

# Don't overpay your taxes. Learn more about tax reporting and cost basis facts for stock plans.

As a participant in your company's stock plan program and/or employee stock purchase plan (ESPP), it's important that you understand the basics of tax reporting on these transactions to avoid overpayment. **You are responsible for accurate tax reporting to the IRS on the sale of all securities when you file your tax return.**

This document reviews all award types. Please click the links below to jump to specific sections that may pertain to your situation:

[Cost basis basics >](#)

[Cost basis calculations >](#)

[Reporting on ISOs, NQs >](#)

[Reporting on ESPPs >](#)

[Reporting on RSAs, RSUs, PSAs, PSUs >](#)

[Cost basis resources >](#)

**Please carefully review the information in this document with your tax advisor. If you use TurboTax® or other tax software, note that transactions in your Schwab Equity Award Center® account are separate from any other activity in your Schwab brokerage account. Equity Award Center transactions will not be included in the download into the tax software and must be entered manually.**

## Why does cost basis matter for stock plan transactions?

Cost basis is used to compute capital gains and losses. You have to determine the correct cost basis on stock plan transactions in order to accurately file your taxes and avoid being taxed twice on the income portion included in the W-2 your company sends you.

### Cost basis for stock plan transactions

Cost basis is the price paid to acquire shares plus commissions and any fees. Stock plans enable employers to issue company stock for services rendered. Employers issue company stock as part of compensation to their employees. As a result, ordinary income (compensation) may be earned as part of the stock plan transaction.

Ordinary income and capital gains and losses are a factor in determining cost basis when shares are sold.

The event that triggers the ordinary income varies and is dictated by tax law but can include grant, vest, or exercise of the award, or purchase of ESPP shares and the subsequent sale or disposition of those shares. Ordinary income is a factor in determining cost basis when stock plan shares are sold.

### About the Internal Revenue Code

Since tax year 2015 regulations and moving forward, regulators have required brokers to report the award price (i.e., the price at which the award was granted to you).

Brokers are not allowed to adjust the cost basis for shares for which ordinary income has already been recognized. The responsibility to adjust now falls to you, the participant.

You may need to adjust your cost basis for ordinary income already recognized on Form 8949. We will explain this in greater detail later in this document.

## Important items to consider

**If you use TurboTax® or other tax software, transactions in your Schwab Equity Award Center® account cannot be automatically downloaded into the tax software and must be entered manually.**

Keeping detailed records of transactions can help you manage your tax obligations. Schwab does not provide tax advice. Consult a tax advisor to address your specific circumstances.

Depending on your employer's relationship with Schwab, and the type of award, shares from equity award transactions may be deposited into your Schwab One® brokerage account or directly into your Equity Award Center account. If you have transactions in your Schwab One brokerage account, you will receive a 1099 Composite. If you have transactions in your Equity Award Center account, you will receive a Substitute Form 1099-B.

If you are using a tax software, when you indicate the type of equity award you sold, the software will prompt you with additional questions to step-up the cost basis to reflect ordinary income reported on your W-2.

## What is cost basis?

**Original cost basis** is the acquisition cost you paid for an investment, plus commissions and any fees.

**Adjusted cost basis** is the original cost basis plus any adjustments due to the following:

- Stock plan and ESPP transactions
- Corporate actions
- Wash sales
- Amortizations and accretions
- Standardized options

This fact sheet covers cost basis reporting for stock plan transactions and ESPP transactions. Learn more about cost basis at [schwab.com/costbasis](https://schwab.com/costbasis) by logging in to your account.

## What are covered and non-covered securities?

For stock plan awards, covered securities include shares acquired on or after January 1, 2011:

- Upon the exercise of an incentive stock option (ISO) or nonqualified (NQ) stock option
- Upon the purchase of shares through an employee stock purchase plan (ESPP)

Restricted stock units (RSUs), restricted stock awards (RSAs), performance stock units (PSUs), and performance stock awards (PSAs) are typically non-covered.

**For covered securities, Schwab reports cost basis to the IRS. For non-covered securities, Schwab will not report cost basis to the IRS.**

For stock plan participants with retail account transactions, Schwab will provide cost basis for covered and non-covered securities, as available, on a Form 1099 Composite statement.

For ESPP participants, Schwab provides cost basis information on **Substitute Form 1099-B**.

Participants with multiple accounts will receive tax forms for each account. Tax forms are sent only if you had a sale transaction in your account(s).

Which values are used to calculate the cost basis of various stock plan transactions?

**Ultimately, you need to take into account taxable income and taxes already paid when determining your final cost basis. It is extremely important to understand how Schwab reports cost basis to the IRS and the adjustments to make when completing your tax return.**

Consult with a tax advisor to ensure proper reporting at tax time. For more information, log in to **Schwab.com** and go to your **Equity Awards** account. On the **Equity Award** dashboard, navigate to the section titled **Knowledge Center** and select the type of award you have received. Click on the link to access in-depth premium content. A screen will pop up asking you to click to continue to **myStockOptions.com**. The Tax Center will populate once you click the **myStockOptions.com** link.

The following table can be used as a guide to understand the cost basis price Schwab reports to the IRS, the cost basis price Schwab provides on our tax reporting documents to you, and which equity award types require an adjustment to the cost basis reported to the IRS to account for the income portion.

### Cost basis tax reporting by equity award type

Equity award type	Cost basis price Schwab is required to report to the IRS	Cost basis price Schwab provides to participants on 1099-B portion of tax document	Will I need to adjust my cost basis on Form 8949 to account for ordinary income?
ESPPs: 423 Qualified Plan	Covered: purchase price	Purchase price	Yes, if ordinary income was reported on your W-2; even if no W-2 income was reported, you must still report any ordinary income.
Incentive Stock Options (ISOs)	Covered: award price	Award price	Yes, for stock transactions after 1/1/2015 and if ordinary income was reported on your W-2
Nonqualified Stock Options (NQs)	Covered: award price	Award price	Yes, for stock transactions after 1/1/2015 and if ordinary income was reported on your W-2
Restricted Stock Awards (RSAs)	Non-covered: cost basis not reported to IRS	FMV*	You will not need to adjust your cost basis, but you will need to use Form 8949 to report cost basis and the proceeds for these transactions.
Restricted Stock Units (RSUs)	Non-covered: cost basis not reported to IRS	FMV*	You will not need to adjust your cost basis, but you will need to use Form 8949 to report cost basis and the proceeds for these transactions.
Performance Stock Awards (PSAs)	Non-covered: cost basis not reported to IRS	FMV*	You will not need to adjust your cost basis, but you will need to use Form 8949 to report cost basis and the proceeds for these transactions.
Performance Stock Units (PSUs)	Non-covered: cost basis not reported to IRS	FMV*	You will not need to adjust your cost basis, but you will need to use Form 8949 to report cost basis and the proceeds for these transactions.

\*Fair market value (FMV) is defined by the stock plan and/or award agreement and can vary across equity award types. Typically, it is a value equal to the closing price or the average of the high and low stock prices of company common stock on the date of, or the date prior to, the taxable event. If this value cannot be determined, the purchase price is typically used.

Steps to complete  
your taxes for ISOs  
and NQs

Step 1: Gather your tax documents and forms.

You will need your **1099 Composite statement** (Schwab One® brokerage account tax reporting document) to complete your tax returns for stock plan transactions. In addition, you should review both your Schwab One brokerage account and your Schwab Equity Awards account for tax information.


Step 2: Locate your cost basis information on your 1099 Composite form.

The information can be found within the **1099-B** section and the **Realized Gain or (Loss)** section of your 1099 Composite statement. The cost basis price reported to the IRS (i.e., the award price) can be found under the 1099-B portion, and your adjusted cost basis price or fair market value (FMV) can be found under the Realized Gain or (Loss) section. **It is important to match transactions from the 1099-B section to the Realized Gain or (Loss) section when completing Form 8949.**

On the sample form below, Schwab has indicated the areas to refer to when completing Form 8949.

**Note:** Do not use the information in this example. This sample form is not a full 1099 Composite statement, and Schwab has focused on the areas where stock plan transactions will be displayed for demonstrative purposes only.

Sample of Form 1099-B



Schwab One® Account of

**DANA JONES**  
**JOHN JONES**

Account Number

**1111-9999**

**TAX YEAR 2024**  
**FORM 1099 COMPOSITE**

Taxpayer ID Number: \*\*\*-\*\*-0000

Date Prepared: January 11, 2025

Proceeds From Broker Transactions—2024 (continued)

Form 1099-B

Department of the Treasury—Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

**A**

**SHORT-TERM TRANSACTIONS FOR WHICH BASIS IS REPORTED TO THE IRS**—Report on Form 8949, Part I, with Box A checked.

1a—Description of property (Example—100sh. XYZ Co.) CUSIP Number/Symbol	1b—Date acquired 1c—Date sold or disposed	1d—Proceeds 6—Reported to IRS: Gross proceeds (except where indicated)	1e—Cost or other basis	1f—Accrued Market Discount 1g—Wash Sale Loss Disallowed	Realized Gain or (Loss)	4—Federal income tax withheld
5,952 SAMPLE CORP 30246XXXX/XXYY	VARIOUS 04/01/24	\$ 101,902.74 Net proceeds	114,092.06	--	(12,189.32)	\$ 0.00

**Section A** indicates whether the cost basis for the transaction was reported to the IRS and if the transaction is a short-term or long-term transaction.

**Section B** indicates sales proceeds reported to the IRS (proceeds from the transaction, minus commissions).

**Section C** indicates cost basis reported to the IRS.

### Sample of Realized Gain or (Loss) section:

The **Realized Gain or (Loss)** section of the 1099 Composite statement will contain the FMV you'll use on Form 8949 to adjust the cost basis. The adjusted cost basis will include the income portion. **This is extremely important, as the tax on the income portion will be included on your W-2.** In the example form below, Schwab has indicated important areas you'll need to refer to when completing your taxes.



Schwab One® Account of  
**DANA JONES**  
**JOHN JONES**

Account Number  
**1111-9999**

**TAX YEAR 2024**  
**YEAR-END SUMMARY**

**YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.**

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return.

Date Prepared: January 11, 2025

#### Long-Term Realized Gain or (Loss) (continued)

The transactions in this section are not reported on Form 1099-B or to the IRS. Report on Form 8949, Part II, with Box F checked.

D	Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-) Cost Basis Adjusted	(+/-) Wash Sale Loss Disallowed (-) Market Discount		(=) Realized Gain or (Loss) Adjusted
	SAMPLE COMMON STOCK	03759XXXX	0.25	01/21/21	11/28/24	\$ 13.60	\$ 12.16	\$ 0.00		1.44
	Security Subtotal					\$ 13.60	\$ 12.16	\$ 0.00		1.44
	Total Long-Term (Transactions are not reported on Form 1099-B or to the IRS)					\$ 13.60	\$ 12.16	\$ 0.00		1.44

E

**Section D** indicates the stock option symbol or description.

**Section E** indicates the adjusted cost basis price (FMV) you will use on Form 8949.

### Step 3: Complete your IRS tax forms.

#### Sample of Form 8949

Please follow the IRS instructions for completing Form 8949 to adjust the cost basis on covered securities, and then complete Schedule D with the totals from Form 8949.

Form <b>8949</b>	<b>Sales and Other Dispositions of Capital Assets</b>	OMB No. 1545-0074							
Department of the Treasury Internal Revenue Service	File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D. Go to <a href="https://www.irs.gov/Form8949">www.irs.gov/Form8949</a> for instructions and the latest information.	<b>2024</b> Attachment Sequence No. <b>12A</b>							
Name(s) shown on return		Social security number or taxpayer identification number							
Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.									
<b>Part I Short-Term.</b> Transactions involving capital assets you held 1 year or less are generally short-term (see instructions). For long-term transactions, see page 2. <b>Note:</b> You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 1a; you aren't required to report these transactions on Form 8949 (see instructions).									
<b>You must check Box A, B, or C below. Check only one box.</b> If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.									
<input type="checkbox"/> <b>(A)</b> Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see <b>Note</b> above)									
<input type="checkbox"/> <b>(B)</b> Short-term transactions reported on Form(s) 1099-B showing basis <b>wasn't</b> reported to the IRS									
<input type="checkbox"/> <b>(C)</b> Short-term transactions not reported to you on Form 1099-B									
<b>1</b>	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the <b>Note</b> below and see <b>Column (e)</b> in the separate instructions.	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.	(f) Code(s) from instructions	(g) Amount of adjustment	(h) <b>Gain or (loss)</b> Subtract column (e) from column (d) and combine the result with column (g).

Steps to complete your taxes for ESPPs

Employee Stock Purchase Plan (ESPP).

ESPP shares are covered securities as defined by the IRS. Schwab is required to report the purchase price as the cost basis on ESPP sales; Schwab does not adjust the cost basis price to account for income that may be reported on the W-2.

ESPPs are complicated. We recommend you work closely with a tax advisor to accurately report ESPP sales on your tax returns.

Does the cost basis for disqualified and qualified dispositions need to be updated on Form 8949?

Potentially. Different tax treatments may apply on disqualified and qualified dispositions. We recommend that you work closely with a tax advisor to assist in completing your tax returns.

How do I know if I have a disqualified or a qualified disposition?

- Disqualified disposition: The sale of ESPP shares within one year of the purchase date and/or within two years from the grant date (offering date)
- Qualified disposition: The sale of ESPP shares after one year of the purchase date and after two years of the grant date (offering date)

Step 1: Gather your tax documents and forms.

- Substitute Form 1099-B: ESPP shares are deposited to your Schwab Equity Award Center® (EAC) account.
- Form 3922: You may receive this form from your employer, Schwab, or a third party for the year of purchase.

Tax information is also accessible within your Equity Awards account. To access the Schwab Equity Award Center, log in to Schwab.com and select your Equity Awards account, and then select History (for transaction history) or View Equity Details (for current positions).

Step 2: Locate your cost basis information on your Substitute Form 1099-B.

The cost basis will be under the column for Box 1e.

Page 1 of 2

<b>Recipient Information</b> <b>Name:</b> Name <b>Address:</b> Address Line 1 Address Line 2 <b>Taxpayer ID No:</b> XXX-XX-XXXX <b>Account Number:</b> 12345		<b>Payer Information</b> <b>Name:</b> CHARLES SCHWAB & CO., INC <b>Address:</b> STOCK PLAN SVCS 9875 SCHWAB WAY LONE TREE, CO 80124 <b>Phone #:</b> (800) 654-2593 <b>Federal ID No:</b> 94-1737782		<b>1099-B</b> <b>TAX YEAR:</b> 2024 <b>Proceeds from Broker Transactions</b> Department of the Treasury - Internal Revenue Service Copy B for Recipient (OMB No. 1545-0715)				
Box 1a: Description of property	CUSIP	Box 1b: Date acquired	Box 1d: Proceeds	Box 1e: Cost or other basis	Box 1g: Wash sale loss disallowed	Box 5: Noncovered security	Box 4: Federal income tax withheld	Box 14: State name
Ordinary		Box 1c: Date sold or disposed	Box 6: Reported to IRS: Gross Proceeds or Net Proceeds	Box 12: Proceeds from collectibles	Box 1f: Accrued market discount	Box 7: Loss is not allowed based on amount in 1d	Box 16: State tax withheld	Box 15: State identification no.
Short-term transaction for which basis is not reported to the IRS; report on Form 8949, Part I, with Box B checked.								
31.0 SHARES OF TEST	1111111	3/16/2024	970.11	926.10		X		
		3/22/2024	GROSS					

Step 3: Complete your IRS tax forms.

When reporting to the IRS the sale of ESPP shares, you will complete the following:

- Form 8949: List the details of each ESPP sale on this form. You may need to adjust your cost basis by completing either the short-term or the long-term section, depending on your particular tax situation.
- Form Schedule D: List the totals from Form 8949. Enter the totals under either the long-term or short-term areas of Schedule D.

Important wash sales information

You may notice some changes regarding adjustments on your cost basis related to wash sales. Starting January 1, 2018, Schwab will no longer be adjusting your transactions to reflect wash sales. Any adjustments made prior to January 1, 2018, will still be provided to you for your reference on your 1099, but beginning January 1, 2018, we will no longer adjust any lots for future wash sales. Please work with your tax advisor or call our Participant Services for more information on what wash sales mean for you.

Steps to complete your taxes for RSAs, RSUs, PSAs, and PSUs

**Note:** Schwab will NOT report the cost basis information to the IRS. Schwab provides this information to you on your copy of your tax form. You are responsible for reporting the cost basis for the sale to the IRS on Form 8949 and Schedule D. The cost basis is NOT included on the copy Schwab submits to the IRS.

Step 1: Gather your tax documents and forms.

Depending on your employer’s relationship with Schwab, shares from restricted/performance stock that has vested may be deposited into your Schwab One® brokerage account or directly to your Schwab Equity Award Center® account. You will receive a separate **Substitute Form 1099-B** for transactions in your Schwab Equity Award Center account.

You will need your **1099 Composite statement** (Schwab One brokerage account tax reporting document) or your **Substitute 1099 statement** (if your restricted stock shares are sold from your EAC account) to complete your tax returns for stock plan transactions.


Step 2: Locate your cost basis information on your Schwab tax form(s).

This information can be found within the 1099-B section of your 1099 Composite statement. For non-covered securities, the information will be available under the area of the 1099-B that is not reported to the IRS.

In the sample form below, Schwab has indicated the areas to refer to when completing Form 8949.

**Note:** Do not use the information in this example. This sample form is not a full 1099 Composite statement, and Schwab has focused on the areas where stock plan transactions will be displayed for demonstrative purposes only.

Sample of Form 1099-B



Schwab One® Account of

DANA JONES

JOHN JONES

Account Number

1111-9999

TAX YEAR 2024

FORM 1099 COMPOSITE

Taxpayer ID Number: \*\*\*\*-0000

Date Prepared: January 11, 2025

Proceeds From Broker Transactions—2024 (continued)

Form 1099-B

Department of the Treasury—Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

SHORT-TERM TRANSACTIONS FOR WHICH BASIS IS REPORTED TO THE IRS—Report on Form 8949, Part I, with Box A checked.

A	1a—Description of property (Example—100sh. XYZ Co.) CUSIP Number/Symbol	1b—Date acquired 1c—Date sold or disposed	1d—Proceeds 6—Reported to IRS: Gross proceeds (except where indicated)	C	1e—Cost or other basis	1f—Accrued Market Discount 1g—Wash Sale Loss Disallowed	Realized Gain or (Loss)	4—Federal income tax withheld
	5,952 SAMPLE CORP	\$ VARIOUS	\$ 101,902.74		\$ 114,092.06	--	\$ (12,189.32)	\$ 0.00
	30246XXX/XXYY	04/01/24	Net proceeds			--		
	300+ SAMPLE CORP	\$S 10/11/24	\$ 16,965.80	B	\$ 18,062.05	--	\$ (1,096.25)	\$ 0.00

Section A indicates whether the cost basis for the transaction was reported to the IRS and if the transaction is a short-term or long-term transaction.

Section B indicates sales proceeds reported to the IRS (proceeds from the transaction, minus commissions).

Section C indicates the cost basis (FMV) you’ll use when completing Form 8949. This price was not reported to the IRS and includes the income portion on your W-2.

Step 3: Complete your IRS tax forms.

When reporting to the IRS the sale of stock awards, you will complete the following:

- Form 8949: List the details of each stock award sale on this form.
- Form Schedule D: List the totals from Form 8949. Enter the totals under either the long-term or short-term areas of Schedule D.

## Sample of Form 8949

Please follow the IRS instructions for completing Form 8949 to adjust the cost basis on non-covered securities, and then complete Schedule D with the totals from Form 8949.

Form <b>8949</b> Department of the Treasury Internal Revenue Service	<b>Sales and Other Dispositions of Capital Assets</b> File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D. Go to <a href="http://www.irs.gov/Form8949">www.irs.gov/Form8949</a> for instructions and the latest information.	OMB No. 1545-0074 <b>2024</b> Attachment Sequence No. <b>12A</b>
	Name(s) shown on return	Social security number or taxpayer identification number

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

**Part I Short-Term.** Transactions involving capital assets you held 1 year or less are generally short-term (see instructions). For long-term transactions, see page 2.

### Important items to consider when completing your taxes

**Stock plan transactions for covered securities that resulted in long shares (cash purchase or sell-to-cover) prior to January 1, 2015, will have an adjusted price used for the cost basis. In most cases, the cost basis price reported to the IRS will not need to be adjusted.**

If cost basis information for stock plan transactions is missing, you can update this information online. Please take one of the following actions:

- Log in to your Schwab One® brokerage account and navigate to the **Positions** tab. From there, review the cost basis column. If the word “Missing” appears under this column, you can click it to update the cost basis information.
- Call Schwab at **1-800-654-2593** to speak with a representative who can walk you through the steps above.

In some cases, Schwab may not have the cost basis information needed to update the missing information. Please ensure that you have your cost basis information ready before you call in.

### How to view cost basis information online

#### From within the Schwab Equity Award Center®

You can view cost basis information online by accessing the Schwab Equity Award Center. Log in to **Schwab.com** and select **Equity Awards** under **Accounts**. Select **View Equity Details** under the **Equity Today** section (for current positions) or **History** under the top navigation bar (for transaction history).

Information used to report cost basis for stock plan and ESPP transactions (such as cost and taxable compensation) is reflected on stock plan activity statements, which are mailed to participants and are also available online via the Schwab Equity Award Center.

#### From within a Schwab One brokerage account.

You can view cost basis information (adjusted cost basis) in the **Realized Gain/Loss** section of your Schwab One account. Unrealized gain/loss information can be viewed in the **Positions** section.

### Resources

For questions regarding your equity awards, please contact Schwab Stock Plan Services at **1-800-654-2593**.

To learn more about cost basis for non-stock plan awards held at Schwab, visit [schwab.com/costbasis](http://schwab.com/costbasis) by logging in to your account.

**For general information about stock plan awards**, including a glossary of common terms, log in to **Schwab.com** and go to your **Equity Awards** account. On the **Equity Award** dashboard, navigate to the section titled **Knowledge Center** and select the type of award you have received. Click on the link to access in-depth premium content. A screen will pop up asking you to click to continue to **myStockOptions.com**. The Tax Center will populate once you click the **myStockOptions.com** link.

Stock Plan Services provides equity compensation plan services and other financial services to corporations and employees through Charles Schwab & Co., Inc. (“Schwab”). Schwab, a registered broker dealer, offers brokerage and custody services to its customers.

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