

**MANDATORY — CONFIDENTIAL***

SURVEY OF NEW FOREIGN DIRECT INVESTMENT IN THE UNITED STATES

FORM BE-13A

(Report for Acquisition of a U.S. Business Enterprise)

If you received a letter from BEA with a Lead ID, please enter it here:

005 3

Electronic filing: Go to www.bea.gov/efile for details

Fax reports to: (301) 278-9504

Mail reports to: U.S. Department of Commerce
Bureau of Economic Analysis
Direct Investment Division, BE-49(NI)
4600 Silver Hill Road
Washington, DC 20233

Deliver reports to: U.S. Department of Commerce
Bureau of Economic Analysis
Direct Investment Division, BE-49(NI)
4600 Silver Hill Road
Suitland, MD 20746

Assistance: E-mail: be13@bea.gov
Telephone: (301) 278-9419
Copies of form: www.bea.gov/be13

Name and mailing address of U.S. Business Enterprise

010	Company Name 1		
011	In Care Of 1		
012	Attention 1		
013	Street 1 1		
014	Street 2 1		
015	City 1	State 2	Zip 3
	Country 4		

Due date: No later than 45 calendar days after the acquisition is completed.

WHO MUST REPORT

A BE-13 report must be filed by a U.S. business enterprise when a foreign entity acquires all or part of the U.S. business enterprise, either directly, or indirectly through an existing U.S. affiliate, and

- (1) the total cost of the acquisition is greater than \$3 million, and
- (2) by this acquisition, at least 10 percent of the voting interest in the acquired entity is now held (directly, or indirectly through an existing U.S. affiliate) by the foreign entity.

REPORT:

- Purchase of U.S. real estate (including land) that is intended for lease or sale without significant added construction.
- Establishment of a new U.S. business enterprise, that will not be dissolved, for the sole purpose of completely acquiring a single U.S. business enterprise within 30 days after the establishment. Consolidate the new U.S. business enterprise with the acquired U.S. business enterprise on a single BE-13A report.

DO NOT REPORT:

- Purchase of U.S. real estate including land, or rights to land, on which you intend to perform construction. Report either as part of the establishment of a new U.S. affiliate (Form BE-13B) or as the expansion of an existing U.S. affiliate (Form BE-13D), whichever is applicable.
- Acquisition of additional voting interest in an existing U.S. affiliate in which a foreign entity already has a 10 percent voting interest. Report on Form BE-13 Claim for Exemption, only if contacted by BEA.
- Purchase of U.S. real estate to be held exclusively for personal use and not for profit-making purposes. Report on Form BE-13 Claim for Exemption, only if contacted by BEA.
- Certain private funds are exempt from filing Form BE-13A. Review exemption criteria on page 3, question 1, response option 5 of Form BE-13 Claim for Exemption.

OTHER BE-13 FORMS

Go to www.bea.gov/be13 for more information about other BE-13 forms.

Form BE-13B covers certain establishments of a new legal entity in the United States by a foreign entity.

Form BE-13D covers certain expansions of operations of existing U.S. affiliates.

Form BE-13E covers cost updates for previously filed Form BE-13B or BE-13D.

Form BE-13 Claim for Exemption covers certain transactions that are not required to be filed on Forms BE-13A, BE-13B, and BE-13D.

*See page 11 for penalties and confidentiality statements.

BE-13A – Instructions and Contact Information

INSTRUCTIONS

Monetary Values: Report in U.S. dollars rounded to thousands (omitting 000).

EXAMPLE – If amount is \$1,334,891.00, report as.....

\$ Bil. Mil. Thous. Dols.

1 1 335 ,000

Percentages: Report ownership percentages to a tenth of one percent. EXAMPLE

1 98.7%

Estimates: If actual amounts are not available, supply estimates and specify in the notes section.

Definitions: Underlined terms are defined on page 12.

Retention of copies: Retain a copy of each BE-13 report for three years beyond the report's original due date.

Notes

CONTACT INFORMATION

Provide information of person to consult about this report:

020	Name 1				
021	Street 1 1	Telephone Number 2 (_ _ _) _ _ - _ _ _ _ _		Extension 3	
022	Street 2 1	Fax Number 2 (_ _ _) _ _ - _ _ _ _ _			
023	City 1	State 2	Zip 3	E-mail Address 4	
	Country 5				

NOTE: BEA uses a Secure Messaging System to correspond with you via encrypted message to discuss questions relating to this form. We may use your e-mail address for survey-related announcements and to inform you about secure messages. When communicating with BEA by e-mail, please do not include any confidential business or personal information.

CERTIFICATION

The undersigned official certifies that this report has been prepared in accordance with the applicable instructions, is complete, and is substantially accurate including estimates that may have been provided.

024	Signature of Authorized Official	Date	Telephone Number 1 (_ _ _) _ _ - _ _ _ _ _	Extension 2
025	Name 1	Title 2	Fax Number 3 (_ _ _) _ _ - _ _ _ _ _	

BE-13A – Acquisition Information

Consolidating the Acquired U.S. Entity

Consolidated reporting by the acquired U.S. entity (see EXAMPLE 1): The acquired U.S. business enterprise (A) must file Form BE-13A on a fully consolidated domestic U.S. basis. Include in the consolidation every U.S. business enterprise (B) and (C), proceeding down each ownership chain, whose voting interest is more than 50 percent owned by the U.S. business enterprise directly above.

Exclude from the full consolidation all minority-owned U.S. business enterprises (D) and all foreign business enterprises owned by this U.S. business enterprise; however, include them on an equity basis when reporting financial information on page 10.

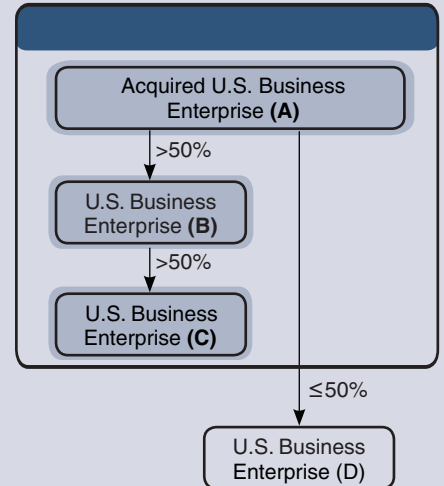
- A minority-owned U.S. business enterprise must file a Form BE-13 Claim for Exemption if the minority-owned U.S. business enterprise has not previously filed a BE-13, BE-605, BE-12, or BE-15.

Hereinafter the consolidated U.S. businesses are considered to be the **'acquired U.S. entity'**.

Business enterprise means any organization, association, branch, or venture that exists for profit-making purposes or to otherwise secure economic advantage, and ownership of any real estate that is not held for personal use.

Voting interest is the percent of ownership in the voting securities of an incorporated business enterprise, or an equivalent interest in an unincorporated business enterprise. Voting interest may not equal equity interest.

EXAMPLE 1.

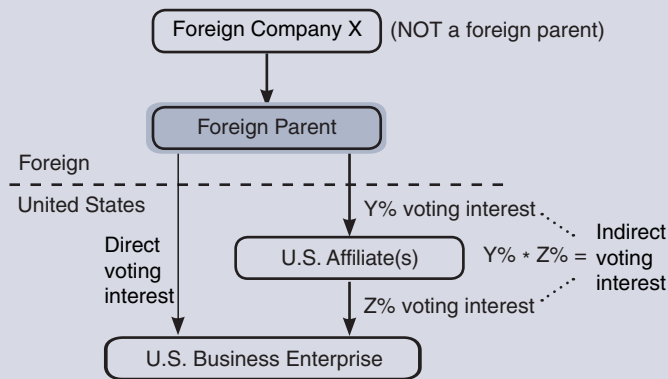


ACQUISITION INFORMATION

1 What date did a foreign parent's voting interest (direct, and/or indirect through existing U.S. affiliates) in the acquired U.S. entity first reach or exceed 10 percent? See Example 2.101

Month	Day	Year
1	___	___

EXAMPLE 2. Direct and Indirect Voting Interest



Foreign parent is the FIRST entity incorporated outside the United States, proceeding up a chain of ownership, that has a 10 percent or more voting interest (directly, and/or indirectly through existing U.S. affiliates) in the acquired U.S. entity.

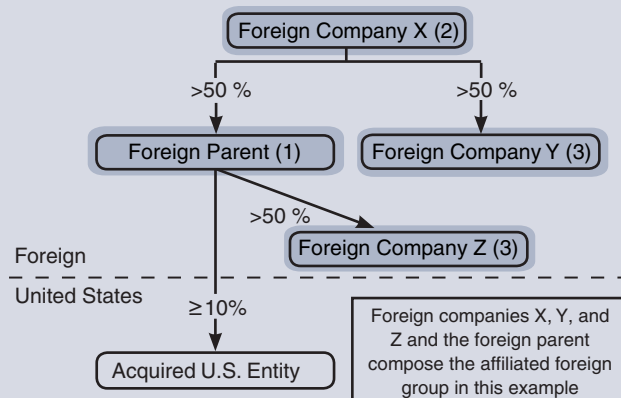
Affiliate means a business enterprise located in one country that is directly or indirectly owned or controlled by an entity of another country to the extent of 10 percent or more of its voting stock for an incorporated business or an equivalent interest for an unincorporated business enterprise.

2 What was the total cost to all foreign parents' affiliated foreign groups (see EXAMPLE 3) and their U.S. affiliates for the acquisition that occurred on the date reported in **1**?

- Include the cost of voting interest and non-voting equity interest.
- Exclude the cost to any U.S. or foreign entity that is not affiliated with any of the foreign parents.

\$ Bil. Mil. Thous. Dols.

EXAMPLE 3. Affiliated Foreign Group



Total Cost.102

1	,000
---	------

Affiliated foreign group means:

- the foreign parent,
- any foreign entity, proceeding up the foreign parent's ownership chain, that owns more than 50 percent of the entity below it up to and including that entity which is not owned more than 50 percent by another foreign entity, and
- any foreign entity, proceeding down the ownership chain(s) of each of these members, which is owned more than 50 percent by the member above it.

(As used here, "entity" is synonymous with "person," as that term is used in the broad legal sense.)

BE-13A – Acquisition Information

3 What was the legal name of the acquired U.S. entity at the time of the acquisition?

105 1

4 Did the acquired U.S. entity use any other names immediately before or after the acquisition?

106 1 1 YES - List and describe the names: 2
 1 2 NO

5 Were any U.S. businesses established within the last 30 days solely to facilitate the complete acquisition, and will not be dissolved?

107 1 1 YES - List their names: 2
 1 2 NO

If the answer is "YES", consolidate the established entities with the acquired entity while answering the remaining questions on this BE-13A Form.

6 What is the acquired U.S. entity's employer identification number used to file income and payroll taxes?

109 1

7 Are there any U.S. business enterprises consolidated in, or owned by, the acquired U.S. entity?

120 1 1 Yes
 1 2 No — SKIP to **9**

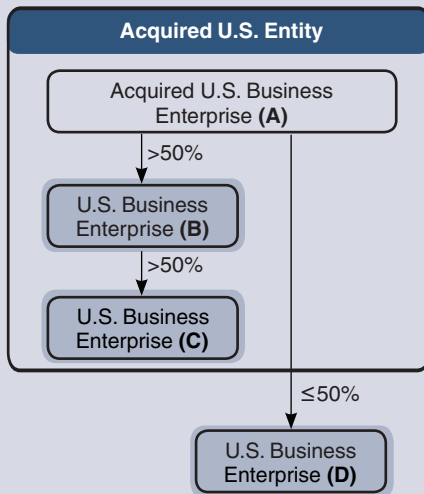
8 What is the name of each U.S. business enterprise consolidated in, or owned by, the acquired U.S. entity?

Include all consolidated U.S. business enterprises (B) and (C), and unconsolidated minority-owned U.S. business enterprises (D), in EXAMPLE 4.

121 1
 122 1
 123 1
 124 1
 125 1

List additional entries on a separate page, if necessary.

EXAMPLE 4.



Business enterprise means any organization, association, branch, or venture that exists for profit-making purposes or to otherwise secure economic advantage, and ownership of any real estate that is not held for personal use.

Voting interest is the percent of ownership in the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise.

- In a **general or limited partnership**, voting interest is presumed to be divided evenly between the general partners, and limited partners are presumed to have zero voting interest, unless otherwise stated in the partnership agreement.
- In the case of a **limited liability corporation (LLC)**, voting interest is presumed to be divided equally between the members (owners), unless otherwise stated in the articles of organization or in the operating agreement.

BE-13A – Ownership Information

OWNERSHIP INFORMATION FOR THE ACQUIRED U.S. ENTITY

As of the acquisition date reported in **1**:

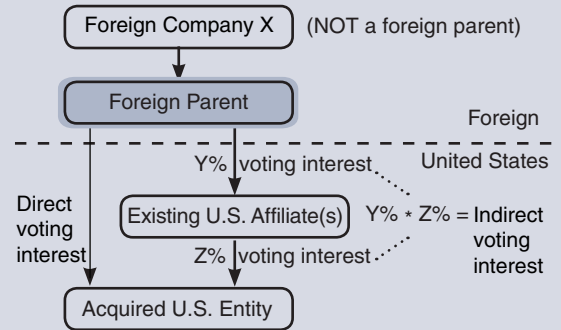
9 How many **foreign parents** (direct, and/or indirect through U.S. affiliates) does the acquired U.S. entity have? See Example 5.

Number of Foreign Parents **1**

Foreign parent is the FIRST entity incorporated outside the United States, proceeding up a chain of ownership, that has a 10 percent or more voting interest (directly, and/or indirectly through existing U.S. affiliates) in the acquired U.S. entity.

EXAMPLE 5. Direct and Indirect Voting Interest

(Repeated from page 3)



10 What are the names of all **foreign parents** and the percent of direct and indirect **voting interest** that each holds in the acquired U.S. entity?

	Foreign Parents	DIRECT Voting Interest	INDIRECT Voting Interest, Through Existing U.S. Affiliates	TOTAL Voting Interest
191	1	2 _____ %	3 _____ %	4 _____ %
192	1	2 _____ %	3 _____ %	4 _____ %
193	1	2 _____ %	3 _____ %	4 _____ %
194	1	2 _____ %	3 _____ %	4 _____ %

If necessary, please list additional entries on a separate page.

11 What percent of **voting interest** in the acquired U.S. entity (see EXAMPLE 6) is held:

- A. DIRECTLY by **foreign parents**?
(This is the sum of direct **voting interest** provided in **10**.) 150
- B. DIRECTLY by existing U.S. **affiliates** of the **foreign parents**? 151
- C. DIRECTLY by other U.S. **entities**? 152
- D. DIRECTLY by other foreign **entities**?
(Each holding less than 10 percent **voting interest** in the acquired U.S. entity.) 153

Voting Interest

1 _____ %

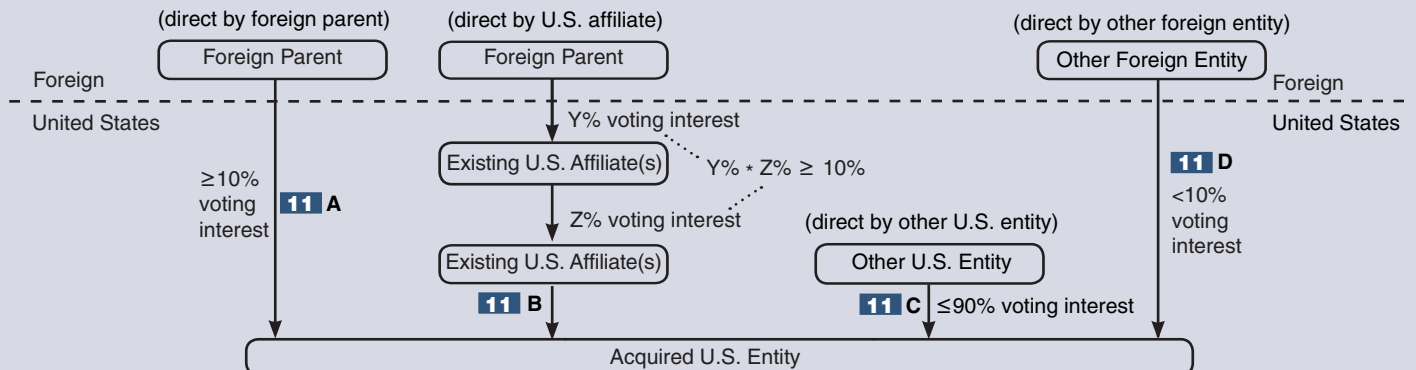
1 _____ %

1 _____ %

1 _____ %

Total of 11 A through 11 D must sum to 100.0 %

EXAMPLE 6. Different Types of Ownership



BE-13A – Existing U.S. Affiliates

EXISTING U.S. AFFILIATES

As of the acquisition date reported in **1**:

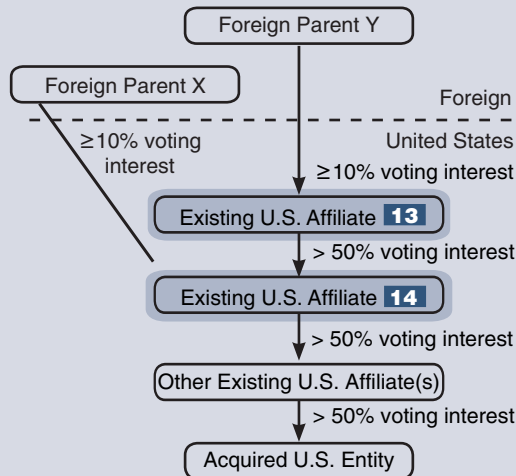
12 Does any one existing U.S. affiliate **DIRECTLY** own more than 50 percent of the voting interest in the acquired U.S. entity?

- ²³⁰ **1** Yes - Please provide an organizational chart, as of the date of the acquisition. *CONTINUE* to **13**.
- ¹ **2** No - *SKIP* to **15**.

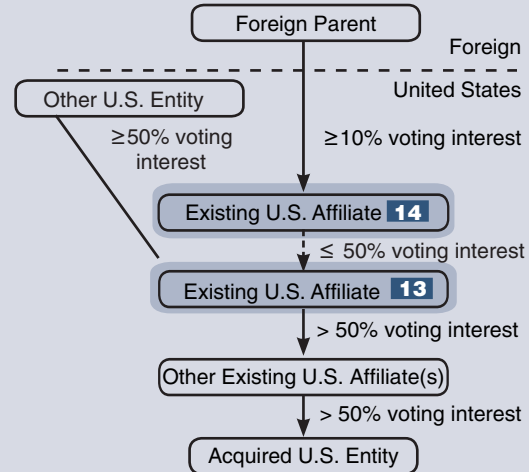
13 What are the legal name, address, and BEA ID (if it has one) of the existing U.S. affiliate that, proceeding up the ownership chain from the acquired U.S. entity, is the first that is **NOT** more than 50 percent directly owned by another existing U.S. affiliate?
See EXAMPLES 7 and 8.

231 Name 1			
Street 1 2		Street 2 3	
City 4	State 5	Zip 6	
Country 7			
BEA ID 8			

EXAMPLE 7. Identifying the U.S. Affiliates



EXAMPLE 8. Identifying the U.S. Affiliates



14 What are the legal name, address, and BEA ID (if it has one) of the existing U.S. affiliate that, proceeding up the ownership chain from the acquired U.S. entity, is the first that is at least 10 percent **DIRECTLY** owned by a foreign parent?
See EXAMPLES 7 and 8 above.

If it is the same existing U.S. affiliate as in **13**, write "same" in the name field.

232 Name 1			
Street 1 2		Street 2 3	
City 4	State 5	Zip 6	
Country 7			
BEA ID 8			

NOTE: If there is more than one foreign parent (direct, and/or indirect through existing U.S. affiliates), complete **15** through **27** for each additional foreign parent on separate pages. Additional copies of these pages may be downloaded from www.bea.gov/be13.

BE-13A Identifying Foreign Parent Number ___ of ___

NOTE: If there is more than one foreign parent (direct, and/or indirect through existing U.S. affiliates), complete **15** through **27** for each additional foreign parent on separate pages. Additional copies of these pages may be downloaded from www.bea.gov/be13.

IDENTIFYING THE FOREIGN PARENT

15 What is the name of this foreign parent?

If this foreign parent is an individual who owns 10 percent of the voting interest (directly, and/or indirectly through existing U.S. affiliates) in the acquired U.S. entity, write "individual" instead of the individual's name.

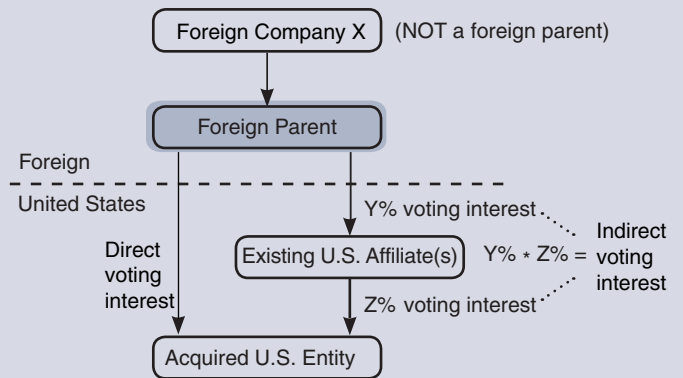
201 1

Foreign parent is the FIRST entity incorporated outside the United States, proceeding up a chain of ownership, that has 10 percent or more voting interest (directly, or indirectly through existing U.S. affiliates) in the acquired U.S. entity.

Voting interest is the percent of ownership in the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise, including a branch or partnership.

- In a **general** or **limited partnership**, voting interest is presumed to be divided evenly between the general partners, and limited partners are presumed to have zero voting interest, unless otherwise stated in the partnership agreement.
- In the case of a **limited liability corporation (LLC)**, voting interest is presumed to be divided equally between the members (owners), unless otherwise stated in the articles of organization or in the operating agreement.

EXAMPLE 11. Direct and Indirect Voting Interest
(Repeated from page 3)



16 What is this foreign parent's country of incorporation?

If the foreign parent is an individual or government, provide the country of residence. For individuals who do not reside in their country of citizenship, please follow the guidelines for country of residence on page 12.

Country of Foreign Parent

1

202

17 What is this foreign parent's industry code?

- Select the category below which best describes the PRIMARY activity of the SINGLE entity named as the foreign parent. (The codes are also listed on page 11.)
- DO NOT base the code on the worldwide sales of all consolidated subsidiaries of the foreign parent.
- If the UBO is an individual, select the category "05 - Individual."

203 1

IDENTIFYING THE ULTIMATE BENEFICIAL OWNER (UBO)

18 Is this foreign parent also the ultimate beneficial owner (UBO)? (See EXAMPLES 12 and 13)

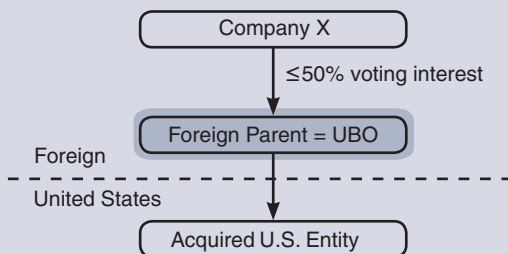
- The UBO is the entity, proceeding up the ownership chain that includes the foreign parent, whose voting interest is not more than 50 percent owned by another entity.
- If the foreign parent is owned or controlled more than 50 percent by another entity, then the foreign parent is NOT the UBO.

210 1 1 Yes — SKIP to **21**
 1 2 No

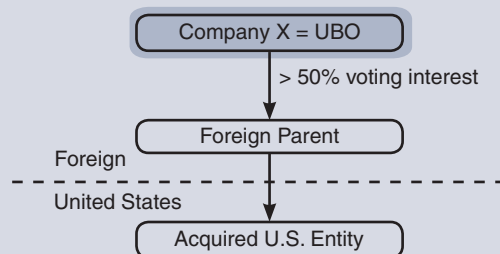
Voting interest is the percent of ownership in the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise.

- In a **general or limited partnership**, voting interest is presumed to be divided evenly between the general partners, and limited partners are presumed to have zero voting interest, unless otherwise stated in the partnership agreement.
- In the case of a **limited liability corporation (LLC)**, voting interest is presumed to be divided equally between the members (owners), unless otherwise stated in the articles of organization or in the operating agreement.

EXAMPLE 12. Foreign Parent is UBO



EXAMPLE 13. Foreign Parent is Not UBO



19 What is the name of the UBO?

If the UBO is an individual, write "individual" instead of the individual's name.

211 1

20 What is the UBO's country of incorporation?

If the UBO is an individual or government, provide the country of residence. For individuals who do not reside in their country of citizenship, please follow the guidelines for country of residence on page 12.

Country of UBO

212 1

21 What is the UBO's industry code?

- Select the category below which best reflects the consolidated worldwide sales of the UBO, including all majority-owned subsidiaries. (The codes are also listed on page 11.)
- If the UBO is an individual, select the category "05 - Individual."
- Do not use code 14 unless you receive permission from BEA.

213 1

BE-13A – Information for Foreign Parent Number ___ of

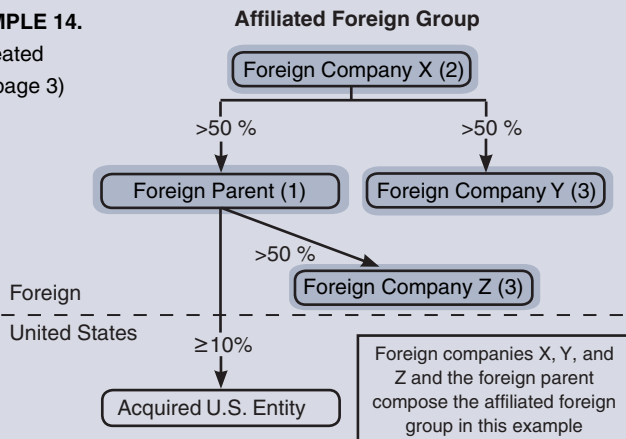
PRIOR OWNERSHIP

- 22** Did this foreign parent hold voting interest (directly, and/or indirectly through existing U.S. affiliate) in the acquired U.S. entity immediately prior to the acquisition date reported in **1** ? 300 ¹ Yes
¹ No — SKIP to **26**
- 23** What was the percent of voting interest, to a tenth of one percent, that this foreign parent held (directly, and/or indirectly through existing U.S. affiliates) in the acquired U.S. entity prior to the acquisition date reported in **1** ? 301 _____ %
Month Day Year
1 _____ / _____ / _____
- 24** What was the date that the voting interest reported in **23** was acquired? 302 _____ / _____ / _____
- 25** What was the value of the investment this foreign parent had in the acquired U.S. entity prior to the acquisition date reported in **1** ? \$ Bil. Mil. Thous. Dols.
1 _____ ,000
Exclude the cost of the acquisition that took place on the date reported in **1** 303 _____ ,000

TRANSACTION INFORMATION

- 26** What was the total cost to this foreign parent's affiliated foreign group (see EXAMPLE 14) and its U.S. affiliates for the acquisition that occurred on the date reported in **1** ?
- If there is only one foreign parent, this is the same as the total cost reported in **2**.
 - If there is more than one foreign parent, the sum of the cost for each should match the total reported in **2**.
 - Include the cost of voting interest and non-voting equity interest.
 - Exclude the cost to any U.S. entity that is not affiliated with this foreign parent.
- \$ Bil. Mil. Thous. Dols.
1 _____ ,000
- Total cost to this foreign parent's AFG and U.S. affiliates. 320 _____ ,000

EXAMPLE 14.
(Repeated from page 3)



Affiliated foreign group means:

- (1) the foreign parent,
- (2) any foreign entity, proceeding up the foreign parent's ownership chain, that owns more than 50 percent of the entity below it up to and including that entity which is not owned more than 50 percent by another foreign entity, and
- (3) any foreign entity, proceeding down the ownership chain(s) of each of these members, which is owned more than 50 percent by the member above it.

(As used here, "entity" is synonymous with "person," as that term is used in the broad legal sense.)

DEBT AND EQUITY BETWEEN THE AFFILIATED FOREIGN GROUP (AFG) AND U.S. AFFILIATES

- 27** For the acquisition, how much did:
- A. This affiliated foreign group DIRECTLY pay to the seller (prior owner) of the acquired U.S. entity as consideration (cash or equity)? 381 _____ ,000
- B. This affiliated foreign group DIRECTLY loan to the acquired U.S. entity? 382 _____ ,000
- C. This affiliated foreign group invest in existing U.S. affiliates as cash or equity? 383 _____ ,000
- D. This affiliated foreign group loan to existing U.S. affiliates? 384 _____ ,000

NOTE: If there is more than one foreign parent (direct, and/or indirect through existing U.S. affiliates), complete **15** through **27** for each additional foreign parent on separate pages. Additional copies of these pages may be downloaded from www.bea.gov/be13.

BE-13A – Financial and Operating Information

FINANCIAL AND OPERATING INFORMATION

Report the acquired U.S. entity's financial and operating information for the most recently completed fiscal year. If this information is not available, provide estimates and indicate such in the notes section on page 2.

Reminder: The acquired U.S. entity includes the acquired U.S. business enterprise and all U.S. business enterprises, proceeding down an ownership chain from the acquired U.S. business enterprise, whose voting interest is more than 50 percent owned by the U.S. business enterprise directly above it. For additional information, see 'Consolidating the Acquired U.S. Entity' on page 3.

For **29** through **32**, include on an equity basis all foreign business enterprises owned by the acquired U.S. business enterprise and all U.S. business enterprises owned 50 percent or less by the acquired U.S. business enterprise.

		Month	Day	Year
28 What is the ending date for the most recently completed fiscal year that ended on, or before, the acquisition date reported in 1 ?	400	1	/	/
		___	/	___

As of the date reported in **28**, what were the acquired U.S. entity's:

		\$ Bil.	Mil.	Thous.	Dols.
29 Assets?	401	1			,000
30 Liabilities?	402	1			,000
31 Annual sales or gross operating revenues?	403	1			,000
32 Annual net income (loss) after provision for income taxes?	404	1			,000

33 Number of employees?

- Include all full-time and part-time employees in the United States. Do not include worldwide employment.
- Exclude contract workers and other workers not carried on the payroll.
- If a strike or other interruption of operations was in progress at year end, report a number that represents normal operation.
- If the acquired U.S. entity's activity involves large seasonal variations, report a number that represents an average for the year.

405 1

34 Major activities? Check all that apply.

- 420
- | | | |
|---|--|--|
| 1 | Producer of goods | |
| 2 | Seller of goods it does not produce | |
| 3 | Producer or distributor of information | |
| 4 | Provider of services | |
| 5 | Real estate | |
| 6 | Other—Specify: | <input style="width: 600px;" type="text"/> |

35 Major products and/or services involved in the activities identified in **34**?

If a product, also state what is done to it, i.e., whether it is mined, manufactured, sold at wholesale, transported, packaged, etc.

421 1

36 Four-digit industry classification?

Select the category below which best describes the industry in which the acquired U.S. entity had the largest amount of sales or gross operating revenues. (See list on page 13 or go to www.bea.gov/NAICS_2022 for detailed descriptions.)

423 1

As of the date reported in **28**:

37 In which state was the acquired U.S. entity located?

- If the acquired U.S. entity operates in more than one state, then select the state where the greatest number of the employees are based.
- If there are no employees and there is no physical location, then select the state of incorporation.

422 1

38 Did the acquired U.S. entity conduct research and development activities?

- 424
- | | | |
|---|-----|--|
| 1 | Yes | |
| 2 | No | |

RETURN TO COVER PAGE FOR FILING INSTRUCTIONS

SURVEY INFORMATION

Purpose: This survey collects data on the acquisition or establishment of U.S. business enterprises by foreign investors and the expansion of existing U.S. affiliates of foreign companies to establish a new production facility. The data collected on the survey are used to measure the amount of new foreign direct investment in the United States, assess the impact on the U.S. economy, and based on this assessment, make informed policy decisions regarding foreign direct investment in the United States.

Authority: 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), hereinafter “the Act”, and the filing of reports is MANDATORY pursuant to Section 5(b)(2) of the Act (22 U.S.C. 3104). The implementing regulations are contained in 15 CFR Part 801.

Penalties: Whoever fails to report may be subject to a civil penalty of not less than \$4,450, and not more than \$44,539, and to injunctive relief commanding such person to comply, or both. 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 violation, upon conviction, may be punished by a like fine, imprisonment, or both (22 U.S.C. 3105). Civil penalties are subject to inflationary adjustments. Those adjustments are found in 15 CFR 6.4.

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.

Respondent burden: Public reporting burden for this BE-13A form is estimated to average 2.5 hours per response, including 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 burden, to: Director, Bureau of Economic Analysis (BE-1), U.S. Department of Commerce, 4600 Silver Hill Road, Washington, DC 20233; and to the Office of Management and Budget, Paperwork Reduction Project 0608-0035, 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. Per the Cybersecurity Enhancement Act of 2015, your data are protected from cybersecurity risks through security monitoring of the BEA information systems.

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, 2022*, available at www.bea.gov/naics_2022. See the Summary of Industry Classifications on page 13 of this form.

- | | |
|---|---|
| 01 Government and government-owned or -sponsored enterprise, or quasi-government organization or agency | 17 Information (ISI codes 5121–5192) |
| 02 Pension fund — Government run | 18 Professional, scientific, and technical services (ISI codes 5411–5419) |
| 03 Pension fund — Privately run | 19 Other services
(ISI codes 1150, 2132, 2133, 5321, 5329, and 5611–8130) |
| 04 Estate, trust, or nonprofit organization | Manufacturing, including fabricating, assembling, and processing of goods: |
| 05 Individual | 20 Food (ISI codes 3111–3119) |
| Private business enterprise, investment organization, or group engaged in: | 21 Beverages and tobacco products (ISI codes 3121 and 3122) |
| 06 Insurance (ISI codes 5242, 5243, 5249) | 22 Pharmaceuticals and medicine (ISI code 3254) |
| 07 Agriculture, forestry, fishing and hunting (ISI codes 1110–1140) | 23 Other chemicals (ISI codes 3251–3259, except 3254) |
| 08 Mining (ISI codes 2111–2127) | 24 Nonmetallic mineral products (ISI codes 3271–3279) |
| 09 Construction (ISI codes 2360–2380) | 25 Primary and fabricated metal products (ISI codes 3311–3329) |
| 10 Transportation and warehousing (ISI codes 4810–4939) | 26 Computer and electronic products (ISI codes 3341–3346) |
| 11 Utilities (ISI codes 2211–2213) | 27 Machinery (ISI codes 3331–3339) |
| 12 Wholesale and retail trade (ISI codes 4231–4596) | 28 Electrical equipment, appliances and components (ISI codes 3351–3359) |
| 13 Banking, including bank holding companies (ISI codes 5221 and 5229) | 29 Motor vehicles and parts (ISI codes 3361–3363) |
| 14 Holding companies, excluding bank holding companies
(ISI codes 5512 and 5513) | 30 Other transportation equipment (ISI codes 3364–3369) |
| 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) | 31 Other manufacturing
(ISI codes 3130–3231, 3261, 3262, 3370–3399) |
| 16 Real estate (ISI code 5310) | 32 Petroleum manufacturing, including integrated petroleum and petroleum refining without extraction (ISI codes 3242–3244) |

DEFINITIONS

Affiliate means a business enterprise located in one country that is directly or indirectly owned or controlled by an entity of another country to the extent of 10 percent or more of its voting stock for an incorporated business or an equivalent interest for an unincorporated business enterprise.

Affiliated foreign group means:

- (1) the foreign parent,
- (2) any foreign entity, proceeding up the foreign parent's ownership chain, that owns more than 50 percent of the entity below it up to and including that entity which is not owned more than 50 percent by another foreign entity; and
- (3) any foreign entity, proceeding down the ownership chain(s) of each of these members, which is owned more than 50 percent by the member above it.

Branch means the operations or activities conducted by an entity in a different location in its own name rather than through an incorporated entity.

Business enterprise means any organization, association, branch, or venture that exists for profit making purposes or to otherwise secure economic advantage, and ownership of any real estate that is not held for personal use.

Country of residence for individuals who do not reside in their country of citizenship is determined using the following guidelines:

- (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 (3) 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 the owner or employee is considered a resident of the country of citizenship provided he or she intends to return within a reasonable period of time.
- (4) Individuals and members of their immediate families who reside 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.

Direct investment means the ownership or control, directly or indirectly, by one entity of 10 percent or more of the voting interest in a business enterprise.

Entity (as used here, "entity" is synonymous with "person," as that term is used in the broad legal sense) means any individual, branch, partnership, associated group, association, estate, trust, corporation, or other organization (whether or not organized under the laws of any state), and any government (including a foreign government, the United States Government, a state or local government, and any agency, corporation, financial institution, or other entity or instrumentality thereof, including a government-sponsored agency).

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.

Foreign direct investment in the United States means the ownership or control, directly or indirectly, by one foreign investor 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 or partnership.

Foreign parent is the FIRST entity incorporated outside the United States, proceeding up a chain of ownership, that has 10 percent or more voting interest (directly, and/or indirectly through existing U.S. affiliates) in the acquired U.S. entity.

Minority-owned U.S. business enterprise means a U.S. business enterprise in which the U.S. business enterprise above it in an ownership chain holds 50 percent or less direct voting interest.

Research and development (R&D) is planned, creative work aimed at discovering new knowledge or developing new or significantly improved goods and services. This includes

- (1) activities aimed at acquiring new knowledge or understanding without specific immediate commercial application or use (basic research);
- (2) activities aimed at solving a specific problem or meeting a specific commercial objective (applied research); and
- (3) 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.

Ultimate beneficial owner (UBO) means the entity, proceeding up the ownership chain that includes the foreign parent, which is not more than 50 percent owned or controlled by another entity.

United States, when used in a geographic sense, means the 50 states, the District of Columbia, the Commonwealth of Puerto Rico, and all territories and possessions of the United States.

U.S. affiliate means an affiliate located in the United States in which a foreign entity has a direct investment.

Voting interest is the percent of ownership in the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise.

- In a **general** or **limited partnership**, voting interest is presumed to be divided evenly between the general partners, and limited partners are presumed to have zero voting interest, unless otherwise stated in the partnership agreement.
- In the case of a **limited liability corporation (LLC)**, voting interest is presumed to be divided equally between the members (owners), unless otherwise stated in the articles of organization or in the operating agreement.

