



An "A Reorganization" is defined as a statutory merger or consolidation. § 368(a)(1)(A).

In addition to satisfying the definition of an A reorganization, there must be a business purpose, continuity of proprietary interest, and continuity of business enterprise to qualify for tax-free treatment.

The Code sections that provide non-recognition treatment are as follows:

- Acquiror - §1032
- Target - §361(a) & (c)
- Shareholders - §354(a)(1)