



**INITIAL ANNUAL REPORT OF CORPORATIONS**

**Pay the \$25 minimum License Fee when you file your CL-1.**

Submit your CL-1 and the \$25 fee online at [sos.sc.gov/online-filings](http://sos.sc.gov/online-filings) when registering your business with the South Carolina Secretary of State (SCSOS).

**Section A: Identifying information**

Business's legal name: \_\_\_\_\_ FEIN: \_\_\_\_\_

Date your business commenced in SC: \_\_\_\_\_ Date of incorporation: \_\_\_\_\_

State of incorporation: \_\_\_\_\_ Country of incorporation: \_\_\_\_\_

Month your corporation closes its books (select one):

Jan  Feb  Mar  Apr  May  Jun  Jul  Aug  Sept  Oct  Nov  Dec

Nature of business: \_\_\_\_\_ Check if Subchapter S election

**Section B: Contact information**

Phone # (including area code): \_\_\_\_\_ Email: \_\_\_\_\_

Address of the principal office:

Street: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

Mailing address:

Street: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

Registered agent's name: \_\_\_\_\_

Registered agent's address:

Street: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

**Section C: Number of shares**

Total number of authorized shares of capital stock itemized by class and series, if any, within each class:

Number of shares	Class	Series
_____	_____	_____
_____	_____	_____

Total number of issued and outstanding shares of capital stock itemized by class and series, if any, within each class:

Number of shares	Class	Series
_____	_____	_____
_____	_____	_____

**Section D: Owner/officer/director information**

Name/Title	Address	SSN
_____	_____	_____
_____	_____	_____
_____	_____	_____

**Section E: Signature**

I, the undersigned incorporator or principal officer of the corporation for which this return is made, declare that this return, including accompanying statements and schedules, has been examined by me and is to the best of my knowledge and belief a true and complete return made in good faith.

Preparer's printed name \_\_\_\_\_ Date \_\_\_\_\_ Signature of incorporator or officer authorized to sign \_\_\_\_\_

# Instructions

## What you need to know:

You must submit a CL-1 and a \$25 minimum License Fee to the SCSOS if you are a:

- domestic corporation filing your initial Articles of Incorporation, or
- foreign corporation filing an Application for Certificate of Authority to Transact Business in South Carolina.

For faster results, submit your CL-1, and pay the \$25 minimum License Fee online at [sos.sc.gov/online-filings](https://sos.sc.gov/online-filings) when registering a business with the SCSOS.

If you did not register with the SCSOS, you must still submit the CL-1 and the \$25 minimum License Fee to the South Carolina Department of Revenue (SCDOR) within 60 days after commencing business in South Carolina or using a portion of your capital in the state if you:

- are taxed as a corporation, and
- aren't exempt under SC Code Section 12-20-110, available at [dor.sc.gov/policy](https://dor.sc.gov/policy).

LLCs should only complete the CL-1 if they're taxed as a corporation.

To submit the CL-1 to the SCDOR while registering a new business, use our online tax portal, [MyDORWAY.dor.sc.gov](https://MyDORWAY.dor.sc.gov). Select **Business Tax Application** to get started. During the registration process, you'll be prompted to pay the \$25 minimum License Fee.

Submit your completed CL-1 to the SCDOR as a web message by logging in to [MyDORWAY.dor.sc.gov](https://MyDORWAY.dor.sc.gov), selecting the **More** tab, then clicking **Send the SCDOR a Message**.

Failure to file your CL-1 and pay the \$25 License Fee within 60 days after commencing business in South Carolina could result in:

- interest charged at the prevailing federal rate.
- a late file penalty of 5% per month, not to exceed 25%.
- a late pay penalty of 0.5% per month, not to exceed 25%.

## Section A: Identifying information

- Enter your business's legal name.
- Enter your FEIN. If you don't have a FEIN, apply for a number at [irs.gov](https://irs.gov).
- Enter the date you commenced business in South Carolina. If your business has not started at the time of filing, provide your expected start date.
- Enter your date of incorporation.
- Enter your state of incorporation and country of incorporation.
- Check the box to let us know the month your corporation closes its books. If you haven't established a year-end date yet, enter **Not Known**. The default year end is December.
- Enter a brief description of the nature of your business.
- Check the box to let us know if you made a Subchapter S election.

## Section B: Contact information

- Enter your phone number, with area code.
- Enter your email address.
- Enter the street address of your principal office.
- Enter the mailing address your business is using to receive tax correspondence.
- Enter your registered agent's name and address. The registered agent must be a South Carolina resident.

## Section C: Total number of shares

- Enter the total number of authorized shares of capital stock. Itemize by class and series. Add more lines if needed.
- Enter the total number of shares of capital stock issued and outstanding. Itemize by class and series. Add more lines if needed. If no shares have been issued at the time of filing, enter **NA** in the space provided.

## Section D: Owner/officer/director information

- Enter the name, title, address and SSN for each owner/officer/director of your business. If all positions have not been filled, provide the names and positions known at the time of filing.

## Section E: Signature

- The owner, officer, or director of your business must sign this form.

## Social Security Privacy Act Disclosure

It is mandatory that you provide your Social Security Number on this tax form if you are an individual taxpayer. 42 U.S.C. 405(c)(2)(C)(i) permits a state to use an individual's Social Security Number as means of identification in administration of any tax. SC Regulation 117-201 mandates that any person required to make a return to the SCDOR must provide identifying numbers, as prescribed, for securing proper identification. Your Social Security Number is used for identification purposes.