



Instructions for Form 5310-A

(Rev. September 1994)

Notice of Plan Merger or Consolidation, Spinoff, or Transfer of Plan Assets or Liabilities; Notice of Qualified Separate Lines of Business

Section references are to the Internal Revenue Code.

Paperwork Reduction Act Notice.—We ask for the information on this form to carry out the Internal Revenue laws of the United States. You are required to give us the information. We need it to ensure that you are complying with these laws and to allow us to figure and collect the right amount of tax.

The time needed to complete and file the form is listed below and will vary depending on individual circumstances. The estimated average time is:

Recordkeeping	Learning about the law or the form	Preparing, copying, assembling, and sending the form to the IRS
6 hr., 13 min.	42 min.	50 min.

If you have comments concerning the accuracy of these time estimates or suggestions for making this form simpler, we would be happy to hear from you. You can write to the **Internal Revenue Service**, Attention: Tax Forms Committee, PC:FP, Washington, DC 20224. **DO NOT** send the form to this address. Instead, see **Where To File** on page 3.

A Change To Note

Form 5310-A has been revised to include the notice employers must file if they wish to be treated as operating qualified separate lines of business (QSLOBs). Use Form 5310-A to file notice for plan years beginning after 1993. File page 1 in duplicate and file one copy of page 2. See Rev. Proc. 93-40, 1993-2 C.B. 535, for more information.

Purpose of Form

Form 5310-A is used by employers to give notice of:

- A plan merger or consolidation. A plan merger or consolidation is the combining of two or more plans into a single plan.
- A plan spinoff. A plan spinoff is the splitting of a single plan into two or more spinoff plans.
- A plan transfer of plan assets or liabilities to another plan. A plan transfer of assets or liabilities is the splitting off of a portion of the assets or liabilities of the transferor plan and the concurrent acquisition or assumption of these split-off assets or liabilities by the transferee plan.
- Qualified separate lines of business (QSLOBs).

Note: An IRS letter will not be issued when a Form 5310-A is filed.

General Instructions

Form 5310-A is screened for completeness by computer. Incomplete notices will be returned. Here are some tips to help you complete the form correctly.

1. N/A (not applicable) is accepted as a response only for line 1c.
2. If an item requests a numeric response, you must enter a number.

The IRS may, at its discretion, require additional information any time it is deemed necessary.

Who Must File

Pension plan, profit-sharing plan, and other deferred compensation plan.—

Any sponsor or plan administrator of a pension, profit-sharing, or other deferred compensation plan (except a multiemployer plan covered by PBGC insurance) should file this form for a plan merger or consolidation, a spinoff, or a transfer of plan assets or liabilities to another plan. See section 6058(b).

This form must be filed for each plan with a separate employer identification and plan number if that plan is involved

in a merger or transfer of plan assets or liabilities. This includes plans that were not in existence before the plan merger and plans that cease to exist after the plan merger. In the case of a plan spinoff, file Form 5310-A only for the plan in existence prior to the spinoff.

Qualified separate lines of business.—

The employer must file notice that it elects to be treated as operating QSLOBs.

Exceptions From Filing Notice of Plan Merger or Consolidation, Spinoff, or Transfer of Plan Assets or Liabilities

Do not file Form 5310-A for an eligible rollover distribution that is paid directly to an eligible retirement plan in a direct rollover as described in section 401(a)(31).

Do not file Form 5310-A if the plan merger or consolidation, spinoff, or transfer of plan assets or liabilities complies with Regulations section 1.414(l)-1(d), (h), (m), or (n)(2). Generally, these requirements will be satisfied in the following four situations:

1. Two or more **defined contribution plans** are merged and all of the following conditions are met:

a. The sum of the account balances in each plan prior to the merger equals the fair market value of the entire plan assets. For example, neither plan has an unallocated suspense account or an outstanding section 412(d) waiver balance.

b. The assets of each plan are combined to form the assets of the plan as merged.

c. Immediately after the merger, each participant in the plan as merged has an account balance equal to the sum of the account balances the participant had in the plans immediately prior to the merger.

2. There is a spinoff of a **defined contribution plan** and all of the following conditions are met:

a. The sum of the account balances in the plan prior to the spinoff equals the fair market value of the entire plan assets. For example, the plan does not have an unallocated suspense account or an outstanding section 412(d) waiver balance.

b. The sum of the account balances for each of the participants in the resulting plans equals the account balance of the participant in the plan before the spinoff.

c. The assets in each of the plans immediately after the spinoff equals the sum of the account balances for all participants in that plan. For example, there is no unallocated suspense account or outstanding section 412(d) waiver balance in any of the plans spun off.

3. Two or more **defined benefit plans** are merged into one defined benefit plan and both of the following conditions are met:

a. The total liabilities (the present value of benefits whether or not vested) that are merged into the larger plan involved in the merger are less than 3% of the assets of the larger plan. This condition must be satisfied on at least 1 day in the larger plan's plan year during which the merger occurs. All previous mergers (including transfers from another plan) occurring in the same plan year are taken into account in determining the percentage of assets described above. For example, assume that a merger involving less than 3% of the assets of the larger plan occurs in the first month of the larger plan's plan year. In the fourth month of the larger plan's plan year a second merger occurs involving liabilities equal to 2% of the assets of the larger plan. The total of both mergers exceeds 3% of the assets of the larger plan. As a result of the second merger, both mergers must be reported on Form 5310-A.

In addition, mergers occurring in previous plan years are taken into account in determining the percentage of assets above if the series of mergers is, in substance, one transaction with the merger occurring during the current plan year. Aggregating mergers may cause a merger for which a Form 5310-A was not initially required to be filed to become reportable as a result of a subsequent merger. In this case, the merger(s) must be reported on the Form 5310-A filed for the subsequent merger.

b. The provisions of the larger plan that allocate assets at the time of termination must provide that in the event of a spinoff or termination of the plan within 5 years following the merger, plan assets will be allocated first for the benefits of the participants in the other plan(s) to the extent of their benefits on a termination basis just prior to the merger.

4. There is a spinoff of a defined benefit plan into two or more defined benefit plans and both of the following conditions are met:

a. For each plan that results from the spinoff, other than the spinoff plan with the greatest value of plan assets after the spinoff, the value of the assets spun off is not less than the present value of the benefits spun off (whether or not vested).

b. The value of the assets spun off to all the resulting spinoff plans (other than the spinoff plan with the greatest value of plan assets after the spinoff) plus other assets previously spun off (including transfers to another plan) during the plan year in which the spinoff occurs is less than 3% of the assets of the plan before the spinoff as of at least 1 day in that plan's plan year. For example, assume that a spinoff involving less than 3% of the assets of the plan occurs in the first month of the plan year. In the fourth month of the plan year a second spinoff occurs involving liabilities equal to 2% of the assets of the plan. The total of both spinoffs exceeds 3% of the plan assets. As a result of the second spinoff, Form 5310-A must be filed to report both spinoffs.

Spinoffs occurring in previous or subsequent plan years are taken into account in determining that the percentage of assets spun off if such spinoffs are, in substance, one transaction along with the spinoff occurring during the current plan year.

Aggregating spinoffs may cause a spinoff for which a Form 5310-A was not initially required to be filed to become reportable as a result of a subsequent spinoff. In this case, report the spinoff(s) on the Form 5310-A filed for the subsequent spinoff.

A transfer of plan assets or liabilities is considered a combination of separate plan spinoffs and mergers.

Do not file Form 5310-A for:

- The transferor plan in a transfer transaction if the assets transferred satisfy the spinoff conditions in 2 or 4 above.
- The transferee plan in a transfer transaction if the plan liabilities transferred satisfy the merger conditions in 1 or 3 above.

Thus, in some situations, the transferor plan may have to file Form 5310-A but not the transferee plan or, the transferee plan may have to file but not the transferor plan.

Example of a Transfer of Plan Assets or Liabilities From One Plan To Another

Plans A, B, and C are separate plans within the meaning of section 414(l). A portion of the assets and liabilities of both Plan B and Plan C will be

transferred to Plan A. None of the plans are excluded from filing under the exceptions from filing listed above. In this situation, three Forms 5310-A must be filed. Each of the plans must file a complete Form 5310-A; enter code 4 (notice of a transfer of plan assets or liabilities) as the reason for filing and complete all of Parts I and II of the form. For Plan A, line 5 of the form will show information regarding Plan B and an attached statement with the line 5 information for Plan C. Plan B and Plan C will each enter the information regarding Plan A on line 5.

Example of a Plan Merger

Plans A, B, and C are separate plans within the meaning of section 414(l). Plans A, B, and C are being merged. Assets and liabilities from each plan will be merged into Plan D, a new plan that was established for the purpose of effecting the merger. None of the plans are excluded from filing under the exceptions from filing above.

In this situation, four Forms 5310-A must be filed. Because Plan D is receiving assets from Plans A, B, and C, Plan D must file a complete Form 5310-A, enter code 2 (notice of a plan merger) as the reason for filing and complete all of Parts I and II of the form. Line 5 of the form will show information regarding Plan A and an attached statement with the line 5 information for Plans B and C. Plans A, B, and C are merging with Plan D. Plans A, B, and C will each file a separate Form 5310-A completed as follows: Enter code 2 as the reason for filing, complete all of Parts I and II, and enter the information regarding Plan D on line 5.

When To File

File Form 5310-A at least 30 days prior to a plan merger or consolidation, spinoff, or transfer of plan assets or liabilities to another plan. If you are filing Form 5310-A to notify the IRS that the employer treats itself as operating QSLOBs, file Form 5310-A on or before the notification date for the testing year. The notification date for a testing year is the later of October 15 of the year following the testing year or the 15th day of the 10th month after the close of the plan year of the plan of the employer that begins earliest in the testing year.

Penalties.—If you are filing Form 5310-A to report a plan merger or consolidation, spinoff, or transfer of plan assets or liabilities, there is a penalty for late filing. The penalty is \$25 a day for each day the Form 5310-A is late (up to a maximum of \$15,000). The form is late if it is not filed at least 30 days before the plan merger or consolidation, spinoff, or transfer of plan assets or liabilities.

Where To File

File this form as follows:

Single employer plans.—Send the forms to the District Director, EP/EO Division, for the key district in which the principal place of business of the employer (within the meaning of Code sections 414(b), (c), and (m)) is located.

Plan maintained by more than one employer.—Send the forms to the District Director, EP/EO Division, for the key district in which the principal place of business of the plan sponsor or administrator is located. This means the principal place of business of the association, committee, joint board of trustees, or other similar group of representatives of those who established or maintain the plan.

Qualified separate lines of business.—Send the forms to the District Director, EP/EO Division, for the key district in which the principal place of business of the employer (within the meaning of Code sections 414(b), (c), and (m)) is located. If the employer's principal place of business is not located within the United States, file Form 5310-A with the District Director of the Baltimore Key District Office.

Aberdeen, Chicago, Des Moines, Fargo, Helena, Milwaukee, Omaha, St. Louis, St. Paul, Springfield	Internal Revenue Service EP/EO Division 230 S. Dearborn DPN 20-6 Chicago, IL 60604
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Signature

In general, the employer or plan administrator must sign both copies of the 1st page of the form. For single employer plans the plan administrator and the employer are generally the same person. When the plan administrator is a joint employer—union board or committee, at least one employer representative and one union representative must sign. A Form 5310-A filed with the IRS by a representative on behalf of an employer or plan administrator must be accompanied by:

1. A power of attorney specifically authorizing such representation in this matter (you may use **Form 2848**, Power of Attorney and Declaration of Representative), or

2. A written declaration that the representative is a currently qualified attorney, certified public accountant, enrolled actuary, or is currently enrolled to practice before the IRS (include either the enrollment number or the expiration date of the enrollment card) and is authorized to represent the employer or plan administrator.

● In the case of a plan that covers the employees and/or partner(s) of a partnership, the partnership.

The plan sponsor should be the same name used (or that will be used) when the Form 5500 series return/reports are filed for the plan.

Line 1b.—Enter the nine-digit employer identification number (EIN) assigned to the employer or plan sponsor. This should be the same EIN that was used (or will be used) when the Form 5500 series returns/reports are filed for the plan. Do not use a social security number. An EIN may be secured by using **Form SS-4**, Application for Employer Identification Number, which may be obtained by calling 1-800-829-3676.

Enter only the EIN of one of the sponsoring members of the plan for a group of entities required to be aggregated under section 414(b), (c), or (m), whose sponsor is more than one of the entities required to be aggregated. This EIN must be used in all subsequent filings of determination letter requests for this plan. This is also the EIN used for filing annual returns/reports unless there is a change of sponsor.

Line 1c.—Enter the month the tax year ends for the employer whose EIN you entered on line 1b.

Part II

Line 3a.—Enter the name you designated for your plan.

Line 3b.—Enter the three-digit number that the employer or plan administrator has assigned to the plan. This number should be the same as the three-digit number entered on the latest Form 5500, or Form 5500-C/R filed for this plan.

Lines 4a and 4b.—Attach an actuarial statement of valuation showing compliance with section 414(l). The statement must (a) identify the type of transaction involved (e.g., merger or consolidation, spinoff, or transfer of assets or liabilities), and (b) provide information verifying compliance with the requirements of section 401(a)(12) and 414(l). This statement need not be signed by an actuary.

On line 4b, enter the code that describes your plan.

Enter 1 for a profit-sharing plan.

Enter 2 for a stock bonus plan.

Enter 3 for a money purchase plan.

Enter 4 for a target benefit plan.

Enter 5 for a profit-sharing/401(k) plan.

Enter 6 for an ESOP plan.

Enter 7 for other and specify the type of plan.

Line 5a.—Enter the total number of plans, other than the plan named on line 3a, involved in this transaction.

If entity is in this IRS District	Send the notice to this address
Albany, Augusta, Boston, Brooklyn, Buffalo, Burlington, Hartford, Manhattan, Portsmouth, Providence	Internal Revenue Service EP/EO Division P.O. Box 1680, GPO Brooklyn, NY 11202
Baltimore, District of Columbia, Newark, Philadelphia, Pittsburgh, Richmond, Wilmington, any U.S. possession or foreign country	Internal Revenue Service EP/EO Division P.O. Box 17288 Baltimore, MD 21203
Cincinnati, Cleveland, Detroit, Indianapolis, Louisville, Parkersburg	Internal Revenue Service EP/EO Division P.O. Box 3159 Cincinnati, OH 45201
Albuquerque, Austin, Cheyenne, Dallas, Denver, Houston, Oklahoma City, Phoenix, Salt Lake City, Wichita	Internal Revenue Service EP/EO Division Mail Code 4950 DAL 1100 Commerce Street Dallas, TX 75242
Atlanta, Birmingham, Columbia, Ft. Lauderdale, Greensboro, Jackson, Jacksonville, Little Rock, Nashville, New Orleans	Internal Revenue Service EP/EO Division P.O. Box 941 Atlanta, GA 30370
Anchorage, Boise, Honolulu, Laguna Niguel, Las Vegas, Los Angeles, Portland, Sacramento, San Francisco, San Jose, Seattle	Internal Revenue Service EP Application EP/EO Division McCaslin Industrial Park 2 Cupania Circle Monterey Park, CA 91754-7406

Specific Instructions

Reason for filing.—Enter the appropriate code that describes the reason you are filing Form 5310-A.

Enter 1 for a notice of qualified separate lines of business.

Enter 2 for a notice of a plan merger or consolidation.

Enter 3 for a notice of a plan spinoff.

Enter 4 for a notice of a transfer of plan assets or liabilities to another plan.

Part I

Line 1a.—Enter the name and address of the employer or plan sponsor. If the Post Office does not deliver mail to the street address and the sponsor has a P. O. box, show the box number instead of the street address. If the plan covers only the employees of one employer, enter the employer's name.

“Plan Sponsor” means:

● In the case of a plan that covers the employees of one employer, the employer;

● In the case of a plan sponsored by two or more entities required to be aggregated under section 414(b), (c), or (m), one of the members participating in the plan; or

Lines 5c through 5h.—Complete lines 5c through 5h for the other plan(s) involved in the merger or consolidation, spinoff, or transfer of plan assets or liabilities with the plan named on line 3a. If there is more than one other plan, attach a separate statement showing the information requested for lines 5a through 5h. For example, if Plans A, B, and C are merging with Plan D, complete the line 5 information for Plan A and attach two statements showing the line 5 information for Plans B and C. The information about Plan D is entered on line 3.

On line 5h, enter the code that describes your plan.

- Enter 1 for a defined benefit plan.
- Enter 2 for a profit-sharing plan.
- Enter 3 for a profit-sharing/401(k) plan.
- Enter 4 for a stock bonus plan.
- Enter 5 for an ESOP plan.
- Enter 6 for a money purchase plan.
- Enter 7 for a target benefit plan.
- Enter 8 for other and specify the type of plan.

Part III—Qualified Separate Lines of Business

Notice given by an employer applies to all plans maintained by the employer for plan years beginning in the testing year. Once the notification date (see **When To File** on page 2) for a testing year has passed, the employer is deemed to have irrevocably elected to apply the specified section or sections of the Code on the basis of QSLOBs for all plan years beginning in the testing year. In addition, after the notification date, notice cannot be modified, withdrawn or revoked, and

will be treated as applying to subsequent testing years unless the employer takes timely action to provide new notice. Timely action will be deemed to have been taken any time prior to the notification date for any subsequent testing year.

Line 6.—Section 414(r) of the Code provides rules for determining whether an employer operates QSLOBs for purposes of applying Code sections 410(b) (relating to minimum coverage), 401(a)(26) (relating to minimum participation rules), and 129(d)(8) (relating to dependent care assistance programs). If you are treated as operating QSLOBs under section 414(r) of the Code, you will be permitted to apply the aforementioned Code provisions separately for the employees in each QSLOB.

If you previously filed a notice of QSLOB but are filing this Form 5310-A to indicate that you are no longer testing on a QSLOB basis, complete this Part III, leaving lines 9 and 10e blank.

Line 7.—Rev. Proc. 93-40 contains procedures relating to the notification requirements of section 414(r)(2)(B) of the Code. As provided in that revenue procedure, notice that an employer is treating itself as operating QSLOBs is not required for plan years beginning before January 1, 1994.

Line 8.—If you previously filed a notice of QSLOB for a testing year that begins on or after January 1, 1994, enter the first testing year for which such notice applied on line 8b. Enter the date the notice was filed on line 8c. Also enter on line 8c the appropriate code number listed below that indicates the location the prior notice was filed.

- 1—Brooklyn Key District Office
- 2—Baltimore Key District Office
- 3—Cincinnati Key District Office
- 4—Dallas Key District Office
- 5—Atlanta Key District Office
- 6—Los Angeles/Monterey Park Key District Office
- 7—Chicago Key District Office
- 8—Other

Line 9.—Attach a list identifying the part or parts of the employer that comprises each QSLOB of the employer. Your identification should include, for example, the type of business or industry in which the QSLOB is involved, the business unit (such as corporation, partnership, or division) the qualified line of business comprises, and the name (formal or informal) of the QSLOB.

Line 10.—Enter the information requested on lines 10a through 10e. If there is more than one plan, attach a separate statement showing the information requested on lines 10a through 10e for each plan.

Line 10c.—If the plan is a master or prototype or regional prototype plan, enter the date of the letter and the serial number of the opinion or notification letter request, as applicable. If a letter has not been issued or requested for the plan, leave blank.

Line 10d.—Enter the appropriate code number that indicates the location of the pending letter request, if any. See instructions for line 8c for a code list.

Line 10e.—List the QSLOBs identified on line 9 that have employees benefiting under the plan on line 10e. If you need additional space to list the QSLOBs, use the area beneath line 10e.

