



Note: *The draft you are looking for begins on the next page.*

Caution: DRAFT—NOT FOR FILING

This is an early release draft of an IRS tax form, instructions, or publication, which the IRS is providing for your information. **Do not file draft forms** and do **not** rely on draft forms, instructions, and pubs for filing. We incorporate all significant changes to forms posted with this coversheet. However, unexpected issues occasionally arise, or legislation is passed—in this case, we will post a new draft of the form to alert users that changes were made to the previously posted draft. Thus, there are never any changes to the last posted draft of a form and the final revision of the form. Forms and instructions are subject to OMB approval before they can be officially released, so we post drafts of them until they are approved. Drafts of instructions and pubs usually have some additional changes before their final release. Early release drafts are at [IRS.gov/DraftForms](https://www.irs.gov/DraftForms) and remain there after the final release is posted at [IRS.gov/LatestForms](https://www.irs.gov/LatestForms). Also see [IRS.gov/Forms](https://www.irs.gov/Forms).

Most forms and publications have a page on IRS.gov: [IRS.gov/Form1040](https://www.irs.gov/Form1040) for Form 1040; [IRS.gov/Pub501](https://www.irs.gov/Pub501) for Pub. 501; [IRS.gov/W4](https://www.irs.gov/W4) for Form W-4; and [IRS.gov/ScheduleA](https://www.irs.gov/ScheduleA) for Schedule A (Form 1040), for example, and similarly for other forms, pubs, and schedules for Form 1040. When typing in a link, type it into the address bar of your browser, not a Search box on IRS.gov.

If you wish, you can submit comments to the IRS about draft or final forms, instructions, or pubs at [IRS.gov/FormsComments](https://www.irs.gov/FormsComments). Include “NTF” followed by the form or pub number (for example, “NTF1040”, “NTFW4”, “NTF501”, etc.) in the body of the message to route your message properly. We cannot respond to all comments due to the high volume we receive and may not be able to consider many suggestions until the subsequent revision of the product, but we will review each “NTF” message. If you have comments on reducing paperwork and respondent (filer) burden, with respect to draft or final forms, please respond to the relevant information collection through the Federal Register process; for more info, click [here](#).

Instructions for Form 4461

(Rev. June 2024)



Department of the Treasury
Internal Revenue Service

Application for Approval of Standardized or Nonstandardized Pre-Approved Defined Contribution Plan

Future Developments

For the latest information about developments related to Form 4461 and its instructions, such as legislation enacted after they were published, go to [IRS.gov/Form4461](https://www.irs.gov/Form4461).

General Instructions

Purpose of Form

Use Form 4461 to apply for approval of standardized or nonstandardized pre-approved defined contribution plans.

Be sure to submit a complete and accurate application, including Form 4461 (see [IRS.gov/retirement-plans/pre-approved-plan-submission-procedures](https://www.irs.gov/retirement-plans/pre-approved-plan-submission-procedures) or Rev. Proc. 2023-37, 2023-51 I.R.B. 1491). Complete every applicable line on the application. If your application isn't complete, we will return it without processing. Unless otherwise noted, the questions on Form 4461 apply to both standardized and nonstandardized pre-approved defined contribution plans.

Requests for additional information. If a letter requesting additional information or changes to plan documents is sent to the pre-approved plan provider or an authorized representative, such information and/or changes must be received no later than 30 days from the date of the letter. Failure to respond timely may result in the application being considered withdrawn. An extension of the 30-day time limit will only be granted for good cause. See section 14.12 of Rev. Proc. 2023-37 for more details.

Inadequate submissions. We will return, without further action or refunding of the user fee, plans that aren't in substantial compliance with the qualification requirements or plans that are so deficient that they can't be reviewed in a reasonable amount of time. See section 14.13 of Rev. Proc. 2023-37 for more details.

Who May File

A provider or mass submitter of a pre-approved defined contribution plan may file a Form 4461. See *Definitions*, later.

What To File

Submit one copy of Form 4461 for each separate adoption agreement or for each single document plan. For approval, file this application and each applicable document listed on line 9a. A mass submitter should also file Form(s) 4461-B, Application for Approval of Standardized or Nonstandardized Pre-Approved Plan, as needed.

Multiple adoption agreement plans. A provider may utilize one basic plan document for several adoption agreement plans. A provider may, for example, use one basic plan document for a money purchase plan other than a target benefit plan, a target benefit plan, and a profit-sharing plan. A separate adoption agreement and completed application may need to be provided for each such defined contribution plan. See section 14.06 of Rev. Proc. 2023-37 for more details, including special rules for ESOP, governmental, and nonelecting church plans. In the case of a simultaneous submission of plans using the same basic plan document, submit only one copy of the basic plan document. If the requests aren't simultaneous, submit separate basic plan

documents and include a cover letter identifying the original submission. The number assigned to the basic plan document of a standardized or nonstandardized pre-approved plan must remain the same as in the prior submission. One basic plan document may not be used for both defined benefit and defined contribution plans.

Two or more single document plans. A provider may not combine different categories in a single document plan or application, except that only one single document plan and application is required for a profit-sharing plan, with or without a 401(k) arrangement and a money purchase plan. See section 14.07 of Rev. Proc. 2023-37 for more details, including special rules for ESOP, governmental, and nonelecting church plans.

How To File

Applications may be submitted as of July 1, 2024, electronically via [Pay.gov](https://www.pay.gov). As of August 1, 2024, Form 4461 applications must be submitted electronically through [Pay.gov](https://www.pay.gov).

To submit Form 4461, you must:

1. Register for an account on [Pay.gov](https://www.pay.gov),
2. Enter "4461" in the search box, select Form 4461, and
3. Complete the form.

[Pay.gov](https://www.pay.gov) can accommodate only one uploaded file. Consolidate your attachments into a single PDF file, which cannot exceed 15MB. If your PDF file exceeds 15MB, remove any items over the limit and fax documents to 844-255-4818. Be sure the [Pay.gov](https://www.pay.gov) tracking ID number is listed on the fax coversheet along with the EIN, applicant name, and plan name. The size of the fax should not exceed 150MB. You may split a large fax by sending separate smaller faxes. You may fax the Employee Plans Customer Service line at 855-244-1311 if you want to confirm your fax or faxes have been delivered.

Signature. The application must be signed by a partner or officer of the applicant who is authorized to sign or other person authorized by a power of attorney. The power of attorney should be filed with the application.

Disclosure requested by taxpayer. A taxpayer may request the IRS to disclose and discuss the return or return information with any person(s) the taxpayer designates in a written request. If you want to designate a person(s) to assist in an application for approval, you must provide the IRS office of jurisdiction with a written request that contains the following.

- The taxpayer's name, address, employer identification number, and plan number(s).
- The name, address, social security number, and telephone number(s) of the person or persons whom you are authorizing to receive return information.
- A paragraph that clearly describes the return or return information that you authorize the IRS to disclose.
- An authorized signature (see above).

As an alternative to providing the above statement, you may submit Form 2848, Power of Attorney and Declaration of Representative.

Definitions

Adoption agreement. The portion of an adoption agreement plan containing all the options that the adopting employer may select. The adoption agreement may include blanks or fill-in provisions for the employer to complete if it also includes parameters on these provisions that preclude an employer from completing them in a manner that could violate the qualification requirements. Each separate adoption agreement is treated as a separate plan and will receive its own opinion letter.

Basic plan document. The portion of an adoption agreement plan containing all the nonelective provisions applicable to all adopting employers. No options (including blanks to be completed) may be provided in the basic plan document except for options in flexible plans.

Single document plan. A single document plan consists of a single plan document without an adoption agreement. A single document plan may contain alternate paragraphs and options that may be selected by an adopting employer. A single document plan may include blanks or fill-in provisions for the employer to complete only if the plan also includes parameters on these provisions that preclude an employer from completing them in a manner that could violate the qualification requirements.

Flexible plan. A plan submitted by a mass submitter that contains certain optional provisions as allowed by section 15.03(1) of Rev. Proc. 2023-37. Providers that adopt a flexible plan may include or delete any optional provision designated as such in the mass submitter's plan. A flexible plan adopted by a provider that differs from the mass submitter plan only because of the deletion of certain optional provisions will be treated as a plan that is word-for-word identical to the mass submitter plan.

Mass submitter. As set forth in section 4.01(10) of Rev. Proc. 2023-37, any entity that (1) has an established place of business in the United States where it is accessible during every business day, and (2) submits applications on behalf of at least 15 unaffiliated providers each of which is sponsoring, on a word-for-word identical basis, the same plan. A mass submitter is treated as a mass submitter with respect to all of its plans, provided the 15-unaffiliated-provider requirement is met with respect to at least one plan.

Affiliation is determined under sections 414(b) and (c). Additionally, any law firm, accounting firm, consulting firm, or similar organization is considered affiliated with its partners, members, associates, etc. For purposes of determining whether 15 unaffiliated providers sponsor on a word-for-word identical basis the same plan document, the mass submitter is treated as an unaffiliated provider.

Pre-approved plan. A pre-approved plan is a plan (including a plan covering self-employed individuals) that has received an opinion letter and is made available by a provider for adoption by employers. The term pre-approved plan includes both standardized and nonstandardized plans. A pre-approved plan may be an adoption agreement plan or a single document plan. An adoption agreement plan consists of a basic plan document and an adoption agreement. A single document plan consists of a single plan document offered by a provider without an adoption agreement.

Provider. A provider is any person (including a mass submitter, if applicable) that (1) has an established place of business in the United States where it is accessible during every business day; and (2) represents to the IRS that it has at least 15 employer-clients, each of which is reasonably expected to adopt one of the pre-approved plans of the provider.

A provider may request an opinion letter for more than one plan provided it represents to the IRS that it has at least 15

employer-clients in the aggregate, each of which is reasonably expected to adopt at least one of the provider's plans.

A provider also includes any person that has an established place of business in the United States where it is accessible during every business day and offers a plan as a word-for-word identical adopter or minor modifier adopter of a plan of a mass submitter, regardless of the number of employers that are expected to adopt the plan.

Standardized plan. A standardized plan is a pre-approved plan (other than an ESOP) that meets the requirements set forth in section 9.03 of Rev. Proc. 2023-37.

Nonstandardized plan. A nonstandardized plan is a pre-approved plan that isn't a standardized plan.

ESOP. An ESOP is an employee stock ownership plan within the meaning of section 4975(e)(7).

Specific Instructions

Line 1. All applications submitted must be accompanied by the appropriate user fee as determined from the schedule in [Rev. Proc. 2024-4, 2024-1 I.R.B. 160](#) (or the most recent version, updated annually). Form 8717-A, User Fee for Employee Opinion Letter Request, is not needed for cases submitted through Pay.gov, as the user fee is paid with the form submission. Applications submitted without the proper user fee won't be processed and will be returned to the applicant.

Line 3a. Enter the name and address of the applicant. If the post office doesn't deliver mail to the street address and the applicant has a P.O. box number, show the P.O. box number instead of the street address.

Line 4a. If the person to be contacted is other than an employee of the applicant, please enclose an authorized power of attorney. See *Disclosure requested by taxpayer*, earlier.

Line 4c. Enter a fax number to receive notice of preliminary approval of the applicable plan, subject to final approval by opinion letter.

Line 5a. Enter the two-digit number you have assigned to your single document plan or basic plan document that accompanies the adoption agreement for which you are requesting approval. If multiple adoption agreements are linked to the same basic plan document, the same two-digit basic plan document number should be used for all applications.

Line 5b. Enter the three-digit number you have assigned to the adoption agreement for which this application is submitted. Each different adoption agreement designed to accompany a single basic plan document should be given a different three-digit number beginning with "001." For example, if the first basic plan document of a provider has four separate adoption agreements, they should be numbered "001" through "004," and the provider should submit four separate Forms 4461. Adoption agreements submitted with the second or any subsequent basic plan documents (that aren't word-for-word identical to a previously submitted basic plan document) should be similarly numbered beginning with "001."

Line 9. Procedural requirements. Submit a separate application for each different plan/adoption agreement combination or single document plan.

Line 9c. If you checked "Yes," submit a copy of such plan with language differences highlighted. Attach a cover letter that provides the name and file folder number of the plan (including the name and employer identification number of the provider); a list of all plans written by the plan drafter that are substantially identical to the lead plan (including the information described above); a description of each place where the plan for which the

application is being submitted isn't word-for-word identical to the language of the lead plan (including an explanation of the purpose and effect of each difference); and a certification, made under penalty of perjury by the plan drafter, that the information describing where the plan language isn't word-for-word identical is true and complete.

Line 9e. In addition to filing Form 4461, the mass submitter should use Form 4461-B when submitting applications on behalf of its adopting providers, and submit Form 8717-A if not filing through Pay.gov.

Privacy Act and Paperwork Reduction Act Notice. We ask for the information on this form to carry out the Internal Revenue laws of the United States. You are required to give us the information. We need it to determine whether you meet the legal requirements for plan approval.

You aren't required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their content may become material in the administration of any Internal Revenue law. Generally, tax return and return information are confidential, as required by section 6103.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is:

Recordkeeping	8 hr., 22 min.
Learning about the law or the form	1 hr., 42 min.
Preparing the form	4 hr., 42 min.
Copying, assembling, and sending the form to the IRS	0 hr., 48 min.

Comments and suggestions. We welcome your comments about this publication and suggestions for future editions.

You can send us comments through [IRS.gov/FormsComments](https://www.irs.gov/formscomments). Or, you can write to the Internal Revenue Service, Tax Forms and Publications, 1111 Constitution Ave. NW, IR-6526, Washington, DC 20224.

Although we can't respond individually to each comment received, we do appreciate your feedback and will consider your comments and suggestions as we revise our tax forms, instructions, and publications. **Don't** send tax questions, tax returns, or payments to the above address. Instead, see *How To File*, earlier.

ONLY DRAFT
June 27, 2024