Section 83(b) Election

The undersigned taxpayer hereby elects, pursuant to Section 83(b) of the Internal Revenue Code of 1986, as amended, to include in gross income as compensation for services the excess (if any) of the fair market value of the property described below over the amount paid for the property. The following information is supplied in accordance with Treasury Regulations Section 1.83-2(e).

1. Taxpayer name, taxpayer identification number (TIN) and address:
Name: [FULL LEGAL NAME]
TIN: [SSN OR ITIN]
Address: [STREET, CITY, STATE OR PROVINCE, ZIP OR POSTAL CODE, COUNTRY]

2. Description of the property subject to this election: [NUMBER] shares of [CLASS, e.g. Common Stock] of [COMPANY NAME], a [STATE, e.g. Delaware] corporation (the "Company").

3. Date the property was transferred: [MONTH DAY, YEAR]

4. Taxable year for which this election is made: calendar year [YEAR]

5. Restrictions on the property: [e.g. The shares are subject to a repurchase right in favor of the Company that lapses as the shares vest over [48] months, with [25]% vesting after [12] months, if the taxpayer ceases to provide services to the Company.]

6. Fair market value of the property at the time of transfer (determined without regard to any lapse restriction): $[VALUE PER SHARE] per share x [NUMBER] shares = $[TOTAL FAIR MARKET VALUE]

7. Amount paid for the property: $[PRICE PER SHARE] per share x [NUMBER] shares = $[TOTAL PAID]

8. Amount to include in gross income (item 6 total minus item 7 total): $[AMOUNT, often $0]

9. Person for whom services are performed (optional on Form 15620): [COMPANY NAME], EIN [XX-XXXXXXX], [COMPANY ADDRESS]

The undersigned taxpayer is the person performing the services in connection with which the property was transferred. The undersigned taxpayer will provide a copy of this election to the person for whom the services are performed and, if different, to the transferee of the property, as required by Treasury Regulations Section 1.83-2(d).

Under penalties of perjury, the undersigned taxpayer declares that, to the best of the taxpayer's knowledge and belief, the information in this statement is true, correct and complete.

Signature: _____ Date: _____
[FULL LEGAL NAME]

Template by unboxth.xyz (unboxth.xyz/resources/83b-election-template/). It follows the content rules in Treas. Reg. 1.83-2(e) and the boxes on IRS Form 15620 (Rev. 4-2025). You can file this written statement or the official Form 15620. Not legal or tax advice.

Cover letter (paper filing)

[YOUR NAME]
[YOUR ADDRESS]

[DATE]

Via USPS Certified Mail, Return Receipt Requested

Internal Revenue Service
[ADDRESS OF THE IRS OFFICE WHERE YOU FILE YOUR INDIVIDUAL RETURN: see irs.gov/filing/where-to-file-tax-returns-addresses-listed-by-return-type]

Re: Section 83(b) election of [YOUR NAME], TIN [SSN OR ITIN]

Dear Sir or Madam:

Enclosed is an election under Section 83(b) of the Internal Revenue Code with respect to [NUMBER] shares of [CLASS] of [COMPANY NAME] transferred to me on [TRANSFER DATE]. Please file the election.

I have also enclosed a copy of the election and a self-addressed, stamped envelope. Please date-stamp the copy as received and return it to me in the envelope provided.

Thank you.

Sincerely,

_____
[YOUR NAME]

Enclosures: (1) Section 83(b) election, signed original; (2) copy of the election for date-stamping; (3) self-addressed stamped envelope

The date-stamped copy and the certified mail receipt are your proof of a timely filing. Asking for a stamped copy is common practice, not an IRS requirement.

Filing checklist

- ☐ Day 0: note the date the shares were transferred to you (check your stock purchase agreement). Your 30 days start here.
- ☐ File no later than 30 days after the transfer date. If day 30 falls on a Saturday, Sunday or legal holiday, a postmark on the next business day is on time (Form 15620 instructions, IRC 7503). There is no extension.
- ☐ Pick ONE way to file: (a) online, using the IRS mobile-friendly Form 15620, which needs an IRS Online Account; or (b) by mail, to the IRS office where you file your individual return. Do not file twice.
- ☐ Fill every item 1 to 8. Item 8 is item 6 total minus item 7 total. If you paid full fair market value, it is $0, and the election still matters.
- ☐ Sign and date the election. Make 3 copies: one for the IRS, one for the company, one for your records (plus one more for the IRS to stamp if you mail it).
- ☐ Mail by USPS Certified Mail with return receipt and keep the receipt, or save the online submission confirmation and download your filed form.
- ☐ Give a copy to the company (the person you provide services to) and, if different, to the person who transferred the shares. This is required by Treas. Reg. 1.83-2(d).
- ☐ Store the proof with your stock purchase agreement. An 83(b) election cannot be revoked without IRS consent.

Canada and Australia founders

- ☐ The 83(b) election is a US federal tax election. It does not decide how Canada or Australia taxes the same shares; ask a local adviser about that.
- ☐ Form 15620 asks for your TIN (an SSN or ITIN). If you do not have one, speak to a US tax adviser before day 30 rather than after.

Worked example

Maya forms a Delaware C-corp and buys 4,000,000 shares of common stock at $0.0001 per share on 2 March, paying $400. The shares vest over 4 years with a 1-year cliff. Fair market value on 2 March is also $0.0001 per share.

Item	What Maya writes
2. Property	4,000,000 shares of Common Stock of Acme AI, Inc.
3. Transfer date	2 March
4. Taxable year	Calendar year of the transfer
5. Restrictions	Company repurchase right lapsing over 48 months
6. Fair market value	$0.0001 x 4,000,000 = $400
7. Amount paid	$0.0001 x 4,000,000 = $400
8. Income to include	$400 - $400 = $0

Deadline	30 days after 2 March = 1 April

She owes no tax now. Without the election, the value of each slice of shares as it vests would generally be compensation income at the time it vests.

Sources (checked 1 Nov 2026)

- IRS Form 15620 and instructions (Rev. 4-2025): irs.gov/pub/irs-pdf/f15620.pdf
- Treas. Reg. 1.83-2: ecfr.gov/current/title-26/part-1/section-1.83-2
- IRS mobile-friendly forms (Form 15620 online): irs.gov/forms-pubs/mobile-friendly-forms

General information, not legal or tax advice. Rules change; check the IRS pages above before you file.