

# *Corporate Separations*

**Objective:** In some cases, it is beneficial to divide one corporation into two or more corporations. This course will explain the different methods that can be used to divide one corporation and the business reasons why it may make sense to do so. It will note the technical rules of Code Section 355 and the “D” reorganization provisions and the judicial requirements that must be met.

## **What you will learn:**

- The differences between a “split-off”, “spin-off” and “split-up”
- The benefits and draw-backs of each type of corporate separation
- Business reasons for engaging in a corporate separation
- The technical requirements of Code Sections 355 & 368(a)(1)(d)
- The judicial doctrine requirements
- Lessons to be learned from court cases and IRS rulings
- Nuances applicable to S corporations
- Estate and gift tax planning considerations
- Pitfalls to avoid

**CPE:** 4 hours

**Level:** Overview

**Category:** Tax

**Prerequisites:** None, but this course compliments **The ABCs of Tax-Free Reorganizations.**

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