

		H.R. 1, THE TAX CUTS AND JOBS ACT, PASSED BY HOUSE OF REPRESENTATIVES ON NOVEMBER 16, 2017 (“HOUSE BILL”)	THE TAX CUTS AND JOBS ACT, AS PASSED BY THE SENATE ON DECEMBER 2, 2017 (“SENATE BILL”)	FINAL VERSION AS PASSED BY THE HOUSE AND SENATE ON DECEMBER 20, 2017 AWAITING PRESIDENT’S SIGNATURE (“FINAL BILL”)
<i>Except as noted, legislation is effective for tax years after 2017.</i>				
BUSINESS TAXES	Corporate Income Tax Rate	20% maximum corporate tax rate. 25% maximum rate for personal service corporations.	Similar to House Bill, except (i) delays the effective date for the reduced 20% corporate rate to tax years beginning after 2018, (ii) eliminates the separate tax rate for personal service corporations, and (iii) retains the corporate alternative minimum tax (“AMT”).	Follows Senate Bill, except (i) reduces the corporate rate to 21% for years beginning after 2017, and (ii) repeals the corporate AMT.
	Dividends Received Deduction	Lowers the 80% dividends received deduction (“DRD”) to 65%, and the 70% DRD to 50%.	Similar to House Bill, except effective only as to tax years beginning after 2018.	<i>Follows House Bill</i>
	Deductions for Business Interest	Caps business interest deductions at roughly 30% of EBITDA, and permits disallowed deductions to be carried forward for five taxable years. Cap does not apply to businesses with average gross receipts of \$25 million or less, real estate businesses, certain utilities businesses, or the trade or business of performing services as an employee. Adds exclusion from the limitation on deductibility of net business interest for taxpayers that paid or accrued interest on “floor plan financing indebtedness.”	Similar to House Bill, except (i) allows for indefinite carryforward of disallowed interest deductions; (ii) lowers the threshold for exemption from the 30% cap to businesses with avg. gross receipts of \$15 million or less; and (iii) bases the 30% cap on roughly EBIT, rather than EBITDA.	Follows Senate Bill, except (i) applies the House Bill’s \$25 million average gross receipts threshold for purposes of the exemption from the cap, and (ii) bases the 30% cap for taxable years beginning before January 1, 2022 on roughly EBITDA.

		HOUSE BILL	SENATE BILL	FINAL BILL
BUSINESS TAXES	<i>Expensing of Tangible Personal Property</i>	Provides for full expensing of the cost of tangible depreciable personal property acquired or placed in service after September 27, 2017 and before January 1, 2023. Generally repeals the requirement that the original use of the property begin with the taxpayer. Full expensing disallowed for any trade or business with floor plan financing indebtedness that is carved out of the interest limitation.	Similar to House Bill, except (i) phases out, rather than eliminates, the ability to expense property placed in service after December 31, 2022 and before January 1, 2027, or, in the case of certain property with longer production periods, January 1, 2028; (ii) further expands the definition of “qualified property” to include “qualified film, television and live theatrical productions,” and (iii) does not appear to repeal the requirement that the original use of the property begin with the taxpayer.	Follows Senate Bill, except (i) repeals the requirement that the original use of the property begin with the taxpayer, and (ii) incorporates the phase-down of bonus depreciation for property acquired before September 28, 2017 and placed in service after September 27, 2017.
	<i>Net Operating Losses</i>	<p>Caps deduction for net operating loss (“NOL”) carryovers and carrybacks in a taxable year at 90% of taxable income.</p> <p>Phases out carrybacks (with certain exceptions) for losses arising in taxable years beginning after 2017.</p> <p>Increases NOL carryforwards by an interest factor and allows NOLs to be carried forward indefinitely.</p>	Similar to House Bill, except (i) caps the deduction for NOLs at 80% of taxable income for taxable years beginning after December 31, 2022; (ii) provides a two-year carryback in the case of certain losses incurred in the trade or business of farming; and (iii) does not increase NOL carryforwards by an interest factor.	Follows Senate Bill, except applies the 80% cap on NOLs to all taxable years beginning after December 31, 2017.
	<i>Expansion of Cash Method Accounting</i>	Increases ceiling for corporations permitted to use cash method of accounting from \$5 to \$25 million in average yearly gross receipts, regardless of whether the business owns inventory.	Similar to House Bill, except ceiling for corporations permitted to use cash method of accounting is \$15 million in average yearly gross receipts.	<i>Follows House Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
BUSINESS TAXES	Domestic Production Activities	Repeals deduction for domestic production activities.	Repeals deduction for domestic production activities for taxpayers other than C corporations.	<i>Follows House Bill</i>
	Deduction for Entertainment Expenses	<p>Repeals deduction for entertainment, amusement, or recreation activities.</p> <p>Transportation fringe benefits and on-premises gyms and amenities provided to employees that are not directly related to the employer’s trade or business allowed only to the extent such benefits are included in the employee’s taxable compensation.</p> <p>Retains current 50% limitation on deductions for food and beverages and qualifying business meals.</p>	<p>Similar to House Bill, except (i) expands the 50% limitation on deductions for food and beverages and qualifying business meals to expenses of the employer associated with providing food and beverages to employees through an eating facility that meets the requirements for <i>de minimis</i> fringe benefits, and (ii) for taxable years beginning after December 31, 2025, disallows an employer’s deduction for meals provided for the convenience of the employer on or near the employer’s business premises.</p>	<i>Follows Senate Bill</i>
	Section 179	Increases the maximum amount a taxpayer is permitted to expense under Section 179 to \$5 million, and increases the phase-out threshold to \$20 million.	<p>Increases the maximum expense amount and phase-out threshold to \$1 million and \$2.5 million, respectively.</p> <p>Expands the definition of Section 179 property to include certain depreciable tangible person property used predominantly to furnish lodging or in connection with furnishing lodging.</p> <p>Expands the definition of qualified real property to include certain improvements to nonresidential real property.</p>	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
BUSINESS TAXES	Accounting Methods	<i>No Provision</i>	Generally requires taxpayers to include deferred income in taxable income when reported on financial statements, except (i) income deferred under the existing rule that allows deferral of one-year prepayments and (ii) any item of gross income in connection with a mortgage servicing contract.	<i>Follows Senate Bill</i>
	Depreciation of Real Property	<i>No Provision</i>	Shortens depreciation period to 25 years for nonresidential real property, 30 years for residential rental property, and 10 years for “qualified improvement property”; shortened periods not available to a real estate business electing out of the 30% interest expense limitation.	Follows Senate Bill, except (i) retains the current recovery periods for nonresidential real and residential rental property of 39 and 27.5 years, respectively, and (ii) provides for a 15-year recovery period for “qualified improvement property.”
	Various Tax Credits	Repeals most business credits, including credit for clinical testing expenses for certain rare-disease drugs, employer-provided child care credit, historic/old building rehabilitation credit, and work opportunity credit.	Preserves most business credits. Preserves employer-provided child care credit and work opportunity credit. Limits, but does not repeal, the credit for clinical testing expenses for certain rare-disease drugs. Eliminates the rehabilitation credit for “qualified rehabilitated buildings.” Requires that the 20% credit for “certified historic structures” be claimed ratably over a five-year period.	Follows Senate Bill, except (i) imposes an incrementally lower credit rate for clinical testing expenses for certain rare-disease drugs, and (ii) modifies the transition rule for qualified rehabilitation expenditures for which the taxpayer may select a 60-month period.
	Expansion of Qualifying Beneficiaries of an ESBT	<i>No Provision</i>	Allows a nonresident alien individual to be a potential current beneficiary of an electing small business trust (“ESBT”).	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
BUSINESS TAXES	<i>S Corporation Conversions</i>	Treats distributions from certain former S corporations that have converted to C corporation status as paid from their accumulated adjustments accounts and E&P on a pro rata basis. Takes into account change of accounting adjustments triggered by certain S-to-C conversions ratably over a six-year period.	<i>Similar to House Bill</i>	<i>Follows House Bill</i>
	<i>Cost Basis of Specified Securities Determined on FIFO Method</i>	<i>No Provision</i>	Eliminates the ability to specifically identify stock for purposes of determining gains and losses, providing instead that stock will be considered to be sold on a FIFO basis. The new rule would not apply to regulated investment companies.	<i>No Provision</i>
	<i>Research and Experimentation Expenditures</i>	Requires certain research or experimental expenditures paid or incurred in taxable years beginning after December 31, 2022 to be capitalized and amortized over a five-year period (15 years for research conducted outside the U.S.).	Similar to House Bill, except applies only to expenditures in taxable years beginning after December 31, 2025.	Follows Senate Bill, except applies only to expenditures in taxable years beginning after December 31, 2021.
	<i>Deduction Denial for Certain Sexual Harassment or Abuse Settlements</i>	<i>No Provision</i>	Denies deduction for any settlement, payout, or attorney fees related to sexual harassment or sexual abuse if such payments are subject to a non-disclosure agreement.	<i>Follows Senate Bill</i>
	<i>Excise Taxes on Alcoholic Beverages</i>	<i>No Provision</i>	Makes numerous modifications to excise and other taxes affecting the alcoholic beverage industry.	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
PASS-THROUGH AND DIRECT BUSINESS INCOME TAXES	<i>Lower Taxes on Certain Pass-through and Direct Business Income</i>	<p>Generally provides for maximum marginal rate of 25% on the “net business income” (including wages, but not investment income) earned by an individual, whether directly or through a partnership, limited liability company, or S corporation.</p> <p>For individuals who “materially participate” in the business, deems a portion of the individual’s business income as compensation for services and permits only 30% of the relevant net business income to be taxed at the 25% rate.</p> <p>Allows capital intensive businesses to apply the 25% rate to a greater percentage of business income.</p> <p>Provides an additional 3% tax rate reduction for the first \$75,000 (for married individuals, filing jointly) of net business income of an owner or shareholder who “materially participates” in the business. The benefit of the 3% rate reduction starts phasing out for taxpayers with taxable incomes exceeding \$150,000 and is fully phased out at \$225,000.</p> <p>The 3% rate reduction is phased in over five taxable years.</p>	<p>Permits individuals to deduct 23% of their “qualified business income” (excluding compensation and investment income). The amount of the deduction is limited to 50% of the individual’s allocable share of the W-2 wages paid with respect to the business. The W-2 wage limit does not apply to joint filers with \$500,000 or less of taxable income, or to others with \$250,000 or less of taxable income. Above those income thresholds, the W-2 wage limit is phased in over the next \$100,000 for joint filers, and \$50,000 for other individuals. This provision sunsets after 2025.</p>	<p>Generally follows Senate Bill, except (i) the deduction is reduced to 20% of “qualified business income,” (ii) the tax break also applies with respect to trusts and estates, (iii) the amount of deduction is limited to the taxpayer’s allocable share of the greater of (a) 50% of the W-2 wages paid with respect to the business, or (b) the sum of 25% of the W-2 wages paid with respect to the business plus 2.5% of the unadjusted basis of the business’s qualified property (generally, tangible property subject to depreciation used by the business in the production of its qualified business income), and (iv) the limit in clause (iii) does not apply to joint filers with \$315,000 or less of taxable income, or to others with \$157,500 or less of taxable income (above these thresholds, the limit is phased in over the next \$100,000 for joint filers and over the next \$50,000 for other individuals).</p>

		HOUSE BILL	SENATE BILL	FINAL BILL
PASS-THROUGH AND DIRECT BUSINESS INCOME TAXES	Limitation on Deduction of Excess Business Losses	<i>No Provision</i>	Any “excess business loss” (generally, the excess of net business loss over \$500,000 for joint filers (\$250,000 for others)) is disallowed, and instead treated as a net operating loss carryover (see above under “Net Operating Losses” for changes to NOL provisions). This provision sunsets after 2025.	<i>Follows Senate Bill</i>
	Professional Services Businesses	Disallows application of the 25% rate to income from certain service businesses in which an individual materially participates (e.g., law, accounting, PE and hedge fund managers, etc.), except for certain capital intensive businesses.	In the case of business income from service businesses, the benefit of the 23% deduction phases out starting at taxable income thresholds of \$500,000 for joint filers (\$250,000 for others), and is fully phased out at \$600,000 for joint filers (\$300,000 for others). This provision sunsets with the 23% deduction, after 2025.	Generally follows Senate Bill, except (i) as described above, the deduction is reduced to 20%, (ii) the benefit of the deduction is phased out for joint filers with \$315,000 or more of taxable income, or to others with \$157,500 or more of taxable income (see above), (iii) services in the field of engineering and architecture are exempted from the phase-out (but not from the W-2 limitation – see above).
	Lower Taxes on REIT Dividends	Individuals would be eligible to be taxed at the maximum 25% rate on dividends from real estate investment trusts that do not otherwise qualify to be treated as long-term capital gains.	Permits individuals to deduct 23% of dividends from real estate investment trusts that do not otherwise qualify to be treated as long-term capital gains. This provision sunsets after 2025.	Follows Senate bill, except that the deduction is reduced to 20%.
	Carried Interest	Requires a three-year holding period in order for long-term capital gains treatment to apply to carried interests in investment partnerships (including private equity, real estate and venture capital funds).	<i>Similar to House Bill</i>	<i>Follows Senate Bill</i>

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PASS-THROUGH AND DIRECT BUSINESS INCOME TAXES	<i>Lower Taxes on Qualified Income and Gains from PTPs</i>	No applicable provision.	“Qualified business income” from a publicly traded partnership, as well as gain on the sale of the interest in such partnership that is treated as ordinary income (i.e., gain attributable to hot assets), will be eligible for the 23% deduction where such publicly traded partnership is not treated as a corporation. This provision sunsets after 2025.	Follows Senate bill, except that the deduction is reduced to 20%.
	<i>Gain on Sale of Partnership Interest Treated as ECI</i>	No Provision	Reversing a recent tax court case, provides that gain or loss from the sale or exchange of a partnership interest is effectively connected with a U.S. trade or business to the extent that the seller would have realized effectively connected gain or loss had the partnership sold all of its assets (effective for sales or exchanges on or after November 27, 2017). Also requires the purchaser of a partnership interest to withhold 10% of the amount realized unless the seller certifies that it is not foreign (effective for sales or exchanges on or after November 27, 2017). To the extent the purchaser fails to withhold the required amount, the partnership is required to deduct such amount from future distributions to the purchaser (effective for sales or exchanges on or after November 27, 2017).	Same as the Senate Bill, except that (i) specifically grants authority to Treasury to issue regulations to clarify the application of the provision in the context of exchanges that would otherwise be tax-free, and (ii) even though this provision applies to any gain or loss with respect to sale or exchange on or after November 27, 2017, specifies that the withholding obligations only apply to sales or exchanges of partnership interest occurring after December 31, 2017.

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PASS-THROUGH AND DIRECT BUSINESS INCOME TAXES	<i>Charitable Contributions and Foreign Taxes Taken into Account in Determining Limitation on Allowance of Partner's Share of Loss</i>	<i>No Provision</i>	Provides that a partner's distributive share of loss takes into account the partner's distributive share of charitable contributions and foreign taxes for purposes of the basis limitation on partner losses. In the case of a charitable contribution of property whose fair market value exceeds its adjusted basis, provides that the basis limitation on partner losses does not apply to the extent of the partner's distributive share of such excess.	<i>Follows Senate Bill</i>
	<i>SECA/Limited Partner and S Corp. Exception</i>	<i>No Provision</i>	<i>No Provision</i>	<i>No Provision</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
INTERNATIONAL TAXES	Modified Territorial Tax Regime	Implements a modified territorial tax regime that would generally provide a 100% exemption for dividends received by U.S. corporate shareholders that own 10% or more of the voting stock of non-U.S. corporations.	Similar to House Bill, except (i) requires twelve-month holding period, and (ii) denies exemption for certain hybrid dividends where the payer can deduct the dividend or realize a similar benefit.	Generally follows Senate Bill, except denies the exemption for hybrid dividends only where the deduction or similar benefit realized by the payer is with respect to income taxes imposed by any foreign country or possession of the United States. The exemption is intended to apply broadly, including to corporate partners' share of eligible dividends received by partnerships.
	CFC Rules: Generally	Generally expands existing "Subpart F" regime, including by broadening stock ownership attribution rules, but eliminates Section 956 deemed dividend rules for U.S. corporate shareholders. Makes permanent section 954(c)(6) (which provides for a look-through rule for certain payments received by one CFC from a related CFC).	Similar to House Bill, except (i) broadens U.S. shareholder definition to include a U.S. person that owns 10% or more of the total shares of a foreign corporation by <i>value</i> (where current definition only looks to <i>vote</i>) effective for tax years of foreign corporations beginning <i>after</i> 2017, and (ii) makes "downward attribution" of stock ownership effective starting with the last tax years of foreign corporations beginning <i>before</i> 2018.	Generally follows Senate Bill, except (i) does not eliminate Section 956 deemed dividend rules for U.S. corporate shareholders and (ii) does not make section 954(c)(6) permanent. Like Senate Bill, makes "downward attribution" of stock ownership effective starting with the last tax years beginning <i>before</i> 2018.

		HOUSE BILL	SENATE BILL	FINAL BILL
INTERNATIONAL TAXES	<i>CFC Rules: Subpart F Inclusions for Extraordinary Active Income (Minimum Tax on Foreign Income)</i>	Expands existing Subpart F regime to apply a minimum tax (at 50% of standard rate) to U.S. shareholders of a CFC. The minimum tax applies in respect of a CFC’s active business income that exceeds a “normal” return equal to 7% plus the applicable federal rate on depreciable tangible assets.	Similar to House Bill, except (i) calculates active business income and tangible assets differently, and (ii) applies minimum tax to a CFC’s active business income that exceeds a 10% return on depreciable tangible assets (global intangible low-taxed income or “GILTI”) with minimum tax for domestic corporations at 10% and U.S. individual shareholders’ GILTI taxed at ordinary income rates.	Generally follows Senate Bill, except (i) modifies calculation of active business income by deducting net interest expense, (ii) includes in a CFC’s tangible assets the CFC’s share of the depreciable tangible assets of any partnership in which it holds an interest and (iii) subjects GILTI (taking into account non-U.S. income taxes) of domestic corporations to minimum tax rate of 10.5 %, but where non-U.S. taxes are creditable the combined U.S. and foreign burden will not exceed 13.125%.
	<i>Repatriation</i>	Subjects 10% or greater U.S. shareholders of certain foreign corporations that are CFCs or have at least one 10% or greater corporate U.S. shareholder to a one-time mandatory repatriation tax on the retained foreign earnings of the corporation. For U.S. corporate shareholders, the effective repatriation tax rate on retained foreign earnings is 14% to the extent of the foreign corporation’s cash and cash equivalent holdings, and 7% on the amount of retained foreign earnings in excess of such holdings (if any).	Similar to House Bill, except (i) applies different rates for U.S. corporate shareholders (14.5% to extent of cash, 7.5% on excess) and modestly higher effective rates for U.S. individual shareholders, including those holding through partnerships, (ii) imposes the one-time mandatory repatriation tax at a 35% effective rate if a 10% or greater U.S. shareholder of a foreign corporation inverts to become an “expatriated entity” at any point within the 10-year period following enactment, and (iii) excludes retained foreign earnings deemed repatriated from REIT gross income tests and permits REITs to meet their distribution requirements with respect to such earnings over an eight-year period Neither Bill affords RICs similar treatment.	Generally follows Senate Bill, except (i) applies different rates for U.S. corporate shareholders (15.5% to extent of cash, 8% on excess) and modestly higher effective rates for U.S. individual shareholders, including those holding through partnerships, unless such shareholders elect to be taxed at corporate rates on all amounts included in income under the Subpart F regime for the tax year, and (ii) provides that the portion of retained foreign earnings that is not taxed under the one-time mandatory repatriation is treated as tax-exempt income for purposes of determining partnership or S-Corporation basis (as applicable).

		HOUSE BILL	SENATE BILL	FINAL BILL
INTERNATIONAL TAXES	Base Erosion	Starting in 2019, subjects most payments made by a U.S. corporation to a foreign affiliate for inventory, commercial inputs, royalties, and non-routine services to a 20% excise tax unless the foreign payee elects to treat those payments as subject to U.S. net income tax, in which case the payee is allowed a deduction for certain deemed expenses and a foreign tax credit equal to 80% of the amount of foreign taxes paid with respect to these payments. The excise tax only applies to groups in which the average payments to foreign affiliates exceeded \$100 million annually during the prior three years.	Imposes a 10% minimum tax on a corporation's taxable income calculated without regard to deductible payments to related foreign persons (other than certain payments for services), certain derivative payments, and certain other amounts that reduce the corporation's taxable income if U.S. federal income tax is not withheld on such payments (or the withholding is reduced by a treaty). The minimum tax generally applies to corporations that have (i) average annual gross receipts of at least \$500 million over a three-year testing period and (ii) deductions that are disregarded for purposes of calculating the tax that exceeds a 4% threshold percentage of overall deductions. The minimum tax is increased to 11% for members of affiliated groups that include a bank or a registered securities dealer.	Generally follows Senate Bill, except (i) phases in minimum tax with 5% tax rate for taxable years beginning in 2018 (6% for members of affiliated groups that include a bank or a registered securities dealer) and (ii) lowers threshold percentage of base erosion tax benefits relative to total deductions that must be exceeded in order for tax to apply to 3%.
	Multinational Interest Cap	Prohibits a U.S. corporation in a multinational group with annual gross receipts in excess of \$100 million from deducting net interest expense in any taxable year to the extent the U.S. corporation's share of the global enterprise's net interest expense for the taxable year exceeds 110% of the U.S. corporation's share of global EBITDA.	Similar to House Bill, except (i) prohibition is based on the extent to which net interest expense is attributable to debt held by U.S. members of the group that exceeds a certain percentage (starting with 130% in 2018 and ending with 110% for taxable years beginning in 2022 and thereafter) of the amount of debt such U.S. members would hold if U.S. members of the group had the same debt-to-equity ratio as the group as a whole, and (ii) does not contain any exception for multinational groups with receipts or revenue below a certain threshold.	<i>No Provision</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
INTERNATIONAL TAXES	<i>Payments in Hybrid Transactions or to Hybrid Entities</i>	<i>No Provision</i>	Denies a deduction on certain interest and royalty payments made to a related party that does not have corresponding taxable income (or is afforded a deduction) in its country of residence. Disallowance of deduction applies with respect to payments that are not treated as interest or royalties under relevant foreign tax laws when received or that are paid to recipients that are treated as fiscally transparent under one of U.S. and relevant foreign tax laws, but not both.	Follows Senate Bill, except provides for issuance of guidance that will carry out the purposes of the proposal for domestic and foreign branches and domestic entities, even if such branches or entities do not meet the statutory definition of a hybrid entity.
	<i>Transfers to Foreign Corporations; Taxation and Valuation of Intangibles</i>	<i>No Provision</i>	Eliminates the “active trade or business exception” that has previously permitted tax-free exchanges of certain property used in a business conducted outside of the U.S., notwithstanding the fact that the transfer is to a foreign corporation. Provides that goodwill, workforce in place, and going concern value are (i) included within the definition of “intangible property” subject to special rules when transferred by a U.S. person to a foreign corporation, and (ii) subject to transfer pricing rules that allow the IRS to value intangibles on an aggregate basis and to use hypothetical arm’s-length transactions in valuing intangibles for purposes of such rules.	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
INTERNATIONAL TAXES	Reduced Tax Rates for Exporters and Repatriation of Intangibles	<i>No Provision</i>	<p>Allows a U.S. corporation that has “foreign-derived intangible income” from exporting goods or services to reduce its tax rate on such income to as low as 12.5%.</p> <p>For the first three taxable years of a CFC beginning after December 31, 2017, a U.S. corporation that is a 10% or greater shareholder may repatriate tax-free intangible property held by the CFC on the date of enactment (to the extent the adjusted basis of such property exceeds the earnings and profits of the CFC).</p>	Follows Senate Bill, except (i) with some clarifications, (ii) with tax rates on “foreign-derived intangible income” as low as 13.125% and (iii) provision for tax-free repatriation of intangible property removed from final bill.
EXEC. COMPENSATION AND RETIREMENT	Private Company Broad-Based Stock Option and RSU Grants	Allows certain private corporation employees who receive stock options or restricted stock units under a broad-based equity award (“qualified stock”) program to defer tax otherwise due on issuance of qualified stock for up to five years.	<i>Similar to House Bill</i>	Follows the Senate Bill, with technical adjustments.
	More Limited Public Company Executive Compensation Deductions	Eliminates the performance-based compensation exemption, and expands the limitation to include a company’s CFO and anyone who had been in the top-five group in a prior year beginning after 2016. Extends limitation to certain debt and equity issuers that are required to make public filings.	Similar to House Bill, except it provides a grandfathering rule for compensation paid under a written binding contract in effect on November 2, 2017 (if not materially modified thereafter).	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
EXECUTIVE COMPENSATION AND RETIREMENT	Stock Compensation in Inversions	<i>No Provision</i>	Increases the excise tax on stock compensation in an inversion from 15% to 20%.	<i>Follows Senate Bill</i>
	Excise Tax on Tax-Exempt Organization Executive Compensation	Subjects tax-exempt organizations to a new excise tax equal to 20% of the remuneration in excess of \$1 million paid to any employee that is (or in a prior year beginning after 2016 was) among its five highest paid employees, plus 20% of any “excess parachute payments”.	<i>Similar to House Bill</i>	Follows Senate Bill, except (i) substitutes a 21% tax rate for the 20% tax rate and (ii) exempts amounts paid to licensed medical professionals in exchange for medical or veterinary services.
	Changes to Retirement Plans and IRAs	Makes technical changes to qualified retirement plans and IRAs, including a relaxation of in-service distribution rules for certain plans, liberalized rules around plan loan rollovers and hardship distributions, and limited relief from nondiscrimination rules for defined benefit plans that have been closed to new participants.	Makes technical changes to IRAs and relaxes the plan loan rollover rules for qualified retirement plans.	Generally follows Senate Bill, including with respect to the liberalized plan loan rollover rules and certain technical changes to IRAs. Does not include provisions regarding relief from nondiscrimination rules for defined benefit plans that have been closed to new participants or relaxation of in-service rules included in the House Bill.
	Changes to Health and Welfare Benefits	Repeals certain tax exclusions for benefits offered under dependent care assistance programs, adoption assistance programs, Section 127 educational assistance programs, and qualified tuition reduction programs. Repeals exclusion for employee achievement awards and employer-reimbursed qualifying moving expenses.	Repeals exclusion for employer-reimbursed qualifying moving expenses. This provision sunsets after 2025. Prohibits the use of cash, gift cards and other non-tangible personal property for employee achievement awards.	Follows Senate Bill with respect to the exclusion for employer-reimbursed qualified moving expenses and the prohibition of using cash and certain property for employee achievement awards. Does not include the other changes to health and welfare benefits included in the House Bill.

		HOUSE BILL	SENATE BILL	FINAL BILL
EXEC. COMP. & RETIREMENT	<i>Employer Credit for Paid Family and Medical Leave</i>	<i>No Provision</i>	Creates a tax credit for years 2018 and 2019 for employers broadly offering paid family and medical leave (providing at least 50% of normal wages) above a minimum level to non-highly compensated employees with at least a year of service. The credit would range from 12.5% to 25% of the amount of the wages paid to such employees during the leave period (for up to 12 weeks).	<i>Follows Senate Bill</i>
	<i>Excise Tax on Private College and University Endowments</i>	Subjects private colleges and universities with at least 500 full-time equivalent students and investment assets valued at least \$250,000 per student to an excise tax of 1.4% on net investment income. In calculating the \$250,000 threshold, assets of related organizations are taken into account, and in calculating the excise tax, net investment income of related organizations is taken into account.	Similar to House Bill, except sets the endowment value threshold at \$500,000 per student.	Same as Senate Bill, except adds the condition that the excise tax is only applicable to colleges and universities with more than half of their students located in the U.S.
TAX-EXEMPT ORGANIZATIONS	<i>Excise Tax on Tax-Exempt Organization Executive Compensation</i>	<i>See “Executive Compensation and Retirement”</i>	<i>See “Executive Compensation and Retirement”</i>	<i>See “Executive Compensation and Retirement”</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
TAX-EXEMPT ORGANIZATIONS	<i>Interest on Non-Governmental Bonds and Advanced Refunding Bonds</i>	Repeals the tax exemption for interest on newly issued bonds for 501(c)(3) bonds, “private activity bonds” such as mortgage bonds, tax credit bonds, and all advance refunding bonds. For bonds issued after 2017, only interest on governmental bonds and current refundings of governmental bonds would be eligible for tax-free treatment to bondholders.	Repeals tax exemption for advance refunding bonds issued after 2017.	<i>Follows Senate Bill</i>
	<i>Computation of Unrelated Business Taxable Income</i>	<i>No Provision</i>	Requires that UBTI be computed separately for each separate unrelated trade or business, i.e., deductions from one unrelated business cannot be used to reduce income from a different unrelated trade or business, and net operating losses can be used only to offset income from the same unrelated trade or business activity.	<i>Follows Senate Bill</i>
	<i>Deduction for Amounts Paid for College/ University Athletic Seating Rights</i>	Eliminates special charitable deduction for amounts paid to a college or university in exchange for the right to purchase seating at athletic events.	<i>Similar to House Bill</i>	<i>Follows Senate Bill</i>
	<i>State and Local Government Pension Plans Subject to UBIT</i>	Subjects state and local government pension plans to the unrelated business income tax.	<i>No Provision</i>	<i>No Provision</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
TAX-EXEMPT ORGANIZATIONS	Private Foundation Investment Income	Collapses existing two-tier excise tax rate on private foundation net investment income into a single rate of 1.4%.	<i>No Provision</i>	<i>No Provision</i>
	501(c)(3) Organizations Permitted to Make Political Endorsements	For taxable years beginning after 2018 and before 2024, permits all 501(c)(3) organizations to engage in certain political speech, as long as the speech is in the ordinary course of the organization’s regular activities and the organization’s expenses related to such speech are <i>de minimis</i> .	<i>No Provision</i>	<i>No Provision</i>
	Donor-advised fund reporting	Requires annual disclosure of the average amount of grants made by the sponsoring organization’s donor-advised funds and whether the sponsoring organization has a policy with respect to the frequency and minimum level of distribution by its donor-advised funds.	<i>No Provision</i>	<i>No Provision</i>
	Research income exclusion	Narrows existing unrelated business taxable income (“UBTI”) research exclusion for certain fundamental research organizations to income from research the results of which are actually made publicly available.	<i>No Provision</i>	<i>No Provision</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
INDIVIDUAL TAXES	Reduction of Income Tax Brackets	Reduces individual income tax brackets to four: 12%, 25%, 35% and 39.6%. The benefit of the 12% rate would be phased out for high income earners. Retains three brackets for capital gains: 0%, 15% and 20%.	Replaces the current individual income tax brackets with the following brackets: 10%, 12%, 22%, 24%, 32%, 35% and 38.5% (with the top rate applying to taxable income over \$1 million for joint filers (\$500,000 for other individuals). Retains three brackets for capital gains: 0%, 15% and 20%. This provision sunsets after 2025.	Replaces the current individual income tax brackets with the following brackets: 10%, 12%, 22%, 24%, 32% 35% and 37% (with the top rate applying to taxable income over \$600,000 for joint filers (\$500,000 for other individuals). This provision sunsets after 2025.
	Individual AMT	Repeals the individual AMT.	Retains the individual AMT, but increases exemption amounts and phase-out thresholds over current law. This provision sunsets after 2025.	Generally follows Senate Bill, including increasing the exemption amount to \$109,400 for joint filers (\$54,700 for unmarried individuals), but further increases the phase-out thresholds to \$1,000,000 for joint filers (\$500,000 for unmarried taxpayers).
	Standard Deduction	Increases the standard deduction to \$24,400 for joint filers (\$12,200 for unmarried individuals) and adjusted for inflation.	Similar to House Bill, except standard deduction would be \$24,000 for joint filers (\$12,000 for unmarried individuals). This provision sunsets after 2025.	<i>Follows Senate Bill</i>
	Personal Exemption	Repeals the deduction for personal exemptions (currently \$4,050 per person).	<i>Similar to House Bill, but this provision sunsets after 2025.</i>	<i>Follows Senate Bill</i>
	“Pease” limitation	Repeals the “Pease” limitation on the amount of itemized deductions for certain high-income taxpayers.	<i>Similar to House Bill, but this provision sunsets after 2025.</i>	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
INDIVIDUAL TAXES	Mortgage Interest Deduction	For purposes of the mortgage interest deduction, decreases the mortgage debt limit to \$500,000 from \$1 million for mortgage debt incurred after 11/2/2017.	Retains the deduction for mortgage interest, but repeals deduction for interest on home-equity loans. This provision sunsets after 2025.	For purposes of the mortgage interest deduction, decreases the mortgage debt limit to \$750,000 from \$1 million for mortgage debt incurred after 12/15/2017. Repeals deduction for interest on home-equity loans. This provision sunsets after 2025.
	State and Local Taxes	Repeals deduction for state and local income taxes, except for taxes incurred in carrying on a business. Retains deduction for real property taxes, but sets a new limit of \$10,000.	<i>Similar to House Bill, but this provision sunsets after 2025.</i>	Allows a deduction of up to \$10,000 for state and local property and income taxes. This provision sunsets after 2025.
	Charitable Contributions	Increases the allowable deduction for cash contributions to public charities and certain private foundations from 50% to 60% of the donor's adjusted gross income.	<i>Similar to House Bill</i>	<i>Follows Senate Bill</i>
	Miscellaneous Deductions Repealed	Repeals many itemized deductions, including tax preparation expenses, medical expenses, alimony, contributions to medical savings accounts, and expenses attributable to the trade or business of being an employee. Repeals the itemized deduction for moving expenses, except for expenses of an active-duty member of the U.S. Armed Forces who moves pursuant to a military order.	Repeals most itemized deductions, including tax preparation expenses, most personal casualty losses, all deductions that are subject to the floor of 2% of adjusted gross income, and moving expenses. Retains the deduction for medical expenses for years beginning after December 31, 2016 and before January 1, 2019, and lowers the floor for the deduction, allowing individuals whose medical expenses exceed 7.5% of their gross income (a reduction from 10%). This provision sunsets after 2025.	<i>Follows Senate Bill</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
INDIVIDUAL TAXES	Child and Dependent Credits	Increases the child tax credit to \$1,600 (refundable up to \$1,000). Provides additional \$300 credits for non-child dependents and each tax filer, which are non-refundable. Credits phased out on income over \$230,000 for joint filers (\$115,000 for all other taxpayers). Requires a taxpayer to provide an SSN for each qualifying child in order to claim the entire amount of the enhanced child tax credit.	Increases the child tax credit to \$2,000 per qualifying child (refundable up to \$1,000). Provides taxpayers with additional non-refundable \$500 credits for each non-child dependent. Credits phased out on income over \$1,000,000 for joint filers (\$500,000 for all other taxpayers). Requires taxpayers to provide SSN for each qualifying child. This provision sunsets after 2025.	Increases the child tax credit to \$2,000 per qualifying child (refundable up to \$1,400). Provides taxpayers with additional non-refundable \$500 credits for each non-child dependent. Credits phased out on income over \$400,000 for joint filers (\$200,000 for all other taxpayers). Requires taxpayers to provide SSN for each qualifying child. This provision sunsets after 2025.
	Patents	Excludes patents, inventions, models or designs and secret formulas or processes from the definition of a capital asset. Repeals a special rule that provided that a transfer of rights to a patent be considered the sale or exchange of a capital asset held for more than one year.	<i>No Provision</i>	Follows House Bill, except does not repeal the special rule that provided that a transfer of rights to a patent be considered the sale or exchange of a capital asset held for more than one year.
	Repeal of ACA Individual Mandate	<i>No Provision</i>	Repeals the individual shared responsibility provisions of the Affordable Care Act, commonly known as the “individual mandate” for health coverage status for months beginning after December 31, 2018.	<i>Follows Senate Bill</i>
	Qualified Tuition Reduction Programs	Repeals exclusion for qualified tuition reduction programs provided by educational institutions to employees, spouses, or dependents.	<i>No Provision</i>	<i>No provision</i>

		HOUSE BILL	SENATE BILL	FINAL BILL
ESTATE AND GIFT TAXES	<i>Estate Tax and GST Exemptions</i>	Doubles gift tax, estate tax, and generation-skipping transfer (“GST”) exemption from \$5 million to \$10 million, adjusted for inflation since 2011.	Similar to House Bill, except that in 2026, the estate, gift, and GST exemptions will revert to \$5 million, adjusted for inflation since 2011.	<i>Follows Senate Bill</i>
	<i>Repeal of Estate Tax and GST Tax</i>	Repeals estate tax and GST tax in 2024.	<i>No Provision</i>	<i>No Provision</i>
	<i>Gift Tax Retained</i>	Retains gift tax through 2024 and later years, with the same \$10 million cumulative exemption, but with a maximum rate of 35%.	<i>No Provision</i>	<i>No Provision</i>