NEAR FINAL DRAFT 10/29/25

DEPARTMENT OF REVENUE

243911

2024 M3X, Amended Partnership Return

Enclose an explanation for each change. See page 2 of Form M3X.

Do not use staples on anything you submit.

Tax year beginning (MM/DD/YYYY) ____/____/________ and ending (MM/DD/YYYY) ____/____/________

Partnership's Name

Federal ID Number

Minnesota Tax ID Number

Doing Business As

Check this box if the name or address has changed since filing your original return. Fill in former information below. ☐

Mailing Address

Former Name or Address, if Changed

City **State** **ZIP Code**

Number of Amended Schedules KPI and KPC

Number of Partners

Check if: ☐ **Composite Income Tax** ☐ **Pass-through Entity (PTE)** ☐ **Partnership Pays Election (Enclose Schedule M3BBA)** ☐ **Installment Sale of Pass-through Assets or Interests** ☐ **Tax Position Disclosure (Enclose Form TPD)**

Check box to indicate the reason you are amending: ☐ **Amended Federal Return/ AAR** ☐ **IRS Adjustment Enter Final Determination Date** ________ ☐ **Changes affect Nonresident Withholding** ☐ **Changes affect Changes Schedules KPC and/or KPI** ☐ **Changes affect M3A** ☐ **Public Law 86-272**

			A—As previously reported	B—Net change	C—Corrected amounts
1	Minimum fee *(from line 1 of Form M3)*	1 ■		■	
2	Pass-through Entity Tax *(enclose Schedule PTE)*	2 ■		■	
3	Composite income tax *(enclose Schedules KPI)*	3 ■		■	
4	Nonresident Minnesota withholding	4 ■		■	
5	Partnership Pays Election Tax *(enclose Schedule M3BBA)*	5 ■		■	
6	Add lines 1 through 5	6 ■		■	
7	Employer Transit Pass Credit not passed through to partners *(enclose Schedule ETP)*	7 ■		■	
8	Film Production Tax Credit	8 ■		■	
	Enter the credit certificate number: TAXC - ________				
9	Tax Credit for Owners of Agricultural Assets not passed through to partners	9 ■		■	
	Enter the certificate number from the certificate you received from the Rural Finance Authority: AO ____ - ________				
10	State Housing Tax Credit	10 ■		■	
	Enter the credit certificate number from Minnesota Housing: SHTC - ______ - ________				
11	Short Line Railroad Infrastructure Modernization Credit	11 ■		■	
12	Credit for Sales of Manufactured Home Parks to Cooperatives	12 ■		■	

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243921

Partnership's Name | Federal ID Number | Minnesota Tax ID Number

13 Add lines 7 through 12, limited to the amount of the minimum fee on line 1 . . . . . . 13 ■ ____ ■ ____ ____

14 Subtract line 13 from line 6 *(if result is zero or less, leave blank)* . . . . 14 ■ ____ ■ ____ ____

15 Enterprise Zone Credit *(enclose Schedule EPC)* . . . . 15 ■ ____ ■ ____ ____

16 Estimated tax and/or extension payments . . . . 16 ■ ____ ■ ____ ____

17 Amount due from original Form M3, line 17 *(see instructions)* . . . . 17 ■ ____

18 Total refundable credits and tax paid *(add lines 15C and 16C and line 17)* . . . . 18 ■ ____

19 Refund amount from original Form M3, line 22 *(see instructions)* . . . . 19 ■ ____

20 Subtract line 19 from line 18 *(if result is less than zero, enter the negative amount)* . . . . . . 20 ■ ____

21 Tax you owe. If line 14C is more than line 20, subtract line 20 from 14C *(if line 20 is a negative amount, see instructions)* . . . . 21 ■ ____

22 If you failed to timely report federal changes or the IRS assessed a penalty *(see instructions)* . . . . . . 22 ■ ____

23 Add lines 21 and 22 . . . . 23 ■ ____

24 Interest *(see instructions)* . . . . 24 ■ ____

25 **AMOUNT DUE** *(add lines 23 and 24)*. Skip lines 26–27 . . . . 25 ■ ____

Check payment method: ☐ Electronic *(see instructions)*, or ☐ Check *(see instructions)*

26 **REFUND**. If line 20 is more than the sum of lines 14C, 22, and 24, subtract lines 14C, 22, and 24 from line 20. . . . . 26 ■ ____

27 To have your refund direct deposited, enter the following. Otherwise, you will receive a check.

Account type:

☐ **Checking** ☐ **Savings**

Routing number | **Account number** *(use an account not associated with any foreign banks)*

I declare that this return is correct and complete to the best of my knowledge and belief.

Signature of Partner or LLC Member | Date (MM/DD/YYYY) / / | Partner's Direct Phone

Print Name of Partner or LLC Member | Email Address for Correspondence, if Desired

This email address belongs to: ☐ Employee ☐ Paid Preparer ☐ Other: ____

Preparer's Signature | Preparer's PTIN | Date (MM/DD/YYYY) / / | Preparer's Direct Phone

Enclose a detailed explanation of net changes and show computations in detail. Enclose your list of changes, amended schedules, and a complete copy of the amended federal Form 1065, if any.

Mail to: Minnesota Partnership Tax
Mail Station 1760
St. Paul, MN 55146-1760

☐ I authorize the Minnesota Department of Revenue to discuss this tax return with the preparer.

2024 Form M3X Instructions

Before you can complete Form M3X, you will need the M3 instructions for the year you are amending.

Who Should File M3X?

This form must be filed by partnerships to correct—or amend—an original Minnesota partnership return. If you are amending a return from a tax year other than the year listed at the top of this form, use the Form M3X for that year.

Federal Return Adjustments

If the Internal Revenue Service (IRS) changes or audits your return, you amend your federal return, or you file an administrative adjustment request (AAR) with the IRS, then you have 180 days to file an amended Minnesota return. If you are filing Form M3X based on an IRS adjustment, check the box in the heading, enter the final determination date in the space provided, and attach to your Form M3X a complete copy of your amended federal return or the correction notice you received from the IRS. If you want to elect to report and pay the Minnesota income tax, penalty, and interest resulting from a federal Bi-Partisan Budget Act (BBA) centralized partnership audit change on behalf of your partners, you must file Schedule M3BBA with your Form M3X. See Schedule M3BBA for more details regarding the Minnesota partnership-pays election.

If you fail to report as required, a 10 percent penalty will be assessed on any additional tax. See line 22 instructions.

If you amended your 2024 federal return solely due to the 2025 Federal Tax Budget and Reconciliation Bill (H.R. 1), your Minnesota NC (nonconformity) adjustment will offset the changes to your federal taxable income. For these amended returns, write “H.R. 1” in red at the top of your amended return and the amended Schedules KPI or KPC you issue to partners. For more details, see the Form M3 instructions.

Claim for Refund

Use Form M3X to make a claim for refund and report changes to your Minnesota liability. If you make a claim for a refund and we do not act on it within six months of the date filed, you may bring an action in the district court or the tax court.

Pass-through Entity Tax and Nonresident Withholding

Overpayments of nonresident withholding are limited to the amount of the overpayment that was not deducted or withheld from the partnership. Overpayment of the PTE tax are limited if the partner has claimed the pass-through entity tax credit on their return.

The partnership should provide enough information so the partners may file an accurate amended income tax return. This may include amended federal schedules K-1 and KPI showing the change. The partners must amend their income tax return reflecting these changes to calculate a change in tax due.

When to File

File Form M3X only after you have filed your original return. You may file Form M3X within 3½ years after the return was due or within one year from the date of an order assessing tax, whichever is later. If you filed your original return under an extension by the extended due date, you have up to 3½ years from the extended due date to file the amended return.

Filing Reminders

The amended return must be signed by a general partner.

If you pay someone to prepare your return, the preparer must sign and enter his or her Minnesota ID, Social Security or PTIN number and daytime phone.

Round amounts to the nearest dollar. Decrease any amount less than 50 cents and increase any amount that is 50 cents or more to the next higher dollar.

Completing the Form

Enter the beginning and ending dates for the tax year you are amending at the top of the form. Enclose, on a separate sheet of paper, a detailed explanation of net changes and any computations with your return. Providing this information will help us verify the amended amounts. **Do not staple or tape any enclosures to your return.**

Estimated payments and refunds credited to subsequent years cannot be amended or changed after the original return is filed.

Form AWC, *Alternative Withholding Certificate*, can only be filed with the original return. Any Forms AWC received after the filing of the original return will be denied.

Apportionment Factors. Minnesota uses the single sales apportionment factor.

Use of Information

All information provided on this form is private, except for your Minnesota tax ID number, which is public. Private information cannot be given to others except as provided by state law.

The identity and income information of the partners are required under state law so the department can determine the partner’s correct Minnesota taxable income and verify if the partner has filed a return and paid the tax. The Social Security numbers or MN ID numbers of the individual, estate and trust partners are required to be reported on Schedule KPI under M.S. 289A.12, subd. 13.

Continued

Lines 1–16

Columns A, B, C

Column A: Enter the amounts shown on your original return or as later adjusted by an amended return or audit report.

Column B: Enter the dollar amount of each change as an increase or decrease for each line you are changing. Show all decreases in parentheses.

If the changes you are making affect the amounts on a schedule, you must complete and enclose a corrected schedule.

If you do not enter an amount when there is a change, the processing of your amended return will be delayed. You must also explain each change in detail in a statement and enclose any related schedules or forms.

If you are not making a change for a given line, leave column B blank.

Column C: Enter the corrected amounts after the increases or decreases. If there are no changes, enter the amount from column A.

Line 2

The Pass-through Entity (PTE) tax election may be made on a return filed on or before the extended due date of your original return. Complete and enclose an updated Schedule PTE if the reason you are amending caused a change in the PTE tax calculation.

Line 17

Enter the total of the following tax amounts, whether or not paid any of the following:

- Amount from line 17 of your original M3
- Any additional tax due from a previously filed M3X
- Additional tax due as the result of an audit or notice of change

Do not include any amounts that were paid for penalty, interest or underpayment of estimated tax.

Line 19

Enter the total of the following refund amounts from all of the following:

- From line 22 of your original M3, even if you have not yet received it
- Any refund amount from a previously filed M3X
- Refund or reduction in tax from a protest or other type of audit adjustment

Include any amount that was credited to estimated tax or applied to pay past due taxes.

Do not include any interest that may have been included in the refunds you received.

Lines 21 and 25

Lines 21 and 25 should reflect the changes to your tax and/or credits as reported on lines 1 through 16 of Form M3X. If you have unpaid taxes on your original Form M3, Form M3X is not intended to show your corrected balance due.

Line 21

If line 20 is a negative amount, treat it as a positive amount and add it to line 14C. Enter the result on line 21. This is the amount you owe, which is due when you file your amended return. You *cannot* use any funds in your estimated tax account to pay this amount. Continue with line 22.

Line 22

If only one of the penalties below applies, you must multiply line 21 by 10 percent (.10). If both penalties apply, multiply line 21 by 20 percent (.20). Enter the result on line 22.

- The IRS assessed a **penalty for negligence or disregard of rules or regulations;** and/or
- You **failed to report federal changes to the department within 180 days as required**.

Line 24

Interest is calculated as simple interest and accrues on unpaid tax and penalties from the regular due date until it is paid in full. Use the formula below with the appropriate interest rate:

Interest = line 23 x number of days past the due date x interest rate ÷ 365

If the days fall in more than one calendar year, you must determine the number of days separately for each year.

The interest rates for recent years are:

2025	8%	2010-16	3%	2002	7%
2024	8%	2009	5%	2001	9%
2023	5%	2007-08	8%	1999-2000	8%
2021-22	3%	2006	6%	1998	9%
2019-20	5%	2004-05	4%		
2017-18	4%	2003	5%		

Penalty will be assessed if the additional tax and interest are not paid with the amended return.

Continued

2024 Form M3X Instructions (Continued)

Line 25

Pay Electronically. Go to **www.revenue.state.mn.us** and log in to e-Services. When paying electronically, you cannot use a foreign bank account.

Pay by Check. Go to **www.revenue.state.mn.us** and select **Make a Payment**. Select **Check**. Use the **Payment Voucher System** to create a voucher.

Your check authorizes us to make a one-time electronic fund transfer from your account. **You will not receive your canceled check.**

Line 26

If you want your refund to be directly deposited into your bank account, complete line 27. Your bank statement will indicate when your refund was deposited to your account. Otherwise, skip line 27 and your refund will be sent to you in the mail.

This refund *cannot* be applied to your estimated tax account.

Line 27

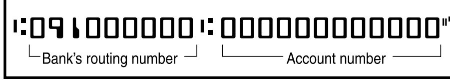
If you want your refund to be directly deposited into your checking or savings account, enter the routing and account numbers. You cannot use a foreign bank account.

The **routing number** must have nine digits.

The **account number** may contain up to 17 digits (both numbers and letters). Enter the number and leave out any hyphens, spaces and symbols.

If the routing or account number is incorrect or is not accepted by your financial institution, your refund will be sent to you in the form of a paper check.

You can find your bank's routing number and account number on the bottom of your check.



By completing line 27, you are authorizing the department and your financial institution to initiate electronic credit entries, and if necessary, debit entries and adjustments for any credits made in error.

Signature

The return must be signed by a partner of the organization receiving, controlling or managing the income of the partnership. The person must also include his or her ID number.

If someone other than a general partner prepared the return, the preparer must also sign. The preparer's PTIN and phone number should also be included.

Check the box to authorize the department to discuss this return with the preparer. This authority allows us to discuss with your preparer these items from this return: line item details; tax due on original and adjustments made during processing; penalty or interest due; documents received or sent like a tax order or bill; and dates and amounts of payments, credits, or refunds. The authority also allows your preparer to cancel direct deposit or debit payments and submit an abatement request.

The authority granted by a marked return checkbox is valid for one year after the due date for current original returns, or one year from the date the form was submitted for amended and noncurrent original returns.

Checking the box does not give your preparer the authority to sign any tax documents on your behalf, represent you at any audit or appeals conference, or discuss abatement progress. For these types of authorities, you must file Form REV184b, *Business Power of Attorney*, with the department.

E-mail Address

If the department has questions regarding your return and you want to receive correspondence electronically, indicate the e-mail address below your signature. Check a box to indicate if the e-mail address belongs to an employee of the partnership, the paid preparer or other contact person.

By providing an e-mail address, you are authorizing the department to correspond with you or the designated person over the Internet and you understand that the entity's nonpublic tax data may be transmitted over the Internet.

You also accept the risk that the data may be accessed by someone other than the intended recipient. The department is not liable for any damages that the entity may incur as a result of an interception.

Information and Assistance

Website: www.revenue.state.mn.us

Email: BusinessIncome.Tax@state.mn.us

Phone: 651-556-3075

This material is available in alternate formats.