INSTRUCTIONS TO COMPLETE 83(b) ELECTION

**IMPORTANT DEADLINE:** **YOUR 83(b) ELECTION MUST BE POSTMARKED WITHIN 30 DAYS AFTER YOU PURCHASE YOUR SHARES. THIS DEADLINE CANNOT BE WAIVED OR EXTENDED UNDER ANY CIRCUMSTANCES.**

**Notes**

* Check your purchase agreement for an 83(b) election form.
* An 83(b) election is necessary only for unvested shares. If all shares are fully vested upon issuance, then no 83(b) election is necessary.
* For most individuals, your taxpayer ID number is your Social Security Number.
* If you do not have a taxpayer ID number, you should discuss this with your tax advisor, who may advise you to enter an explanatory notation in the space provided for the taxpayer ID number (e.g., “Application in Progress,” “Applied For,” or “N/A”).
* **Note for non-US taxpayers only**: You should consult your own tax advisor for guidance on what an 83(b) election is and whether it is appropriate for your circumstances.

**STEP 1 COMPLETE AND SIGN THE 83(b) ELECTION FORM AND MAKE TWO COPIES.**

**STEP 2 PREPARE A COVER LETTER TO THE IRS (SAMPLE LETTER ATTACHED).**

**STEP 3 WITHIN 30 DAYS AFTER YOU PURCHASE YOUR SHARES:**

1. In one envelope, enclose:
* The cover letter;
* The original completed and signed 83(b) election form;
* One copy of the completed, signed 83(b) election form; and
* A self-addressed stamped envelope.
1. Mail the above items using USPS Certified Mail with Return Receipt to the IRS Center where you file your annual tax return. A table of IRS Center addresses is provided below, but it is your obligation to verify the correct address. You can find up-to-date IRS Center addresses online at <https://www.irs.gov/filing/where-to-file-paper-tax-returns-with-or-without-a-payment>.

*If you use a private delivery service like FedEx, please check IRS requirements and be sure to obtain written proof of the mailing date that complies with IRS rules. See* [*http://www.irs.gov/uac/Private-Delivery-Services-PDS*](http://www.irs.gov/uac/Private-Delivery-Services-PDS)*.*

1. For your own tax records, keep a copy of the (green and white) USPS Certified Mail Receipt. Within a week after mailing, you should receive the (green) USPS Return Receipt, which shows that the IRS received your mailing. Within a few weeks after mailing, the IRS should send you, in your self-addressed stamped envelope, the copy of the 83(b) election form with the filing date stamped on it. Retain all of this as your evidence of filing. Scan, or take a clear cell phone photo of, all this evidence that you filed your 83(b) election.
2. You may be required to attach a copy of the completed, signed 83(b) election form to your state personal income tax return(s) when you file it for the year (assuming you file state personal income tax returns). Please consult your own tax advisor to determine whether a copy of the 83(b) election form should be filed with your state income tax return(s).

**STEP 4 PROVIDE THE EVIDENCE OF 83(b) ELECTION FILING TO THE COMPANY.**

***TABLE OF IRS CENTER ADDRESSES ON NEXT PAGE***

TABLE OF IRS CENTER ADDRESSES (LAST REVIEWED NOVEMBER 8, 2023)

|  |  |
| --- | --- |
| **If you live in:** | **Add this address to the cover letter, and mail your 83(b) election to:** |
| Arizona, Florida, Louisiana, Mississippi, New Mexico, Texas | Department of the Treasury Internal Revenue Service Austin, TX 73301-0002 |
| Alaska, California, Colorado, Hawaii, Idaho, Kansas, Michigan, Montana, Nebraska, Nevada, North Dakota, Ohio, Oregon, South Dakota, Utah, Washington, Wyoming | Department of the Treasury Internal Revenue Service Ogden, UT 84201-0002 |
| Alabama, Arkansas, Connecticut, Delaware, District of Columbia, Georgia, Illinois, Indiana, Iowa, Kentucky, Maine, Maryland, Massachusetts, Minnesota, Missouri, New Hampshire, New Jersey, New York, North Carolina, Oklahoma, Pennsylvania, Rhode Island, South Carolina, Tennessee, Vermont, Virginia, West Virginia, Wisconsin | Department of the Treasury Internal Revenue Service Kansas City, MO 64999-0002 |
| A foreign country, U.S. possession or territory\*, or use an APO or FPO address, or file Form 2555, 2555-EZ, or 4563, or are a dual-status alien\*If you live in American Samoa, Puerto Rico, Guam, the U.S. Virgin Islands, or the Northern Mariana Islands, see IRS Pub. 570. | Department of the Treasury Internal Revenue Service Austin, TX 73301-0215 |

***SAMPLE LETTER ON NEXT PAGE***

[Date]

[IRS Center Mailing Address]

**Re: 83(b) Election**

Ladies and Gentlemen:

Enclosed is a completed form of Election Under Section 83(b) of the Internal Revenue Code of 1986 (the “**83(b) Election**”) relating to my recent purchase of shares of Common Stock of [Company Name].

Please acknowledge receipt of the 83(b) Election by stamping as filed the enclosed copy and returning it to me in the self-addressed stamped envelope provided.

If you have any questions, please do not hesitate to contact me at [Provide Email Address and/or Phone Number].

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*(Signature)*