent that receives a Form W-8IMY on which the foreign person providing the form indicates that it is not acting as a QI may not treat the foreign person as a recipient except as otherwise provided in these instructions. A withholding agent must not use the EIN that a QI provides in its capacity as such to report payments that are treated as made to an entity in its capacity as an NQI. In that case, use the GIIN, if any, and EIN that is provided by the entity on its Form W-8IMY in which it claims that it is acting as an NQI or a flow-through entity.

Note: A withholding agent is required to use chapter 4 reporting pool codes as the chapter 4 status code in the case of withholdable payments made to:

- A QI that does not assume primary withholding responsibility;
- A participating FFI or registered deemed-compliant FFI that is an NQI, NWP, or NWT; or
- An NQI, NWP, or NWT (other than a nonparticipating FFI) that provides a pool of nonparticipating FFIs, if the QI, NQI, NWP, or NWT provides chapter 4

withholding rate pool information in the withholding statement associated with its Form W-8IMY. See *Amounts paid to an NQI or a flow-through entity of withholdable payments*, later, and the presumption rules under Regulations section 1.1471-3(f) when such information is not provided for a withholdable payment made to an entity.

Example 2. WA, a U.S. withholding agent, makes a withholdable payment of U.S. source dividends to QI, a qualified intermediary that does not assume primary chapters 3 and 4 withholding responsibility and that is a participating FFI.

QI provides WA with a valid Form W-8IMY with which it associates a withholding statement that allocates 95% of the payment to a chapter 3, 15% withholding rate pool with a single chapter 4 exemption code, and 5% of the payment to a chapter 4, 30% withholding rate pool of recalcitrant account holders. WA must complete a Form 1042-S for the dividends allocated to the chapter 3, 15% withholding rate pool, showing "3" in box 3, "04" in box 3a (chapter 3 exemption code), "15.00" in box 3b (chapter 3 tax rate), chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) in box 4a, "00.00" in box 4b (chapter 4 tax rate), and QI as the recipient in box 13a along with

recipient code 12 (qualified intermediary) as the chapter 3 status code, and recipient code 05 (participating FFI—other) as the chapter 4 status code. WA must also complete a Form 1042-S for the dividends allocated to the chapter 4, 30% withholding rate pool, showing “4” in box 3, chapter 3 exemption code 12 (payee subjected to chapter 4 withholding) in box 3a, “00.00” in box 3b (chapter 3 tax rate), “00” in box 4a (chapter 4 exemption code), and “30.00” in box 4b with QI as the recipient in box 13a, and recipient code 12 (qualified intermediary) as the chapter 3 status code, and recipient code 49 (QI-recalcitrant pool—general) as the chapter 4 status code.

Payments allocated by QIs, or presumed made, to U.S. nonexempt recipients. A QI may provide Forms W-9 or other information regarding U.S. nonexempt recipients that the QI (or other entity maintaining the account) is required to report under chapter 61 and for

which the QI does not assume primary Form 1099 reporting responsibility. A QI may also provide information regarding U.S. nonexempt recipients on whom the QI elects to backup withhold under section 3406 instead of withholding under chapter 4 on payments made to an account holder. If Forms W-9 or other information is provided together with information allocating all or a part of the payment to U.S. nonexempt recipients, you must report income allocable to the U.S. nonexempt recipients on the appropriate Form 1099 and not on Form 1042-S even though you are paying that income to a QI. The QI may also provide information regarding U.S. nonexempt recipients in a chapter 4 withholding rate pool that the withholding agent must report on Form 1042-S.

You may also be required under the presumption rules to treat a payment made to a QI as made to a payee that is a U.S.

nonexempt recipient from which you must withhold on the payment under the backup withholding provisions. In this case, you must report the payment on the appropriate Form 1099.

See the General Instructions for Certain Information Returns, available at [IRS.gov/1099GeneralInstructions](https://www.irs.gov/1099GeneralInstructions).

Example 3. WA, a U.S. withholding agent, makes a withholdable payment of U.S. source dividends to QI, a qualified intermediary and registered deemed-compliant FFI that is a local FFI described in Regulations section

1.1471-5(f)(1)(i)(A). QI provides WA with a valid Form W-8IMY certifying that it is transmitting Forms W-9 for U.S. nonexempt recipients and with which it associates a withholding statement that allocates 95% of the payment to a chapter 3, 15% withholding rate pool with a single chapter 4 exemption code, and 5% of the payment to C, a U.S. individual.

QI also provides WA with C's Form W-9. C is a direct account holder of QI and a U.S. citizen that is a resident of QI's local jurisdiction that QI is not required to report under chapter 4 (see Regulations section 1.1471-5(f)(1)(i)(A)) and thus cannot be included in a chapter 4 withholding rate pool of U.S. payees. See Regulations section 1.6049-4(c)(4). WA must complete a Form 1042-S, showing QI as the recipient in box 13a, and WA should use recipient code 12 (qualified intermediary) as the chapter 3 status code and recipient code 09 (registered deemed-compliant FFI—other) as the chapter 4 status code for the dividends allocated to the 15% withholding rate pool. WA must also complete a Form 1099-DIV issued to C reporting the part of the dividend allocated to C.

Example 4. WA, a withholding agent, makes a withholdable payment of U.S. source dividends to QI, a qualified intermediary that is a reporting Model 1 FFI.

QI provides WA with a valid Form W-8IMY with which it associates a withholding statement that allocates 40% of the payment to a chapter 3, 15% withholding rate pool and 40% to a chapter 3, 30% withholding rate pool.

QI does not provide any withholding rate pool information regarding the remaining 20% of the payment. WA must apply the presumption rule to the part of the payment (20%) that has not been allocated. Under the presumption rules of Regulations section 1.1471-3(f) for a withholdable payment made to an entity, 20% of the payment is treated as paid to a nonparticipating FFI. WA must complete three Forms 1042-S. First, a Form 1042-S for dividends subject to 15% withholding, showing "3" in box 3, "04" in box 3a (chapter 3 exemption code), "15.00" in box 3b (chapter 3 tax rate), chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) in box 4a, "00.00" in

box 4b (chapter 4 tax rate), QI as the recipient in box 13a, recipient code 12 (qualified intermediary) as the chapter 3 status code, and recipient code 07 (registered deemed-compliant FFI—reporting Model 1 FFI) as the chapter 4 status code (because the payment is a withholdable payment). Second, a Form 1042-S for dividends subject to 30% withholding, showing “3” in box 3, “00” in box 3a (chapter 3 exemption code), “30.00” in box 3b (chapter 3 tax rate), chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) in box 4a, “00.00” in box 4b (chapter 4 tax rate), QI as the recipient in box 13a, recipient code 12 (qualified intermediary) as the chapter 3 status code, and recipient code 07 (registered deemed-compliant FFI—reporting Model 1 FFI) as the chapter 4 status code. Third, a Form 1042-S for dividends subject to 30% withholding, showing “4” in box 3, chapter 3 exemption code 12 (payee subjected to chapter 4 withholding) in box 3a, “00.00” in

box 3b (chapter 3 tax rate), "00" in box 4a (chapter 4 exemption code), "30.00" in box 4b (chapter 4 tax rate), "Unknown Recipient" as the recipient name in box 13a, recipient code 21 (unknown recipient) as the chapter 3 status code, and recipient code 29 (unknown recipient) as the chapter 4 status code.

Also, QI's name, status codes, country code, address, GIIN, and QI-EIN must be entered in boxes 15a through 15m.

Payment to QI of PTP distributions or amounts realized. A U.S. withholding agent making a payment to a QI that is subject to withholding on a PTP distribution or an amount realized subject to reporting for section 1446(f) purposes should generally treat the QI as the recipient and report as described directly above for a U.S.

withholding agent making payments to a QI for chapters 3 and 4 purposes (including when the QI does not assume primary withholding responsibility and provides

withholding rate pool information). In a case of a QI acting as a disclosing QI for a payment of a PTP distribution or an amount realized subject to reporting under section 1446(f), however, a U.S. withholding agent should report the account holder of the QI as the recipient and the QI as a disclosing QI (using chapter 3 status code 39 and reporting the QI's information in boxes 15a through 15m, including its QI-EIN). In a case in which a U.S. withholding agent makes a payment of a PTP distribution or amount realized through multiple QIs acting as disclosing QIs, the withholding agent should report in boxes 15a through 15m with respect to the disclosing QI maintaining a direct account for the partner in the PTP. For payments of PTP distributions made to a QI, the U.S. withholding agent should report these payments with respect to the PTP making the distribution to the extent required, as discussed in Publicly Traded Partnerships (Sections 1446(a) and (f) Withholding Tax), earlier.

Tip: Although a payment to a disclosing QI is reported as made to a specified account holder of the QI (as the recipient), a U.S. withholding agent is required to provide a recipient copy of the Form 1042-S to the disclosing QI maintaining the direct account for the partner in the PTP (in addition to the recipient copy issued to the account holder of the QI receiving the payment).

Substitute dividends paid to qualified securities lenders (QSLs). A withholding agent that makes payments of substitute dividends to a QSL should complete Form 1042-S treating the QSL as the recipient. Use income code 34 or 53. Use recipient code 13 (qualified securities lender—qualified intermediary) or 14 (qualified securities lender—other) as the chapter 3 status code and include the applicable chapter 4 status code of the QSL.

The withholding agent is not required to withhold on a substitute dividend payment if it receives, at least annually, a certificate from the QSL that includes a statement with the following information.

- The recipient of the substitute dividend is a QSL.
- With respect to the substitute dividend it receives from the withholding agent, the QSL states that it will withhold and remit or pay the proper amount of U.S. gross-basis tax.

If the withholding agent receives a certificate from the QSL that includes a statement that contains the above information, use chapter 3 exemption code 11.

If the QSL is also a QI with primary withholding responsibility, use chapter 3 exemption code 11 and not exemption code 06 for chapter 3 purposes.

Amounts paid to certain U.S. branches or territory FIs.

A U.S. withholding agent making a payment to a U.S. branch of an FFI or NFFE completes Form 1042-S as follows.

- If a withholding agent makes a payment to a U.S. branch that has provided the withholding agent with a Form W-8IMY stating that it has agreed to be treated as a U.S. person, the U.S. withholding agent treats the U.S. branch as the recipient using chapter 3 recipient code 05 (U.S. branch—treated as U.S. person) and chapter 4 recipient code 17 (U.S. branch—treated as U.S. person).
- If a withholding agent makes a payment to a U.S. branch that has provided a Form W-8IMY to transmit information regarding its chapter 4 reporting pools when the payment is a withholdable payment or the branch provides a chapter 4 withholding rate pool of U.S. payees and, to the extent applicable, recipient specific

information for chapter 3 purposes, the U.S. withholding agent must complete a separate Form 1042-S for each chapter 4 reporting pool treating the U.S. branch as the recipient or, for chapter 3 purposes, for each recipient that is a foreign person whose documentation is associated with the U.S. branch's Form W-8IMY. If a payment cannot be reliably associated with recipient documentation, the U.S. withholding agent must complete Form 1042-S in accordance with the presumption rules. If a U.S. branch not treated as a U.S. person fails to certify that it will meet the requirements under Regulations section 1.1471-4(d)(2)(iii)(C), a withholding agent must report the branch as a nonparticipating FFI.

- If a withholding agent cannot reliably associate a payment with a Form W-8IMY from a U.S. branch, and if a withholding

agent has an EIN for the branch, then the payment may be reported on a single Form 1042-S treating the U.S. branch as the recipient and reporting the income as ECI.

- If a withholding agent makes a payment to a territory FI acting as an intermediary or that is a flow-through entity, the withholding agent should report on Form 1042-S using the chapter 3 status codes for payments to U.S. branches (with the code used depending on whether the territory FI agrees to be treated as a U.S. person). If the territory FI agrees to be treated as a U.S. person, the withholding agent should similarly use the chapter 3 exemption code for a U.S. branch treated as a U.S. person. For chapter 4 purposes, the withholding agent should use the applicable chapter 4 status code for a territory FI (with the code used depending on whether the territory FI agrees to be

treated as a U.S. person). In any case in which a payment is made to a territory FI described in this paragraph, the withholding agent should report the applicable territory in which the FI is resident for purposes of box 13b (recipient's country code).

Amounts paid to a foreign estate. If a U.S. withholding agent makes a payment to a foreign estate, a Form 1042-S must be completed showing the estate as the recipient. Use recipient code 17 (estate) as the chapter 3 status code and the applicable recipient code for the chapter 4 status code.

Dual claims. A U.S. withholding agent may make a payment to a foreign entity (for example, a hybrid entity) that is simultaneously claiming an exemption from chapter 4 withholding and a reduced rate of tax under chapter 3 on its own behalf for a part of the payment and an exemption from chapter 4 withholding and a reduced rate of

tax under chapter 3 on behalf of persons in their capacity as interest holders in that entity on the remaining part. If the claims are consistent and the withholding agent has accepted the multiple claims, a separate Form 1042-S must be filed for the entity for those payments for which the entity is treated as claiming a reduced rate of withholding, and separate Forms 1042-S must be filed for each of the interest holders for those payments for which the interest holders are claiming a reduced rate of withholding. The Forms 1042-S must include the chapter 4 status of the payee (including the applicable chapter 4 exemption). If the claims are consistent but the withholding agent has not chosen to accept the multiple claims, or if the claims are inconsistent, a separate Form 1042-S must be filed for the person(s) being treated as the recipient(s).

Special instructions for U.S. trusts and estates. Report the entire amount of income subject to reporting, regardless of estimates of distributable net income.

Payments Made to Persons Who Are Not Recipients

Disregarded entities and hybrid entities. If a U.S. withholding agent makes a payment to a disregarded entity that is not a hybrid entity making a treaty claim, and receives a valid Form W-8BEN-E or W-8ECI from a foreign person that is the single owner of the disregarded entity, the withholding agent must file a Form 1042-S in the name of the foreign single owner. The TIN on the Form 1042-S, if required, must be the foreign single owner's TIN. However, in box 13I, include the GIIN of the disregarded entity provided in Part II of Form W-8BEN-E if the owner is an FFI.

Example 5. WA, a withholding agent, makes a withholdable payment of interest to LLC, a foreign limited liability company that is not an FFI. LLC is wholly owned by FC, a foreign corporation that is an excepted nonfinancial foreign entity. LLC is treated as a disregarded entity. WA has a Form W-8BEN-E from FC on which it states that it is the beneficial owner of the income paid to LLC.

WA reports the interest payment on Form 1042-S showing FC as the recipient. The result would be the same if LLC was a domestic entity.

A disregarded entity can, however, claim to be the beneficial owner of a payment if it is a hybrid entity claiming treaty benefits. See [Form W-8BEN and its instructions](#) for more information. If a disregarded entity claims on a valid Form W-8BEN-E to be the beneficial owner, the U.S. withholding agent must complete a Form 1042-S treating the disregarded entity as a recipient and using

recipient code 26 (hybrid entity making treaty claim) as the chapter 3 status code and the applicable recipient code for the chapter 4 status code of the single owner when the payment is a withholdable payment and chapter 4 withholding does not apply.

A hybrid entity with multiple owners may also claim treaty benefits. See [Form W-8BEN-E and its instructions](#) for more information on documentation requirements that apply in such cases. If a hybrid entity treated as a resident of a treaty country claims treaty benefits on a valid Form W-8BEN-E associated with a withholdable payment (and chapter 4 withholding does not apply with respect to any of its owners to such payment or portion of such payment), the U.S. withholding agent should complete a Form 1042-S treating the hybrid entity as a recipient, use code 26 (hybrid entity making treaty claim) as the chapter 3 recipient status code, and leave blank the chapter 4 recipient status code.

To the extent, however, that a portion of a withholdable payment is allocated to an owner of the hybrid entity for which chapter 4 withholding must be applied, the U.S. withholding agent must issue a separate Form 1042-S to such owner using the applicable recipient codes for the owner's chapters 3 and 4 status codes and report the hybrid entity as the intermediary.

The withholding agent must do so for each such owner for which chapter 4 withholding applies and must exclude amounts allocable to such owners from the Form 1042-S issued to the hybrid entity.

If an owner of a reverse hybrid entity claims treaty benefits on a valid Form W-8BEN-E or W-8BEN (and chapter 4 withholding does not apply with respect to the payment to the reverse hybrid entity), the U.S. withholding agent should issue a Form 1042-S for the portion of the payment allocable to each such owner treating the owner as the recipient,

using the applicable recipient codes for the chapters 3 and 4 status codes, and report the reverse hybrid entity as the intermediary in boxes 15a through 15m. In such a case, the U.S. withholding agent must issue a Form 1042-S to the reverse hybrid entity for the remainder of the payment treating such entity as the recipient and using the applicable chapters 3 and 4 status codes.

However, if chapter 4 withholding applies with respect to the payment to the reverse hybrid entity, the U.S. withholding agent must instead issue a Form 1042-S to the reverse hybrid entity for the entire payment and withhold accordingly.

Example 6. WA, a withholding agent, makes a withholdable payment of interest to FP, a hybrid entity organized in Country X. FP is treated as a partnership under the Internal Revenue Code but is treated as a company resident in Country X for Country X purposes.

WA has a Form W-8BEN-E from FP on which it claims treaty benefits. WA also has a Form W-8IMY from FP that includes its chapters 3 and 4 statuses and a W-8BEN-E from each of FP's owners, FC1 and FC2, which certify that FC1 is a participating FFI and FC2 is a nonparticipating FFI. The attached withholding statement allocates 80% of the payment to FC1 and 20% of the payment to FC2.

WA must issue a Form 1042-S for 80% of the payment to FP as the recipient using recipient code 26 (hybrid entity making treaty claim) as the chapter 3 status code, and leaving blank the recipient code for the chapter 4 status code. WA must withhold under chapter 4 on the remaining 20% of the payment allocated to FC2 and issue a Form 1042-S to FC2 as the recipient using recipient code 15 (corporation) as the chapter 3 status code and recipient code 15 (nonparticipating FFI)

as the chapter 4 status code and must report FP as the intermediary in boxes 15a through 15m.

Amounts paid to an NQI or a flow-through entity of withholdable payments.

If a U.S. withholding agent makes a payment to an NQI or a flow-through entity (other than a nonparticipating FFI) with respect to a withholdable payment, it must complete a separate Form 1042-S for each recipient on whose behalf the NQI or flow-through entity acts as indicated by its withholding statement and the documentation associated with its Form W-8IMY. If a payment is made through tiers of NQIs or flow-through entities, the withholding agent must nevertheless complete Form 1042-S for the recipients to which the payments are remitted. A withholding agent completing Form 1042-S for a recipient that receives a payment through an NQI or a flow-through entity must include in boxes 15a through 15m of

Form 1042-S the name, country code, address, TIN (if any), GIIN (if any), and status codes of the NQI or flow-through entity from whom the recipient directly receives the payment.

If, however, a U.S. withholding agent makes withholdable payments to an NQI or a flow-through entity that is a participating FFI or registered deemed-compliant FFI that is allocable to a chapter 4 withholding rate pool as indicated by the FFI's withholding statement, the U.S. withholding agent should complete a separate Form 1042-S for each chapter 4 reporting pool (that is, pool of recalcitrant account holders, pool of nonparticipating FFIs, or pool of payees that are U.S. persons) treating the participating FFI or registered deemed-compliant FFI as the recipient and must include the GIIN and chapter 3 status code of the FFI and the applicable chapter 4 reporting pool code as the chapter 4 status code.

If a payment is made through tiers of NQIs or flow-through entities that are participating FFIs or registered deemed-compliant FFIs, the withholding agent must nevertheless complete Form 1042-S for each chapter 4 reporting pool to which the payments are allocated and must report, as the recipient, the FFI from whom the recipients included in the chapter 4 reporting pool directly receive the payment.

Example 7. WA, a withholding agent, makes a withholdable payment of interest to FFI1, a reporting Model 1 FFI. FFI1 provides WA with a valid Form W-8IMY with which it associates a withholding statement that allocates 80% of the payment to FFI2, a participating FFI, and 20% of the payment to a pool of nonparticipating FFIs. FFI1 also provides WA with FFI2's Form W-8IMY with which it associates a withholding statement that allocates 100% of the payment to recalcitrant pool-no U.S. indicia.

WA must complete a Form 1042-S for the interest allocated to a pool of nonparticipating FFIs with FFI1 as the recipient and must complete another Form 1042-S for the interest allocated to a pool of recalcitrant account holders—no U.S. indicia with FFI2 as the recipient.

If a U.S. withholding agent makes a withholdable payment to an NQI or a flow-through entity that is a participating FFI or deemed-compliant FFI, and cannot reliably associate the payment, or any part of the payment, with a withholding statement, or to the extent required, a valid withholding certificate (Form W-8 or W-9) or other valid appropriate documentation from a recipient, the withholding agent must follow the appropriate presumption rules for that payment which, if the payment is a withholdable payment, will generally require the withholding agent to withhold 30% under chapter 4 because such payment is presumed

made to a nonparticipating FFI. See Regulations section 1.1471-3(f) (5). For this purpose, if the allocation information provided to the withholding agent indicates an allocation of more than 100% of the payment, then no part of the payment should be considered to be associated with a Form W-8, Form W-9, or other appropriate documentation. The Form 1042-S should be completed by entering "Unknown Recipient" in box 13a and recipient code 21 (unknown recipient) as the chapter 3 status code and recipient code 29 (unknown recipient) as the chapter 4 status code. Also, the name, country code, address, TIN (if any), GIIN (if any), and status codes of the FFI should be entered in boxes 15a through 15m.

If a U.S. withholding agent makes a withholdable payment to an NQI or a flow-through entity that is a nonparticipating FFI, the withholding agent must treat the payments as made to an unknown recipient

regardless of whether it can reliably associate the payment, or any part of the payment, with a valid withholding certificate (Form W-8 or W-9) or other valid appropriate documentation from a recipient (see Regulations section 1.1471-3(d)(8)). The withholding agent should complete a Form 1042-S showing “Unknown Recipient” in box 13a and recipient code 21 (unknown recipient) as the chapter 3 status code and recipient code 29 (unknown recipient) as the chapter 4 status code. Also, the name, country code, address, chapter 4 status code, and TIN (if any) of the nonparticipating FFI should be entered on Form 1042-S in boxes 15a through 15m.

If, however, an NQI or a flow-through entity that is a nonparticipating FFI provides documentation described in Regulations section 1.1471-3(d)(8)(ii) to establish that the withholdable payment or a portion of the payment is beneficially owned by an exempt

beneficial owner, then the withholding agent should complete a Form 1042-S for each exempt beneficial owner showing chapter 4 exemption code 15 (payee not subject to chapter 4 withholding); the exempt beneficial owner as the recipient in box 13a; and the name, country code, address, chapter 4 status code, and TIN (if any) of the nonparticipating FFI in boxes 15a through 15m. For any remaining portion of the payment, the withholding agent should complete a Form 1042-S to an unknown recipient as described directly above.

Pro-rata reporting to NQI. If the withholding agent has agreed that an NQI (other than a nonparticipating FFI) may provide information allocating a payment to its account holders under the alternative procedure of Regulations section 1.1441-1(e)(3)(iv)(D) (no later than February 14, 2026) and the NQI fails to allocate more than 10% of the payment in a withholding rate

pool to the specific recipients in the pool or an applicable chapter 4 withholding rate pool, the withholding agent must file a Form 1042-S for each recipient in the pool on a pro-rata basis. The withholding agent must check box 15 (pro-rata basis reporting) on each Form 1042-S. For example, if there are four account holders in a withholding rate pool that receives a \$100 payment and the NQI fails to allocate more than \$10 of the payment, the withholding agent must file four Forms 1042-S, one for each account holder in the pool, showing \$25 of the income to each and box 15 checked. If, instead, the NQI fails to timely allocate 10% or less of the payment in a withholding rate pool to the specific recipients in a pool, the withholding agent must file a Form 1042-S for each recipient for which it has allocation information and report the unallocated part of the payment on a Form 1042-S as made to an "unknown recipient."

In this case, the withholding agent does **not** check box 15 on any of the Forms 1042-S.

Payments allocated, or presumed made, to U.S. nonexempt recipients. You may be given Forms W-9 or other information regarding U.S. nonexempt recipients from an NQI or a flow-through entity together with information allocating all or a part of the payment to U.S. nonexempt recipients. You must report income allocable to a U.S. nonexempt recipient on the appropriate Form 1099 and not on Form 1042-S, even though you are paying that income to an NQI or a flow-through entity. If, however, a participating FFI or registered deemed-compliant FFI provides a withholding statement allocating all or part of the payment to a chapter 4 withholding rate pool of U.S. payees along with the certification provided on Form W-8IMY required for reporting such pool (as described in

Regulations section 1.1471-3(c)(3)(iii)(B)), you must report the income allocable to such pool on Form 1042-S.

Example 8. FP is an NWP (flow-through entity) that is a certified deemed-compliant FFI. FP receives from WA, a U.S. withholding agent, a withholdable payment of interest described by income code 01 (interest paid by U.S. obligors—general). FP has three partners, A, B, and C, all of whom are individuals. FP provides WA with a Form W-8IMY certifying that it is transmitting Forms W-9 for U.S. nonexempt recipients and Forms W-8BEN from A and B and a Form W-9 from C, a U.S. nonexempt recipient. In addition, FP provides a complete withholding statement in association with its Form W-8IMY that allocates the interest payments among A, B, and C. WA must file two Forms 1042-S, one each for A and B, treating FP as the intermediary in boxes 15a through 15m. WA should also file a Form 1099-INT for C.

Example 9. The facts are the same as in *Example 8*, except that FP does not provide any documentation from its partners. Because WA cannot reliably associate the withholdable payment of interest with documentation from a payee, it must apply the presumption rules of Regulations section 1.1471-3(f) to treat the interest as paid to a nonparticipating FFI. A Form 1042-S should be completed by entering “4” in box 3, “Unknown Recipient” in box 13a, recipient code 21 (unknown recipient) as the chapter 3 status code, and recipient code 29 (unknown recipient) as the chapter 4 status code. Also, the name, country code, address, status codes, and TIN (if any) of FP should be entered in boxes 15a through 15m.

Example 10. The facts are the same as in *Example 9*, except that FP is a participating FFI and provides WA with a Form W-8IMY certifying that it is reporting its U.S. accounts under chapter 4 and a withholding statement

allocating 33% of the payment to a pool of U.S. payees. With respect to the U.S. pool of payees, WA must file a Form 1042-S showing FP as the recipient in box 13a and include FP's GIIN, recipient code 08 as the chapter 3 status code (partnership other than withholding foreign partnership, publicly traded partnership, or partnership QDD), and recipient code 48 (U.S. payees pool) as the chapter 4 status code. WA should enter "3" in box 3 as the chapter indicator, leave boxes 3a and 3b blank, and enter exemption code 18 (U.S. payees of a participating FFI or registered deemed-compliant FFI) in box 4a, and "00.00" in box 4b.

Amounts paid to an NQI or a flow-through entity of amounts realized and PTP distributions. A U.S. withholding agent making a payment to an NQI that is subject to withholding on a PTP distribution other than under section 1446 should generally report the NQI and the recipient of the

distribution on Form 1042-S in accordance with the requirements applicable to withholdable payments made to NQIs (described earlier). In the case, of a PTP distribution paid to a flow-through entity, however, the withholding agent should report the flow-through entity as the recipient for an amount subject to section 1446(a) unless it is a grantor trust (with the trust grantors or owners treated as the recipients). In either case, the U.S. withholding agent must provide a Form 1042-S that is associated with the PTP distribution to the extent that PTP information is required to be included on Form 1042-S in accordance with Boxes 16a Through 16e, later, and as described under Publicly Traded Partnerships (Sections 1446(a) and (f) Withholding Tax), earlier.

A U.S. withholding agent making a payment to an NQI of an amount realized subject to reporting for purposes of section 1446(f) (including on a PTP distribution) should

generally treat the recipient as an unknown recipient because section 1446(f) withholding applies to an NQI without regard to the statuses of its account holders receiving the amount realized. A single Form 1042-S may be issued to the NQI in this case regardless of the number of NQI account holders. If the withholding agent agrees to report the NQI account holders on Form 1042-S, however, it may report the amount realized and withholding applied under section 1446(f) with respect to each NQI account holder on Form 1042-S. See the instructions for Form W-8IMY for the requirements for such an agreement (including that the withholding agent issue a recipient copy of the Form 1042-S to the NQI with respect to each Form 1042-S issued to an NQI account holder for an amount realized).

A U.S. withholding agent making a payment to a flow-through entity of an amount realized reportable on Form 1042-S must report the

flow-through entity as the recipient except to the extent it is treated as a grantor trust (in which case the trust's grantor or owner is the recipient).

Amounts Paid by QIs

In general. For purposes of chapter 4, a QI must complete a Form 1042-S for payments withheld under chapter 4 determined in accordance with the income codes used to file Form 1042-S. A QI that is a participating FFI or registered deemed-compliant FFI may use chapter 4 pooled reporting codes 42 through 48 to allocate payments made to its recalcitrant account holders, payees that are nonparticipating FFIs, and payees that are U.S. persons. A QI should not use chapter 4 reporting pool 49 (QI-recalcitrant pool—general) to report its accounts but may use it to report accounts maintained by another QI. A QI that is an NFFE or FFI treated as deemed-compliant under an applicable IGA (as described in Regulations

section 1.1441-1(e)(5)(ii)(A)) may use chapter 4 reporting pool code 47 to report payments allocable to a pool of nonparticipating FFIs. A QI may also use the chapter 4 pooled reporting codes to report payments allocable to account holders, payees, or owners of another participating FFI or registered deemed-compliant FFI that is an NQI, NWP, or NWT, and it must provide its chapter 4 withholding rate pools on its withholding statement. In such case, the QI must include the NQI, NWP, or NWT as the recipient in box 13a and the applicable recipient code for such entity as the chapter 3 status code. For payments subject to chapter 3 withholding that are exempt from chapter 4 withholding and made by the QI directly to foreign beneficial owners (or that are treated as paid directly to beneficial owners), the QI may report on the basis of chapter 3 reporting pools, in most cases. A QI may not report on the basis of reporting pools in the circumstances described under

Recipient-by-Recipient Reporting by QIs,
later. For payments not subject to chapter 4 withholding, a QI may use a single chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) and a single chapter 3 reporting pool code 27 (withholding rate pool—general) as the chapter 3 status code for all reporting pools, except for amounts paid to foreign tax-exempt recipients for which chapter 3 reporting pool code 28 should be used. Note, however, that a QI should use recipient code 28 only for pooled account holders that have claimed an exemption based on their tax-exempt status and not some other exemption (tax treaty or other Internal Revenue Code section). If a QI uses a chapter 3 pooled reporting code (because chapter 4 withholding does not apply and the QI is not allocating the payment to a U.S. pool of payees), it should leave blank the recipient code for the chapter 4 status code.

Example 11. QI, a qualified intermediary and participating FFI, has four direct account holders, A and B, foreign individuals, and X and Y, foreign corporations. The withholdable payments made to these direct account holders are exempt from chapter 4 withholding because of the chapter 4 status of each account holder. A and X are residents of a country with which the United States has an income tax treaty and have provided documentation that establishes that they are entitled to a lower treaty rate of 15% on withholding of dividends from U.S. sources. B and Y are not residents of a treaty country and are subject to 30% withholding on dividends. QI receives U.S. source dividends on behalf of its four customers. QI must file one Form 1042-S for the 15% withholding rate pool. This Form 1042-S must show income code 06 (dividends paid by U.S. corporations—general) in box 1, “04” in box 3a (chapter 3 exemption code), “15.00” in box 3b (chapter 3 tax rate), chapter 4

exemption code 15 (payee not subject to chapter 4 withholding) in box 4a, “00.00” in box 4b (chapter 4 tax rate), “Withholding rate pool” in box 13a (recipient’s name), chapter 3 reporting pool code 27 (withholding rate pool—general) as the chapter 3 status code, and a blank chapter 4 status code. QI must also file one Form 1042-S for the 30% withholding rate pool that contains the same information as the Form 1042-S filed for the 15% withholding rate pool, except that it will show “30.00” in box 3b (chapter 3 tax rate).

Example 12. The facts are the same as in *Example 11*, except that Y is an organization that has tax-exempt status in the United States and in the country in which it is located, and B is a recalcitrant account holder with U.S. indicia. QI must file three Forms 1042-S. One Form 1042-S (for amounts allocable to A and X) will contain the same information as in *Example 11*.

The second Form 1042-S (for amounts allocable to Y) will contain information for the withholding rate pool consisting of the amounts paid to Y. This Form 1042-S will show income code 06 (dividends paid by U.S. corporations—general) in box 1, exemption code 02 (exempt or reduced withholding under IRC) in box 3a, “00.00” in box 3b (chapter 3 tax rate), chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) in box 4a, “00.00” in box 4b (chapter 4 tax rate), “Zero rate withholding pool-exempt organizations” or similar designation in box 13a (recipient’s name), chapter 3 code 28 (withholding rate pool—exempt organization) in box 13j, and a blank chapter 4 status code in box 13k. The third Form 1042-S will contain information for the recalcitrant pool consisting of amounts paid to B. This Form 1042-S will show income code 06 (dividends paid by U.S. corporations-general) in box 1, code 12 (payee subjected to chapter 4 withholding) in box 3a

(chapter 3 exemption code), "00.00" in box 3b (chapter 3 tax rate), "00" in box 4a (chapter 4 exemption code), "30.00" in box 4b (chapter 4 tax rate), "recalcitrant pool—U.S. indicia" or similar designation in box 13a (recipient's name), chapter 4 recipient code 43 (recalcitrant pool—U.S. indicia) as the chapter 4 status code in box 13k, and a blank chapter 3 status code in box 13j.

Caution: Under the terms of its QI agreement with the IRS, a QI that is an FFI may be required to report the amounts paid to U.S. nonexempt recipients on Form 1099 or Form 8966 using the name, address, and TIN of the payee to the extent those items of information are known. These amounts must be reported on Form 1042-S if allocated to a chapter 4 withholding rate pool of U.S. payees.

A QI acting as a QDD must separately report on Forms 1042-S payments that it makes in its QDD capacity.

The QI should report the name of the QDD that makes the payment as the withholding agent in box 12d (following the naming protocol used for applying to be a QDD) and should use withholding agent code 35 as the chapter 3 status code.

Similarly, if the QDD is a partnership or branch of a partnership, that QDD must separately report allocations to its partners of QDD items on Forms 1042-S, entering the name of the QDD as the withholding agent in box 12d (following the naming protocol).

Caution: A QI acting as a QDD with respect to a payment may only use chapter 3 pooled reporting codes 27 and 28.

Amounts Paid to PAIs

In most cases, a QI must report payments subject to withholding under chapter 3 or 4 made to each PAI (defined under *Definitions*, earlier) as if the PAI's direct account holders were its own.

For purposes of chapter 4, a QI that is a participating FFI, a registered deemed-compliant FFI, or an FFI treated as deemed-compliant under an applicable IGA (as described in Regulations section 1.1441-1(e)(5)(ii)(A)) may use chapter 4 reporting pool code 47 to allocate payments made to the PAI's payees that are nonparticipating FFIs, and may treat the PAI as the recipient on Form 1042-S with respect to each such pool. For chapter 3 purposes, if the payment is made directly by the PAI to the recipient, the QI may report the payment on a pooled basis. A QI may not, however, report on a pooled basis as described in the preceding sentence when acting as a QDD because, under the QI agreement, a QI may not enter into a private arrangement with any account holder for which it acts as a QDD. A separate Form 1042-S is required for each withholding rate pool of each PAI (unless the QI is acting as a QDD with respect to the payment).

However, the QI must include the name and address of the PAI and use pooled reporting code 29 (PAI withholding rate pool—general) or 30 (PAI withholding rate pool—exempt organization) as the chapter 3 status code. If the PAI is providing recipient information from an NQI or a flow-through entity, the QI may not report the payments on a pooled basis for chapter 3 purposes. Instead, it must follow the same procedures as a U.S. withholding agent making a payment to an NQI or a flow-through entity.

Example 13. QI, a qualified intermediary, pays U.S. source dividends to direct account holders that are foreign persons and beneficial owners. It also pays a part of the U.S. source dividends to two private arrangement intermediaries, PAI1 and PAI2. The PAIs pay the dividends they receive from QI to foreign persons that are beneficial owners and direct account holders of PAI1 or PAI2.

All payees are exempt from chapter 4 withholding based on their respective chapter 4 statuses and the dividends paid are subject to a 15% rate of withholding. QI must file a Form 1042-S for the dividends paid to its own direct account holders that are beneficial owners. QI must also file two Forms 1042-S, one for the dividends paid to the direct account holders of each of PAI1 and PAI2. Each of the Forms 1042-S that QI files for payments made to PAI1 and PAI2 must contain the name and address of PAI1 or PAI2, recipient code 29 (PAI withholding rate pool—general) as the chapter 3 status code, and a blank chapter 4 status code, and should use chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) in box 4a.

Amounts Paid by QIs to Certain Partnerships and Trusts

A QI that is applying the special pool reporting allowance provided in the QI agreement for certain partnerships or trusts

(Agency Option) must file separate Forms 1042-S reflecting reporting pools for each partnership or trust that has provided reporting pool information in its withholding statement. A QDD cannot use the Agency Option. For purposes of chapter 4, a QI that is an FFI may use chapter 4 reporting pool code 47 to allocate payments made to the partnership's or trust's payees that are nonparticipating FFIs and should report the partnership or trust as the recipient on Form 1042-S. For chapter 3 purposes, if the payment is made directly by the partnership or trust to the recipient, the QI may use reporting pool code 31 (agency withholding rate pool—general) or 32 (agency withholding rate pool—exempt organization) as the chapter 3 status code (unless the QI is acting as a QDD with respect to the payment). However, to the extent required in the QI agreement, the QI must file separate Forms 1042-S for partners, beneficiaries, or owners of such partnership or trust that are indirect

partners, beneficiaries, or owners, and for direct partners, beneficiaries, or owners of such partnership or trust that are intermediaries or flow-through entities.

Recipient-by-Recipient Reporting by QIs

If a QI is not permitted to report on the basis of reporting pools, it must follow the same rules that apply to a U.S. withholding agent. For chapter 3 purposes, a QI may not report the following payments on a reporting pool basis, but rather must complete Form 1042-S for each appropriate recipient and must provide the applicable chapter 4 exemption code.

Payments made by QIs to another QI, QDD, QSL, WP, or WT. The QI must complete a Form 1042-S treating the other QI, QDD (when a QI is acting as a QDD with respect to a payment), QSL, WP, or WT as the recipient. A QI must not treat a QI as a recipient, however, when the other QI is acting as a disclosing QI.

See Payment to QI of PTP distributions or amounts realized, earlier, for information on reporting of PTP distributions and amounts realized paid to disclosing QIs.

Payments made to an NQI (including an NQI that is an account holder of a PAI).

For chapter 3 purposes, the QI must complete a Form 1042-S for each recipient who receives the payment from the NQI. A QI that is completing Form 1042-S for a recipient that receives a payment through an NQI must include in boxes 15a through 15m the name, country code, address, TIN (if any), GIIN (if any), and status codes of the NQI from whom the recipient directly receives the payment. In the case of an NQI that is a participating FFI or registered deemed-compliant FFI, the QI must complete a Form 1042-S for the chapter 4 withholding rate pool of the NQI provided in a withholding statement associated with its Form W-8IMY and must report the NQI as the recipient.

In such a case, the QI must include the name and address of the NQI as the recipient and use chapter 4 pool reporting codes 42 through 48 as the chapter 4 status code, and chapter 3 status code 25 (nonqualified intermediary). If the NQI fails to provide sufficient allocation information with respect to a withholdable payment, the QI must complete a Form 1042-S with the recipient as “Unknown Recipient” using chapter 4 status code 29 (unknown recipient) and must include the NQI’s information in boxes 15a through 15m.

Example 14. QI, a qualified intermediary, has NQI, a nonqualified intermediary that is a participating FFI, as an account holder. NQI has two account holders, A and B, both recalcitrant account holders with U.S. indicia who receive a withholdable payment of U.S. source dividends from QI. NQI provides QI with a valid Form W-8IMY and a complete withholding statement that allocates the

dividends paid to NQI to recalcitrant pool—U.S. indicia for both A and B. QI must complete one Form 1042-S reporting NQI as the recipient and using reporting pool code 43 (recalcitrant pool—U.S. indicia) as the chapter 4 status code.

Example 15. QI has NQI, a nonqualified intermediary that is a reporting Model 2 FFI, as an account holder. NQI has two account holders, A and B, who receive a withholdable payment of U.S. source dividends from QI. A is a nonparticipating FFI. NQI treats B as a nonconsenting U.S. account under the applicable IGA and is not required to withhold on payments to B under chapter 4. NQI provides QI with a valid Form W-8IMY and a complete withholding statement that allocates 50% of the dividends paid to A and 50% to B. NQI designates B as an individual exempt from withholding under an IGA but cannot include B in a chapter 4 withholding rate pool of U.S. payees because the payment is

subject to chapter 3 withholding and, under the presumption rules of Regulations section 1.1441-1(b)(3), the payment is presumed made to an unknown, undocumented foreign payee. QI must complete two Forms 1042-S. One Form 1042-S must show NQI as the recipient and use reporting pool code 47 (nonparticipating FFI pool). The second Form 1042-S must show the recipient as "Unknown Recipient," NQI's information in boxes 15a through 15m, chapter 4 exemption code 19 (exempt from withholding under IGA), chapter 4 status code 34 (nonconsenting U.S. account), chapter 3 status code 21 (unknown recipient), and 30% withholding under chapter 3 for the payment allocated to B as a presumed foreign person under chapter 3.

Payments made by QIs to a flow-through entity. The QI must complete a Form 1042-S for each recipient who receives the payment from the flow-through entity for purposes of chapters 3 and 4.

A QI that is completing a Form 1042-S for a recipient that receives a payment through a flow-through entity must include in boxes 15a through 15m the name, country code, address, TIN (if any), GIIN (if any), and status codes of the flow-through entity from which the recipient directly receives the payment.

For chapter 4 purposes and in the case of a flow-through entity that is a participating FFI or registered deemed-compliant FFI (other than a WP or WT), the QI must complete a Form 1042-S for each chapter 4 withholding rate pool provided in the withholding statement associated with the Form W-8IMY of the flow-through entity. The QI must include the name, address, and GIIN of the flow-through entity as the recipient and the applicable chapter 3 status code for the flow-through entity and use pooled reporting codes 42 through 48 as the chapter 4 status code.

Example 16. QI, a qualified intermediary, has FP, a nonwithholding foreign partnership that is a registered deemed-compliant FFI, as an account holder. QI pays interest that is a withholdable payment described by income code 01 (interest paid by U.S. obligors—general) to FP. FP has three partners, A, B, and C, all of whom are exempt from withholding under chapter 4 based on their respective chapter 4 statuses. FP provides QI with a Form W-8IMY with which it associates the Forms W-8BEN from each of A, B, and C. In addition, FP provides a complete withholding statement in association with its Form W-8IMY that allocates the interest payments among A, B, and C. QI must file three Forms 1042-S, one each for A, B, and C. The Forms 1042-S must show information relating to FP in boxes 15a through 15m along with the chapters 3 and 4 status codes and chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) for A, B, and C.

Tip: See section 8 of the 2023 QI agreement in [Rev. Proc. 2022-43](#) for information on Form 1042-S reporting requirements when QIs make payments of PTP distributions or amounts realized, or when a QI acting as a QDD is a partnership required to report on Form 1042-S with respect to its foreign partners. For when a QI pays a PTP distribution or amount realized to a partner through more than one disclosing QI and the QI is required to issue a Form 1042-S under section 8 of the 2023 QI agreement to report the payment, see Payment to QI of PTP distributions or amounts realized, earlier, for the disclosing QI to which the QI is required to issue a recipient copy of Form 1042-S.

Amounts Paid by WPs and WTs

In general. For chapter 4 purposes, payments that are made by a WP or WT that is a participating FFI or a registered deemed-compliant FFI directly to its partners, owners, or beneficiaries that are recalcitrant account

holders, payees that are nonparticipating FFIs, and payees that are U.S. persons may be reported on the basis of chapter 4 reporting pools. A WP or WT may also use the chapter 4 pooled reporting codes to report payments allocable to account holders, payees, or owners of another participating FFI or registered deemed-compliant FFI that is an NQI, NWP, or NWT and provides its chapter 4 withholding rate pools on its withholding statement when the WP or WT applies section 9.03 of its agreement to such entity. In such case, the WP or WT must include the NQI, NWP, or NWT as the recipient in box 13a. If a WP or WT has not made a pooled reporting election for chapter 3 purposes, a WP or WT must file a separate Form 1042-S for each direct partner, beneficiary, or owner that is exempt from chapter 4 withholding and to whom the WP or WT distributes, or in whose distributive share is included, an amount subject to withholding under chapter 3, in the same manner as a U.S. withholding agent.

However, if the WP or WT has made a pooled reporting election in its WP or WT agreement, the WP or WT may instead report payments to such direct partners, beneficiaries, or owners on the basis of chapter 3 reporting pools and file a separate Form 1042-S for each reporting pool. For payments not subject to chapter 4 withholding, a WP or WT may use a single chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) and a single chapter 3 reporting pool code 27 (withholding rate pool—general) as the chapter 3 status code for all chapter 3 reporting pools, except for amounts paid to foreign tax-exempt recipients for which a separate recipient code 28 must be used. For this purpose, a foreign tax-exempt recipient includes any organization that is not subject to withholding and is not liable to tax in its country of residence because it is a charitable organization, pension fund, or foreign government.

See the WP and WT agreements for when a WP and WT can pool report payments to an indirect partner, a beneficiary, or an owner. See section 9 of the WP or WT agreement.

Amounts Paid by NQIs and Flow-Through Entities

An NQI and a flow-through entity are withholding agents and must file Forms 1042-S for amounts paid to recipients. However, an NQI or a flow-through entity is not required to file Form 1042-S if it is not required to file Form 1042-S under the Multiple Withholding Agent Rule, later. An NQI or a flow-through entity may report payments made to recipients to the extent it has failed to provide to another withholding agent the appropriate documentation and complete withholding statement for either chapter 3 or 4 purposes or when an NQI receives a payment of an amount realized subject to section 1446(f)

withholding from a broker that does not agree to report on Form 1042-S the NQI account holders receiving the payment.

See the instructions for Form W-8IMY for the requirements for such an agreement. If the NQI or flow-through entity chooses to or must file Form 1042-S, as described above, the NQI or flow-through entity must also file Form 1042 and, if applicable, attach the Form 1042-S it received from the withholding agent to establish any credit for amounts withheld by the withholding agent. See the [*Instructions for Form 1042*](#).

If another withholding agent has withheld tax on an amount that should have been exempt (for example, where the withholding agent applied the presumption rules because it did not receive proper documentation or other required information from the NQI or flow-through entity), and the payee or beneficial owner will make a claim for refund, the NQI or flow-through entity must report on

Form 1042-S the correct tax rate and the combined amount of U.S. federal tax withheld with respect to all recipients and should enter the applicable chapters 3 and 4 exemption codes.

If another withholding agent underwithholds, regardless of whether it received proper documentation from the NQI or flow-through entity, the NQI or flow-through entity must withhold additional amounts to bring the total withholding to the correct amount.

Tip: If an NQI receives an amount realized withheld on under section 1446(f), it may issue Forms 1042-S to report the payment and withholding even if the account holder is a U.S. person.

Specified Federal Procurement Payments Made to Foreign Persons

Section 5000C imposes a 2% tax on any foreign person that receives a specified federal procurement payment.

A specified federal procurement payment is a payment made to a foreign person pursuant to a contract with the U.S. Government for (1) the provision of goods that are manufactured or produced in a country that does not have an international procurement agreement with the United States, or (2) the provision of services in a country that does not have an international procurement agreement with the United States.

For purposes of section 5000C, a payer of a specified federal procurement payment to a foreign person must complete a Form 1042-S for payments withheld upon in the name of the foreign person. Use income code 44 to report payments subject to withholding under section 5000C. Box 2 should include the amount of the specified federal procurement payments subject to withholding, and box 7 should include the amount of tax withheld under section 5000C.

If you are reporting tax withheld under section 5000C, enter "3" in box 3 as if the tax were a chapter 3 tax, enter "00" in box 3a, and report the tax withheld in box 7. You do not need to complete box 4a, box 4b, or any box for a chapter 3 or 4 status code. In boxes 13a through 13h, include the name and the address of the foreign person withheld upon. If known, include the TIN (if any) in box 13i.

Multiple Withholding Agent Rule

A withholding agent is not required to file Form 1042-S if a return is filed by another withholding agent reporting the same amount and the withholding agent has withheld correctly.

The multiple withholding agent rule does not relieve withholding agents from Form 1042-S reporting responsibility in the following circumstances.

- Any withholding agent making a payment to a QI, QSL, WP, or WT must report that

payment as made to the QI, QSL, WP, or WT.

- Any withholding agent making a payment to a U.S. branch treated as a U.S. person must report the payment as made to that branch.
- Any withholding agent that withholds an amount from a payment under chapter 3 or 4 must report that amount to the recipient from whom it was withheld.

Furthermore, the multiple withholding agent rule does not relieve the following from Form 1042-S reporting responsibility.

- Any QI, WP, or WT required to report an amount to a chapter 4 withholding rate pool or chapter 3 withholding rate pool.
- An NQI or a flow-through entity that knows, or has reason to know, that the correct amount has not been withheld by another withholding agent.

Under the multiple withholding agent rule, a withholding agent reporting amounts withheld by another withholding agent must use box 8 (tax withheld by other agents) to report such amounts and must provide the name and EIN of the withholding agent that withheld in boxes 14a and 14b (Primary Withholding Agent's Name and EIN). See the instructions for boxes 14a and 14b, later.

Example 17. NQI, a foreign bank that is a participating FFI, acts as a nonqualified intermediary for four different foreign persons (A, B, C, and D) who own securities from which they receive interest that is a withholdable payment. The interest is paid by a U.S. withholding agent (WA) as custodian of the securities for NQI. A, B, C, and D each own a 25% interest in the securities. NQI has furnished WA with a Form W-8IMY to which it certifies its status as a participating FFI and has attached Forms W-8BEN from A and B. NQI's Form W-8IMY contains an attachment

stating that 25% of the securities are allocable to each of A and B and 50% to a pool of recalcitrant account holders with U.S. indicia. WA pays \$100 of interest during the calendar year. WA treats the \$25 of interest allocable to A and the \$25 of interest allocable to B as portfolio interest and completes Forms 1042-S for A and for B as the recipients. WA includes information relating to NQI in boxes 15a through 15m on the Forms 1042-S for A and B. WA subjects the remaining \$50 of interest to 30% withholding under chapter 4 and reports the interest on a Form 1042-S by treating NQI as the recipient in box 13a and uses chapter 3 status code 25 (nonqualified intermediary), chapter 4 status code 43 (recalcitrant pool—U.S. indicia), “30.00” in box 4b (chapter 4 tax rate), and \$15 as the amount withheld in boxes 7 and 10. Under the multiple withholding agent rule, NQI is not required to file a Form 1042-S, but must file a Form 1042-S if, for example,

C and D seek to make a claim for refund and NQI has not filed a collective refund claim on behalf of C and D for the tax withheld under chapter 4 on the payment (see Regulations section 1.1471-4(h)).

Example 18. WA, a U.S. withholding agent, makes a \$100 dividend payment that is a withholdable payment to a foreign bank (NQI) that is a participating FFI and acts as a nonqualified intermediary. NQI receives the payment on behalf of A, documented as a foreign individual exempt from chapter 4 withholding and a resident of a treaty country who is entitled to a 15% rate of withholding under chapter 3, and B, documented as a foreign individual exempt from chapter 4 withholding and a resident of a country that does not have a tax treaty with the United States and who is subject to 30% withholding under chapter 3. NQI provides WA with its Form W-8IMY that certifies its status as a participating FFI to which it associates the

Forms W-8BEN from both A and B and a complete withholding statement that allocates 50% of the dividend to A and 50% to B. A's Form W-8BEN claims a 15% treaty rate of withholding. B's Form W-8BEN does not claim a reduced rate of withholding. WA, however, mistakenly withholds only 15%, \$15, from the entire \$100 payment. WA completes a Form 1042-S for each A and B as the recipients, showing on each form \$50 of dividends in box 2, a withholding rate of "15.00" in box 3b (chapter 3 tax rate), and \$7.50 as the amount withheld in boxes 7 and 10. Under the multiple withholding agent rule, NQI is not required to file a Form 1042-S for A. However, because NQI knows (or should know) that B is subject to a 30% rate of withholding, and assuming it knows that WA only withheld 15%, the multiple withholding agent rule does not apply to the dividend paid to B, and NQI must withhold an additional 15% from the payment to B.

NQI must then file a Form 1042-S for B showing \$50 of dividends in box 2, "00" in box 3a (chapter 3 exemption code), "30.00" in box 3b (the correct chapter 3 tax rate), \$7.50 withheld by NQI in box 7, \$7.50 withheld by WA in box 8, and \$15 in box 10 (the combined amount withheld). NQI must also enter chapter 4 exemption code 15 (payee not subject to chapter 4 withholding) in box 4a and "00.00" in box 4b (chapter 4 tax rate). See the instructions for box 3b, later.

Penalties

The following penalties apply to the person required to file Form 1042-S. The penalties apply to both paper filers and electronic filers.

Late filing of correct Form 1042-S. A penalty may be imposed for failure to file each correct and complete Form 1042-S when due (including extensions), unless you can show that the failure was due to reasonable

cause and not willful neglect. The penalty, based on when you file a correct Form 1042-S, is the following.

- \$60 per Form 1042-S if you correctly file within 30 days after the required filing date; the maximum penalty is \$698,500 per year (\$244,500 for a small business). A small business, for this purpose, is defined as having average annual gross receipts of \$5 million or less for the 3 most recent tax years (or for the period of its existence, if shorter) ending before the calendar year in which the Forms 1042-S are due.
- \$130 per Form 1042-S if you correctly file more than 30 days after the due date but by August 1; the maximum penalty is \$2,095,500 per year (\$698,500 for a small business).
- \$340 per Form 1042-S if you file after August 1 or you do not file correct Forms 1042-S; the maximum penalty is

\$4,191,500 per year (\$1,397,000 for a small business).

If you intentionally disregard the requirement to report correct information, the penalty per Form 1042-S is increased to the greater of \$690 or 10% of the total amount of items required to be reported, with no maximum penalty.

Failure to furnish correct Form 1042-S to recipient. If you fail to provide Forms 1042-S to recipients and cannot show reasonable cause, a penalty of up to \$340 may be imposed for each failure to furnish Form 1042-S to the recipient when due. The penalty may also be imposed for failure to include all required information or for furnishing incorrect information on Form 1042-S. The maximum penalty is \$4,191,500 (\$1,397,000 for a small business) for all failures to furnish correct recipient statements during a calendar year.

If you provide the correct statement on or before August 1, reduced penalties similar to those for failing to file a correct Form 1042-S with the IRS may be imposed. See *Late filing of correct Form 1042-S*, earlier. If you intentionally disregard the requirement to report correct information, each \$340 penalty is increased to the greater of \$690 or 10% of the total amount of items required to be reported, with no maximum penalty.

Failure to file electronically. If you are required to file electronically but fail to do so, and you do not have an approved waiver on record, penalties may apply unless you establish reasonable cause for your failure.

Avoid Common Errors

To ensure that your Forms 1042-S can be correctly processed, be sure that you do the following.

- Carefully read the information provided in [Pub. 515](#) and these instructions.

- Complete all required fields. At a minimum, you must provide your unique form identifier at the top of the form as well as the information requested in boxes 1, 2, 3, 7a, 12a through 12m, and 13a through 13h. Other boxes must be completed if the nature of the payment requires it.
- If the amount reported in box 2 is a withholdable payment, you must also enter information in boxes 4a, 4b, and 13k. If the amount reported in box 2 is an amount subject to chapter 3 withholding, you must enter information in boxes 3a, 3b, and 13j.
- If the amount reported in box 2 is not subject to chapter 4 withholding or is not a withholdable payment, you must enter "00.00" in box 4b and provide the applicable exemption code in box 4a.

- If the amount reported in box 2 is a withholdable payment and an amount subject to chapter 3 withholding and the tax rate in box 4b is 00.00, you must enter information in boxes 3a and 3b. If the rate entered in box 4b is 30.00, you may enter information in boxes 3a and 3b.
- If you are a QI, WP, or WT that is pool reporting for its direct account holders only, either a chapter 3 status code (box 13j) or chapter 4 status code (box 13k) is required.
- If the recipient in box 13 or the entity in box 15 is a participating FFI, registered deemed-compliant FFI, sponsored FFI, direct reporting NFFE, or sponsored direct reporting NFFE, you must enter the entity's GIIN or the GIIN of the sponsoring entity in box 13l or 15e

(to the extent that you may rely on a sponsored entity's GIIN under the chapter 4 regulations or an applicable IGA for withholding purposes).

- Use only income, status, and exemption codes specifically listed in these instructions.
- Use only tax rates that are allowed by statute, regulations, or treaty. Do not attempt to "blend" rates. Instead, if necessary, submit multiple Forms 1042-S to show changes in tax rate. See the Valid Tax Rate Table.

All information you enter when reporting the payment must correctly reflect the intent of the statute and regulations. In most cases, you should rely on the withholding documentation you have collected (Form W-8 series, Form 8233, etc.) to complete your Form 1042-S submissions. Also, note the following.

- The gross income you report in box 2 cannot be zero (unless amending Form 1042-S to zero out gross income previously reported).
- The income code you report in box 1 must correctly reflect the type of income you pay to the recipient.
- The withholding agent's name, address, chapters 3 and 4 status codes, EIN, QI-EIN, WP-EIN, WT-EIN, and GIIN (if any) must be reported in boxes 12a through 12m.
- The recipient's name, country code, address, U.S. TIN (if any), and GIIN (if any) must be reported in boxes 13a through 13i and 13l. In most cases, you must report a foreign address. See the instructions for box 13, later.
- In the case of joint owners, Form 1042-S can only list one of the owners as the recipient in box 13a. Form 1042-S must

not be completed with more than one of the joint owners as the recipient.

- For direct account holders, you must report the recipient's account number in box 13o. You may also be required to report the recipient's FTIN in box 13m, a limitation on benefits (LOB) code (for an entity claiming treaty benefits) in box 13n, and the recipient's date of birth in box 13p (see the instructions for box 13n and box 13p, later).
- The exemption code you report in box 3a must correctly identify the proper tax status for the type of income you pay to the recipient. The exemption code you report in box 4a must correctly identify the proper tax status for the type of income you pay to the recipient or if exemption code 15 is used (payee not subject to chapter 4 withholding), the chapter 4 status code of the recipient must correctly reflect this exemption.

- When reporting to Unknown Recipients, ensure that 30% tax is withheld for amounts subject to chapter 3 or 4 withholding, remitted to the IRS, and correctly reported on Form 1042-S. In such cases, the recipient's name should be "Unknown Recipient". The recipient's chapter 3 and 4 status codes should also reflect "Unknown Recipient", and the recipient country should be left blank. Do not use country code "UC" to indicate unknown country. Only use country code "UC" when the recipient country is Curacao.
- Foreign source income is generally not required to be reported on Form 1042-S. As a result, exemption code 03 (income is not from U.S. sources) should be used for reporting income only in limited circumstances (for example, when withholding is applied in error).

See Regulations section 1.1461-1(c)(2) for when reporting on Form 1042-S is required.

Note: If you use exemption code 04 (exempt or reduced withholding under tax treaty), the country code that you report in box 13b must be a valid treaty country. Countries with which the United States has a tax treaty are listed at [IRS.gov/Businesses/International-Businesses/UnitedStates-Income-Tax-Treaties-A-to-Z](https://www.irs.gov/Businesses/International-Businesses/UnitedStates-Income-Tax-Treaties-A-to-Z).

Caution: You, the withholding agent, are liable for the tax if you know, or should have known, that underwithholding on a payment has occurred.

Specific Instructions for Withholding Agents

Caution: All amounts must be reported in U.S. dollars.

Rounding Off to Whole Dollars

You must round off cents to whole dollars. To round off amounts to the nearest whole dollar, drop amounts under 50 cents and increase amounts from 50 to 99 cents to the next dollar. For example, \$1.39 becomes \$1 and \$2.50 becomes \$3. If you have to add two or more amounts to figure the amount to enter on a line, include cents when adding and only round off the total.

Unique Form Identifier

A withholding agent must provide a unique form identifier on each Form 1042-S that it files in the box provided at the top of the form. The unique form identifier must:

- Be numeric (for example, 1234567891),
- Be exactly 10 digits, and
- Not be the recipient's U.S. TIN or FTIN.

If a withholding agent is filing an amended Form 1042-S, it must include the same unique form identifier that was reported by the withholding agent on the original Form 1042-S that is being amended. The unique form identifier will be used to identify which information return is being corrected or amended when multiple information returns are filed by a withholding agent with respect to the same recipient. The identifying number must be unique to each original Form 1042-S filed for the current year. The identifying number can be used on a new original form in a subsequent year.

Amended Checkbox

See *Amended Forms*, later.

Amendment Number

If you are filing an amended Form 1042-S, you must provide an amendment number. The amendment number must be numeric and the length must be exactly **one** digit.

Each time that you amend the same form (as determined by the unique form identifier), you must provide the amendment number in the box provided on the form (using “1” for the first amendment and increasing sequentially for each subsequent amendment).

Box 1—Income Code

All filers must enter the appropriate two-digit income code from the list in Appendix A, later. Use the income code that is the most specific. See [Pub. 515](#) for further explanation of the income codes. Below are examples on how to use some of the income codes.

1. Use code 06 for dividends, including any deemed dividends (such as deemed dividends arising under section 305(c)). However, use other codes for dividends (including deemed dividends) paid on actively traded securities and for dividend equivalents.

2. Use code 09 for the following types of capital gain.
 - a. Gains on disposal of timber, coal, or domestic iron ore with a retained economic interest, unless an election is made to treat those gains as income effectively connected with a U.S. trade or business.
 - b. Gains on contingent payments received from the sale or exchange after October 4, 1966, of patents, copyrights, secret processes and formulas, goodwill, trademarks, trade brands, franchises, and other like property.
 - c. Gains on certain transfers of all substantial rights to, or an undivided interest in, patents if the transfers were made before October 5, 1966.

- d. Certain gains from the sale or exchange of OID obligations issued after March 31, 1972.
- 3. Use code 17 for payments for independent personal services performed by a foreign person (including payments made to an entity). This includes payments that are subject to the business profits article of a treaty.
- 4. Use code 29 (deposit interest) if you are paying bank deposit interest, not code 01 (interest paid by U.S. obligors—general).
- 5. Use code 24 (qualified investment entity (QIE) distributions of capital gains) for distributions of capital gains from a QIE. Use code 36 (capital gains distributions) for capital gain distributions (dividends) paid or credited by mutual funds (or other RICs).

Include long-term and short-term capital gain dividends (use exemption code 02 (exempt or reduced withholding under IRC) in box 3a).

Note: Exempt-interest dividends and interest-related dividends should be reported under income code 01 (interest paid by U.S. obligors—general) (use exemption code 02 (exempt or reduced withholding under IRC) in box 3a).

6. Use code 28 for gambling winnings. These are proceeds from a game other than blackjack, baccarat, craps, roulette, or big-6 wheel. For more information, see [Pub. 515](#).
7. Use code 33, 34, 35, 53, or 54 for all substitute payment transactions. For more information, see Regulations sections 1.861-2(a)(7) and 1.861-3(a)(6). For payments of interest or substitute interest made by a withholding agent to a QI that

assumes primary withholding responsibilities for substitute interest, the withholding agent and the QI should use code 33 or 54. For payments of substitute dividends, a withholding agent should use code 34 or 53. See [Rev. Proc. 2022-43](#) for more information on when a QI assumes primary withholding responsibilities for substitute interest or dividend equivalents.

8. Use code 37 (return of capital) for a nondividend distribution. This is a distribution that is not paid out of the earnings and profits of a corporation. It represents a distribution in part or full payment in exchange for stock.
9. Use codes 38 and 39 for payments to covered expatriates. Use code 38 for a payment of eligible deferred compensation subject to section 877A(d)(1) and use code 39 for a

distribution from a nongrantor trust subject to section 877A(f)(1).

For more information, see Notice 2009-85, 2009-45 I.R.B. 598, available at [IRS.gov/irb/2009-45 IRB#NOT-2009-85](https://www.irs.gov/irb/2009-45_IRB#NOT-2009-85).

10. There are three categories of dividend equivalent codes. For substitute dividends, use code 34 or 53. See example 7 of this list for additional instructions related to substitute dividends. For dividend equivalents with respect to a transaction that is a section 871(m) transaction as a result of combining transactions under Regulations section 1.871-15(n) (including as modified by transition relief under [Notice 2024-44](#), when applicable) (a “combined transaction”), use code 56 (dividend equivalents under IRC section 871(m) as a result of applying the combined transaction

rules). For all other dividend equivalents, use code 40 (other dividend equivalents under IRC section 871(m)).

11. Use code 41 (guarantee of indebtedness) for certain guarantee of indebtedness payments. These are amounts paid for the provision of a guarantee of indebtedness that was issued after September 27, 2010.
12. Use either code 42 (earnings as an artist or athlete—no central withholding agreement) or 43 (earnings as an artist or athlete—central withholding agreement) for payments to an artist or athlete. A central withholding agreement is Form 13930, Application for Central Withholding Agreement, plus additional information specified in the instructions for such form, that is

entered into by the artist or athlete, a designated withholding agent, and the IRS. For more details, see [Pub. 515.](#)

13. Use code 50 (income previously reported under escrow procedure) with respect to a recalcitrant account holder of a dormant account for which a participating FFI reported the income on Form 1042-S in a prior calendar year but for which the participating FFI was not required to deposit the tax withheld or determined that withholding was not required until the current calendar year under an applicable escrow procedure. For additional information on the escrow procedure for dormant accounts, see Regulations section 1.1471-4(b)(6). Also use code 50 for income reported on a Form 1042-S in a prior calendar year for which tax withheld was not deposited pursuant to the escrow

procedure for undetermined amounts of income and such withheld tax is now required to be deposited in the current calendar year. For additional information on the escrow procedure for undetermined amounts of income, see Regulations section 1.1441-3(d) (1). For instructions on reporting amounts withheld during the current calendar year that you are not depositing pursuant to the escrow procedure, see the instructions for box 7, later.

14. Use code 52 (dividends paid on certain actively traded or publicly offered securities), 53 (substitute payments—dividends from certain actively traded or publicly offered securities), 51 (interest paid on certain actively traded or publicly offered securities), 54 (substitute payments—interest from certain actively traded or publicly

offered securities), and 13 (royalties paid on certain publicly offered securities) if the income paid is described in Regulations section 1.1441-6(c)(2) and you have reduced the rate of withholding under an income tax treaty without the recipient providing a U.S. TIN or an FTIN. See codes 40 and 56 for dividend equivalents other than substitute dividends and example 10 of this list for additional information.

15. Use code 55 (taxable death benefits on life insurance contracts) to report taxable death benefits, such as benefits paid on an insurance contract that was acquired on a transfer for valuable consideration. See section 101 for when death benefits are taxable.

16. Use income code 57 to report an amount realized under section 1446(f) (regardless of whether paid on a sale or PTP distribution).
17. Use income code 58 to the extent you cannot determine the income attributable to a PTP distribution and apply Regulations section 1.1446-4(d)(1) to determine the withholding absent a qualified notice indicating the amount.
18. Use income code 59 (consent fees), 60 (loan syndication fees), or 61 (settlement payments) for payments described by one of those codes that a withholding agent concludes does not fit under another income code, excluding code 23 (other income).
Note: For tax year 2026, the use of income codes 59, 60, and 61 is optional.