

CORPORATE TRANSPARENCY ACT: EXEMPTIONS LIST

Does my company have to report?

Here are the 23 exemptions where a company is not required to report:

- 1 Issuers of securities that are registered or are required to file under the 1934 Act.
- 2 Governmental authority entities.
- 3 Banks, as defined in the Federal Deposit Insurance Act, the Investment Company Act, or the Investment Advisers Act.
- 4 Federal and State credit unions as defined in the Federal Credit Union Act.
- 5 Bank holding companies as defined in the Bank Holding Company Act.
- 6 Money transmitter businesses registered with the Secretary of Treasury.
- 7 Broker-dealers registered under the 1934 Act.
- 8 Exchange or clearing agencies as defined under the 1934 Act.
- 9 Other entities not previously described but registered with the Securities and Exchange Commission under the 1934 Act.
- 10 Investment companies and their investment advisers.
- 11 Investment advisers who meet certain criteria.
- 12 Insurance companies.
- 13 Licensed insurance producers with an operating physical presence in the U.S.
- 14 Entities registered under the Commodity Exchange Act.

- 15 Public accounting firms registered under Sarbanes-Oxley. t.
- 16 Public utilities.
- 17 Financial market utilities designated under the Financial Stability Oversight Council..
- 18 Pooled investment vehicles operated or advised under #3, #4, #7, #10, or #11.
- 19 Non-profits, charitable trusts, and political organizations, as defined under sections 501(c), 527e(1) or 4947(a)(1) or (2).
- 20 Entities that provide financial assistance or hold governance rights over entities in #19.
 - Operates exclusively to provide financial assistance to or hold governance rights.
 - Is a U.S. person.
 - Is beneficially owned or controlled exclusively by one or more U.S. persons who are U.S. citizens or permanent residents (green card).
- 21 “Large Operating Companies”
 - More than 20 full-time employees in the United States.
 - “Full-time employment” as defined by Internal Revenue Service (26 C.F.R. 54.4980H-1(a)(21) and 54.4980H-3).
 - Previous year’s income tax return of more than 5M in gross receipts or gross sales.
 - Including gross receipts or sales of other entities owned by the entity and other entities through which the entity operates.
 - Has operating presence at a physical office within the United States.
 - Owned or leased by the reporting company; is not a residence; is not a shared space. A “genuine working office of the entity.”
- 22 The “subsidiary exemption”: Any corporation, LLC, or other similar entity which ownership interests are owned or controlled, directly or indirectly, by one or more entities described in #1, #2, #3, #4, #5, #7, #8, #9, #10, #11, #12, #13, #14, #15, #16, #17, #19, or #21.
- 23 The dormant entity exemption – Any corporation, LLC, or other similar entity that is:
 - In existence on or before January 1, 2020.
 - Not engaged in active business.
 - Not owned by a foreign person.
 - No change in ownership for the preceding 12 months.
 - Not sent or received funds greater than \$1,000 in the preceding 12 months.
 - Does not hold any assets, including ownership in other companies.