Note: *The draft you are looking for begins on the next page.*

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Most forms and publications have a page on IRS.gov: IRS.gov/Form1040 for Form 1040; IRS.gov/Pub501 for Pub. 501; IRS.gov/W4 for Form W-4; and IRS.gov/ScheduleA for Schedule A (Form 1040), for example, and similarly for other forms, pubs, and schedules for Form 1040. When typing in a link, type it into the address bar of your browser, not a Search box on IRS.gov.

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Form **8023**

(Rev. October 2023)

Department of the Treasury
Internal Revenue Service

Elections Under Section 338 for
Corporations Making Qualified Stock Purchases

See separate instructions.
Information about Form 8023 and its separate instructions is at *www.irs.gov/Form8023.*

OMB No. 1545-0123

Section A-1—Purchasing Corporation

☐ **Check if Purchasing Corporation is a foreign entity**

1a Name of purchasing corporation			**1b** Employer identification number
Street		City	**1c** Tax year ending (MM/DD/YYYY)
State	ZIP	Country	**1d** State or country of incorporation

Section A-2—Common Parent of the Purchasing Corporation

☐ **Check if Common Parent of the Purchasing Corporation is a foreign entity**

2a Name of common parent of purchasing corporation			**2b** Employer identification number
Street		City	**2c** Tax year ending (MM/DD/YYYY)
State	ZIP	Country	**2d** State or country of incorporation

Section B—Target Corporation

☐ **Check if Target Corporation is a foreign entity**

3a Name of target corporation			**3b** Employer identification number
Street		City	**3c** Tax year ending (MM/DD/YYYY)
State	ZIP	Country	**3d** State or country of incorporation

Section C—Common Parent of Selling Consolidated Group, Selling Affiliate,
S Corporation Shareholder, or U.S. Shareholder

Complete only for a section 338(h)(10) election or if target was a member of a consolidated group or a controlled foreign corporation (CFC) or had been a CFC within the preceding 5 years.

☐ **Check if Common Parent of Selling Consolidated Group, Selling Affiliate, S Corporation Shareholder, or U.S. Shareholder is a foreign entity**

4a Name of common parent of the selling consolidated group, selling affiliate, U.S. shareholder(s) of foreign target corporation, or S corporation shareholder(s)		**4b** Identifying number(s)
Street	City	
State	ZIP	Country	**4c** Tax year ending (MM/DD/YYYY)

Section D—General Information

5a Acquisition date (MM/DD/YYYY)	**5b** What percentage of target corporation stock was purchased:
	(i) During the 12-month acquisition period? _____ %
	(ii) On the acquisition date? _____ %

Section E—Elections Under Section 338

6	Check here to make a section 338(h)(10) election for the target corporation listed in Section B	☐
7	Check here to make a section 338 election (other than a section 338(h)(10) election) for the target corporation listed in Section B	☐
8	If the box on line 7 is checked for the target corporation listed in Section B, check here to make a gain recognition election for that corporation. See instructions	☐
9	Check here if this form is filed to make a section 338 election for any target corporation in addition to the one listed in Section B	☐

Purchasing Corporation(s) Signature(s)

Under penalties of perjury, I state and declare that I am authorized to make the election(s) on lines 6, 7, 8, and 9 on behalf of the purchasing corporation(s).

Signature of authorized person for purchasing corporation(s)	Date	Title

Consolidated Selling Group or Selling Affiliate Signature (Section 338(h)(10) Election)

Under penalties of perjury, I state and declare that I am authorized to make the section 338(h)(10) election on line 6 on behalf of the common parent of the selling consolidated group or on behalf of the selling affiliate.

Signature of authorized person for the common parent or selling affiliate	Date	Title

S Corporation Shareholder(s) Signature(s) (Section 338(h)(10) Election)

Under penalties of perjury, I state and declare that I am a shareholder of the S corporation target or that I am authorized to make the section 338(h)(10) election on line 6 on behalf of that shareholder. If more than one shareholder, attach a schedule with other signatures.

Signature of S corporation shareholder	Date	Title

TREASURY/IRS AND OMB USE ONLY DRAFT June 15, 2023 DO NOT FILE

Barcode 1

Barcode 2

Barcode 3

Barcode 4

Barcode 5