



Stock Plan Services

Filing taxes for your restricted stock, restricted stock units, or performance awards



There are two moments when your equity award can be taxed — when your [award vests](#) and when you [sell the stock](#). When your award vests, you may have taxable ordinary income to report on your tax return. When you sell your stock, you may have capital gains or losses to report. This guide will help you understand which documents are needed and how they're used when you, or your tax advisor, file your taxes.

1. Gather the following documents

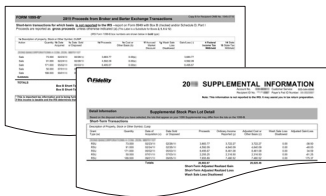
In order to accurately file your taxes, there are several documents and forms you may need. Some will be provided by your employer and others will come from Fidelity or the IRS. Below is a list of potentially important documents and where to get them. **Make sure you have all of the applicable forms prior to filing your taxes.**

Log in to [Fidelity.com/taxforms](https://www.fidelity.com/taxforms) to see what forms you'll receive and when you'll get them.

Form	Why it's needed	Where to find it
Form W-2 (or 1099-NEC if you are a nonemployee)	Your W-2 (or 1099-NEC) includes the taxable income from your award. Form W-2 shows the taxes that have been withheld.	This form is provided by your employer.
Form 1099-B	This IRS form has details about your stock sale and helps you calculate any capital gain/loss.	Available online at Fidelity.com/taxforms and also mailed to you. You can find out when you'll receive them online .
2024 Supplemental Information	The Supplemental Information form, created by Fidelity, may contain information not reported on your 1099-B due to IRS regulations.	
IRS Form 8949	These IRS forms are used to report taxes for stock sales from your equity award.	Available online at www.irs.gov ,* by calling 800.TAX.FORM (800.829.3676), or by visiting your local IRS office.
IRS Schedule D and Form 1040		

How These Documents Work Together To Report Stock Sales

Form 1099-B



Fidelity Supplemental Information form

to complete...

Form 8949



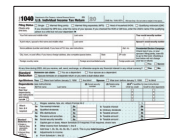
used for...

Schedule D



used for...

Form 1040



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2. What to know when your award has vested

Congratulations on receiving your award. There are two key pieces of information you should keep in mind, now that your award has vested:


- Equity compensation is considered ordinary income.
- It is taxable in the year your award vests and/or shares are delivered to you.*


When your award is vested or distributed, your employer will withhold ordinary income and FICA† taxes.

- The tax amounts, along with the income from the value of your shares, may be included on your W-2.
- If you're a nonemployee (such as a contractor, consultant, or director), you'll find the income on your Form 1099-NEC.
- The information on your W-2 (or 1099-NEC) is used to fill out tax form 1040.

How is an Award Reflected on a W-2?

Example: IRS W-2 for Restricted Stock/Restricted Stock Units

a Employee's social security number		Safe, accurate, FAST! Use  Visit the IRS website at www.irs.gov/efile	
b Employer identification number (EIN)		1 Wages, tips, other compensation	2 Federal income tax withheld
c Employer's name, address, and ZIP code		3 Social security wages	4 Social security tax withheld
		5 Medicare wages and tips	6 Medicare tax withheld
		7 Social security tips	8 Allocated tips
d Control number		9	10 Dependent care benefits
e Employee's first name and initial Last name		11 Nonqualified plans	
		13 Statutory employee Retirement plan Third-party sick pay	
		14 Other	
f Employee's address and ZIP code		12a See instructions for box 12	
15 State Employer's state ID number		12b	
16 State wages, tips, etc.		12c	
17 State income tax		12d	
18 Local wages, tips, etc.		19 Local income tax	
19 Local income tax		20 Locality name	

Form **W-2 Wage and Tax Statement** 20  Department of the Treasury—Internal Revenue Service
Copy B—To Be Filed With Employee's FEDERAL Tax Return.
 This information is being furnished to the Internal Revenue Service.

BOXES 1, 3 & 5 **A**

The value of the award is included in boxes 1 and 5, and also in box 3 up to the maximum yearly wage base.

BOXES 2, 4 & 6 **B**

Federal taxes withheld on the award value are included in boxes 2 and 6, and in box 4 up to the maximum.

BOX 14 **C**

Your employer may also use this box to show the income from stock compensation that is included in box 1. Do not separately report the box 14 income on your tax return, as it is already included in the box 1 income.

BOXES 16 & 18 **D**

The value of the award is included in these boxes if state and local taxes apply.

BOXES 17 & 19 **E**

If applicable, state and local tax on the value of the award is included in these boxes.

For illustrative purposes only.

*Assuming there is no Section 83(b) election (not available for restricted stock units) or election to defer the delivery of RSU shares.

†FICA includes Social Security (up to the annual maximum of \$168,600 for all compensation income in 2024) and Medicare taxes.

‡Fidelity is not involved in the preparation of the content supplied at the third-party unaffiliated website and does not guarantee or assume any responsibility for its content.

3. What to do when you've sold stock

When you sell shares of stock, you need to separately report any gain or loss from the sale. Remember: you already paid taxes on the shares' value when your award vested. Accurately reporting the subsequent gain or loss in the shares' value after vesting will help you to avoid overpaying taxes.

A capital gain/loss is the difference between your sale price and your [cost basis](#).

- If you sell stock for more than its value at vesting, you realize a gain.
- If you sell it for less than its value at vesting, it's considered a loss.
- How much of that gain or loss you report depends on your cost basis.

Your capital gain/loss and cost basis information are located on the [1099-B and Supplemental Information form](#). **If your 1099-B shows \$0 or a blank box for your cost basis, you'll want to review the adjusted cost basis on your Supplemental Information form to help prevent overpaying taxes.**

The details from these forms are used to calculate your capital gain or loss on Form 8949 and on Schedule D of Form 1040. The total on Schedule D goes into Line 7 of Form 1040.



IMPORTANT

Make sure you have both your 1099-B and Supplemental Information form when reporting your gain or loss.

The information on your 1099-B is reported to the IRS, but the Supplemental Information form includes adjustments necessary to avoid overpaying taxes. **You'll want to use the information on the Supplemental Information form to make any necessary adjustments on Form 8949.** To learn more about how your gain/loss is calculated, see how [cost basis](#) factors into the equation.

Short-Term vs. Long-Term Sale

As you prepare your taxes, you'll want to consider if you made a short-term sale or long-term sale. Capital gains are taxed differently depending on how long you've held the shares.

A short-term sale applies if you held your shares at vesting and sold them at one year or less.* A short-term sale is taxed at ordinary income rates.

A long-term sale applies if you held your shares at vesting and sold them after one year.* Long-term gains are taxed at lower rates than ordinary income.

To determine if you had a short-term or long-term sale, refer to [Form 1099-B](#). When you file your taxes, this information will help you know which version (short-term or long-term) of Form 8949 and Schedule D to use.

*Assuming there is no Section 83(b) election (not available for restricted stock units) or election to defer the delivery of RSU shares.

4. Using Form 1099-B and the Supplemental Information form

If you sold stock, you'll receive Form 1099-B and the Supplemental Information form during the tax season. The information on your 1099-B is reported to the IRS, but the Supplemental Information form includes adjustments to a capital gain or loss necessary to avoid overpaying taxes. **It's important that you review and utilize the Supplemental Information form**, as the information on it is not reported to the IRS. Below are sample forms, along with key pieces of information you'll find.

How is a sale reflected on Form 1099-B?

Sample Form 1099-B

SHORT-TERM OR LONG-TERM TRANSACTION **A**

This is where you'll see if you had a short-term or long-term transaction. It will help determine which version of Form 8949 and Schedule D you need.

FORM 1099-B* 20 Proceeds from Broker and Barter Exchange Transactions Copy B for Recipient OMB No. 1545-0715										
A Short-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part I. Proceeds are reported as gross proceeds unless otherwise indicated (a). (This Label is a Substitute for Boxes 2, 5, 6 & 12)										
(IRS Form 1099-B box numbers are shown below in bold type)										
1a Description of property, Stock or Other Symbol, CUSIP	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (b)	1f Accrued Market Discount	1g Wash Sale Loss Disallowed	Gain/Loss (-)	4 Federal Income Tax Withheld	14 State Tax Withheld
Sale	73.000	02/23/	02/26/	3,683.77	0.00(e)			3,683.77		
Sale	91.000	02/24/	02/26/	4,592.09	0.00(e)			4,592.09		
Sale	171.000	05/02/	05/03/	8,495.67	0.00(e)			8,495.67		
Sale	50.000	07/01/	07/03/	2,255.25	0.00(e)			2,255.25		
Sale	188.000	09/01/	09/05/	7,655.89	0.00(e)			7,655.89		
Subtotals				26,682.67	0.00					
TOTALS				26,682.67	0.00	0.00	0.00	26,682.67	0.00	
				Box B Short-Term Realized Gain				26,682.67		
				Box B Short-Term Realized Loss				0.00		

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

COST OR OTHER BASIS **B**

- This is provided to the IRS and may need to be adjusted when you report the sale on Form 8949. If adjusted, you'll find that value on the Supplemental Information form.
- If this is \$0,* reference your Supplemental Information form for the adjusted amount. This will help you avoid overpaying taxes.

GAIN/LOSS **C**

- Capital gain or loss from the sale of shares. This amount may also need to be adjusted. In that case, you'll find that value on the Supplemental Information form.

For illustrative purposes only.

*Often your cost basis for restricted stock/RSUs will show as \$0 or a blank box on your 1099-B. The IRS rules prohibit brokers from reporting the full basis for this type of compensation.

4. Using Form 1099-B and the Supplemental Information form... *continued*

How is a sale reflected on the Supplemental Information Form?

Sample Supplemental Information Form

SHORT-TERM OR LONG-TERM TRANSACTION **A**

This is where you'll see if you had a short-term or long-term transaction. It will help determine which version of Form 8949 and Schedule D you need.

Grant Type (w)		Quantity	Date of Acquisition (x)	Date Sold or Disposed	Proceeds	Ordinary Income Reported (y)	Adjusted Cost or Other Basis (z)	Wash Sale Loss Disallowed	Adjusted Gain/Loss
RSU	73.000	02/23/	02/26/	3,683.77	3,722.27	3,722.27	0.00	-38.50	
RSU	91.000	02/24/	02/26/	4,592.09	4,640.09	4,640.09	0.00	-48.00	
RSU	171.000	05/02/	05/03/	8,495.67	8,461.08	8,461.08	0.00	34.59	
RSU	50.000	07/01/	07/03/	2,255.25	2,316.50	2,316.50	0.00	-61.25	
RSU	188.000	09/01/	09/05/	7,655.89	7,480.52	7,480.52	0.00	175.37	
Totals					26,682.67	26,620.46			209.96
					Short-Term Adjusted Realized Gain				-147.75
					Short-Term Adjusted Realized Loss				
					Wash Sale Loss Disallowed		0.00		

ADJUSTED COST BASIS **B**

- This amount is used to recalculate your gain/loss. It's equal to the ordinary income at vesting plus the cost basis on your 1099-B.
- You'll want to use the adjusted amount to calculate your cost basis on Form 8949 to avoid paying those taxes again.*

ADJUSTED GAIN/LOSS **C**

- This amount is recalculated based on your adjusted cost basis. It shows your proceeds minus your adjusted cost basis.
- This amount and the adjusted cost basis are not reported to the IRS. You'll want to understand this information when reporting your taxes to avoid paying more than necessary.

*When your award vests, you pay income taxes via withholding, and this income and the taxes are part of the totals on your W-2. When you sell the shares, the IRS needs to know that you already recognized that income and paid income taxes on it. The adjusted amounts inform the IRS that you already paid taxes on the income and don't need to pay them again.

5. Submitting the information to the IRS

Now that you've gathered the information necessary to file your taxes, how do you submit it to the IRS?

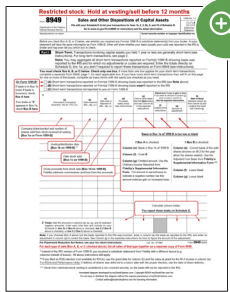
There are many ways to file your taxes: self-filing, using a [tax-filing service](#), or with a tax advisor. Many tax-filing services and programs allow you to automatically transfer information from Fidelity. Please note, however, this is not the case with the Supplemental Information form, and you will need to manually enter it.

When filing, the information you gathered will be used to report your taxes using IRS Form 1040 (for the compensation income) and Form 8949 and Schedule D (for the stock sale). If you need assistance with these forms, more information can be found in the links below.

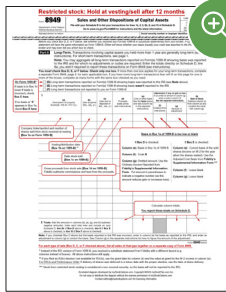
HOW DO I FILL OUT FORM 8949?

- [General IRS instructions](#)
- For instructions specific to stock plans, click the images below.

Form 8949 short-term



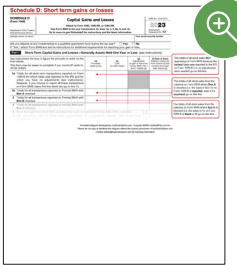
Form 8949 long-term



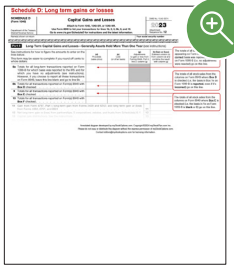
HOW DO I FILL OUT SCHEDULE D?

- [General IRS instructions](#)
- For instructions specific to stock plans, click the images below.

Schedule D short-term gains or losses



Schedule D long-term gains or losses



Now that you have the basic knowledge needed to file taxes on your equity awards, you can utilize this information to file your tax return on your own or through a tax advisor. As you go through the process, consider the different forms you may need including your W-2, 1099-B, and Supplemental Information form. For additional information about stock plan taxes and filing your tax return, visit our [Taxes and Tax-filing Center](#).



Schedule D: Short term gains or losses

SCHEDULE D
(Form 1040)

Capital Gains and Losses

OMB No. 1545-0074

Department of the Treasury
Internal Revenue Service

Attach to Form 1040, 1040-SR, or 1040-NR.
Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9, and 10.
Go to www.irs.gov/ScheduleD for instructions and the latest information.

2024

Attachment
Sequence No. 12

Name(s) shown on return

Your social security number

Did you dispose of any investment(s) in a qualified opportunity fund during the tax year? Yes No
If "Yes," attach Form 8949 and see its instructions for additional requirements for reporting your gain or loss.

Part I Short-Term Capital Gains and Losses—Generally Assets Held One Year or Less (see instructions)

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term gain from Form 6252 and short-term gain or (loss) from Forms 4684, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, estates, and trusts from Schedule(s) K-1				5

The totals of all stock sales **NOT** appearing on Form 8949 because the **correct** basis was reported to the IRS on Form 1099-B (i.e. no adjustments were needed) go on this line.

The totals of all stock sales from the columns on Form 8949 where **Box A** is checked (i.e. the basis in Box 1e on Form 1099-B is **reported**, even if it's **incorrect**) go on this line.

The totals of all stock sales from the columns on Form 8949 where **Box B** is checked (i.e. the basis in 1e on Form 1099-B is **blank** or **0**) go on this line.

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Schedule D: Long term gains or losses

SCHEDULE D
(Form 1040)

Capital Gains and Losses

OMB No. 1545-0074

2024

Department of the Treasury
Internal Revenue Service

Attach to Form 1040, 1040-SR, or 1040-NR.
Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9, and 10.
Go to www.irs.gov/ScheduleD for instructions and the latest information.

Attachment
Sequence No. **12**

Name(s) shown on return

Your social security number

Part II Long-Term Capital Gains and Losses—Generally Assets Held More Than One Year (see instructions)

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b

8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked

9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked

10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked

11 Gain from Form 4797, Part I; long-term gain from Forms 2439 and 6252; and long-term gain or (loss) from Forms 4684, 6781, and 8824 **11**

12 Net long-term gain or (loss) from partnerships, S corporations, estates, and trusts from Schedule(s) K-1 **12**

13 Capital gain distributions. See the instructions **13**

14 Long-term capital loss carryover. Enter the amount, if any, from line 13 of your Capital Loss Carryover

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a				
8b				
9				
10				
11				
12				
13				
14				

The totals of all stock sales NOT appearing on Form 8949 because the **correct** basis was reported to the IRS on Form 1099-B (i.e. no adjustments were needed) go on this line.

The totals of all stock sales from the columns on Form 8949 where **Box D** is checked (i.e. the basis in Box 1e on Form 1099-B is **reported**, even if it's **incorrect**) go on this line.

The totals of all stock sales from the columns on Form 8949 where **Box E** is checked (i.e. the basis in 1e on Form 1099-B is **blank** or **0**) go on this line.

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