

# Information Return for Publicly Offered Original Issue Discount Instruments

▶ **File two copies of the form and any attachments.**

<b>1a</b> Issuer's name		<b>2</b> Issuer's taxpayer identification number	
<b>1b</b> Present address (including number, street, apt. or suite no., or P.O. box, city or town, state, and ZIP code)			
<b>3a</b> Name of representative (see instructions)		<b>3b</b> Telephone number (      )	
<b>3c</b> Present address (if different from issuer's)			
<b>4</b> CUSIP number		<b>5</b> Issue date	<b>6</b> Maturity date
<b>7</b> Type of instrument (see instructions)	<b>8</b> Issue price (percent of principal amount)	<b>9</b> Stated interest rate (see instructions)— Check if <b>variable</b> or <b>contingent</b> ▶ <input type="checkbox"/>	
<b>10</b> Interest payment dates			
<b>11</b> Amount of OID for entire issue	<b>12</b> Yield to maturity	<b>13</b> Stated redemption price at maturity of the entire issue. If the redemption price of each debt instrument within the issue is other than \$1,000, indicate the stated redemption price of each debt instrument.	
<b>14</b> Description of debt instruments. Attach a schedule of OID per \$1,000 principal amount for the life of the instrument. If the principal amount is other than \$1,000, indicate the actual OID per principal amount per year. The schedule must be based on a 6-month accrual period. It must show the daily portion of OID for each accrual period and the total OID for each calendar year. For additional requirements, see the instructions.			

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and, to the best of my knowledge and belief, it is true, correct, and complete.

Signature ▶ \_\_\_\_\_ Title ▶ \_\_\_\_\_ Date ▶ \_\_\_\_\_

## General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

### Purpose of Form

Use Form 8281 if you are the issuer of publicly offered debt instruments having original issue discount (OID) to provide the information required by section 1275(c).

### Who Must File

An issuer of a publicly offered debt instrument (obligation) having OID, such as a bond, debenture, or note, must file Form 8281.

Publicly offered debt instruments also may include:

1. Serial obligations.
2. Debt instruments issued in exchange for other debt instruments or for stock.
3. A debt instrument sold together with options or warrants (an investment unit).
4. Sinking fund instruments.
5. Convertible instruments.

An obligation registered with the Securities and Exchange Commission (SEC) is a publicly offered debt instrument. An obligation exempt from SEC registration may be publicly offered. See Regulations section 1.1275-1(h).

**Exceptions. Do not** file this form for the following:

- 1. Regular interests of a real estate mortgage investment conduit (REMIC) or collateralized debt obligations (CDOs). REMICs and issuers of CDOs must file **Form 8811**, Information Return for Real Estate Mortgage Investment Conduits (REMICs) and Issuers of Collateralized Debt Obligations.
- 2. Instruments on which OID is de minimis, as defined in section 1273(a)(3) and Regulations section 1.1273-1(d).
- 3. Tax-exempt obligations (interest on them is not taxable).
- 4. Short-term obligations (those that mature in 1 year or less from their issue date).
- 5. Certificates of deposit (CDs) issued by banks or other financial institutions.
- 6. CDs that are sold by brokers or other middlemen.
- 7. A public offering of stripped bonds or stripped coupons, including instruments issued under the Department of the Treasury's STRIPS program and instruments that constitute ownership interests in U.S. Treasury securities.

**When To File**

File Form 8281 within 30 days after the date of issuance of an OID instrument. File a separate Form 8281 for each issue.

**Where To File**

Send two copies of Form 8281 and any attachments to:

Internal Revenue Service  
 Form 8281 Project  
 W:CAR:MP:FP, Room 6406  
 1111 Constitution Ave., NW  
 Washington, DC 20224

**Definitions**

**Original issue discount** means the excess of the stated redemption price at maturity over the issue price.

**Stated redemption price** at maturity means the sum of all payments provided by the debt instrument other than qualified stated interest payments. Generally, qualified stated interest is stated interest unconditionally payable in cash at least annually at a single fixed rate.

**Issue price**, in the case of publicly offered instruments not issued for property, means the first price at which a substantial amount of such instruments was sold to the public (excluding bond houses and brokers).

For more information about OID instruments and the OID reporting requirements, see **Pub. 1212**, List of Original Issue Discount Instruments.

**Penalty**

An issuer who fails to timely file Form 8281 will be subject to a penalty of 1% of the aggregate issue price of the debt instruments, unless such failure is due to reasonable cause and not to willful neglect. The maximum penalty with respect to any issue is \$50,000.

**Specific Instructions**

For serial obligations, complete boxes 1 through 3 and attach a list showing the information for boxes 4 through 14 for each obligation within the series. For all other obligations, complete all boxes.

To revise a form, write "Revised" across the top of this form and staple a copy of the previously filed form to this form. Complete all boxes on this form.

**Boxes 3a, 3b, and 3c.** Enter the name, address, and telephone number of an official or representative of the issuing company who has personal knowledge of this offering and who can be contacted if additional information is needed.

**Box 4.** Enter the Committee on Uniform Security Identification Procedures (CUSIP) number assigned to the instruments.

**Box 5.** Enter the date the issue was first sold to the public at the issue price.

**Box 7.** Enter the type of instrument including:

- A fixed rate debt instrument (including a zero coupon debt instrument),
- A variable rate debt instrument,

- A contingent payment debt instrument, or
- An inflation-indexed debt instrument.

**Box 8.** Enter the issue price as a percentage of the principal amount. For example, XYZ bonds were first offered to the public at \$900 with a principal amount of \$1,000. The issue price of \$900 expressed as a percentage of principal is 90. If the percentage is 100 or more, explain in box 14.

If the instrument is part of an investment unit or exchange offering, attach a description of the method used to determine the issue price.

**Box 9.** Enter the annual stated (or coupon) interest rate. If zero, enter "0." If the interest rate is variable or contingent, check the box and explain in box 14 how the rate will be determined.

**Box 10.** Enter the interest payment dates.

**Box 11.** Enter the amount of OID for the entire issue. For example, if the issue price for the entire issue totals \$890,000, and the stated redemption price at maturity totals \$1 million, the OID for the entire issue is \$110,000.

**Box 12.** Enter the yield to maturity as a percentage. For example, if the annual yield is 9% and the yield to maturity is 9.6%, enter 9.6%. If the debt instrument is a variable rate debt instrument, enter the yield of the equivalent fixed rate debt instrument. If the debt instrument is a contingent payment debt instrument, enter the comparable yield.

**Box 14.** Provide a complete description of the instrument, including any terms and conditions (for example, put or call options) that could affect the stated payment schedule of the instrument. For a contingent payment debt instrument, provide the projected payment schedule. In addition, indicate whether the instrument is:

- Part of an investment unit,
- Issued in an exchange offering described in section 368(a), or
- Part of a serial issue.

You may provide two copies of the prospectus or offering circular instead of the required description.

To compute the OID allocable to a debt instrument having a short accrual period, you may use any reasonable method. **Indicate what method you used.**

You must attach two copies of the schedule of OID per \$1,000 principal amount for the life of the instrument. However, if the principal amount is other than \$1,000, indicate the actual OID per principal amount per year and specify the actual principal amount. The schedule must be based on a 6-month accrual period. It must show the daily portion of OID for each accrual period and the total OID for each calendar year.

**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.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential, as required by section 6103.

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

- Recordkeeping**, . . . . . 5 hr., 1 min.
- Learning about the law or the form**, . . . . . 30 min.
- Preparing, copying, assembling, and sending the form to the IRS**, . . . . . 37 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 Tax Forms Committee, Western Area Distribution Center, Rancho Cordova, CA 95743-0001. **Do not** send this form to this address. Instead, see **Where To File** above.

