



BE-12 Identification Number

2012 BENCHMARK SURVEY OF FOREIGN DIRECT INVESTMENT IN THE UNITED STATES MANDATORY — CONFIDENTIAL FORM BE-12A

Due date: May 31, 2013

Electronic filing:
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Shipping and Receiving Section, M100
1441 L Street, NW
Washington, DC 20005

Fax reports to:
(202) 606-1905*

Name and address of U.S. business affiliate

1002	Name of U.S. affiliate				
	0				
1010	c/o (care of)				
	0				
1003	Street or P.O. Box				
	0				
1004	City	0998	State		
	0				
1005	ZIP Code	Or	Foreign Postal Code		
	0				

Assistance: E-mail: be12/15@bea.gov
Telephone: (202) 606-5615
Copies of blank forms: www.bea.gov/fdi

Include your BE-12 Identification Number with all requests.

Who must file BE-12A — Form BE-12A must be filed for a majority-owned U.S. affiliate with total assets, sales or gross operating revenues, or net income greater than \$300 million (positive or negative). For more information on filing requirements, see instructions I.2 on page 33. If you do not meet these filing criteria, see instruction I.A.1 on page 32 to determine which form to file.

Mandatory, Confidentiality, Penalties

This survey is being conducted under the International Investment and Trade in Services Survey Act (P.L. 94-472, 90 Stat. 2059, 22 U.S.C. 3101-3108, as amended). The filing of reports is mandatory and the Act provides that your report to this Bureau is confidential. Whoever fails to report may be subject to penalties. See page 31 for more details.

Person to consult concerning questions about this report — Enter name and address

Certification — The undersigned official certifies that this report has been prepared in accordance with the applicable instructions, is complete, and is substantially accurate except that, in accordance with instruction III.C on page 34, estimates may have been provided.

1000	Name									
	0									
1029	Address									
	0									
1030										
	0									
1031					0990	Print or type name	0991	Print or type title		
	0					0		0		
1001	Telephone number	Area code	Number	Extension	0992	Telephone number	0993	Fax number		
	0					0		0		

May fax and/or e-mail be used in correspondence between your enterprise and BEA?

*** Note** — If you choose to communicate with BEA via fax or electronic mail, BEA cannot guarantee the security of the information during transmission, but will treat information we receive as confidential in accordance with Section 5(c) of the International Investment and Trade in Services Survey Act.

<p>1027 E-mail: ¹ <input type="checkbox"/> Yes (If yes, enter your e-mail address)</p> <p style="margin-left: 20px;">² <input type="checkbox"/> No</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="font-size: small;">E-mail address</td> <td style="font-size: small;">0</td> </tr> <tr> <td style="font-size: small;">1028</td> <td style="border: none;"></td> </tr> <tr> <td style="font-size: small;">Fax number</td> <td style="font-size: small;">0</td> </tr> <tr> <td style="font-size: small;">0999</td> <td style="border: none;"></td> </tr> </table>	E-mail address	0	1028		Fax number	0	0999	
E-mail address	0								
1028									
Fax number	0								
0999									
<p>1032 Fax: ¹ <input type="checkbox"/> Yes (If yes, enter your fax number)</p> <p style="margin-left: 20px;">² <input type="checkbox"/> No</p>									

Part I - Identification of U.S. Affiliate

IMPORTANT

Review the instructions starting on page 31 before completing this form. Insurance and real estate companies see special instructions starting on page 38.

- **Accounting principles** — If feasible use U.S. Generally Accepted Accounting Principles to complete Form BE-12 unless you are requested to do otherwise by a specific instruction. References in the instructions to Financial Accounting Standards Board Accounting Standards Codification Topics are referred to as “FASB ASC”.
- **U.S. affiliate’s 2012 fiscal year** — The affiliate’s financial reporting year that had an ending date in calendar year 2012.
- **Consolidated reporting** — A U.S. affiliate must file on a fully consolidated domestic U.S. basis, including in the consolidation ALL U.S. business enterprises proceeding down each ownership chain whose voting securities are more than 50 percent owned by the U.S. business enterprise above. The consolidation rules are found in instruction IV.2 starting on page 34.

• **Rounding** — Report currency amounts in U.S. dollars rounded to thousands (omitting 000).
 Do not enter amounts in the shaded portions of each item.

	\$ Bil.	Mil.	Thous.	Dols.
Example — If amount is \$1,334,891.00 report as:		1	335	000

1 Which financial reporting standards will you use to complete this BE-12 report?

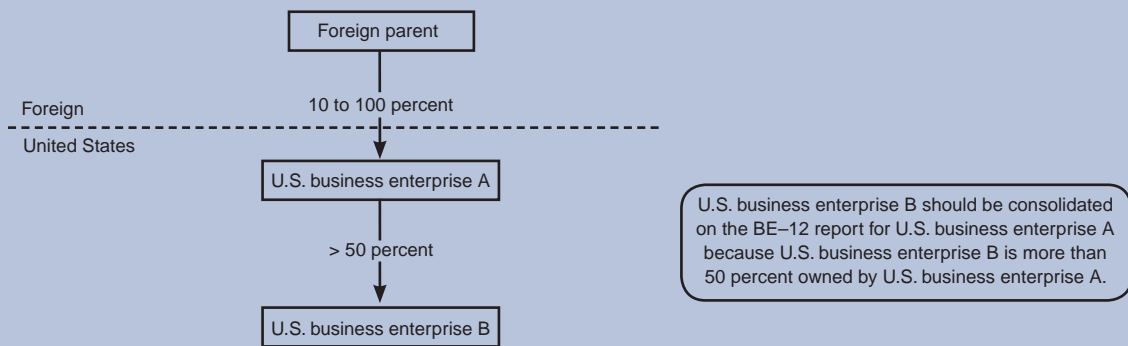
NOTE — The BE-12 report should be completed using U.S. Generally Accepted Accounting Principles (U.S. GAAP). If using U.S. GAAP to complete this report is highly burdensome, or otherwise not feasible, you may use other financial reporting standards, preferably with adjustments to correct for any material differences between U.S. GAAP and the reporting standards used.

- ¹³⁹⁹ 1 U.S. Generally Accepted Accounting Principles
- ¹ 2 International Financial Reporting Standards (as promulgated by, or adapted from, the International Accounting Standards Board)
NOTE — Do not prepare your BE-12 report using the proportionate consolidation method.
- ¹ 3 Other reporting standards — Specify the reporting standards used

2 Is more than 50 percent of the voting interest in this U.S. business enterprise owned by another U.S. affiliate of the foreign parent (see the diagram below)?

- ¹⁴⁰⁰ 1 **Yes** If “Yes” — Do not complete this report unless exception 2.c. described in the consolidation rules on page 35 applies. If this exception does not apply, forward this BE-12 survey packet to the U.S. business enterprise owning your company more than 50 percent, and notify BEA of the action taken by filing BE-12 Claim for Not Filing with item e completed on page 3 of that form. The BE-12 Claim for Not Filing can be downloaded from BEA’s Web site at: www.bea.gov/fdi
- ¹ 2 **No** If “No” — Complete this report in accordance with the consolidation rules starting on page 34.

CONSOLIDATION OF U.S. AFFILIATES



3 Enter Employer Identification Number(s) used by the U.S. affiliate to file income and payroll taxes.

Primary	Other
¹⁰⁰⁶ 1 <input type="text" value="—"/>	2 <input type="text" value="—"/>

Part I - Identification of U.S. Affiliate – Continued

4 Reporting period — Reporting period instructions are found in instruction 4 on page 35. If there was a **change in fiscal year**, review instruction 4.b. on page 35.

Month	Day	Year
1	/	2012

This U.S. affiliate's fiscal year ended in **calendar year 2012** on 1007

Example — If the fiscal year ended on March 31, report for the 12-month period ended March 31, 2012.

NOTE — Affiliates with a fiscal year that ended within the first week of January 2013 are considered to have a 2012 fiscal year and should report December 31, 2012 as their 2012 fiscal year end.

5 Did the U.S. business enterprise become a U.S. affiliate during its fiscal year that ended in calendar year 2012?

1008 1 Yes If "Yes" — Enter the date the U.S. business enterprise became a U.S. affiliate and see instruction 5 on page 35 to determine how to report for the first time 1009

Month	Day	Year
1	/	/

1 2 No

NOTE — For a U.S. business enterprise that became a U.S. affiliate during its fiscal year that ended in calendar year 2012, may leave the close FY 2011 data columns blank.

6 Form of organization of U.S. affiliate — Mark (X) one

1011 1 Incorporated in U.S.

Reporting rules for unincorporated affiliates are found in instruction 6 starting on page 35.

1 2 U.S. partnership — Reporting rules for partnerships are found in instruction 6.b. on page 36.

1 3 U.S. branch of foreign person

1 4 Limited Liability Company (LLC) — Reporting rules for LLCs are found in instruction 6.c. on page 36.

1 5 Real property not in 1–4 above — Reporting rules for real estate are found in instruction V.C. on page 39.

1 6 Business enterprise incorporated abroad, but whose head office is located in the United States and whose business activity is conducted in, or from, the United States

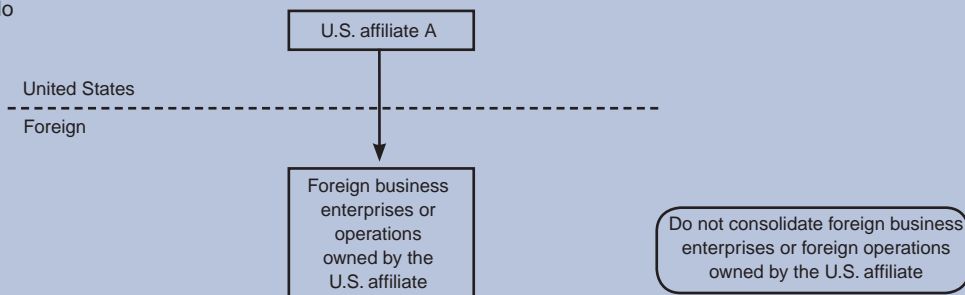
1 7 Other — Specify

7 Does this U.S. affiliate own any foreign business enterprises or operations (see the diagram below)?

1014 1 Yes If "Yes" — DO NOT consolidate foreign business enterprises or operations. Foreign operations in which you own an interest of 20 percent or more are to be deconsolidated and reported using the equity method of accounting. If your ownership interest is less than 20 percent, foreign operations are to be reported in accordance with FASB ASC 320 (formerly FAS 115). Reporting rules for foreign operations are found in the instruction IV.2.a. starting on page 34.

NOTE — DO NOT eliminate intercompany accounts (e.g., receivables or liabilities) for holdings reported using the equity method.

1 2 No



8 U.S. business enterprises fully consolidated in this report — U.S. business enterprises that are more than 50-percent owned should be fully consolidated in this report, except as noted in the consolidation rules starting on page 34. **Banks, see instruction I.C. on page 33 for aggregated reporting rules.**

Enter the number of U.S. business enterprises consolidated in this report in the box below. Hereinafter they are considered to be one U.S. affiliate. If the report is for a single U.S. business enterprise, enter "1" in the box below. **Exclude from the consolidation all foreign business enterprises or operations owned by this U.S. affiliate.**

1012 1

If the number is greater than one, complete the Supplement A on page 27.

Part I - Identification of U.S. Affiliate – Continued

9 U.S. affiliates NOT fully consolidated — See instruction 9 on page 36.

Number of U.S. affiliates, in which this U.S. affiliate has an ownership interest, that are NOT fully consolidated in this report.

1013 1

If number is not zero, complete the Supplement B on page 29

The U.S. affiliate named on page 1 must include data for unconsolidated U.S. affiliates on an equity basis and must notify the unconsolidated U.S. affiliates of their obligation to file a Form BE-12 in their own names (see page 32 to determine the appropriate form for these affiliates to file).

10 Did this U.S. affiliate acquire or establish any U.S. business enterprises or segments during the reporting period that are now either contained in this report on a fully consolidated basis, merged into this U.S. affiliate, reflected as an equity investment?

1015 1 Yes 2 No

11 Did this U.S. affiliate sell, transfer ownership of, or liquidate any U.S. subsidiaries, operating divisions, segments, etc., during its fiscal year that ended in calendar year 2012?

1016 1 Yes 2 No

OWNERSHIP — Enter percent of ownership, in this U.S. affiliate, to a tenth of one percent, based on voting and equity interest if an incorporated affiliate (or an equivalent interest if any unincorporated affiliate). "Voting interest" and "equity interest" are defined in instructions 12–16 starting on page 36.

Foreign parent — A foreign parent is the FIRST person or entity outside the U.S. in a chain of ownership that has a 10 percent or more voting interest (direct or indirect) in this U.S. affiliate.

12 Ownership held directly by foreign parent(s) of this affiliate — Give name of each foreign parent with direct ownership. If more than 4, continue on a separate sheet. See example 1 on page 19.

a.

b.

c.

d.

	Voting interest		Equity interest (If different from voting interest)	
	Close FY 2012 (1)	Close FY 2011 (2)	Close FY 2012 (3)	Close FY 2011 (4)
1017	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%
1018	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%
1019	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%
1020	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%
1060	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%
1061	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%
1062	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	3 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%

13 Ownership held directly by all U.S. affiliates of the foreign parent(s) — The foreign parents of these other U.S. affiliates are indirect foreign parents of this U.S. affiliate. If you put an entry in column 1 or 2, complete items 17 – 21 below. See example 2 on page 20.

14 Ownership held directly by all other U.S. persons or entities

15 Ownership held directly by all other foreign persons or entities

16 TOTAL of ownership interests — Sum of items 12 through 15

100% 100% 100% 100%

NOTE: IF THERE IS AN ENTRY IN COLUMN 1 OR 2 OF ITEM 13 COMPLETE ITEMS 17 THROUGH 20.

Give the name of each U.S. affiliate holding a direct ownership interest in this U.S. affiliate.

If more than 4, continue on a separate sheet.
See example 2 on page 19.
(1)

17

18

19

20

	Percent of direct voting interest in this U.S. affiliate held by the U.S. affiliate listed in column 1.		For the U.S. affiliate listed in column 1, give the name of the U.S. entity (U.S. affiliate) in its ownership chain that is directly owned by a foreign parent. If the U.S. affiliate listed in column 1 is directly owned by a foreign parent, also list that U.S. affiliate here.	BEA USE ONLY
	Close FY 2012 (2)	Close FY 2011 (3)		
1063	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 200px; height: 20px;" type="text"/>	3
1064	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 200px; height: 20px;" type="text"/>	3
1065	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 200px; height: 20px;" type="text"/>	3
1066	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	4 <input style="width: 200px; height: 20px;" type="text"/>	3
1071	1 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	2 <input style="width: 100px; height: 20px;" type="text"/> _____ . ____%	BEA USE ONLY	3

21 Sum of items 17 through 20. The sum of these percentages must equal item 13 columns 1 and 2.

Direct Ownership – Continued

Use only if you need to enter more owners from part I (items 9 and 10) on the previous page.

Ownership held directly by foreign parent(s) of this U.S. affiliate – Give name of each foreign parent with direct ownership.	Country of incorporation or organization (if a business enterprise) or residence (if an individual). For individuals, see instruction 16b. on page 8.	REPORTING PERIOD		BEA USE ONLY
		Close FY 2012	Close FY 2011	
		%	%	
		%	%	
		%	%	
		%	%	
		%	%	
		%	%	
		%	%	
		%	%	

Indirect Ownership – Continued

Use only if you need to enter more owners from part I (items 11 and 12) on the previous page.

Ownership held indirectly by foreign parent(s) of this U.S. affiliate through another U.S. affiliate – Give name of each higher tier U.S. affiliate with direct ownership in this U.S. affiliate.	Country of incorporation or organization (if a business enterprise) or residence (if an individual). For individuals, see instruction 16b. on page 8.	REPORTING PERIOD		BEA USE ONLY
		Close FY 2012	Close FY 2011	
		%	%	
		%	%	
		%	%	
		%	%	
		%	%	

Part I - Identification of U.S. Affiliate – Continued

Section A — INDUSTRY CLASSIFICATION, TOTAL SALES, AND EMPLOYEES OF FULLY CONSOLIDATED U.S. AFFILIATE

22 Major activities of fully consolidated U.S. affiliate — For an inactive affiliate, select the activities based on its last active period; for “start-ups,” select the intended activities.

Check all boxes that describe a major activity of the fully consolidated U.S. affiliate

- 1072 1 Producer of goods
 2 Seller of goods the U.S. affiliate does not produce
 3 Producer or distributor of information
 4 Provider of services
 5 Real estate
 6 Other Specify

23 What is (are) the major product(s) and/or service(s) resulting from this (these) activities? If a product, also state what is done to it, i.e., whether it is mined, manufactured, sold at wholesale, transported, packaged, etc. (For example, “manufactured widgets.”)

1163 0

CONTRACT MANUFACTURING SERVICES — Contracting with a firm to process materials and components, including payments for fabricating, assembling, labeling, and packaging materials and components.

Contract manufacturing services **PURCHASED**

24 In FY 2012, did this U.S. affiliate **purchase** contract manufacturing services from others (including foreign affiliates)?

- 1073 1 Yes — Continue with item **25**
 2 No — Skip to item **26**

25 If item **24** is answered “Yes,” indicate whether the U.S. affiliate owned the materials used by the contract manufacturers and whether the services were purchased from businesses inside or outside the U.S. (check all that apply).

The U.S. affiliate **owned** some or all of the materials used by the contract manufacturers and the companies providing the manufacturing services were:

- 1074 1 Located **inside** the U.S.
 2 Located **outside** the U.S.

The U.S. affiliate **did not own** the materials used by the contract manufacturers and the companies providing the manufacturing services were:

- 1075 1 Located **inside** the U.S.
 2 Located **outside** the U.S.

Contract manufacturing services **PERFORMED**

26 In FY 2012, did this U.S. affiliate **perform** contract manufacturing services for others (including foreign affiliates)?

- 1076 1 Yes — Continue with item **27**
 2 No — Skip to item **28**

27 If item **26** is answered “Yes,” indicate whether the U.S. affiliate owned the materials used by the contract manufacturing and whether the services were performed for businesses inside or outside the U.S. (check all that apply).

The U.S. affiliate **owned** some or all of the materials used in the contract manufacturing and the companies purchasing the manufacturing services were:

- 1077 1 Located **inside** the U.S.
 2 Located **outside** the U.S.

The U.S. affiliate **did not own** the materials used in the contract manufacturing and the companies purchasing the manufacturing services were:

- 1078 1 Located **inside** the U.S.
 2 Located **outside** the U.S.

BEA USE ONLY

1200	1	2	3	4	5
1201	1	2	3	4	5
1202	1	2	3	4	5
1203	1	2	3	4	5

Part II - Financial and Operating Data of U.S. Affiliate

INDUSTRY CLASSIFICATION, TOTAL SALES, AND EMPLOYEES OF FULLY CONSOLIDATED U.S. AFFILIATE

Enter the 4-digit International Surveys Industry (ISI) code(s) and the sales and employment associated with each code in items **28** through **37**.

Book publishers, printers, and real estate investment trusts — See instructions for items 28–41 on page 37.

Holding company (ISI code 5512) is often an invalid industry classification for a conglomerate. A conglomerate must determine its industry code based on the activities of the fully consolidated domestic U.S. business enterprise.

Column 1 – ISI Code — See the Summary of Industry Classifications on page 30. For a full explanation of each code, see the *Guide to Industry Classifications for International Surveys, 2012* located at www.bea.gov/naics2012. For an inactive affiliate, base the industry classification(s) on its last active period; for “start-ups” with no sales, show the intended activities.

Column 2 – Sales

INCLUDE

- Total sales or gross operating revenues, excluding sales taxes, returns, allowances, and discounts.
- Fees and commissions
- Revenues generated during the year from the operations of a discontinued business segment.
- ONLY finance and insurance companies and units should report dividends and interest. Companies involved with repos and reverse repos see instructions for items 28–41 on page 37.
- Total income of holding companies (ISI code 5512) as reported in item **46**.

EXCLUDE

- Investment gains and losses reported in item **44**.
- Sales or consumption taxes levied directly on the consumer.
- Excise taxes levied directly on manufacturers, wholesalers, and retailers.
- Gains or losses from DISPOSALS of discontinued operations and gains and losses from derivative instruments (report as certain gains (losses) in item **44**).
- Dividends and interest earned by non-finance and non-insurance companies and units (report as other income in item **45**).

Column (3) – Number of employees — INCLUDE all full-time and part-time employees on the payroll at the end of FY 2012 associated with each ISI code. EXCLUDE contract workers and other workers not carried on the payroll of this U.S. affiliate. If employment at the end of FY 2012 was unusually high or low because of temporary factors (e.g., a strike), give the number of employees that reflects normal operations. If the business enterprise’s activity involves large seasonal variations, give the average number of employees for FY 2012. If precise figures are not available, provide your best estimate.

NOTE: For most U.S. reporters, the employment distribution in column 3 is not proportional to the sales distribution in column 2. Therefore, do not distribute employment by industry in proportion to sales by industry.

	ISI code (1)	Sales (2)			Dols.	Number of employees associated with each ISI code in column 1 (3)
		\$ Bil.	Mil.	Thous.		
28 Enter code of industry with largest sales.....	1164	2			000	3
29 Enter code of industry with 2nd largest sales.....	1165	2			000	3
30 Enter code of industry with 3rd largest sales.....	1166	2			000	3
31 Enter code of industry with 4th largest sales.....	1167	2			000	3
32 Enter code of industry with 5th largest sales.....	1168	2			000	3
33 Enter code of industry with 6th largest sales.....	1169	2			000	3
34 Enter code of industry with 7th largest sales.....	1170	2			000	3
35 Enter code of industry with 8th largest sales.....	1171	2			000	3
36 Enter code of industry with 9th largest sales.....	1176	2			000	3
37 Enter code of industry with 10th largest sales.....	1177	2			000	3
38 Number of employees of administrative offices and other auxiliary units — INCLUDE employees at corporate headquarters, central administrative, and regional offices, and operating units that provide administration and management or support services (such as accounting, data processing, legal, research and development and testing, and warehousing) to more than one U.S. operating unit. EXCLUDE employees that provide administration and management or support services for only one unit. Instead, report such employees in column 3 of items 28 through 37	1178	2				3
39 Sales and employees accounted for — Sum of items 28 through 38	1172	2			000	3
40 Sales and employees not accounted for above — Items 28 through 37 must all have entries if amounts are entered in this item.....	1173	2			000	3
41 TOTAL SALES OR GROSS OPERATING REVENUES (excluding sales taxes) and employees — Sum of items 39 and 40 , columns 2 and 3.....	1174	2			000	3

Part II - Financial and Operating Data of U.S. Affiliate – Continued

Section B — INCOME STATEMENT

		\$ Bil.	Mil.	Thous.	Dols.
INCOME					
42 Total sales or gross operating revenues, excluding sales taxes — Must equal item 41 column 2.....	2149	1			000
43 Income from equity investments in unconsolidated U.S. affiliates and all foreign entities — INCLUDE here the equity in earnings, during the reporting period, for all U.S. and foreign investments that are unconsolidated and reported in item 66 . INCLUDE dividends received for investments that are owned less than 20 percent and not subject to FASB ASC 320 (formerly FAS 115). EXCLUDE fair value gains and losses for investments that would otherwise be accounted for under the equity method. Report such fair value gains (losses) in item 44	2150	1			000
44 Certain gains (losses) — READ INSTRUCTIONS CAREFULLY as this item is based on economic accounting concepts and may, in some cases, deviate from accounting principles. Report gross amount before income tax effect. Include tax effect in item 48 . Report gains (losses) resulting from:					
a. Extraordinary, unusual, or infrequently occurring items that are material. INCLUDE losses from accidental damage or disasters, after estimated insurance reimbursement. INCLUDE other material items, including write-ups, writedowns, and writeoffs of tangible and intangible assets; gains (losses) from the sale or other dispositions of capital assets. EXCLUDE legal judgments (report legal judgments against the U.S. affiliate in item 47 ; report legal settlements in favor of the U.S. affiliate in item 45);					
b. Restructuring. INCLUDE restructuring costs that reflect writedowns or writeoffs of assets or liabilities. EXCLUDE actual payments, or charges to establish reserves for future actual payments, such as for severance pay, and fees to accountants, lawyers, consultants, or other contractors. Report them in item 47 ;					
c. Sales or disposition of land, other property, plant, and equipment, or other assets , and FASB ASC 360 (formerly FAS144) impairment losses . EXCLUDE gains (losses) from the sale of inventory assets in the ordinary course of trade or business. Real estate companies, see special instructions IV.44. on page 37;					
d. Sales or other disposition of financial assets , including investment securities; gains (losses) related to fair value accounting ; FASB ASC 320 (formerly FAS 115) holding gains (losses) on securities classified as trading securities ; FASB ASC 320 impairment losses; and gains and losses derived from derivative instruments ;					
e. Goodwill impairment as defined by FASB ASC 350 (formerly FAS 142);					
f. DISPOSALS of discontinued operations. EXCLUDE income (loss) from the operations of a discontinued segment. Report such income (loss) as part of your income from operations in items 28 through 41 ;					
g. Remeasurement of the U.S. affiliate's foreign-currency-denominated assets and liabilities due to changes in foreign exchange rates during the reporting period;					
h. The cumulative effect of a change in accounting principle ; and					
i. The cumulative effect of a change in the estimate of stock compensation forfeitures under FASB ASC 718 (formerly FAS 123(R)).....	2151	1			000
45 Other income — Legal settlements in favor of the U.S. affiliate, dividends and interest earned by non-finance and non-insurance companies and units, nonoperating, and other income not included above. — Specify major items <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div>	2152	1			000
46 Total income — Sum of items 42 through 45	2153	1			000
COSTS AND EXPENSES					
47 Cost of goods sold or services rendered, and selling, general, and administrative expenses — Operating expenses that relate to sales or gross operating revenues, item 42 , and selling, general, and administrative expenses. INCLUDE production royalty payments to governments, their subdivisions and agencies, and to other persons. INCLUDE legal judgments against the U.S. affiliate. INCLUDE depletion charges representing the amortization of the actual cost of capital assets, but EXCLUDE all other depletion charges. EXCLUDE goodwill impairment as defined by FASB ASC 350 (formerly FAS 142). Report such impairment losses in item 44 . For guidance on restructuring costs, see item 44b	2154	1			000
48 Income taxes — Provision for U.S. Federal, state, and local income taxes. INCLUDE the income tax effect of certain gain (losses) reported in item 44 . EXCLUDE production royalty payments.....	2156	1			000
49 Other costs and expenses not included above. Include noncontrolling interests in profits and losses (FASB ASC 810 (formerly FAS 160)). — Specify major items <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div>	2157	1			000
50 Total costs and expenses — Sum of items 47 through 49	2158	1			000
NET INCOME					
51 Net income (loss) after provision for U.S. Federal, state, and local income taxes — Item 46 minus item 50	2159	1			000

Part II - Financial and Operating Data of U.S. Affiliate – Continued

Section C — DISTRIBUTION OF SALES OR GROSS OPERATING REVENUES

Distribute sales or gross operating revenues among three categories — sales of goods, sales of services, and investment income. For the purpose of this distribution, “goods” are normally outputs that are tangible and “services” are normally outputs that are intangible. When a sale consists of both goods and services and cannot be unbundled (i.e., the goods and services are not separately billed), distribute the sales as goods or services based on a best estimate of the value in each.

NOTE — Before completing this section, please see the instructions for item 52 through 57 starting on page 37.

Insurance companies also see page 38, V.A. for special instructions.

Utilities and oil & gas producers and distributors — To the extent feasible, revenues are to be allocated between sales of goods and sales of services. Revenues earned from the sale of a product (e.g., electricity, natural gas, oil, water, etc.) are to be reported as sales of goods. Revenues earned from the distribution or transmission of a product (e.g., fees received for the use of transmission lines, pipelines, etc.) are to be reported as sales of services.

		\$ Bil.	Mil.	Thous.	Dols.
52 Total sales or gross operating revenues, excluding sales taxes —		1			
Equals sum of items 53 through 55	2243				000
53 Sales of goods	2244	1			000
54 Investment income included in gross operating revenues. Include ALL interest and dividends generated by finance and insurance subsidiaries or units.....	2245	1			000
55 Sales of services, total — Sum of items 56 and 57	2246	1			000
56 To U.S. persons or entities	2247	1			000
57 To foreign persons or entities	2257	1			000

CROSS-BORDER SERVICES TRANSACTIONS

Did this U.S. affiliate receive payments or credits from, or make payments or issue credits to, persons or entities located outside of the United States for any of the items listed below?

- Royalties, license fees, and other fees for the use or sale of intangible property.
- Services including but not limited to: accounting, advertising, computer, construction and related services, consulting, data base, financial, insurance, legal, management, operational leasing, public relations, and research and development services.

¹¹⁸⁶ ¹ Yes ¹ ² No

Section D — OTHER FINANCIAL AND OPERATING DATA

		\$ Bil.	Mil.	Thous.	Dols.
58 Interest income from all sources (including foreign parents and affiliates), after deduction of taxes withheld by the payer. Do not net against interest expense (item 59)	2400	1			000
59 Interest expenses plus interest capitalized, paid or due to all payees (including to foreign parents and affiliates), before deduction of U.S. tax withheld by the affiliate. Do not net against interest income (item 58)	2401	1			000
60 Other taxes and non-tax payments (EXCLUDING income and payroll taxes) — Amount paid or accrued for the year, net of refunds or credits, to U.S. Federal, state, and local governments, their subdivisions and agencies for —					
• Sales, consumption, and excise taxes collected by the affiliate on goods and services sold					
• Premium taxes paid by insurance companies					
• Property and other taxes on the value of assets and capital					
• Any remaining taxes (other than income and payroll taxes)					
• Non-tax liabilities (other than for purchases of goods and services) such as —					
- Import and export duties					
- Production royalties for natural resources					
- License fees, fines, penalties, and similar items					
NOTE: The amount reported in this item SHOULD NOT EQUAL the amount reported in item 48	2402				000
61 Employee compensation — Base compensation on payroll records. Employee compensation must cover compensation charged as an expense on the income statement, charged to inventories, or capitalized during the reporting period. INCLUDE wages and salaries and employee benefit plans. EXCLUDE compensation related to activities of a prior period, such as compensation capitalized or charged to inventories in prior periods. EXCLUDE compensation of contract workers and other workers not carried on the payroll of this U.S. affiliate. See instruction for item 61 on page 38.....	2253	1			000

BEA USE ONLY

2404

Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section E – INDUSTRY ACTIVITIES

INSURANCE INDUSTRY ACTIVITIES

Insurance related activities are covered by industry codes 5243 (insurance carriers, except life insurance carriers) and 5249 (life insurance carriers).

62a Of the total sales and gross operating revenues reported in item 41, column 2, were any of the sales or revenues generated by insurance related activities?

- ¹¹⁸⁰ 1 Yes — Answer items 62b and 62c
 1 2 No — Skip to item 63a

62b **Premiums earned** — Report premiums, gross of commissions, included in revenue during the reporting year. Calculate as direct premiums written (including renewals) net of cancellations, plus reinsurance premiums assumed, minus reinsurance premiums ceded, plus unearned premiums at the beginning of the year, minus unearned premiums at the end of the year. EXCLUDE all annuity premiums. Also EXCLUDE premiums and policy fees related to universal and adjustable life, variable and interest-sensitive life, and variable-universal life policies..... 1181

62c **Losses incurred** — Report losses incurred for the insurance products covered by item 62b. EXCLUDE loss adjustment expenses and losses that related to annuities. Also EXCLUDE losses related to universal and adjustable life, variable and interest-sensitive life, and variable-universal life policies.

For property and casualty insurance, calculate as net losses paid during the reporting year, minus net unpaid losses at the beginning of the year, plus net unpaid losses at the end of the year. In the calculation of net losses, INCLUDE losses on reinsurance assumed from other companies and EXCLUDE losses on reinsurance ceded to other companies. Unpaid losses include both case reserves and losses incurred but not reported.

For life insurance, losses reflect policy claims on reinsurance assumed or on primary insurance sold, minus losses recovered from reinsurance ceded, adjusted for changes in claims due, unpaid, and in course of settlement..... 1182

	\$ Bil.	Mil.	Thous.	Dols.
1				
1				000
1				
				000

WHOLESALE AND RETAIL TRADE INDUSTRY ACTIVITIES — Goods purchased for resale without further processing

Wholesale trade industry activities include the wholesaling of durable and nondurable goods. These activities are covered by industry codes 4231 through 4251.

Retail trade industry activities are covered by industry codes 4410 through 4540.

63a Of the total sales and gross operating revenues reported in item 41, column 2, were any of the sales or revenues generated by wholesale or retail trade activities?

- ¹¹⁸³ 1 Yes — Answer items 63b and 63c
 1 2 No — Skip to item 64

63b Enter the cost of goods purchased for resale without further processing during the fiscal year that ended in calendar year 2012 1184

	\$ Bil.	Mil.	Thous.	Dols.
1				
				000

63c Enter the closing balances at the end of fiscal years 2012 and 2011 of the inventory of goods purchased for resale without further processing 1185

Close FY 2012 (1)				Close FY 2011 (Unrestated) (2)			
\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
1				2			
			000				000

BEA USE ONLY

1

Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section F — BALANCE SHEET

NOTE — Disaggregate all balance sheet items in the detail shown. Insurance companies see page 38, V.A., for special instructions.

ASSETS

- 64 Cash items** — Deposits in financial institutions and other cash items. Do NOT include overdrafts as negative cash..... 2101
- 65 Inventories** — Land development companies, exclude land held for resale (include in item **68**); finance and insurance companies, exclude inventories of marketable securities (include in item **68**) 2104
- 66 Equity investment in unconsolidated U.S. and foreign business enterprises** — Include all ownership in unconsolidated business enterprises using the equity method. NOTE: Include ALL foreign affiliates using the equity method (even if majority owned).... 2106
- 67 Property, plant, and equipment, net** — Include land, timber, mineral rights, structures, machinery, equipment, special tools, deposit containers, construction in progress, and capitalized tangible and intangible exploration and development costs of the affiliate, at historical cost net of accumulated depreciation, depletion, and amortization. Include items on capital leases from others, per FASB ASC 840 (formerly FAS 13), and property you own that you lease to others under operating leases. Exclude all other types of intangible assets, and land held for resale. (An unincorporated affiliate should include items owned by its foreign parent but which are in the affiliate's possession in the United States whether or not carried on the affiliate's own books or records.)..... 2107
- 68 Other assets** — Include all other assets not included above 2110
- 69 Total assets** — Sum of items **64** through **68** 2109

Close FY 2012 (1)				Close FY 2011 (Unrestated) (2)			
\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
1			000	2			000
1			000	2			000
1			000	2			000
1			000	2			000
1			000	2			000
1			000	2			000
1			000	2			000

LIABILITIES

- 70 TOTAL LIABILITIES**..... 2114

71 Has **fair value accounting** been applied to, or elected for, any asset or liability items included in the amounts reported on the balance sheet above?

- ²¹¹² 1 Yes — Report the total amount of the fair value assets and liabilities in the space provided below.
- 1 2 No — Skip to item **72**

Of the property, plant, and equipment reported in item **67**, what amount was reported using fair value accounting?..... 2115

Of the total assets reported in item **69**, what amount was reported using fair value accounting?..... 2123

Of the total liabilities reported in item **70**, what amount was reported using fair value accounting?..... 2597

Close FY 2012 (1)				Close FY 2011 (Unrestated) (2)			
\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
1			000	2			000
1			000	2			000
1			000	2			000

BANKING INDUSTRY ACTIVITIES

72 Of the total sales and gross operating revenues reported in item **41**, column 2, were any of the sales or revenues generated by depository or non-depository banking activities (industry codes 5221 or 5229)?

- ²¹¹³ 1 Yes — Report the U.S. affiliate's values for the following
- 1 2 No — Skip to item **73**

- Assets:** Total of all assets reported in the balance sheet above (column 1 total equals item **69** column 1)..... 2124
- Liabilities:** Total of all liabilities reported in the balance sheet above (column 1 total equals item **70** column 1)..... 2125
- Interest income:** Column 1 total equals item **58** 2126
- Interest expense:** Column 1 total equals item **59** 2127

Total (1)				Banking activities in industry codes 5221 or 5229 (2)				All other (3)			
\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
1			000	2			000	3			000
1			000	2			000	3			000
1			000	2			000	3			000
1			000	2			000	3			000

Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section F — BALANCE SHEET — Continued

		Close FY 2012 (1)				Close FY 2011 (Unrestated) (2)			
		\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
73	Capital stock and additional paid-in capital — Common and preferred, voting and non-voting capital stock and additional paid-in capital.....	1				2			
2116					000				000
74	Retained earnings (deficit)	1				2			
2117					000				000
75	Treasury stock	1				2			
2118					() 000				() 000
	Accumulated other comprehensive income (loss)	Close FY 2012 (1)				Close FY 2011 (Unrestated) (2)			
		\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
76a	Translation adjustment	1				2			
2122					000				000
76b	All other components	1				2			
2128					000				000
76c	Total accumulated other comprehensive income (loss) — Equals sum of 76a and 76b	1				2			
2129					000				000
77	Other — Include noncontrolling interest per FASB ASC 810 (formerly FAS 160). Specify major items 	1				2			
2119					000				000
78	Total owners' equity — Sum of items 73 , 74 , 75 , 76c and 77 for incorporated U.S. affiliates and those unincorporated U.S. affiliates for which this breakdown is available. For those unincorporated U.S. affiliates that cannot provide a breakdown for items 73 through 77 , report total owners' equity in this item. For both incorporated and unincorporated U.S. affiliates, total owners' equity must equal item 69 (total assets) minus item 70 (total liabilities)	1				2			
2120					000				000

Section G — CHANGE IN RETAINED EARNINGS (DEFICIT) — If retained earnings (deficit) is not shown as a separate account, show change in total owners' equity.

	\$ Bil.	Mil.	Thous.	Dols.
79 Balance, close FY ended in 2011, before restatement due to a change in the entity (e.g., due to mergers, acquisitions, divestitures, etc.) or due to a change in accounting methods or principles, if any — Enter amount from item 74 , column 2; if retained earnings (deficit) is not shown as a separate account, enter amount from item 78 , column 2	1			
2211				000
80 Increase (decrease) due to restatement of FY 2011 closing balance. — Specify reason(s) for change 	1			
2212				000
81 FY 2011 closing balance as restated — Item 79 plus item 80	1			
2213				000
82 Net income (loss) — Enter amount from item 51	1			
2214				000
83 Dividends or earnings distributed — Incorporated affiliates, enter amount of dividends declared, inclusive of taxes withheld, out of current- or prior-period income, on common and preferred stock, excluding stock dividends. Unincorporated affiliates, enter amount of current- or prior-period net income distributed to owners.....	1			
2215				000
84 Other increases (decreases) in retained earnings (deficit), including stock or liquidating dividends, or in total owners' equity if retained earnings (deficit) is not shown as a separate account, including capital contributions (return of capital). — Specify 	1			
2217				000
85 FY 2012 closing balance — Sum of items 81 , 82 , and 84 minus item 83 ; also must equal item 74 , column 1, if retained earnings (deficit) is shown as a separate account, or item 78 , column 1, if retained earnings (deficit) is not shown as a separate account.....	1			
2218				000

Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section H — LAND AND OTHER PROPERTY, PLANT, AND EQUIPMENT

Include all land and other property, plant, and equipment carried anywhere on the U.S. affiliate's balance sheet, whether or not with the intent of holding and actively using the asset in the operating activity of the business. Land refers to any part of the earth's surface, including land being leased from others under capital leases. Other property, plant, and equipment includes: timber, mineral and like rights owned; all structures, machinery, equipment, special tools, and other depreciable property; construction in progress; capitalized tangible and intangible exploration and development costs; and the capitalized value of timber, mineral, and like rights leased by the affiliate from others under capital leases. On the balance sheet these items may be carried in property, plant, and equipment (item **67**) or in other assets (item **68**).

Exclude items that the affiliate has sold on a capital lease basis.

CHANGE FROM FY 2011 CLOSING BALANCES TO FY 2012 CLOSING BALANCES

\$ Bil. Mil. Thous. Dols.

86 Net book value of all land and other property, plant, and equipment at close of FY 2011 wherever carried on the balance sheet, before restatement due to a change in entity.....	2386	1			000
--	------	---	--	--	-----

CHANGES DURING FY 2012

87 Give amount by which the net book value in item 86 would be restated due to:		1			
• Change in entity (i.e., due to the acquisition of, or merger with, another company, or the divestiture of a subsidiary, change in fiscal year, etc.)					
• Change in accounting methods or principles					
If a decrease, put amount in parentheses.....	2387				000

EXPENDITURES — Include all purchases by, or transfers to, the U.S. affiliate of land and other property, plant, and equipment. **Exclude** all changes caused by a change in the entity or by a change in accounting methods or principles during FY 2012 (include such changes in item **87**).

Expenditures by the U.S. affiliate for, or transfers into the U.S. affiliate of,

88 Land — Report expenditures for land except land held for resale. Report land held for sale in item 93	2388	1			000
--	------	---	--	--	-----

89 Mineral rights, including timber — Report capitalized expenditures to acquire mineral and timber rights. Exclude capitalized expenditures for the exploration and development of natural resources. Include those in item 90	2389	1			000
---	------	---	--	--	-----

90 Property, plant, and equipment other than land and mineral rights (Exclude changes due to mergers and acquisitions. Report them in item 87 .)	2390	1			000
--	------	---	--	--	-----

91 Depreciation	2392	1			000
------------------------------	------	---	--	--	-----

92 Depletion	2393	1			000
---------------------------	------	---	--	--	-----

93 Net book value of sales, retirements, impairments, or transfers out of assets defined for inclusion in this section, and other decreases (increases) — INCLUDE expenditures for land held for sale. EXCLUDE amounts relating to the divestiture of U.S. affiliates. Report such amounts in item 87	2394	1			000
---	------	---	--	--	-----

BALANCES AT CLOSE OF FY 2012

94 Net book value of land and other property, plant, and equipment at close of FY 2012 — Sum of items 86 through 90 , minus sum of items 91 through 93	2395	1			000
---	------	---	--	--	-----

95 Accumulated depreciation and depletion	2396	1			000
--	------	---	--	--	-----

96 Gross book value of all land and other property, plant, and equipment at close of FY 2012 , wherever carried on the balance sheet — Sum of items 94 and 95	2397	1			000
--	------	---	--	--	-----

ADDENDA

97 Gross book value of land owned — The portion of item 96 that is the gross book value of land owned. Include undeveloped and agricultural land, and also the value of land you own that is located under developed properties such as office buildings, apartment buildings, retail buildings, etc. If your accounting and reporting systems do not separately account for land and building components when buildings sit upon land that you own, provide your best estimate of the gross book value of the land owned.....	2356	1			000
--	------	---	--	--	-----

98 Expensed petroleum and mining exploration and development expenditures — Include expensed expenditures to acquire or lease mineral rights. EXCLUDE expenditures that are capitalized and expenditures made in prior years that are reclassified in the current year; such expenditures are considered to be expenditures only in the year when initially expended	2398	1			000
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2399

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Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section I — RESEARCH AND DEVELOPMENT

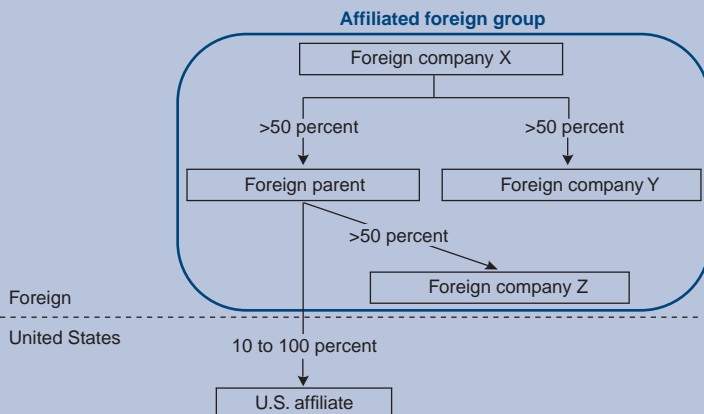
Research and development (R&D) expenditures – Include all costs incurred in performing R&D, including depreciation, amortization, wages and salaries, taxes, materials and supplies, overhead — whether or not allocated to others — and all other indirect costs.

See instructions 99–106 on page 38 for more details of what to include 

NOTE — Items **99** through **104** pertain to R&D **performed** by the U.S. affiliate, including R&D performed by the U.S. affiliate for others under contract.

		\$ Bil.	Mil.	Thous.	Dols.
99 R&D performed BY the U.S. affiliate, total — Sum of items 100 through 104 . EXCLUDE the cost of R&D funded by the U.S. affiliate but performed by others. Report such R&D costs in item 105	2403	1			000
Funded (or reimbursed) by:					
100 U.S. affiliate itself	2405	1			000
101 Federal Government (i.e., federally financed R&D)	2406	1			000
102 Affiliated foreign group. See the example below for an illustration of affiliated foreign group	2411	1			000
103 Foreign affiliates owned by this U.S. affiliate. See item 7 for a diagram that illustrates foreign affiliates owned by this U.S. affiliate	2412	1			000
104 Others under contract	2407	1			000
105 R&D performed FOR the U.S. affiliate by others on a contractual basis	2408	1			000
106 R&D employees — Report the number of employees engaged in R&D in the United States (including the District of Columbia, Puerto Rico, and all territories and possessions of the United States) during the fiscal year that ended in calendar year 2012.					Number of R&D Employees
R&D employees are scientists, engineers, and other professional and technical employees, including managers, engaged in scientific or engineering R&D work, at a level that requires knowledge of physical, social, or life sciences, engineering, mathematics, statistics, or computer science at least equivalent to that acquired through completion of a four-year college course with a major in one of these fields (i.e., training may be either formal or by experience)	2409	1			
					BEA USE ONLY
	2410	1			

EXAMPLE OF AFFILIATED FOREIGN GROUP



Affiliated foreign group means (i) the foreign parent, (ii) any foreign person, proceeding up the foreign parent's ownership chain, which owns more than 50 percent of the person below it, up to and including that person which is not owned more than 50 percent by another foreign person, and (iii) any foreign person, proceeding down the ownership chain(s) of each of these members, which is owned more than 50 percent by the person above it. ("Person" is used in the broad legal sense and includes companies.)

Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section J — U.S. TRADE IN GOODS BY U.S. AFFILIATE ON A SHIPPED BASIS

Report the value of goods exported and imported by the U.S. affiliate during the fiscal year that ended in calendar year 2012.

- **Report on a SHIPPED basis, rather than a CHARGED basis.** The shipped basis tracks at the physical movement of goods. However, U.S. affiliates normally keep their accounting records on a “charged basis,” which may not reflect the physical movement of goods. The “charged” basis may be used if there is no material difference between it and the “shipped” basis. However, if there is a material difference, the “shipped” basis must be used or adjustments must be made to the “charged” basis data to approximate a “shipped” basis. Additional instructions regarding shipped basis are available on page 38.
- **Timing** — Only include goods actually shipped during FY 2012 regardless of when the goods were charged or consigned.
- **f.a.s. valuation** — Value goods f.a.s. (free alongside ship) at the port of exit.
 - INCLUDE costs incurred up to the point of loading the goods aboard the export carrier at the port of exit, including the selling price at the interior point of shipment (or cost if not sold), packaging cost, and inland freight and insurance.
 - EXCLUDE all subsequent costs such as loading costs, U.S. and foreign import duties, and freight and insurance from the port of exit to the port of entry.

INCLUDE:

- **Capital goods** (e.g., manufacturing equipment used to produce goods for sale).
- **Consigned goods** — Include when shipped or received even though they are not normally recorded as sales or purchases, or entered into intercompany accounts when initially consigned.
- **Electricity, water, and natural gas** — Report ONLY the value of the product (electricity, water, and natural gas). DO NOT report the service value (transmission and distribution).
- **General use computer software** — Include packaged general use computer software at full transaction value (including both the value of the media on which the software is recorded and the value of the information contained on the media).
- **Goods shipped by an independent carrier or a freight forwarder** to or from the United States at the expense of a U.S. affiliate are, respectively, imports or exports of the U.S. affiliate.

EXCLUDE:

- **Services**
- **In-transit goods** — These are goods that are en route from one foreign country to another via the United States (such as from Canada to Mexico via the United States), and goods en route from one part of the United States to another part via a foreign country (such as from Alaska to Washington State via Canada).
- **Ships, planes, railroad rolling stock, and trucks** that were temporarily outside the United States transporting people or merchandise.
- **Customized software** designed to meet the needs of a specific user. This type of software is considered a service and should not be reported as trade in goods.
- **Software transmitted electronically** rather than physically shipped.
- **Negotiated licensing fees** for software to use on networks.

	TOTAL Sum of columns 2 through 4 (1)				Shipped to (by) affiliated foreign group(s). (See illustration of affiliated foreign group on page 13.) (2)				Shipped to (by) foreign affiliates owned by this U.S. affiliate. (See illustration of foreign affiliates owned by this U.S. affiliate on page 3) (3)				Shipped to (by) all other foreign persons (4)			
	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
107 Exports of U.S. affiliate to foreign persons — Shipped by U.S. affiliate to foreign persons (valued f.a.s. U.S. port)..... 2502				000				000				000				000
108 Imports of U.S. affiliate from foreign persons — Sum of items 109 through 112 Shipped to U.S. affiliate by foreign persons (valued f.a.s. foreign port) 2515				000				000				000				000
IMPORTS BY INTENDED USE:																
109 Capital equipment and other goods charged by U.S. affiliate to its fixed asset accounts ... 2529				000				000				000				000
110 Goods intended for further processing, assembly, or manufacture by this affiliate before resale to others 2530				000				000				000				000
111 Goods for resale without further processing, assembly, or manufacture by this affiliate 2528				000				000				000				000
112 Other — Specify major items 2531				000				000				000				000

Part II – Financial and Operating Data of U.S. Affiliate – Continued

EXPORTS OF GOODS BY U.S. AFFILIATE TO FOREIGN PERSONS BY COUNTRY OF ULTIMATE DESTINATION

Report exports of goods by the U.S. affiliate to each country of ultimate destination. The country of ultimate destination is the country where the goods are to be consumed, further processed, or manufactured, as known to the shipper at the time of exportation. If the shipper does not know the country of ultimate destination, credit the shipment to the last country to which the shipper knows that the goods will be shipped in the same form as exported.

EXPORTS — Shipped by U.S. affiliate to foreign persons (valued f.a.s. U.S. port)												
BEA USE ONLY	TOTAL <i>Equals item 107, column 1.</i> (1)				Shipped to affiliated foreign group(s). <i>Equals item 107, column 2.</i> (2)				Shipped to foreign affiliates owned by this U.S. affiliate and all other foreign persons. <i>Equals item 107, columns 3 plus 4.</i> (3)			
	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
	1	2				3				4		
				000				000				000

113 TOTAL must equal sum of items **114** through **135**. Also must equal amounts reported in item **107** 2600

TO COUNTRY OF ULTIMATE DESTINATION —
Enter amounts for all individual countries to which exports were \$500 thousand or more.

114 Australia 2601	1	2	3	4	601			000				000
115 Brazil 2602	1	2	3	4	202			000				000
116 Canada 2603	1	2	3	4	100			000				000
117 China 2604	1	2	3	4	650			000				000
118 France 2605	1	2	3	4	307			000				000
119 Germany 2606	1	2	3	4	308			000				000
120 Hong Kong 2607	1	2	3	4	611			000				000
121 Italy 2608	1	2	3	4	314			000				000
122 Japan 2609	1	2	3	4	614			000				000
123 Korea, Republic of 2610	1	2	3	4	626			000				000
124 Mexico 2611	1	2	3	4	213			000				000
125 Netherlands 2612	1	2	3	4	319			000				000
126 Singapore 2613	1	2	3	4	625			000				000
127 Switzerland 2614	1	2	3	4	325			000				000
128 United Kingdom 2615	1	2	3	4	327			000				000

Other individual countries to which exports were \$500 thousand or more — Specify (Use supplemental sheets if necessary, to account for all such countries.)

129 2616	1	2	3	4				000				000
130 2617	1	2	3	4				000				000
131 2618	1	2	3	4				000				000
132 2619	1	2	3	4				000				000
133 2620	1	2	3	4				000				000
134 2621	1	2	3	4				000				000
135 Exports to all other countries not listed or written in above for which exports to each were LESS than \$500 thousand 2698	1	2	3	4	709			000				000

Part II – Financial and Operating Data of U.S. Affiliate – Continued

IMPORTS OF GOODS BY U.S. AFFILIATE FROM FOREIGN PERSONS BY COUNTRY OF ORIGIN

Report imports of goods by the U.S. affiliate from each country of origin. The country of origin is the country where the goods were grown, mined, or manufactured. If the country of origin cannot be determined, credit the transactions to the country from which the goods were shipped.

IMPORTS — Shipped to U.S. affiliate by foreign persons (valued f.a.s. foreign port)												
BEA USE ONLY	TOTAL <i>Equals item 108, column 1.</i> (1)				Shipped by affiliated foreign group(s). <i>Equals item 108 column 2.</i> (2)				Shipped by foreign affiliates owned by this U.S. affiliate and all other foreign persons. <i>Equals item 108 columns 3 plus 4.</i> (3)			
	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
1	2			000	3			000	4			000

136 TOTAL must equal sum of items **137** through **158**. Also must equal amounts reported in item **108**..... 2800

FROM COUNTRY OF ORIGIN —
Enter amounts for all individual countries from which imports were \$500 thousand or more.

137 Australia	2801	601		000		000		000
138 Brazil	2802	202		000		000		000
139 Canada	2803	100		000		000		000
140 China	2804	650		000		000		000
141 France	2805	307		000		000		000
142 Germany	2806	308		000		000		000
143 Hong Kong	2807	611		000		000		000
144 Italy	2808	314		000		000		000
145 Japan	2809	614		000		000		000
146 Korea, Republic of	2810	626		000		000		000
147 Mexico	2811	213		000		000		000
148 Netherlands	2812	319		000		000		000
149 Singapore	2813	625		000		000		000
150 Switzerland	2814	325		000		000		000
151 United Kingdom	2815	327		000		000		000

Other individual countries for which imports were \$500 thousand or more — Specify (Use supplemental sheets if necessary, to account for all such countries.)

152	2816			000		000		000
153	2817			000		000		000
154	2818			000		000		000
155	2819			000		000		000
156	2820			000		000		000
157	2821			000		000		000
158 Imports from all other countries not listed or written in above for which imports from each were LESS than \$500 thousand	2898	709		000		000		000

Part II – Financial and Operating Data of U.S. Affiliate – Continued

Section K — EMPLOYMENT BY LOCATION

Include in this schedule only employees of those U.S. business enterprises that are fully consolidated into the reporting U.S. affiliate. Do not consolidate or include employees of foreign business enterprises or operations, whether incorporated or unincorporated.

Location of employees is the U.S. state, territory, or possession in which the person is permanently employed.

The total number of employees reported in item **159** MUST equal the total number of employees reported in item **41** column 3.

Item 213—U.S. offshore oil and gas sites: Report employment on offshore oil and gas sites located within U.S. claimed territorial waters but NOT located within the territorial waters of a specific state. Employment on offshore oil and gas sites located within the territorial waters of a specific state should be reported in that state. For offshore oil and gas sites located outside U.S. claimed territorial waters, see item **215c**.

Item 215—Foreign: Except as noted below, do not include employees located outside of the United States in item **215** or elsewhere in Section K.

- a. Employees normally located in the United States who are on a temporary duty assignment outside of the country for one year or less should be reported in the U.S. state, territory, or possession where they are normally located.
- b. Employees normally located in the United States who are on a duty assignment outside of the country for more than one year and carried on the payroll of the domestic U.S. affiliate should be reported in item **215**. Exclude these employees from the BE-12 report if they are carried on a foreign payroll.
- c. Use item **215** line to report employment at oil and gas sites that (1) are owned by the U.S. affiliate; (2) are located outside of U.S. claimed territorial waters; (3) are not incorporated in a foreign country; (4) are not organized as a branch; and (5) do not otherwise have a physical presence in a foreign country as evidenced by plant and equipment or employees located in a foreign country.

		Number of employees at the end of FY 2012			Number of employees at the end of FY 2012
159 TOTAL	2700	3		191 New York	2732
160 Alabama	2701	3		192 North Carolina	2733
161 Alaska	2702	3		193 North Dakota	2734
162 Arizona	2703	3		194 Ohio	2735
163 Arkansas	2704	3		195 Oklahoma	2736
164 California	2705	3		196 Oregon	2737
165 Colorado	2706	3		197 Pennsylvania	2738
166 Connecticut	2707	3		198 Rhode Island	2739
167 Delaware	2708	3		199 South Carolina	2740
168 Florida	2709	3		200 South Dakota	2741
169 Georgia	2710	3		201 Tennessee	2742
170 Hawaii	2711	3		202 Texas	2743
171 Idaho	2712	3		203 Utah	2744
172 Illinois	2713	3		204 Vermont	2745
173 Indiana	2714	3		205 Virginia	2746
174 Iowa	2715	3		206 Washington	2747
175 Kansas	2716	3		207 West Virginia	2748
176 Kentucky	2717	3		208 Wisconsin	2749
177 Louisiana	2718	3		209 Wyoming	2750
178 Maine	2719	3		210 District of Columbia	2751
179 Maryland	2720	3		211 Puerto Rico	2752
180 Massachusetts	2721	3		212 Virgin Islands	2753
181 Michigan	2722	3			
182 Minnesota	2723	3		213 U.S. offshore oil and gas sites – See instruction 213 above	2756
183 Mississippi	2724	3			
184 Missouri	2725	3		214 Other U.S. areas – includes Guam, American Samoa, and all other territories and possessions not separately listed	2754
185 Montana	2726	3			
186 Nebraska	2727	3			
187 Nevada	2728	3			
188 New Hampshire	2729	3			
189 New Jersey	2730	3			
190 New Mexico	2731	3		215 Foreign – See instruction 215 above	2758

Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group

Name of U.S. business enterprise shown on page 1 of this BE-12A

Instructions for Part III – Prepare a separate Part III to report each ownership interest held by a foreign parent, at anytime during the fiscal year that ended in calendar year 2012, in the U.S. affiliate named on page 1 of this BE-12. Such ownership interests are reported on page 4 (and, if applicable, continued on a separate sheet). If a foreign parent held **both direct and indirect** ownership interests in this U.S. affiliate, prepare one Part III to report the direct interest and a separate Part III to report the indirect interest. A Part III must also be prepared for foreign parent ownership interests disposed of during the year.

Use this Part III to report the foreign parent with the largest voting interest **at year-end**. Use photocopies of this Part III to report all additional direct and indirect voting interests, if any, held by foreign parents in this U.S. affiliate.

If more than one Part III is filed, do not duplicate positions in, or transactions with, the U.S. affiliate.

Section A – IDENTIFICATION OF FOREIGN PARENT AND ULTIMATE BENEFICIAL OWNER (UBO)

BEA USE ONLY

Control number

_____ - _____

216 Number of Parts III filed by the U.S. affiliate – If there is only one, enter “1.” 3010 1

217 What is the name of the foreign parent being reported in this Part III?
3011 0

218 For the foreign parent named in item **217**, this Part III is being used to report – Mark (X) one

3012 A **direct** ownership interest in the U.S. affiliate (as reported in item **12**). See example 1 on page 19 for an illustration of a direct ownership interest.

3013 An **indirect** ownership interest in the U.S. affiliate (as reported in item **13**). See example 2 on page 19 for an illustration of an indirect ownership interest.

219 If item **218** is marked direct–
 Give percent of –

Close FY 2012 Close FY 2011
 (1) (2)

a. Voting interest owned 3014

	1	2	
	_____ %	_____ %	

b. Equity interest owned 3015

	1	2	
	_____ %	_____ %	

“Voting interest” and “equity interest” are defined in instruction 12–16 starting on page 36. If the U.S. affiliate is a partnership or Limited Liability Company also see instructions 6.b. and 6.c. on page 36.

NOTE – Ownership percentages reported in item **219** must match those reported in item **12** for the foreign parent listed in item **217**.

220 Country in which foreign parent named in item **217** –

a. is incorporated or organized, if a business enterprise, or is a resident, if an individual. See instruction V.G. on page 40

BEA USE ONLY

1

3016

b. is located, if a business enterprise and the country is different from that in item **220a**

1

3017

221 Enter the industry code of the foreign parent named in item **217**, from the list of codes on page 19 that best describes the PRIMARY activity of the SINGLE entity named as the foreign parent. DO NOT base the code on the worldwide sales of all consolidated subsidiaries of the foreign parent..... 3018

1

Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

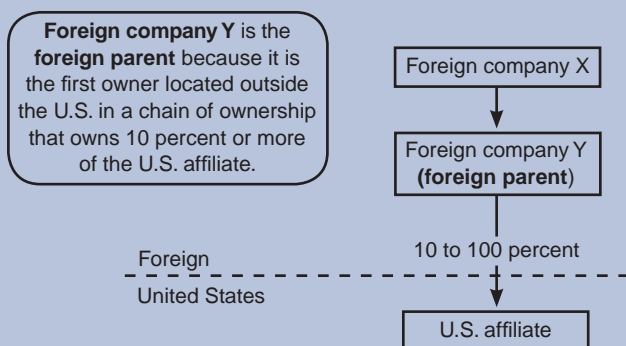
FOREIGN PARENT AND UBO INDUSTRY CODES

Note: "ISI codes" are International Surveys Industry codes, as given in the *Guide to Industry Classifications for International Surveys, 2012*.

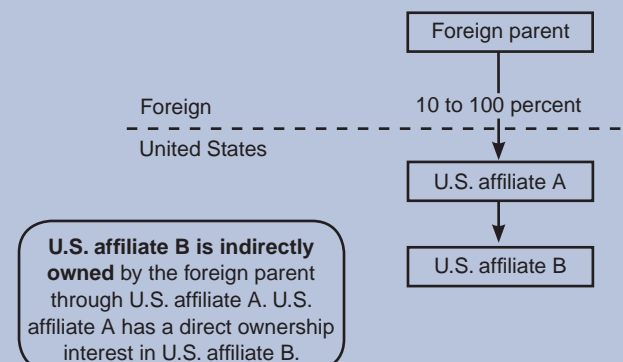
- | | |
|--|--|
| <ul style="list-style-type: none"> 01 Government and government-owned or -sponsored enterprise, or quasi-government organization or agency 02 Pension fund — Government run 03 Pension fund — Privately run 04 Estate, trust, or nonprofit organization 05 Individual Private business enterprise, investment organization, or group engaged in: 06 Insurance (ISI codes 5242, 5243, 5249) 07 Agriculture, forestry, fishing and hunting (ISI codes 1110–1140) 08 Mining (ISI codes 2111–2127) 09 Construction (ISI codes 2360–2380) 10 Transportation and warehousing (ISI codes 4810–4939) 11 Utilities (ISI codes 2211–2213) 12 Wholesale and retail trade (ISI codes 4231–4540) 13 Banking, including bank holding companies (ISI codes 5221 and 5229) 14 Holding companies, excluding bank holding companies (ISI codes 5512 and 5513) 15 Other finance (ISI codes 5223, 5224, 5231, 5238, that part of ISI code 5252 that is not estates and trusts, and ISI code 5331) 16 Real estate (ISI code 5310) | <ul style="list-style-type: none"> 17 Information (ISI codes 5111–5191) 18 Professional, scientific, and technical services (ISI codes 5411–5419) 19 Other services (ISI codes 1150, 2132, 2133, 5321, 5329, and 5611–8130) Manufacturing, including fabricating, assembling, and processing of goods: 20 Food (ISI codes 3111–3119) 21 Beverages and tobacco products (ISI codes 3121 and 3122) 22 Pharmaceuticals and medicine (ISI code 3254) 23 Other chemicals (ISI codes 3251–3259, except 3254) 24 Nonmetallic mineral products (ISI codes 3271–3279) 25 Primary and fabricated metal products (ISI codes 3311–3329) 26 Computer and electronic products (ISI codes 3341–3346) 27 Machinery (ISI codes 3331–3339) 28 Electrical equipment, appliances and components (ISI codes 3351–3359) 29 Motor vehicles and parts (ISI codes 3361–3363) 30 Other transportation equipment (ISI codes 3364–3369) 31 Other manufacturing (ISI codes 3130–3231, 3261, 3262, 3370–3399) 32 Petroleum manufacturing, including integrated petroleum and petroleum refining without extraction (ISI codes 3242–3244) |
|--|--|

EXAMPLES OF DIRECT AND INDIRECT FOREIGN OWNERSHIP

Example 1. Ownership held directly by a foreign parent



Example 2. Ownership held directly by all U.S. affiliates of the foreign parent(s)



Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

Section A – IDENTIFICATION OF FOREIGN PARENT AND ULTIMATE BENEFICIAL OWNER (UBO) – Continued

Furnish the name, country, and industry code of the UBO. The UBO is that person or entity, proceeding up the ownership chain beginning with and including the foreign parent, that is not more than 50 percent owned or controlled by another person or entity. See instruction II.O. on page 34 for the complete definition of UBO.

NOTE: See the diagrams at the bottom of this page for examples of the UBO.

222 Is the foreign parent named in item **217** also the UBO? If the foreign parent is owned or controlled MORE THAN 50 percent by another person or entity, then the foreign parent is NOT the UBO.

- ³⁰¹⁹ 1 Yes – (example 1 below) – Skip to **225**
 2 No – (examples 2A and 2B below) – Continue with item **223**

223 Enter the name of the UBO of the foreign parent. If the UBO is an individual, or an associated group of individuals, enter "individual." See instruction II.D. on page 33 for the definition of associated group. Identifying the UBO as "bearer shares" is not an acceptable response.

³⁰²¹ 0

224 Enter country in which the UBO is incorporated or organized, if a business enterprise, or is resident, if an individual or government. For individuals, see instruction V.G. on page 40.

BEA USE ONLY

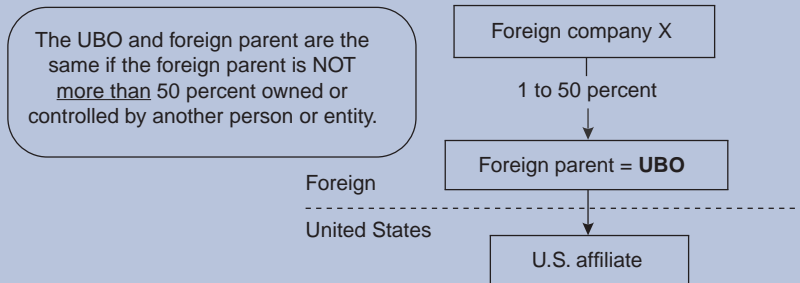
³⁰²² 1

225 Enter the industry code of the UBO from the list of codes on page 19. Select the industry code that best reflects the consolidated worldwide sales of the UBO, including all of its majority-owned subsidiaries.

³⁰²³ 1 DO NOT USE CODE 14 UNLESS YOU RECEIVE PERMISSION FROM BEA. Code "14" (holding company) is normally NOT a valid UBO industry code.

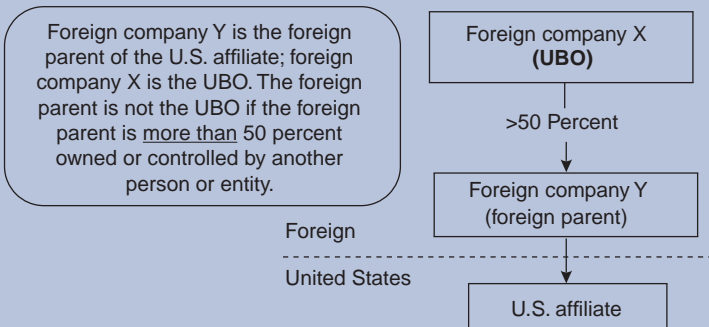
EXAMPLES OF THE ULTIMATE BENEFICIAL OWNER (UBO)

Example 1 – The UBO and foreign parent are the same

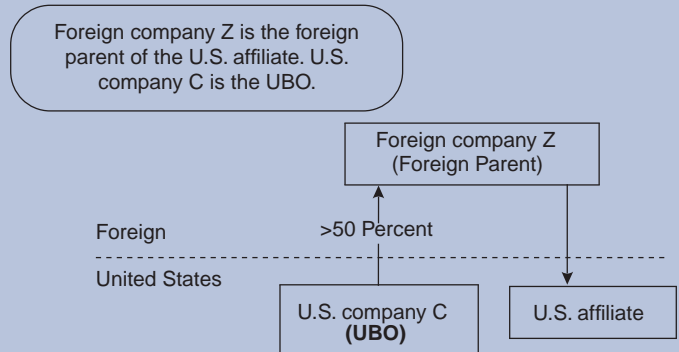


Examples 2A and 2B – The foreign parent is NOT the UBO

A. The UBO is a foreign person or entity



B. The UBO is a U.S. person or entity



Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

NOTE: Amounts reported in Sections B, C, D, and E must be for the fully consolidated U.S. affiliate. The consolidation rules begin on page 34.

226 Copy your answer from item **218** to the appropriate box below and follow the applicable instructions.

- a. ¹ A **direct** interest – Continue with item **227**. Do not duplicate data reported on other Parts III.
- b. ¹ An **indirect** interest – Skip to item **233**. Do not duplicate data reported on other Parts III.

INSTRUCTIONS FOR SECTION B

227e Report dividends as of the date they were declared or paid, GROSS of any U.S. tax withheld. Any subsequent settlement of dividends declared but not paid SHOULD NOT be reported a second time, but should be reflected only as a reduction in item **238**.

Exclude stock and liquidating dividends. Report liquidating dividends in item **228b**.

227f Report gross amounts of earnings distributed by unincorporated U.S. affiliates, whether out of current or past earnings.

Section B – FOREIGN PARENT’S DIRECT EQUITY SHARE IN THE U.S. AFFILIATE, AS CONSOLIDATED

FY 2012

227 What is the foreign parent’s share of:

			\$ Bil.	Mil.	Thous.	Dols.
a. The U.S. affiliate’s net income (loss), after provision for income taxes? <i>Enter the foreign parent’s share of item 51</i>	3085	1				000
b. Certain gains (losses) included in net income in item 227a ? <i>Enter the foreign parent’s share of item 44</i>	3086	1				000
c. U.S. Federal, State, and local income taxes on certain gains (losses) reported in 227b ? <i>Enter the portion of item 48 that is the income tax effect on the amount reported in item 227b</i>	3087	1				000
d. Certain gains (losses) not included in net income in item 227a but taken to other comprehensive income? <i>Enter the foreign parent’s share of the CHANGE in item 76b of the balance sheet</i>	3088	1				000
e. Dividends on common and preferred stock (gross of U.S. withholding taxes) excluding stock dividends?	3074	1				000
f. Earnings distributed by unincorporated U.S. affiliates?	3075	1				000
g. U.S. tax withheld on dividends (item 227e) or on distributed earnings of unincorporated U.S. affiliate (item 227f)?	3076	1				000

BEA USE ONLY

3077

INSTRUCTIONS FOR SECTION C

CHANGE IN FOREIGN PARENT'S DIRECT EQUITY IN THE U.S. AFFILIATE DURING FY 2012

Entries in Section C are necessary to identify the amount and cause of any changes in equity holdings by the foreign parent in the U.S. affiliate during the year.

Report the transaction (i.e., market) value of consideration given or received for increases or decreases in the foreign parent's equity holdings in the U.S. affiliate.

228a Include:

- purchases of capital stock by the foreign parent from the U.S. affiliate;
- contributions of equity by the foreign parent that did not result from the issuance of stock to the foreign parent by the U.S. affiliate;
- capitalization of intercompany debt (report the amount of debt converted to equity as the transaction value of the equity increase in item **228a**), and adjust the debt balance as appropriate in Section E item **238**;
- unincorporated U.S. affiliates must report the foreign parent's share of any increase in the U.S. affiliate's equity (or home office account) arising from its transactions with the foreign parent, excluding amounts reported in Section B and Section E.

Exclude changes caused by:

- carrying net income to the equity account;
- the effect of treasury stock transactions with persons other than the foreign parent;
- reorganizations in capital structure that do not affect total equity.

228b Include:

- sales of capital stock by the foreign parent to the U.S. affiliate;
- returns of contributed equity capital to the foreign parent not resulting in a reduction of issued stock;
- distributions to the foreign parent following total liquidation of the U.S. affiliate;
- unincorporated U.S. affiliates must report the foreign parent's share of any decrease in the U.S. affiliate's equity (or home office account) arising from its transactions with the foreign parent, excluding amounts reported in Section B and Section E.

Exclude changes caused by:

- carrying net losses to the equity account;
- payment of stock or cash dividends (other than liquidating dividends);
- the distribution of earnings during the period;
- the effect of treasury stock transactions with entities other than the foreign parent;
- reorganizations in capital structure that do not affect total equity.

Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

Section C – CHANGE IN FOREIGN PARENT’S DIRECT EQUITY IN THE U.S. AFFILIATE DURING FY 2012

For Transactions between the Foreign Parent and U.S. Affiliate

228 What is the transaction value of the foreign parent's:		\$ Bil.	Mil.	Thous.	Dols.
a. Increase of equity in the U.S. affiliate?	3065	1			000
b. Decrease of equity in the U.S. affiliate?	3066	1			000

For Transactions between the Foreign Parent and an Entity other than the U.S. Affiliate

229 What is the transaction value of the ACQUISITION of an equity interest in the U.S. affiliate by the foreign parent:					
a. From a U.S. entity other than the U.S. affiliate?	3067	1			000
b. From all foreign entities?	3068	1			000

230 What is the transaction value of the SALE of an equity interest in the U.S. affiliate by the foreign parent:					
a. To U.S. entities other than the U.S. affiliate?	3069	1			000
b. To all foreign entities?	3070	1			000

231 What is the total transaction value of the change in the foreign parent's equity interest in the U.S. affiliate? This item should equal the sum of items 228a , 229a , and 229b MINUS the sum of items 228b , 230a , and 230b	3071	1			000
--	------	---	--	--	-----

232 For items 229 and 230 , what are the amounts by which the transactions values reported in those items:		For acquisition (229a & 229b)				For sale or termination of operations (230a & 230b)			
		\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.
a. Exceed the value carried on the books of the U.S. affiliate?	3090	1			000	2			000
b. Are less than the value carried on the books of the U.S. affiliate?	3091	1			000	2			000

BEA USE ONLY

3089	1	2
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Section D – REVERSE OWNERSHIP

233 Did the U.S. affiliate have a voting and/or equity interest in the foreign parent?

3092 1 **Yes** – Enter percent of ownership, to the tenth of one percent, and the dollar value of the equity owned at the end of FY 2012

1 2 **No** – Continue with item **234**

CLOSE FY 2012					
Voting Interest (1)	Equity Interest (2)	Value of equity owned (3)			
Percent	Percent	\$ Bil.	Mil.	Thous.	Dols.
1	2	3			000
.....%%				

Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

Section E – BALANCES AND INTEREST BETWEEN U.S. AFFILIATE, AS CONSOLIDATED, AND AFFILIATED FOREIGN GROUP

Items 234 through 237

These items are intended to assist banks and other types of finance companies to determine how to fill out Section E.

U.S. affiliates that also file Treasury International Capital (TIC) B Forms may not be required to complete items 238 through 241.

234 Is the foreign parent listed in item 217 in the finance industry (includes banking; does not include insurance)?

³⁰⁵² 1 Yes – Continue with item 235

2 No – SKIP to item 238

235 Is the U.S. affiliate a “bank” or primarily acting as a securities broker or dealer?

NOTE: A “bank” is a business engaged in deposit banking or closely related functions, including commercial banks, Edge Act corporations, U.S. branches and agencies of foreign banks, savings and loans, savings banks, bank holding companies and financial holding companies under the Gramm–Leach–Bliley Act.

³⁰⁵³ 1 Yes – Continue with item 236

2 No – SKIP to item 237

236 Do any of the U.S. business enterprises consolidated in this report have insurance, real estate, or leasing activities?

³⁰⁵⁴ 1 Yes – Complete items 238 through 241 but ONLY report the amounts that relate to insurance, real estate, and leasing activities. EXCLUDE amounts that represent balances and interest between banking and finance units in the United States and a foreign parent in the finance industry.

2 No – SKIP to the Supplement A on page 27.

237 Do any of the U.S. business enterprises consolidated in this report have banking activities or securities broker or dealer activities?

³⁰⁵⁵ 1 Yes – Complete items 238 through 241 but EXCLUDE amounts that represent balances and interest between banking and finance units in the United States and a foreign parent in the finance industry.

2 No – Continue with item 238

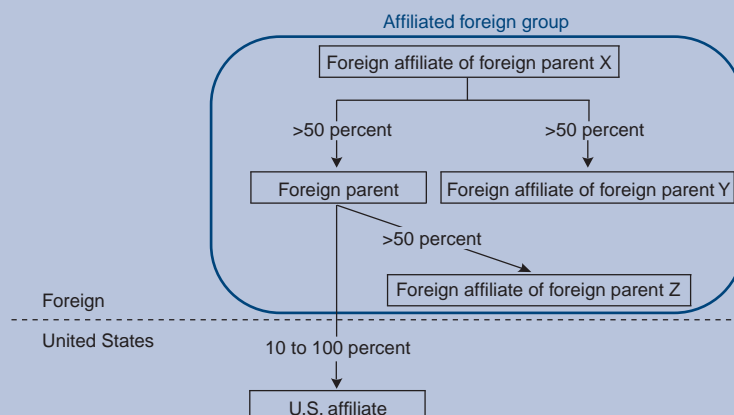
INSTRUCTIONS FOR ITEMS 238 THROUGH 241

Report all current and long-term intercompany accounts and interest between the U.S. affiliate and the affiliated foreign group in Section E.

Derivatives contracts – Exclude the value of outstanding financial derivatives contracts and any payments or receipts resulting from the settlement of those contracts. For example, the settlements of interest rate derivatives should NOT be reported as interest or as another type of transaction on this form. Derivatives contracts are covered by the Treasury International Capital (TIC) Form D, Report of Holdings of, and Transactions in, Financial Derivatives Contracts with Foreign Residents.

Capital leases – If leases between the U.S. affiliate and the affiliated foreign group are capitalized, then the outstanding capitalized value should be reported in columns 2 and 3, on pages 25 and 26, as an intercompany payable or receivable balance. Lease payments should be disaggregated into the amounts that are (i) a reduction in an intercompany payable or receivable balance and (ii) interest, to be reported in column 4 on pages 25 and 26.

EXAMPLE OF AFFILIATED FOREIGN GROUP



Affiliated foreign group means (i) the foreign parent, (ii) any foreign person, proceeding up the foreign parent's ownership chain, which owns more than 50 percent of the person below it, up to and including that person which is not owned more than 50 percent by another foreign person, and (iii) any foreign person, proceeding down the ownership chain(s) of each of these members, which is owned more than 50 percent by the person above it. (“Person” is used in the broad legal sense and includes companies.)

Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

Section E – BALANCES AND INTEREST BETWEEN U.S. AFFILIATE, AS CONSOLIDATED, AND AFFILIATED FOREIGN GROUP – Continued

Note: Data reported in Section E must be for the fully consolidated U.S. affiliate. The consolidation rules begin on page 34.

- Do NOT net payables against receivables in columns 1 and 2 (receivable balances are reported on page 26).
- Report interest paid, or credits directly to the foreign parent (FP) or foreign affiliate(s) of the foreign parent (FAPs) during FY 2012 in column 3. Report amounts gross of withholding taxes. Do not net payments against receipts (interest receipts are reported on page 26).

238 What were the short and long-term payable balances owed directly to, and interest payments made directly to the foreign parent named in item **217**?

BEA USE ONLY	PAYABLE BALANCES								INTEREST PAID			
	Close FY 2012 (1)				Close FY 2011 (2)				(3)			
	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.

Country of FP	3056	1	2	FP Balances				3	Interest paid to FP				4
				000				000					000

3106 1
BEA USE ONLY

239 Did the consolidated U.S. affiliate have accounts payable, or make interest payments to, foreign affiliates of the foreign parent (FAPs)? See definition of FAFP and example on page 24.

⁴¹⁰⁰ 1 **Yes** – Report short and long-term payable balances and interest paid below.

¹ 2 **No** – Skip to item **240**.

Country of FAFP	4101	1	2	FAFP payable balances				3	Interest paid to FAFP				4
A. Canada				100				000					000
B. United Kingdom				327				000					000
C. Netherlands				319				000					000
D. Japan				614				000					000
Other countries – Specify													
E.								000					000
F.								000					000
G.								000					000
H.								000					000
I.								000					000
J.								000					000
K.								000					000
L.								000					000
M.								000					000
N.								000					000
O.								000					000
P. Unallocated – Sum of values for countries that individually amount to less than \$2 million				709				000					000
Q. TOTALS – Sum of items A through P								000					000

Part III – Investment and Transactions Between U.S. Affiliate and Affiliated Foreign Group – Continued

Section E – BALANCES AND INTEREST BETWEEN U.S. AFFILIATE, AS CONSOLIDATED, AND AFFILIATED FOREIGN GROUP – Continued

Note: Data reported in Section E must be for the fully consolidated U.S. affiliate. The consolidation rules begin on page 34.

- Do NOT net payables against receivables in columns 1 and 2 (payable balances are reported on page 25)
- Report interest receipts, or credits directly from the foreign parent (FP) or foreign affiliate(s) of the foreign parent (FAFPs) during FY 2012 in column 3. **Report** amounts gross of withholding taxes. Do not net receipts against payments (interest payments are reported on page 25).

240 What were the short and long-term balances due directly from, and interest received directly from the foreign parent named in item **217**?

BEA USE ONLY	RECEIVABLE BALANCES								INTEREST RECEIVED			
	Close FY 2012 (1)				Close FY 2011 (2)				(3)			
	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.	\$ Bil.	Mil.	Thous.	Dols.

Country of FP	3057	1	2	FP Balances				3	Interest received from FP				4
				000			000					000	

3106
BEA USE ONLY

241 Did the consolidated U.S. affiliate have accounts receivable, or receive interest from, foreign affiliates of the foreign parent (FAFPs)? See definition of FAFP and example on page 24.

⁴¹⁰⁰ ² **Yes** – Report short and long-term receivable balances and interest received below.

² **No** – Skip to the Supplement A on page 27.

Country of FAFP	4150	1	2	FAFP receivable balances				3	Interest received from FAFP				4
A. Canada		100		000			000					000	
B. United Kingdom		327		000			000					000	
C. Netherlands		319		000			000					000	
D. Japan		614		000			000					000	
Other countries – Specify				000			000					000	
E.				000			000					000	
F.				000			000					000	
G.				000			000					000	
H.				000			000					000	
I.				000			000					000	
J.				000			000					000	
K.				000			000					000	
L.				000			000					000	
M.				000			000					000	
N.				000			000					000	
O.				000			000					000	
P. Unallocated – Sum of values for countries that individually amount to less than \$2 million		709		000			000					000	
Q. TOTALS – Sum of items A through P				000			000					000	

FORM BE-12 Supplement A (2012)
(REV. 3/2012)

U.S. DEPARTMENT OF COMMERCE
BUREAU OF ECONOMIC ANALYSIS

BEA USE ONLY

Page number

LIST OF ALL U.S. BUSINESS ENTERPRISES FULLY CONSOLIDATED INTO THE REPORTING U.S. AFFILIATE

NOTE – If you filed a Supplement A or a computer printout of Supplement A with your 2011 BE-15 report, in lieu of completing a new Supplement A, you may substitute a copy of that Supplement A or computer printout that has been updated to show any additions, deletions, or other changes.

Name of U.S. affiliate as shown on page 1

Supplement A must be completed by a reporting affiliate that consolidates financial and operating data of any other U.S. business enterprises. The number of U.S. business enterprises listed below plus the reporting U.S. business enterprises must agree with item 8 on page 3. Continue listing onto as many additional copied pages as necessary.

Primary Employer Identification Number as shown in item 3 on page 2. 5110 1 -

	Name of each U.S. business enterprise consolidated (as represented in item 8 on page 3) (1)		Employer Identification Number used to file income and payroll taxes (2)		Name of U.S. business enterprise which holds the direct ownership interest in the U.S. affiliate listed in column 1 (3)		Percent of direct voting ownership that the entity named in column 3 holds in the entity named in column 1. – Enter percent to nearest tenth. (4)	
5111	1	2	3	–	4		5	. %
5112	1	2	3	–	4		5	. %
5113	1	2	3	–	4		5	. %
5114	1	2	3	–	4		5	. %
5115	1	2	3	–	4		5	. %
5116	1	2	3	–	4		5	. %
5117	1	2	3	–	4		5	. %
5118	1	2	3	–	4		5	. %
5119	1	2	3	–	4		5	. %
5120	1	2	3	–	4		5	. %
5121	1	2	3	–	4		5	. %
5122	1	2	3	–	4		5	. %
5123	1	2	3	–	4		5	. %
5124	1	2	3	–	4		5	. %
5125	1	2	3	–	4		5	. %
5126	1	2	3	–	4		5	. %
5127	1	2	3	–	4		5	. %
5128	1	2	3	–	4		5	. %
5129	1	2	3	–	4		5	. %
5130	1	2	3	–	4		5	. %
5131	1	2	3	–	4		5	. %
5132	1	2	3	–	4		5	. %
5133	1	2	3	–	4		5	. %

BE-12 Supplement A (2012) – LIST OF ALL U.S. BUSINESS ENTERPRISES FULLY CONSOLIDATED INTO THE REPORTING U.S. AFFILIATE – Continued				Page number
	Name of each U.S. business enterprise consolidated (as represented in item 8 on page 3) (1)	Employer Identification Number used to file income and payroll taxes (2)	Name of U.S. business enterprise which holds the direct ownership interest in the U.S. business enterprise listed in column 1 (3)	Percent of direct voting ownership that the U.S. entity named in column 3 holds in the U.S. entity named in column 1. – Enter percent to nearest tenth. (4)
1	2	3	4	5
5134		–		. %
1	2	3	4	5
5135		–		. %
1	2	3	4	5
5136		–		. %
1	2	3	4	5
5137		–		. %
1	2	3	4	5
5138		–		. %
1	2	3	4	5
5139		–		. %
1	2	3	4	5
5140		–		. %
1	2	3	4	5
5141		–		. %
1	2	3	4	5
5142		–		. %
1	2	3	4	5
5143		–		. %
1	2	3	4	5
5144		–		. %
1	2	3	4	5
5145		–		. %
1	2	3	4	5
5146		–		. %
1	2	3	4	5
5147		–		. %
1	2	3	4	5
5148		–		. %
1	2	3	4	5
5149		–		. %
1	2	3	4	5
5150		–		. %
1	2	3	4	5
5151		–		. %
1	2	3	4	5
5152		–		. %
1	2	3	4	5
5153		–		. %
1	2	3	4	5
5154		–		. %
1	2	3	4	5
5155		–		. %
1	2	3	4	5
5156		–		. %
1	2	3	4	5
5157		–		. %
1	2	3	4	5
5158		–		. %
1	2	3	4	5
5159		–		. %

FORM **BE-12 Supplement B (2012)**
(REV. 3/2012)

U.S. DEPARTMENT OF COMMERCE
BUREAU OF ECONOMIC ANALYSIS

BEA USE ONLY

Page number

LIST OF ALL U.S. AFFILIATES IN WHICH THE REPORTING AFFILIATE (AS CONSOLIDATED) HAS A DIRECT OWNERSHIP INTEREST BUT WHICH ARE NOT FULLY CONSOLIDATED

NOTE – If you filed a Supplement B or a computer printout of Supplement B with your 2011 BE-15 report, in lieu of completing a new Supplement B, you may substitute a copy of that Supplement B or computer printout that has been updated to show any additions, deletions, or other changes.

Supplement B must be completed by a reporting affiliate which files a BE-12 and has a direct ownership interest in a U.S. affiliate(s) which is (are) not fully consolidated. The number of U.S. affiliates listed below must agree with item 9 on page 4. Continue listing onto as many additional copied pages as necessary.

Name of U.S. affiliate as shown on page 1

BEA USE ONLY	Name of each U.S. affiliate in which a direct interest is held but that is not listed in Supplement A (1)	Address <i>Provide number, street, city, state, and ZIP Code</i> (2)	Has affiliate been notified of obligation to file? (3)	Employer Identification Number used to file income and payroll taxes (4)	Percent of direct voting ownership interest that the fully consolidated U.S. business enterprise named on page 1, holds in the entity named in column 1. – Enter percent to nearest tenth. (5)
1 6211	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6212	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6213	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6214	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6215	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6216	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6217	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6218	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6219	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6220	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %
1 6221	2	3	4 1 <input type="checkbox"/> Yes 2 <input type="checkbox"/> No	5 –	6 . %

Summary of Industry Classifications – For a full explanation of each code see www.bea.gov/naics2012

Agriculture, Forestry, Fishing, and Hunting

1110 Crop production
 1120 Animal production and aquaculture
 1130 Forestry and logging
 1140 Fishing, hunting, and trapping
 1150 Support activities for agriculture and forestry

Mining

2111 Oil and gas extraction
 2121 Coal
 2123 Nonmetallic minerals
 2124 Iron ores
 2125 Gold and silver ores
 2126 Copper, nickel, lead, and zinc ores
 2127 Other metal ores
 2132 Support activities for oil and gas operations
 2133 Support activities for mining, except for oil and gas operations

Utilities

2211 Electric power generation, transmission, and distribution
 2212 Natural gas distribution
 2213 Water, sewage, and other systems

Construction

2360 Construction of buildings
 2370 Heavy and civil engineering construction
 2380 Specialty trade contractors

Manufacturing

3111 Animal foods
 3112 Grain and oilseed milling
 3113 Sugar and confectionery products
 3114 Fruit and vegetable preserving and specialty foods
 3115 Dairy products
 3116 Meat products
 3117 Seafood product preparation and packaging
 3118 Bakeries and tortillas
 3119 Other food products
 3121 Beverages
 3122 Tobacco
 3130 Textile mills
 3140 Textile product mills
 3150 Apparel
 3160 Leather and allied products
 3210 Wood products
 3221 Pulp, paper, and paperboard mills
 3222 Converted paper products
 3231 Printing and related support activities
 3242 Integrated petroleum refining and extraction
 3243 Petroleum refining without extraction
 3244 Asphalt and other petroleum and coal products
 3251 Basic chemicals
 3252 Resins, synthetic rubbers, and artificial and synthetic fibers and filaments
 3253 Pesticides, fertilizers, and other agricultural chemicals
 3254 Pharmaceuticals and medicines
 3255 Paints, coatings, and adhesives
 3256 Soap, cleaning compounds, and toilet preparations
 3259 Other chemical products and preparations
 3261 Plastics products
 3262 Rubber products
 3271 Clay products and refractories
 3272 Glass and glass products
 3273 Cement and concrete products
 3274 Lime and gypsum products
 3279 Other nonmetallic mineral products
 3311 Iron and steel mills and ferroalloys
 3312 Steel products from purchased steel
 3313 Alumina and aluminum production and processing
 3314 Nonferrous metal (except aluminum) production and processing
 3315 Foundries
 3321 Forging and stamping
 3322 Cutlery and handtools
 3323 Architectural and structural metals
 3324 Boilers, tanks, and shipping containers
 3325 Hardware
 3326 Spring and wire products
 3327 Machine shops; turned products; and screws, nuts, and bolts
 3328 Coating, engraving, heat treating, and allied activities
 3329 Other fabricated metal products
 3331 Agriculture, construction, and mining machinery
 3332 Industrial machinery
 3333 Commercial and service industry machinery

3334 Ventilation, heating, air-conditioning, and commercial refrigeration equipment
 3335 Metalworking machinery
 3336 Engines, turbines, and power transmission equipment
 3339 Other general purpose machinery
 3341 Computer and peripheral equipment
 3342 Communications equipment
 3343 Audio and video equipment
 3344 Semiconductors and other electronic components
 3345 Navigational, measuring, electromedical, and control instruments
 3346 Manufacturing and reproducing magnetic and optical media
 3351 Electric lighting equipment
 3352 Household appliances
 3353 Electrical equipment
 3359 Other electrical equipment and components
 3361 Motor vehicles
 3362 Motor vehicle bodies and trailers
 3363 Motor vehicle parts
 3364 Aerospace products and parts
 3365 Railroad rolling stock
 3366 Ship and boat building
 3369 Other transportation equipment
 3370 Furniture and related products
 3391 Medical equipment and supplies
 3399 Other miscellaneous manufacturing

Wholesale Trade, Durable Goods

4231 Motor vehicles and motor vehicle parts and supplies
 4232 Furniture and home furnishing
 4233 Lumber and other construction materials
 4234 Professional and commercial equipment and supplies
 4235 Metal and mineral (except petroleum)
 4236 Household appliances, and electrical and electronic goods
 4237 Hardware, and plumbing and heating equipment and supplies
 4238 Machinery, equipment, and supplies
 4239 Miscellaneous durable goods

Wholesale Trade, Non-Durable Goods

4241 Paper and paper product
 4242 Drugs and druggists' sundries
 4243 Apparel, piece goods, and notions
 4244 Grocery and related product
 4245 Farm product raw material
 4246 Chemical and allied products
 4247 Petroleum and petroleum products
 4248 Beer, wine, and distilled alcoholic beverage
 4249 Miscellaneous nondurable goods

Wholesale Trade, Electronic Markets and Agents And Brokers

4251 Wholesale electronic markets and agents and brokers

Retail Trade

4410 Motor vehicle and parts dealers
 4420 Furniture and home furnishings
 4431 Electronics and appliance
 4440 Building material and garden equipment and supplies dealers
 4450 Food and beverage
 4461 Health and personal care
 4471 Gasoline stations
 4480 Clothing and clothing accessories
 4510 Sporting goods, hobby, book, and music
 4520 General merchandise
 4530 Miscellaneous store retailers
 4540 Non-store retailers

Transportation and Warehousing

4810 Air transportation
 4821 Rail transportation
 4833 Petroleum tanker operations
 4839 Other water transportation
 4840 Truck transportation
 4850 Transit and ground passenger transportation
 4863 Pipeline transportation of crude oil, refined petroleum products, and natural gas
 4868 Other pipeline transportation
 4870 Scenic and sightseeing transportation
 4880 Support activities for transportation
 4920 Couriers and messengers
 4932 Petroleum storage for hire
 4939 Other warehousing and storage

Information

5111 Newspaper, periodical, book, and directory publishers
 5112 Software publishers
 5121 Motion picture and video industries
 5122 Sound recording industries

5151 Radio and television broadcasting
 5152 Cable and other subscription programming
 5171 Wired telecommunications carriers
 5172 Wireless telecommunications carriers, except satellite
 5174 Satellite telecommunications
 5179 Other telecommunications
 5182 Data processing, hosting, and related services
 5191 Other information services

Finance and Insurance

5221 Depository credit intermediation (Banking)
 5223 Activities related to credit intermediation
 5224 Nondepository credit intermediation
 5229 Nondepository branches and agencies
 5231 Securities and commodity contracts intermediation and brokerage
 5238 Other financial investment activities and exchanges
 5242 Agencies, brokerages, and other insurance related activities
 5243 Insurance carriers, except life insurance carriers
 5249 Life insurance carriers
 5252 Funds, trusts, and other finance vehicles

Real Estate and Rental and Leasing

5310 Real estate
 5321 Automotive equipment rental and leasing
 5329 Other rental and leasing services
 5331 Lessors of nonfinancial intangible assets, except copyrighted works

Professional, Scientific, and Technical Services

5411 Legal services
 5412 Accounting, tax preparation, bookkeeping, and payroll services
 5413 Architectural, engineering, and related services
 5414 Specialized design services
 5415 Computer systems design and related services
 5416 Management, scientific, and technical consulting services
 5417 Scientific research and development services
 5418 Advertising, public relations, and related services
 5419 Other professional, scientific, and technical services

Management of Companies and Enterprises

5512 Holding companies, except bank holding companies
 5513 Corporate, subsidiary, and regional management offices

Administrative and Support, Waste Management, and Remediation Services

5611 Office administrative services
 5612 Facilities support services
 5613 Employment services
 5614 Business support services
 5615 Travel arrangement and reservation services
 5616 Investigation and security services
 5617 Services to buildings and dwellings
 5619 Other support services
 5620 Waste management and remediation services

Educational Services

6110 Educational services

Health Care and Social Assistance

6210 Ambulatory health care services
 6220 Hospitals
 6230 Nursing and residential care facilities
 6240 Social assistance services

Arts, Entertainment, and Recreation

7110 Performing arts, spectator sports, and related industries
 7121 Museums, historical sites, and similar institutions
 7130 Amusement, gambling, and recreation industries

Accommodation and Food Services

7210 Accommodation
 7220 Food services and drinking places

Other Services

8110 Repair and maintenance
 8120 Personal and laundry services
 8130 Religious, grantmaking, civic, professional, and similar organizations

Public Administration

9200 Public administration

2012 BENCHMARK SURVEY OF FOREIGN DIRECT INVESTMENT IN THE UNITED STATES BE-12A INSTRUCTIONS

NOTE: Instructions in section IV are cross referenced by number to the items located on pages 2 to 17.

Authority – This survey is being conducted pursuant to the International Investment and Trade in Services Survey Act (P.L. 94-472., 90 Stat. 2059, 22 U.S.C. 3101-3108, as amended, hereinafter “the Act”), and the filing of reports is MANDATORY pursuant to Section 5(b)(2) of the Act (22 U.S.C. 3104).

A response is required from persons (in the broad sense, including companies) subject to the reporting requirements of the BE-12 survey. Also, persons contacted by BEA concerning their being subject to reporting, either by sending them a report form or by written inquiry, must respond pursuant to section 801.3 of 15 CFR, Chapter VIII. This may be accomplished by completing and submitting Form BE-12A, BE-12B, BE-12C, or BE-12 Claim For Not Filing, whichever is applicable, by **May 31, 2013**.

Penalties – Whoever fails to report shall be subject to a civil penalty of not less than \$2,500, and not more than \$25,000, and to injunctive relief commanding such person to comply, or both. These civil penalties are subject to inflationary adjustments. Those adjustments are found in 15 CFR 6.4. Whoever willfully fails to report shall be fined not more than \$10,000 and, if an individual, may be imprisoned for not more than one year, or both. Any officer, director, employee, or agent of any corporation who knowingly participates in such violations, upon conviction, may be punished by a like fine, imprisonment or both (22 U.S.C. 3105).

Notwithstanding any other provision of the law, no person is required to respond to, nor shall any person be subject to a penalty for failure to comply with, a collection of information subject to the requirements of the Paperwork Reduction Act, unless that collection of information displays a currently valid OMB Control Number. The control number for this survey is at the top of page 1 of this form.

Respondent Burden – Public reporting burden for this BE-12A form is estimated to vary from 6.5 to 633 hours per response, with an average of 96 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to Director, Bureau of Economic Analysis (BE-1), U.S. Department of Commerce, Washington, DC 20230; and to the Office of Management and Budget, Paperwork Reduction Project 0608-0042, Washington, DC 20503.

Confidentiality – The Act provides that your report to this Bureau is CONFIDENTIAL and may be used only for analytical or statistical purposes. Without your prior written permission, the information filed in your report CANNOT be presented in a manner that allows it to be individually identified. Your report CANNOT be used for purposes of taxation, investigation, or regulation. Copies retained in your files are immune from legal process.

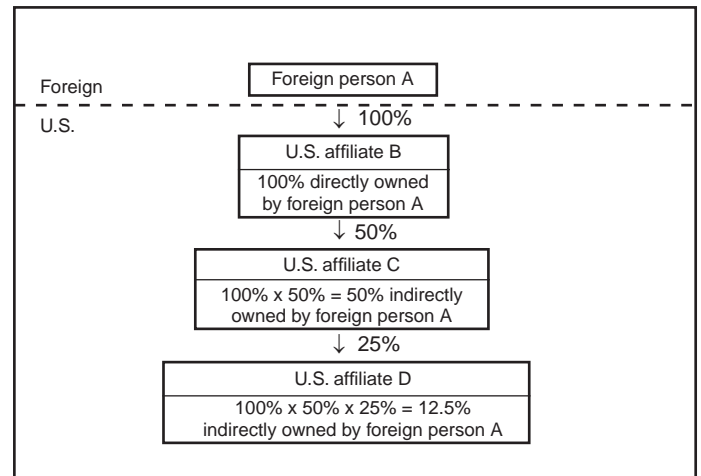
I. REPORTING REQUIREMENTS

A. Who must report – A BE-12 report is required for each U.S. affiliate, i.e., for each U.S. business enterprise in which a foreign person or entity owned or controlled, directly or indirectly, 10 percent or more of the voting securities if an incorporated U.S. business enterprise, or an equivalent interest if an unincorporated U.S. business enterprise, at the end of the business enterprise’s fiscal year that ended in calendar year 2012.

Foreign ownership interest – All direct and indirect lines of ownership held by a foreign person in a given U.S. business enterprise must be summed to determine if the enterprise is a U.S. affiliate of the foreign person for purposes of reporting.

Indirect ownership interest in a U.S. business enterprise is the product of the direct ownership percentage of the foreign parent in the first U.S. business enterprise in the ownership chain multiplied by that first enterprise’s direct ownership percentage in the second U.S. business enterprise, multiplied by each succeeding direct ownership percentage of each other intervening U.S. business enterprise in the ownership chain between the foreign parent and the given U.S. business enterprise.

Example: In the diagram below, foreign person A owns 100% of the voting stock of U.S. affiliate B; U.S. affiliate B owns 50% of the voting stock of U.S. affiliate C; and U.S. affiliate C owns 25% of the voting stock of U.S. affiliate D. Therefore, U.S. affiliate B is 100% directly owned by foreign person A; U.S. affiliate C is 50% indirectly owned by foreign person A; and U.S. affiliate D is 12.5% indirectly owned by foreign person A.



A report is required even if the foreign person’s voting interest in the U.S. business enterprise was established or acquired during the reporting period.

Beneficial, not record, ownership is the basis of the reporting criteria. Voting securities, voting stock, and voting interest all have the same general meaning and are used interchangeably throughout these instructions and the report forms.

Airline and ship operators – U.S. stations, ticket offices, and terminal and port facilities of foreign airlines and ship operators that provide services ONLY to the foreign airlines’ and ship operators’ own operation are not required to report. Reports are required when such enterprises produce significant revenues from services provided to unaffiliated persons.

Agencies and representative offices – U.S. representative offices, agents, and employees of a foreign person or entity that meet the criteria outlined below are not considered to be U.S. affiliates, and therefore, should not be reported on Forms BE-12A, BE-12B, or BE-12C. However, a foreign person’s or entity’s disbursements to maintain U.S. sales and representative offices must be reported on Form BE-125, Quarterly Survey of Transactions in Selected Services and Intangible Assets with Foreign Persons. Copies of Form BE-125 are available on the BEA Web site at: www.bea.gov/surveys/iussurv.htm

I. REPORTING REQUIREMENTS – Continued

A U.S. presence of a foreign person or entity (or their representative(s)) is considered a U.S. sales promotion or representative office if:

1. It is engaged only in sales promotion, representational activities, public relations activities, or the gathering of market information, on behalf of the foreign person or entity;
2. It does not produce revenue (other than funds from the foreign person or entity to cover its expenses).
3. It has minimal assets held either in its own name or in the name of the foreign person or entity.

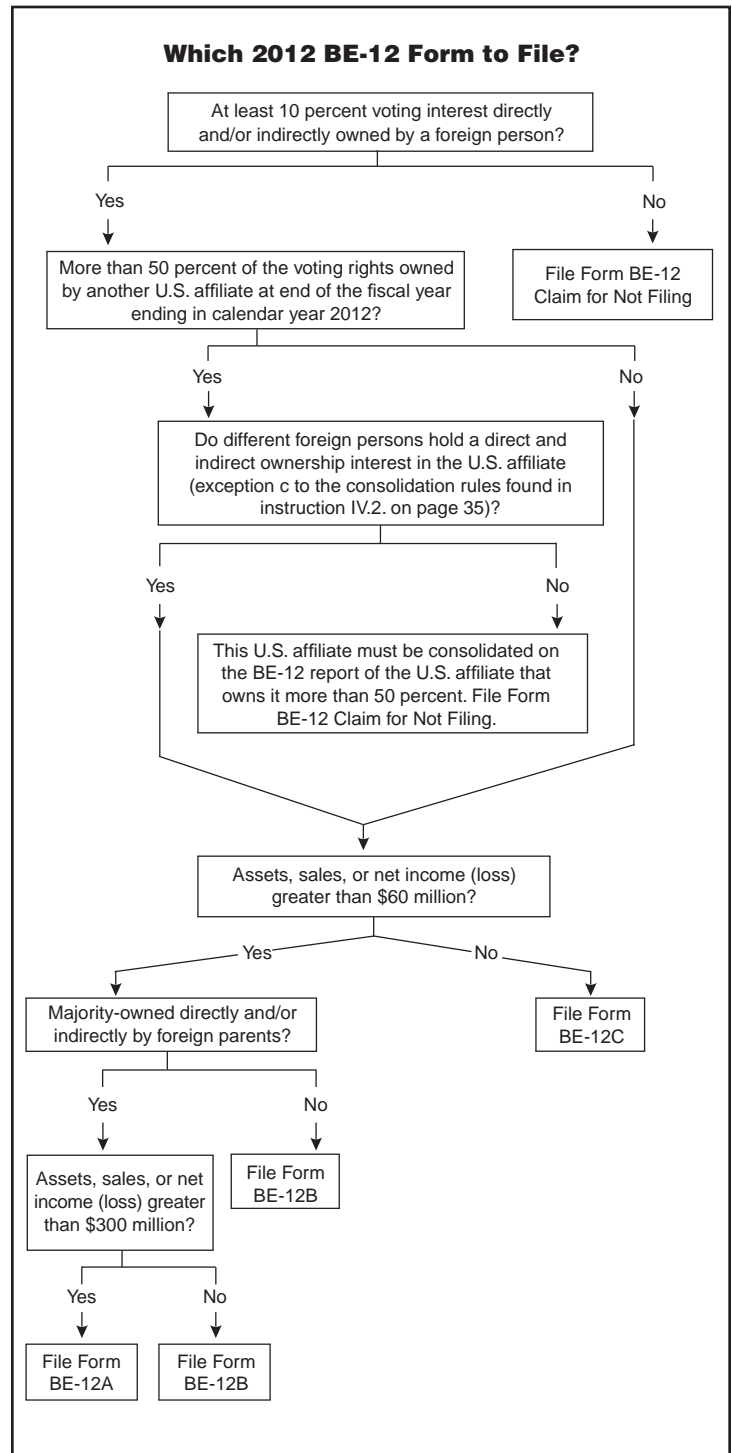
A U.S. presence of a foreign person or entity (or their representative(s)) that produces revenue for its own account from goods or services it provides to others is considered a U.S. affiliate and is subject to the BE-12 reporting requirements.

1. Which form to file – Review the questions below and the flow chart on this page to determine if your U.S. business enterprise is required to file the BE-12 survey. Blank forms can be found at: www.bea.gov/fdi

- a. Were at least 10 percent of the voting rights in your business enterprise directly or indirectly owned by a foreign person or entity at the end of your fiscal year that ended in calendar year 2012?
 - Yes — Continue with question b.
 - No — File Form BE-12 Claim for Not Filing by May 31, 2013.
- b. Were more than 50 percent of the voting rights in this U.S. business enterprise owned by another U.S. affiliate at the end of this U.S. business enterprise's fiscal year that ended in calendar year 2012?
 - Yes — Continue with question c.
 - No — Skip to question d. NOTE: Your business is hereafter referred to as a "U.S. affiliate."
- c. Do different foreign persons hold a direct and an indirect ownership interest in this U.S. affiliate (exception c to the consolidation rules)? (The consolidation rules are found in instruction IV.2. starting on page 34.)
 - Yes — Continue with question d. NOTE: Your business is hereafter referred to as a "U.S. affiliate."
 - No – This U.S. affiliate must be consolidated on the BE-12 report of the U.S. affiliate that owns it more than 50 percent. File the BE-12 Claim for Not Filing with page 1 and item (e) on page 3 completed by May 31, 2013, forward this survey packet to the U.S. affiliate that owns this affiliate more than 50 percent, and have them consolidate your data into their report.
- d. Did **any one** of the items – Total assets, Sales or gross operating revenues, or Net income (loss) – for the U.S. affiliate (not just the foreign parent's share) exceed \$60 million at the end of, or for, its fiscal year that ended in calendar year 2012?
 - Yes — Continue with question e.
 - No – File Form BE-12C by May 31, 2013.
- e. Was the U.S. affiliate majority-owned by its foreign parent(s) at the end of its fiscal year that ended in calendar year 2012? (A U.S. affiliate is "majority-owned" if the combined direct and indirect ownership interests of all foreign parents of the U.S. affiliate exceed 50 percent.)
 - Yes — Continue with question f.
 - No — File Form BE-12B by May 31, 2013.

f. Did **any one** of the items – Total assets, Sales or gross operating revenues, or Net income (loss) – for the U.S. affiliate (not just the foreign parent's share) exceed \$300 million at the end of, or for, its fiscal year that ended in calendar year 2012?

- Yes — File Form BE-12A by May 31, 2013.
- No — File Form BE-12B by May 31, 2013.



I. REPORTING REQUIREMENTS – Continued

2. Who must file Form BE-12A – 2012 Benchmark Survey of Foreign Direct Investment in the United States?

A Form BE-12A must be completed and filed by May 31, 2013, by each U.S. business enterprise that was a U.S. affiliate of a foreign person at the end of its fiscal year that ended in calendar year 2012, if:

- a.** The ownership or control (both direct and indirect) by **all** foreign parents in the **voting securities** of an incorporated U.S. business enterprise (or an equivalent interest of an unincorporated U.S. business enterprise) at the end of the fiscal year that ended in calendar year 2012, was **more than 50 percent** (i.e., the voting securities, or equivalent interest were **majority owned** by foreign parents), **and**
- b.** On a fully consolidated, or, in the case of real estate investments, an aggregated basis, any one of the following three items – Total assets (do not net out liabilities), **or** Sales or gross operating revenues, excluding sales taxes, **or** Net income after provision for U.S. income taxes – for the U.S. affiliate (not just the foreign parent's share) exceeded \$300 million (positive or negative) at the end of, or for, its fiscal year that ended in calendar year 2012.

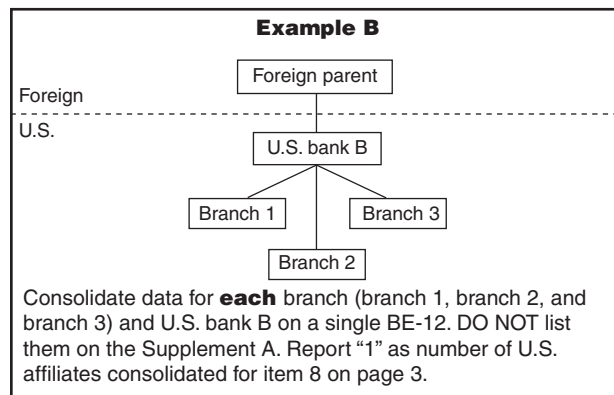
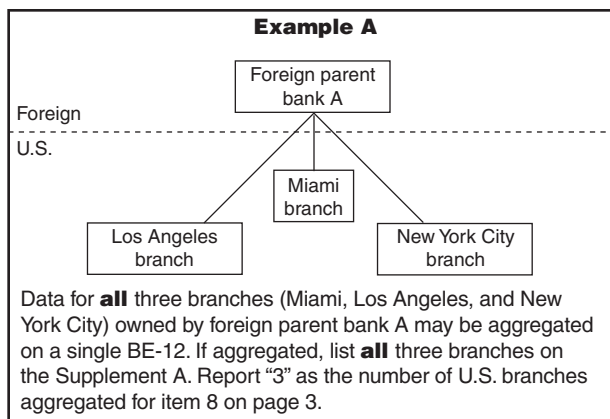
B. Aggregation of real estate investments – Aggregate all real estate investments of a foreign person for the purpose of applying the reporting criteria. Use a single report form to report the aggregate holdings, unless BEA has granted permission to do otherwise. Those holdings not aggregated must be reported separately. Real estate is discussed more fully in instruction V.C. on page 39.

C. Aggregated reporting for banks – All U.S. branches and agencies (including International Banking Facilities) directly owned by a foreign bank may be aggregated on a single BE-12.

U.S. branches and agencies, directly owned by the foreign parent, that are aggregated on this report should be counted separately and listed separately on the Supplement A to this form. See Example A below.

U.S. branches and agencies, owned by a U.S. bank affiliate, should be consolidated on this report but not counted separately and not listed separately on the Supplement A to this form. See Example B in the next column.

Note that subsequent filings of Form BE-15 annual reports and Form BE-605 quarterly reports with BEA, if required, must be on the same aggregated basis. If all U.S. branches and agencies directly owned by a foreign bank are not aggregated on a single report, then each branch or agency must file a separate BE-12.



II. DEFINITIONS

- A. United States**, when used in a geographic sense, means the several states, the District of Columbia, the Commonwealth of Puerto Rico, and all territories and possessions of the United States.
- B. Foreign**, when used in a geographic sense, means that which is situated outside the United States or which belongs to or is characteristic of a country other than the United States.
- C. Person**, means any individual, branch, partnership, association, associated group, estate, trust, corporation, or other organization (whether or not organized under the laws of any state), and any government (including a foreign government, the U.S. Government, a state or local government, and any agency, corporation, financial institution, or other entity or instrumentality thereof, including a government sponsored agency).
- D. Associated group** means two or more persons who, by the appearance of their actions, by agreement, or by an understanding, exercise their voting privileges in a concerted manner to influence the management of a business enterprise. The following are deemed to be associated groups:
1. Members of the same family.
 2. A business enterprise and one or more of its officers or directors.
 3. Members of a syndicate or joint venture.
 4. A corporation and its domestic subsidiaries.
- E. Foreign person** means any person resident outside the United States or subject to the jurisdiction of a country other than the United States.
- F. Direct investment** means the ownership or control, directly or indirectly, by one person of 10 percent or more of the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise.
- G. Foreign direct investment in the United States** means the ownership or control, directly or indirectly, by one foreign person of 10 percent or more of the voting securities of an incorporated U.S. business enterprise or an equivalent interest in an unincorporated U.S. business enterprise, including a branch.
- H. Business enterprise** means any organization, association, branch, or venture which exists for profit making purposes or to otherwise secure economic advantage, and any ownership of any real estate.
- I. Branch** means the operations or activities conducted by a person in a different location in its own name rather than through an incorporated entity.
- J. Affiliate** means a business enterprise located in one country which is directly or indirectly owned or controlled by a person of another country to the extent of 10 percent or more of its voting securities for an incorporated business enterprise or an equivalent interest for an unincorporated business enterprise, including a branch.

II. DEFINITIONS – Continued

- K. U.S. affiliate** means an affiliate located in the United States in which a foreign person has a direct investment.
- 1. Majority-owned U.S. affiliate** means a U.S. affiliate in which the combined direct and indirect voting interest of all foreign parents of the U.S. affiliate exceeds 50 percent.
- 2. Minority-owned U.S. affiliate** means a U.S. affiliate in which the combined direct and indirect voting interest of all foreign parents of the U.S. affiliate is 50 percent or less.
- L. Foreign parent** is a foreign person that directly or indirectly holds a voting interest of 10 percent or more in the U.S. affiliate. It is the first person outside the United States in a foreign chain of ownership.
- M. Affiliated foreign group** means (i) the foreign parent, (ii) any foreign person, proceeding up the foreign parent's ownership chain, which owns more than 50 percent of the person below it up to and including that person which is not owned more than 50 percent by another foreign person, and (iii) any foreign person, proceeding down the ownership chain(s) of each of these members, which is owned more than 50 percent by the person above it.
- N. U.S. corporation** means a business enterprise incorporated in the United States.
- O. Intermediary** means any agent, nominee, manager, custodian, trust, or any person acting in a similar capacity.
- P. Ultimate beneficial owner (UBO)** is that person, proceeding up the ownership chain beginning with and including the foreign parent, that is not more than 50 percent owned or controlled by another person. Note: Stockholders of a closely or privately held corporation are normally considered to be an associated group and may be a UBO.
- Q. Banking** covers business enterprises engaged in deposit banking or closely related functions, including commercial banks, Edge Act corporations engaged in international or foreign banking, foreign branches and agencies of U.S. banks whether or not they accept deposits abroad, U.S. branches and agencies of foreign banks whether or not they accept domestic deposits, savings and loans, savings banks, bank holding companies, and financial holding companies under the Gramm-Leach-Bliley Act.
- R. Lease** is an arrangement conveying the right to use property, plant, or equipment (i.e., land and/or depreciable assets), usually for a stated period of time.
- 1. Capital lease** – A long-term lease under which a sale of the asset is recognized at the inception of the lease. These may be shown as lease contracts or accounts receivable on the lessor's books. The asset would not be considered as owned by the lessor.
- 2. Operating lease** – Generally, a lease with a term which is less than the useful life of the asset and a transfer of ownership is not contemplated.

III. GENERAL INSTRUCTIONS

- A. Changes in the reporting entity** – DO NOT restate close fiscal year 2011 balances for changes in the consolidated reporting entity that occurred during fiscal year 2012. The close fiscal year 2011 balances should represent the reporting entity as it existed at the close of fiscal year 2011.
- B. Required information not available** – Make all reasonable efforts to obtain the information required for reporting. Answer every item except where specifically exempt. Indicate when only partial information is available.
- C. Estimates** – If actual figures are not available, provide estimates

and label them as such. When items cannot be fully subdivided as required, provide totals and an estimated breakdown of the totals.

Certain sections of the Form BE-12A require data that may not normally be maintained in a company's customary accounting records. Precise answers for these items may present the respondent with a substantial burden beyond what is intended by BEA. This may be especially true for:

- Items 28 thru 38 – Number of employees in each industry of sales;
- Section C, Items 52 thru 57 – Distribution of sales or gross operating revenues, by whether the sales were goods, investment income, or services, and the distribution of sales of services by transactor;
- Items 107 thru 158 – U.S. trade in goods by U.S. affiliate on a shipped basis, and
- Items 159 thru 215 – Employment by location.

Therefore, the answers in these sections may be reasonable estimates based upon the informed judgment of persons in the responding organization, sampling techniques, prorations based on related data, etc. However, the estimating procedures used should be consistently applied on all BEA surveys.

- D. Specify** – When "specify" is stated for certain items, provide the type and dollar amount of the major items included in the data provided.
- E. Space on form insufficient** – When space on a form is insufficient to permit a full answer to any item, provide the required information on supplementary sheets, appropriately labeled and referenced to the item number on the form.

IV. INSTRUCTIONS FOR SPECIFIC SECTIONS OF THE REPORT FORM

NOTE: Instructions in section IV are cross referenced by number to the items located on pages 2 to 17.

2 Consolidation Rules

Consolidated reporting by the U.S. affiliate — A U.S. affiliate must file on a fully consolidated **domestic U.S.** basis, including in the full consolidation all U.S. business enterprises proceeding down each ownership chain whose voting securities are more than 50 percent owned by the U.S. business enterprise above. The fully consolidated entity is considered one U.S. affiliate.

A foreign person holding real estate investments that are reportable on the BE-12 must aggregate all such holdings. See Instruction I.B. on page 33 and V.C. on page 39 for details.

Do not prepare your BE-12 report using the proportionate consolidation method. Except as noted in IV.b. and c. on page 35, consolidate all majority-owned U.S. business enterprises into your BE-12 report.

Unless the exceptions discussed below apply, any deviation from these consolidation rules must be approved in writing each year by BEA. If you file deconsolidated reports, you must file the same type of reports (i.e., BE-12A or BE-12B) that would have been required if a consolidated report was filed. Report majority-owned subsidiaries, if not consolidated, on Form BE-12A, using the equity method of accounting. DO NOT eliminate intercompany accounts (e.g., receivables or liabilities) for affiliates not consolidated.

Exceptions to consolidated reporting – Note: If a U.S. business enterprise is not consolidated into another U.S. affiliate's BE-12 report, then it **must** be listed on the Supplement B of the other U.S. affiliate's BE-12 report, unless the report is a BE-12C which does not have a Supplement B, and each U.S. affiliate not consolidated **must** file its own Form BE-12.

IV. INSTRUCTIONS FOR SPECIFIC SECTIONS OF THE REPORT FORM – Continued

a. DO NOT CONSOLIDATE FOREIGN SUBSIDIARIES, BRANCHES, OPERATIONS, OR INVESTMENTS NO MATTER WHAT THE PERCENTAGE OWNERSHIP.

Include foreign holdings owned 20 percent or more using either the equity method of accounting. DO NOT report employment, land, and other property, plant, and equipment and DO NOT eliminate intercompany accounts (e.g., receivables or liabilities) for holdings reported using the equity method.

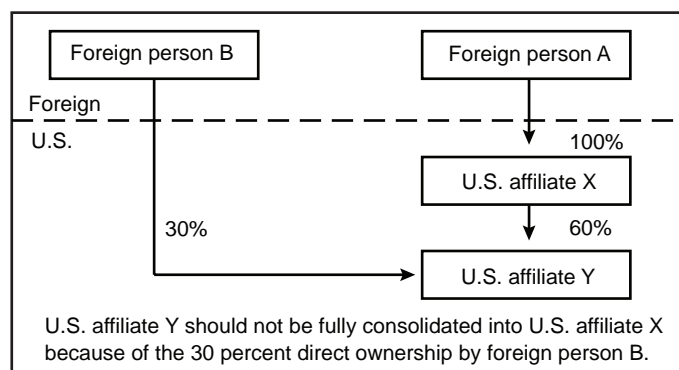
DO NOT list any foreign holdings of the U.S. affiliate on the Supplement B. Oil and gas sites owned by U.S. affiliates and located outside of U.S. claimed territorial waters are to be treated as foreign subsidiaries of the U.S. affiliates if they meet one of the following criteria: (1) they are incorporated in a foreign country; (2) they are set up as a branch; or (3) they have a physical presence in a foreign country as evidenced by property, plant and equipment or employees located in that country.

Real estate located outside the United States that is owned by the U.S. affiliate and generates revenues for, or reimbursements to, the U.S. affiliate, or that facilitates the foreign operations of the U.S. affiliate is a foreign subsidiary and should not be consolidated on this BE-12 report.

b. Special consolidation rules apply to U.S. affiliates that are limited partnerships or that have an ownership interest in a U.S. limited partnership.

These rules can be found on our web site at: www.bea.gov/ltspartner12. Also see instruction b. on page 36 for additional information about partnerships.

c. A U.S. affiliate in which a direct ownership interest and an indirect ownership interest are held by different foreign persons should not be fully consolidated into another U.S. affiliate, but must complete and file its own Form BE-12 report. (See diagram below.)



If this exception applies, reflect the indirect ownership interest, even if more than 50 percent, on the balance sheet and income statement of the owning U.S. affiliate's BE-12 report on an equity basis. For example, using the situation shown in the diagram above, U.S. affiliate X must treat its 60 percent ownership interest in U.S. affiliate Y as an equity investment.

4 Reporting period — The report covers the U.S. affiliate's 2012 fiscal year. The affiliate's 2012 fiscal year is defined as the affiliate's financial reporting year that had an ending date in calendar year 2012.

Special circumstances:

a. U.S. affiliates without a financial reporting year — If a U.S. affiliate does not have a financial reporting year, its fiscal year is deemed to be the same as calendar year 2012.

b. Change in fiscal year

(1) New fiscal year ends in calendar year 2012 – A U.S. affiliate that changed the ending date of its financial reporting year should file a 2012 BE-12 report that covers the 12 month period prior to the new fiscal year end date. The following example illustrates the reporting requirements.

Example 1: U.S. affiliate A had a June 30, 2011 fiscal year end date but changed its 2012 fiscal year end date to March 31. Affiliate A should file a 2012 BE-12 report covering the 12 month period from April 1, 2011 to March 31, 2012.

The ending balance sheet amounts reported in column 1 of items 64 through 78 must be the correct balances as of March 31, 2012. The beginning balance sheet amounts reported in column 2 must be the unrestated ending balances as of June 30, 2011. To reconcile the beginning and ending retained earnings balances (or, if retained earnings is not shown as a separate account, the beginning and ending owners' equity balances) affiliate A must include an adjusting entry in item 80. To reconcile the beginning and ending net property, plant and equipment balances, affiliate A must include an adjusting entry in item 87.

(2) No fiscal year ending in calendar year 2012 – If a change in fiscal year results in a U.S. affiliate not having a fiscal year that ended in calendar year 2012, the affiliate should file a 2012 BE-12 report that covers 12 months. The following example illustrates the reporting requirements.

Example 2: U.S. affiliate B had a December 31, 2011 fiscal year end date but changed its next fiscal year end date to March 31. Instead of having a short fiscal year ending in 2012, affiliate B decides to have a 15 month fiscal year running from January 1, 2012 to March 31, 2013. Affiliate B should file a 2012 BE-12 report covering a 12 month period ending in calendar year 2012, such as the period from April 1, 2011 to March 31, 2012.

In this example, the ending balance sheet amounts reported in column 1 of items 64 through 78 must be the correct balances as of March 31, 2012. The beginning balance sheet amounts reported in column 2 must be the unrestated ending balances as of December 31, 2011. To reconcile the beginning and ending retained earnings balances (or, if retained earnings is not shown as a separate account, the beginning and ending owners' equity balances) affiliate B must include an adjusting entry in item 80. To reconcile the beginning and ending net property, plant and equipment balances, affiliate B must include an adjusting entry in item 87.

For 2013, assuming no further changes in the fiscal year end date occur, affiliate B should file a BE-15 report covering the 12 month period from April 1, 2012 to March 31, 2013.

5 Reporting for a U.S. business that became a U.S. affiliate during fiscal year 2012 —

- a. A U.S. business enterprise that was newly established in fiscal year 2012 should file a report for the period starting with the establishment date up to and ending on the last day of its fiscal year that ended in calendar year 2012. DO NOT estimate amounts for a full year of operations if the first fiscal year is less than 12 months.
- b. A U.S. business enterprise existing before fiscal year 2012 that became a U.S. affiliate in fiscal year 2012 should file a report covering a full 12 months of operations.

6 Form of organization of U.S. affiliate – Reporting by unincorporated U.S. affiliates

a. Directly owned vs. indirectly owned

(1) Directly owned – Each unincorporated U.S. affiliate, including a branch, that is directly owned 10 percent or more by a foreign person should file a separate BE-12 report. Do not combine two or more directly owned U.S. affiliates on a

IV. INSTRUCTIONS FOR SPECIFIC SECTIONS OF THE REPORT FORM – Continued

single BE-12 report. The only exceptions are for U.S. affiliates that are real estate investments or banks. See Instruction I.B. on page 33 and Instruction V.C. on page 39 for details on real estate. See instruction I.C. on page 33 for details on banks.

- (2) Indirectly owned** – Except as noted in the exceptions to the consolidation rules starting on page 34, an indirectly owned unincorporated U.S. business enterprise that is owned more than 50 percent (voting interest) by another U.S. affiliate should be fully consolidated on the report with the U.S. affiliate that holds the voting interest greater than 50 percent. An indirectly owned unincorporated U.S. business enterprise owned 50 percent (voting interest) or less by another U.S. affiliate should file a separate BE-12 report if no other U.S. affiliate owns a voting interest of more than 50 percent.

b. Partnerships – Most partnerships are either general partnerships or limited partnerships. A general partnership usually consists of at least two general partners who together control the partnership. A limited partnership usually consists of at least one general partner and one limited partner. The general partner usually controls a limited partnership. The limited partner has a financial interest but does not usually have any voting rights (control) in a limited partnership.

Partners without voting rights (control) cannot have direct investment in a partnership. Therefore, limited partners do not usually have direct investment. The existence of direct investment in a partnership is determined by the percentage of control exercised by the partner(s). The percentage of control exercised by a partner may differ from its financial interest in the partnership.

(1) General partnerships

Determination of voting interest – “Voting interest” is defined in instructions 12–16 starting on this page. The determination of the percentage of voting interest of a general partner is based on who controls the partnership. The percentage of voting interest is not based on the percentage of ownership in the partnership’s equity. The general partners are presumed to control a general partnership. Unless a clause to the contrary is contained in the partnership agreement, a general partnership is presumed to be controlled equally by each of the general partners. For example, if a partnership has two general partners, and nothing to the contrary is stated in the partnership agreement, each general partner is presumed to have a 50 percent voting interest. If there are three general partners, each general partner is presumed to have a one-third voting interest, etc.

Managing partners – If one general partner is designated as the managing partner, responsible for the day-to-day operations of the partnership, this does not necessarily transfer control of the partnership to the managing partner. If the managing partner must obtain approval for annual operating budgets and for decisions relating to significant management issues from the other general partners, then the managing partner does not have a 100 percent voting interest in the partnership.

(2) Limited partnerships

(a) Determination of voting interest – “Voting interest” is defined in instructions 12-16 starting on this page. The determination of the percentage of voting interest in a limited partnership is based on who controls the partnership. The percentage of voting interest is not based on the percentage of ownership in the partnership’s equity. In most cases, the general partner is presumed to control a limited partnership, and therefore, have a 100 percent voting interest in the limited partnership. If there is more than one general partner, the partnership is presumed to be controlled equally by each of the general

partners, unless a clause to the contrary is contained in the partnership agreement. For example, if a limited partnership has two general partners, and nothing to the contrary is stated in the partnership agreement, then each general partner is presumed to have a 50 percent voting interest in the limited partnership.

Limited partners do not normally exercise any control over a limited partnership. Therefore unless a clause to the contrary is contained in the partnership agreement, limited partners are presumed to have zero voting interest in a limited partnership. If a limited partnership has one or more limited partners who are foreign persons, the foreign limited partners are presumed to have no voting interest, and, therefore, no direct investment in the limited partnership.

Managing partners – See discussion under “General Partnerships” to the left.

(b) Consolidation Rules

Special consolidation rules apply to U.S. affiliates that are limited partnerships or that have an ownership interest in a U.S. limited partnership. These rules can be found on our web site at: www.bea.gov/ldpartner15

c. Limited Liability Companies (LLCs)

Determination of voting interest – “Voting interest” is defined in instruction 12-16 below. The determination of the percentage of voting interest in an LLC is based on who controls the LLC. The percentage of voting interest is not based on the percentage of ownership in the LLC’s equity. LLCs are presumed to be controlled equally by each of its members (owners), unless a clause to the contrary is contained in the articles of organization or in the operating agreement. For example, if an LLC has two members, and nothing to the contrary is contained in the articles of organization or in the operating agreement, then each member is presumed to have a 50 percent voting interest in the LLC; if there are three members, then each member is presumed to have a one-third voting interest in the LLC.

Managing member – If one member is designated as the managing member responsible for the day-to-day operations of the LLC, this does not necessarily transfer control of the LLC to the managing member. If the managing member must obtain approval for annual operating budgets and for decisions relating to other significant management issues from the other members, then the managing member does not have a 100 percent voting interest in the LLC.

- 9 U.S. affiliates NOT consolidated** – Report investments in U.S. business enterprises that are owned 20 percent or more and not fully consolidated using either the equity method of accounting. DO NOT report employment, land, and other property, plant, and equipment and DO NOT eliminate intercompany accounts for holdings reported using the equity method.

You may report immaterial investments using the cost method of accounting if this treatment is consistent with your normal reporting practice. Report investments owned less than 20 percent in accordance with FASB ASC 320 (formerly FAS 115) or the cost basis of accounting.

List all U.S. affiliates in which this U.S. affiliate has a voting interest of at least 10 percent and that are not consolidated in this Form BE-12A on the Supplement B.

12 – 16 — Ownership — Voting interest and equity interest

- a. Voting interest** is the percent of ownership in the voting equity of the U.S. affiliate. Voting equity consists of ownership interests that have a say in the management of the company. Examples of voting equity include capital stock that has voting rights, and a general partner’s interest in a partnership. See instruction 6.b.(1) and 6.b.(2)

IV. INSTRUCTIONS FOR SPECIFIC SECTIONS OF THE REPORT FORM – Continued

(a), to the left for information about determining the voting interest for partnerships. See instruction 6.c. above for information about determining the voting interest for Limited Liability Companies.

b. Equity interest is the percent of ownership in the total equity (voting and nonvoting) of the U.S. affiliate. Nonvoting equity consists of ownership interests that do not have a say in the management of the company. An example of nonvoting equity is preferred stock that has no voting rights.

Voting interest and equity interest are not always equal. For example, an owner can have a 100 percent voting interest in a U.S. affiliate but own less than 100 percent of the affiliate's total equity. This situation is illustrated in the following example.

Example: U.S. affiliate A has two classes of stock, common and preferred. There are 50 shares of common stock outstanding. Each common share is entitled to one vote and has an ownership interest in 1 percent of the total owners' equity amount. There are 50 shares of preferred stock outstanding. Each preferred share has an ownership interest in 1 percent of the total owners' equity amount but has no voting rights. Foreign parent B owns all 50 shares of the common stock. U.S. investors own all 50 shares of the preferred stock. Since foreign parent B owns all of the voting stock, foreign parent B has a 100 percent voting interest in U.S. affiliate A. However, since all 50 shares of the nonvoting preferred shares are owned by U.S. investors, foreign parent B has only a 50 percent equity interest in the owners' equity amount of U.S. affiliate A.

28 – 41 Industry classification, total sales, and employees of fully consolidated U.S. affiliate

Book publishers and printers – Printing books without publishing is classified in international surveys industry (ISI) code 3231 (printing and related support activities) not ISI code 5111 (newspaper, periodical, book, and directory publishers).

Real estate investment trusts (REITS) – Report hybrid or mortgage REITS in ISI code 5252 (Funds, trusts, and other financial vehicles). Report all other REITS in ISI code 5310 (Real estate).

Repos and reverse repos – On the sales schedule (items 28–41), interest income and interest expense associated with repos and reverse repos should be offset against one another and reported at the net amount. This net amount should also be reported in item 54 (investment income included in gross operating revenues). However, in items 58 (interest income from all sources) and 59 (interest expense plus interest capitalized), interest income and interest expense associated with repos and reverse repos should be reported at the gross amounts.

On the balance sheet, reverse repos should be reported as assets and included in item 68 (other assets) while repos should be reported as liabilities and included in item 70 (total liabilities).

44 Certain gains (losses) —

Special instructions for real estate companies.

Real estate companies – Include in item 44:

- (a) Impairment losses as defined by FASB ASC 360 (formerly FAS 144), and
- (b) Goodwill impairment as defined by FASB ASC 350 (formerly FAS 142).

EXCLUDE the revenues earned and expenses incurred from the sale of real estate you own. Such revenues should be reported as operating income in item 41 column 2, items 42 and 52, and as sales of goods in item 53. Such expenses, including the net book value of the real estate sold, should

be reported as costs of goods sold in item 47. Do not net the expenses against the revenues.

53 Sales of goods – Goods are outputs that are tangible. Report as sales of goods:

- Mass produced media, including exposed film, video tapes, DVDs, audio tapes, and CDs.
- Books. NOTE: Book publishers – To the extent feasible, report as sales of services all revenues associated with the design, editing, and marketing activities necessary for producing and distributing books that you both publish and sell. If you cannot unbundle (i.e., separate) these revenues from the value of the books you sell, then report your sales as sales of goods or services based on a best estimate of the value in each.
- Energy trading activities where you take title to the goods. NOTE: If you act in the capacity of a broker or agent to facilitate the sale of goods and you do not take title to the goods, report your revenue (i.e., commissions) as sales of services in item 55.
- Magazines and periodicals sold in retail stores. NOTE: Report subscription sales as sales of services in item 55.
- Packaged general use computer software.
- Structures sold by businesses in real estate.
- Revenues earned from building structures by businesses in construction.
- Electricity, natural gas, and water. NOTE: Revenues derived from transmitting and/or distributing these goods, as opposed to revenues derived from the sale of the actual product, should, to the extent feasible, be reported as sales of services in item 55.

54 Investment income – Report ALL interest and dividends generated by finance and insurance subsidiaries or units as investment income. NOTE: Report commissions and fees as sales of services in item 55.

55 Sales of services – Services are outputs that are intangible. Report as sales of services:

- Advertising revenue.
- Commissions and fees earned by companies engaged in finance and real estate activities.
- Premiums earned by companies engaged in insurance activities. NOTE: Calculate as direct premiums written (including renewals) net of cancellations, plus reinsurance premiums assumed, minus reinsurance premiums ceded, plus unearned premiums at the beginning of the year, minus unearned premiums at the end of the year.
- Commissions earned by agents or brokers (i.e., wholesalers) who act on behalf of buyers and sellers in the wholesale distribution of goods.
- Magazines and periodicals sold through subscriptions. NOTE: Report magazines and periodicals sold through retail stores, as sales of goods in item 53.
- Newspapers.
- Pipeline transportation.
- Software downloaded from the Internet, electronic mail, an extranet, Electronic Data Interchange network, or some other online system.
- Computer systems design and related services.
- Negotiated licensing fees for software to be used on networks.

IV. INSTRUCTIONS FOR SPECIFIC SECTIONS OF THE REPORT FORM – Continued

- Electricity transmission and distribution, natural gas distribution, and water distribution.

61 Employee compensation

Employee compensation includes wages and salaries and employee benefit plans.

Wages and salaries are the gross earnings of all employees before deduction of employees' payroll withholding taxes, social insurance contributions, group insurance premiums, union dues, etc. Include time and piece rate payments, cost of living adjustments, overtime pay and shift differentials, bonuses, profit sharing amounts, and commissions. Exclude commissions paid to persons who are not employees.

Wages and salaries include direct payments by employers for vacations, sick leave, severance (redundancy) pay, etc. Include employer contributions to benefit funds. Exclude payments made by, or on behalf of, benefit funds rather than by the employer.



Wages and salaries include in-kind payments, valued at their cost, that are **clearly and primarily of benefit to the employees as consumers**. Exclude expenditures that benefit employers as well as employees, such as expenditures for plant facilities, employee training programs, and reimbursement for business expenses.



Employee benefit plans are employer expenditures for all employee benefit plans, including those required by government statute, those resulting from a collective-bargaining contract, or those that are voluntary. Employee benefit plans include Social Security and other retirement plans, life and disability insurance, guaranteed sick pay programs, workers' compensation insurance, medical insurance, family allowances, unemployment insurance, severance pay funds, etc. If plans are financed jointly by the employer and the employee, include only the contributions of the employer.




99 – 106 Research and development (R&D) performed BY the U.S. affiliate – R&D is planned, creative work aimed at discovering new knowledge or developing new or significantly improved goods and services. This includes a) activities aimed at acquiring new knowledge or understanding without specific immediate commercial application or use (basic research); b) activities aimed at solving a specific problem or meeting a specific commercial objective (applied research); and c) systematic use of research and practical experience to produce new or significantly improved goods, services, or processes (development).

R&D does **NOT** include expenditures for:

- Costs for routine product testing, quality control, and technical services unless they are an integral part of an R&D project
- Market research
- Efficiency surveys or management studies
- Literary, artistic, or historical projects, such as films, music, or books and other publications
- Prospecting or exploration for natural resources

Basic research is  pursuit of new scientific knowledge or understanding that  does not have specific immediate commercial objectives, although it may be in fields of present or potential commercial interest.

Applied research applies the findings of basic research or other existing knowledge toward discovering  new scientific knowledge that has specific commercial objectives with  respect to new products, services, processes, or methods.

Development is the systematic use of the knowledge or understanding gained from research or practical  experience directed toward the production or significant improvement  of useful products, services, processes, or methods, including  design and development of prototypes, materials, devices, and systems.

R&D includes the activities described above whether assigned to separate R&D organizational units of the company or carried out by company laboratories and technical groups not a part of an R&D organization.

INCLUDE all costs incurred to support R&D performed by the affiliate. INCLUDE wages, salaries, and related costs; materials and supplies consumed; depreciation on R&D property and equipment, cost of computer software used in R&D activities; utilities, such as telephone, electricity, water, and gas; travel costs and professional dues; property taxes and other taxes (except income taxes) incurred on account of the R&D organization or the facilities they use; insurance expenses; maintenance and repair, including maintenance of buildings and grounds; company overhead including: personnel, accounting, procurement and inventory, and salaries of research executives not on the payroll of the R&D organization. EXCLUDE capital expenditures, expenditures for tests and evaluations once a prototype becomes a production model, patent expenses, and income taxes and interest.

107 – 112 U.S. trade in goods by U.S. affiliate on a shipped basis

"U.S. Trade in goods" is the physical movement of goods between the customs area of the United States and the customs area of a foreign country. Goods shipped by, or to, the U.S. affiliate whether or not they were actually charged or consigned by, or to, the U.S. affiliate, are considered to be trade of the U.S. affiliate. To adjust "charged" basis data to a "shipped" basis it may be necessary to look at export and import declarations filed with U.S. customs or shipping and receiving documents to determine the physical movement of goods.

Differences between the "charged" and "shipped" basis may be substantial. A major difference arises when a U.S. affiliate buys goods in foreign country A and sells them in foreign country B. Because the goods did not physically enter or leave the United States, they are not U.S. trade. However, when the U.S. affiliate records the transactions on its books, it would show a purchase charged to it from country A and a sale charged by it to country B. If the U.S. affiliate's trade data in this survey were prepared on the "charged" basis, the purchase and sale would appear incorrectly as a U.S. import and U.S. export, respectively. Other differences arise when the U.S. affiliate charges the sale of its products to a foreign parent, but ships the goods directly from the United States to an unaffiliated foreign person. If the data are on the "shipped" basis, this should be a U.S. export to an unaffiliated foreign person, not to the foreign parent.

V. SPECIAL INSTRUCTIONS

A. Insurance companies – Reporting should be in accordance with U.S. Generally Accepted Accounting Principles not Statutory Accounting Practices (SAP). For example, the BE-12 report should include the following assets even though they are not acceptable under SAP: **1.** non-trusted or free account assets, and **2.** nonadmitted assets such as furniture and equipment, agents' debit balances, and all receivables deemed to be collectible.

Item on Form BE-12A:

41 Sales or gross operating revenues, excluding sales taxes – Include items such as earned premiums, annuity considerations, gross interest and dividend income, and items of a similar nature. Exclude income from unconsolidated affiliates that is to be reported in item 43, and certain gains (losses) that are to be reported in item 44.

47 Cost of goods sold or services rendered, and selling, general, and administrative expenses – Include costs relating to sales or gross operating revenues, item 42, such as policy losses incurred, death benefits, matured endowments, other policy benefits, increases in liabilities for future policy benefits, other underwriting expenses, and investment expenses.

54 Investment income – Report that portion of sales or gross operating revenues, items 41 column 2, 42 and 52, that is investment income (e.g., interest and dividends). However,

V. SPECIAL INSTRUCTIONS – Continued

report gains (losses) on investments in accordance with the instructions for item 44 on page 7.

55 Sales of services – Include premium income and income from actuarial, claims adjustment, and other services, if any.

69 Total assets – Include current items such as agents' balances, uncollected premiums, amounts recoverable from reinsurers, and other current notes and accounts receivable (net of allowances for doubtful items) arising from the ordinary course of business.

70 Total liabilities – Include current items such as loss liabilities, policy claims, commissions due, other current liabilities arising from the ordinary course of business, and long-term debt.

78 Total owners' equity – Include mandatory securities valuation reserves that are appropriations of retained earnings.

B. Railroad transportation companies – Railroad transportation companies should include only the net annual balances for interline settlement items (car hire, car repair, freight revenues, switching revenues, and loss and damage settlements) in items 68 and 70.

C. Real Estate – The ownership of real estate is defined to be a business enterprise, and if the real estate is foreign owned, it is a U.S. affiliate of a foreign person. A BE-12 report is required unless the enterprise is otherwise exempt.

Residential real estate held exclusively for personal use and not for profit making purposes is not subject to the reporting requirements. A residence that is an owner's primary residence that is then leased by the owner while outside the United States, but which the owner intends to reoccupy, is considered real estate held for personal use and therefore not subject to the reporting requirements. Ownership of U.S. residential real estate by a corporation whose sole purpose is to hold the real estate for the personal use of the owner(s) of the corporation is considered to be real estate held for personal use and therefore not subject to the reporting requirements.

Aggregation of real estate investments – A foreign person holding real estate investments that are reportable on the BE-12 must aggregate all such holdings for the purpose of applying the reporting criteria (see instruction I.B. on page 33 of this form). File a single BE-12 report covering the aggregated holdings. If on an aggregated basis any one of the following three items – total assets (do not net out liabilities), or sales or gross operating revenues, excluding sales taxes, or net income after provision for U.S. income taxes – exceeds \$300 million (positive or negative), file Form BE-12A. If permission has been received in writing from BEA to file on a non-aggregated basis, you must report each real estate investment on a Form BE-12A if a Form BE-12A would have been required on an aggregated basis. Non-aggregated reports should be filed as a group and you should inform BEA that they are all for one owner.

On page 1, for the name and address of the U.S. business enterprise, BEA is not seeking a legal description of the property, nor necessarily the address of the property itself. Because there may be no operating business enterprise for a real estate investment, what BEA seeks is a consistently identifiable name for the investment (i.e., the U.S. affiliate) together with an address to which report forms can be mailed so that the investment (affiliate) can be reported on a consistent basis for each reporting period and for the various BEA surveys.

Thus, on page 1 of the BE-12 survey forms the "name and address" of the U.S. affiliate might be:

XYZ Corp. N.V., Real Estate Investments
c/o B&K Inc., Accountants
120 Major Street
Miami, FL XXXXX

If the investment property has a name, such as Sunrise Apartments, the name and address on page 1 of the BE-12 survey forms might be:

Sunrise Apartments
c/o ABC Real Estate
120 Major Street
Miami, FL XXXXX

There are items throughout the Form BE-12A that may not apply to certain types of real estate investments, such as the employer identification number, the number of employees, and exports and imports. In such cases, mark the items "none."

D. Joint ventures and partnerships – If a foreign person has a direct or indirect voting ownership interest of 10 percent or more in a joint venture, partnership, etc., that is formed to own and hold, develop, or operate real estate, the joint venture, partnership, etc., in its entirety, not just the foreign person's share, is a U.S. affiliate and must be reported as follows:

1. If the foreign interest in the U.S. affiliate is directly held by the foreign person then a BE-12 report must be filed by the affiliate (subject to the aggregation rules discussed above).
2. If a voting interest of more than 50 percent in the U.S. affiliate is owned by another U.S. affiliate, the owned affiliate must be fully consolidated in the BE-12 report of the owning affiliate.
3. If a voting interest of 50 percent or less in the U.S. affiliate is owned by another U.S. affiliate, and no U.S. affiliate owns a voting interest of more than 50 percent, then a separate BE-12 report must be filed by the owned affiliate. The BE-12 report(s) of the owning affiliate(s) must show an equity investment in the owned affiliate.

E. Farms – For farms that are not operated by their foreign owners, the income statements and related items should be prepared based on the extent to which the income from the farm accrues to, and the expenses of the farm are borne by, the owner. Generally this means that income, expenses, and gain (loss) assignable to the owner should reflect the extent to which the risk of the operation falls on the owner. For example, even though the operator and other workers on the farm are hired by a management firm, if their wages and salaries are assigned to, and borne by, the farm operation being reported, then the operator and other workers should be reported as employees of that farm operation and the wages and salaries should be included as an expense in the income statement.

EXAMPLES:

1. If the farm is leased to an operator for a fixed fee, the owner should report the fixed fee in "total sales" and should report the non-operating expenses that he or she may be responsible for, such as real estate taxes, interest on loans, etc., as expenses in the income statement.
2. If the farm is operated by a management firm that oversees the operation of the farm and hires an operator, but the operating income and expenses are assigned to the owner, the income and expenses so assigned should be shown in the requested detail in the income statement, and related items, as appropriate. (The report should not show just one item, i.e., the net of income less the management fee, where the management fee includes all expenses.)

F. Estates, trusts, and intermediaries

A Foreign estate is a person and therefore may have direct investment, and the estate, not the beneficiary, is considered to be the owner.

A Trust is a person but it is not a business enterprise. The trust is considered to be the same as an intermediary, and should report as outlined in the instructions for intermediaries below. For reporting purposes, the beneficiary(ies) of the trust, is (are) considered to be the owner(s) for purposes of determining the existence of direct investment, except in two cases: **(1)** if there is, or may be, a reversionary interest, and **(2)** if a corporation or other organization creates a trust designating its shareholders or members as beneficiaries. In these two cases, the creator(s) of the trust is

V. SPECIAL INSTRUCTIONS – Continued

(are) deemed to be the owner(s) of the investments of the trust (or succeeding trusts where the presently existing trust had evolved out of a prior trust), for the purposes of determining the existence and reporting of direct investment.

This procedure is adopted in order to fulfill the statistical purposes of this survey and does not imply that control over an enterprise owned or controlled by a trust is, or can be, exercised by the beneficiary(ies) or creator(s).

For an intermediary:

1. If a U.S. intermediary holds, exercises, administers, or manages a particular foreign direct investment in the United States for the beneficial owner, such intermediary is responsible for reporting the required information for, and in the name of, the U.S. affiliate. Alternatively, the U.S. intermediary can instruct the U.S. affiliate to submit the required information. Upon so doing, the intermediary is released from further liability to report, provided it has informed BEA of the date such instructions were given and provides BEA the name and address of the U.S. affiliate, and has supplied the U.S. affiliate with any information in the possession of, or which can be secured by, the intermediary that is necessary to permit the U.S. affiliate to complete the required reports. When acting in the capacity of an intermediary, the accounts or transactions of the U.S. intermediary with a UBO are considered as accounts or transactions of the U.S. affiliate with the UBO. To the extent such transactions or accounts are unavailable to the U.S. affiliate, BEA may require the intermediary to report them.
2. If a UBO holds a U.S. affiliate through a foreign intermediary, the U.S. affiliate may report the intermediary as its foreign parent but, when requested, must also identify and furnish information concerning the UBO. Accounts or transactions of the U.S. affiliate with the foreign intermediary are considered as accounts or transactions of the U.S. affiliate with the UBO.

G. Determining place of residence and country of jurisdiction of individuals – An individual is considered a resident of, and subject to the jurisdiction of, the country in which he or she is physically located. The following guidelines apply to individuals who do not reside in their country of citizenship:

1. Individuals who reside, or expect to reside, outside their country of citizenship for less than one year are considered to be residents of their country of citizenship.
2. Individuals who reside, or expect to reside, outside their country of citizenship for one year or more are considered to be residents of the country in which they are residing, except as provided in paragraphs 3 and 4 below.
3. If an owner or employee of a business enterprise resides outside the country of location of the enterprise for one year or more for the purpose of furthering the business of the enterprise, and the country of the business enterprise is the country of citizenship of the owner or employee, then such owner or employee is considered a resident of the country of citizenship, provided there is the intent to return to the country of citizenship within a reasonable period of time.
4. Individuals and members of their immediate family who are residing outside their country of citizenship as a result of employment by the government of that country – diplomats, consular officials, members of the armed forces, etc. – are considered to be residents of their country of citizenship.

VI. FILING THE BE-12

- A. **Due date** – File a fully completed and certified Form BE-12A, BE-12B, or BE-12C no later than May 31, 2013. If the U.S. affiliate is exempt from filing Form BE-12A, BE-12B, and BE-12C, complete and file the BE-12 Claim for Not Filing by May 31, 2013.
- B. **Mailing report forms to a foreign address** – BEA will accommodate foreign owners that wish to have forms sent directly to them. However, the extra time consumed in mailing to and from a foreign place may make meeting filing deadlines difficult. In such cases, consider using BEA's electronic filing option. Go to www.bea.gov/efile for details about this option. To obtain forms online go to: www.bea.gov/fdi
- C. **Extensions** – For the efficient processing of the survey and timely dissemination of the results, it is important that your report be filed by the due date. Nevertheless, reasonable requests for extension of the filing deadline will be granted. Requests for extensions of more than 30 days **MUST be in writing** and should explain the basis for the request. You may request an extension via email at be12/15@bea.gov. For extension requests of 30 days or less, you may call BEA at (202) 606-5615. All requests for extensions must be received **NO LATER THAN** the original due date of the report.
- D. **Assistance** – For assistance, telephone (202) 606-5615, or send email to be12/15@bea.gov. Forms can be obtained from BEA's web site at: www.bea.gov/fdi
- E. **Annual stockholders' report or other financial statements** – Furnish a copy of your FY 2012 annual stockholders' report or Form 10-K when filing the BE-12 report. If you do not publish an annual stockholders' report or file Form 10-K, provide any financial statements that may be prepared, including the accompanying notes. Information contained in these statements is useful in reviewing your report and may reduce the need for further contact. Section 5(c) of the International Investment and Trade in Services Survey Act, Public Law 94-472, 90 Stat. 2059, 22 U.S.C. 3101-3108, as amended, provides that this information can be used for analytical and statistical purposes only and that it must be held strictly confidential.
- F. **Number of copies** – File a single original copy of the form and supplement(s). If you are not filing electronically, this should be the copy with the address label on page 1, if such a copy has been pre-printed by BEA. (Make corrections directly to the address, if necessary.) You should also retain a file copy of each report for three years to facilitate resolution of any questions that BEA may have concerning your report. (Both copies are protected by law; see the statement on confidentiality on page 31.)