



## **MANDATORY — CONFIDENTIAL\***

# SURVEY OF NEW FOREIGN DIRECT INVESTMENT IN THE UNITED STATES FORM BE-13A

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

005 3

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

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Electronic filing:	Go to www.bea.gov/efile for details	010	Company Name		
Fax reports to: (301) 278-9504					
		011	In Care Of		
Mail reports to: U.S. Department of Commerce	U.S. Department of Commerce Bureau of Economic Analysis		1		
		012	Attention		
	4600 Silver Hill Road		I		
Washington, DC 20233		013	Street 1		
Deliver reports to: U.S. Department of Commerce					
Bureau of Economic Analysis Direct Investment Division, BE–49(NI) 4600 Silver Hill Road	Demonstrate Anotheria	014	Street 2		
	4600 Silver Hill Boad		1		
		015	City 1	State	Zip
				2	0
Assistance:	E-mail: be13@bea.gov		Country		
	Telephone: (301) 278-9419		4		
	Copies of form: www.bea.gov/be13				

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	\$ Bil.	Mil.	Thous.	Dols.
Monetary Values: Report in U.S. dollars rounded to thousands (omitting 000). EXAMPLE – If amount is \$1,334,891.00, report as	1	1	335	,000
Percentages: Report ownership percentages to a tenth of one percent. EXAMPLE		1	98.	<u>7</u> %

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	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	Extension
			<sup>1</sup> ()	2
025	Name 1	Title 2	Fax Number <sup>3</sup> ()	

## **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.

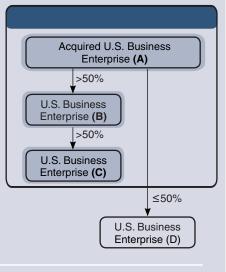
A minority-owned U.S. business enterprise must file a Form BE-13 Claim for Exemption if the minority-owned U.S. business enterprise has not previously filed a BE-13, BE-605, BE-12, or BE-15.

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.





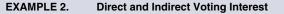
Month

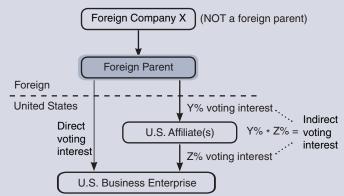
Dav

Year

## **ACQUISITION INFORMATION**

What date did a foreign parent's voting interest (direct, and/or indirect through existing U.S. affiliates) 



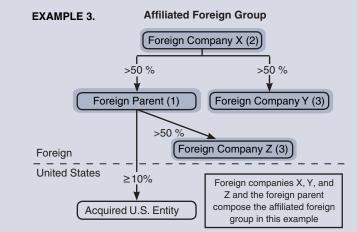


Foreign parent is the FIRST entity incorporated outside the United States, proceeding up a chain of ownership, that has a 10 percent or more voting interest (directly, and/or indirectly through existing U.S. affiliates) in the acquired U.S. entity.

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.



#### 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

\$ Bil.

Mil. Thous. Dols.

.000

(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.)

BE-13A – Acq	uisition Information
<b>3</b> What was the legal name of the acquired U.S. entity at the time	of the acquisition?
105 1	
Did the acquired U.S. entity use any other names immediately b	before or often the comulaities?
$^{106}$ <sup>1</sup> <b>1</b> YES - List and describe the names: <sup>2</sup>	
$1^{\circ}$ NO	
<ul> <li>Were any U.S. businesses established within the last 30 days s</li> <li><sup>107</sup> <sup>1</sup> 1 YES - List their names: 2</li> </ul>	solely to facilitate the complete acquisition, and will not be dissolved?
$1^{\circ}$ PES - List their harnes. $2^{\circ}$	
If the answer is "YES", consolidate the established entities with th	e acquired entity while answering the remaining questions on this BE-13A Form.
6 What is the acquired U.S. <u>entity's</u> employer identification numb	per used to file income and payroll taxes?
109 1	
Are there any U.S. business enterprises consolidated in, or ow	ned by, the acquired U.S. <u>entity</u> ?
$^{120}$ <sup>1</sup> <b>1</b> Yes $^{1}$ <b>2</b> No — <i>SKIP</i> to <b>9</b>	
2 No — <i>SKIP</i> to 9	
8 What is the name of each U.S. <u>business enterprise</u> consolidated Include all consolidated U.S. <u>business enterprises</u> (B) and (C), and u	I in, or owned by, the acquired U.S. <u>entity</u> ? Inconsolidated <u>minority-owned U.S business enterprises</u> (D), in EXAMPLE 4.
121 1	
122 1	
123 1	
124 1	
List additional entries on a separate page, if necessary.	
EXAMPLE 4. Acquired U.S. Entity	Business enterprise means any organization, association, branch, or
Acquired 0.0. Entry	venture that exists for profit-making purposes or to otherwise secure economic advantage, and ownership of any real estate that is not held
Acquired U.S. Business Enterprise (A)	for personal use.
>50%	<u>Voting interest</u> is the percent of ownership in the voting securities of an incorporated business enterprise or an equivalent interest
U.S. Business Enterprise (B)	<ul> <li>in an unincorporated business enterprise.</li> <li>In a general or limited partnership, voting interest is presumed</li> </ul>
>50%	to be divided evenly between the general partners, and limited partners are presumed to have zero voting interest, unless
U.S. Business Enterprise (C)	<ul><li>otherwise stated in the partnership agreement.</li><li>In the case of a limited liability corporation (LLC), voting</li></ul>
≤50%	interest is presumed to be divided equally between the members (owners), unless otherwise stated in the articles of organization or
U.S. Business	in the operating agreement.
Enterprise (D)	

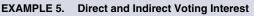
# **BE-13A – Ownership Information**

## **OWNERSHIP INFORMATION FOR THE ACQUIRED U.S. ENTITY**

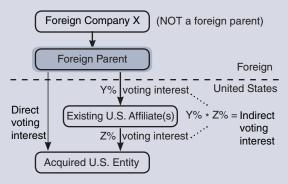
As of the acquisition date reported in 1:

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

**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.



(Repeated from page 3)



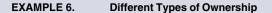
10 What are the names of all <u>foreign parents</u> and the percent of direct and indirect <u>voting interest</u> that each holds in the acquired U.S. <u>entity</u>?

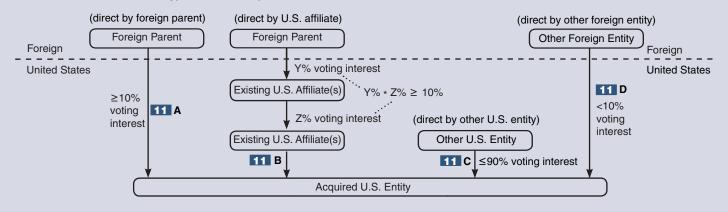


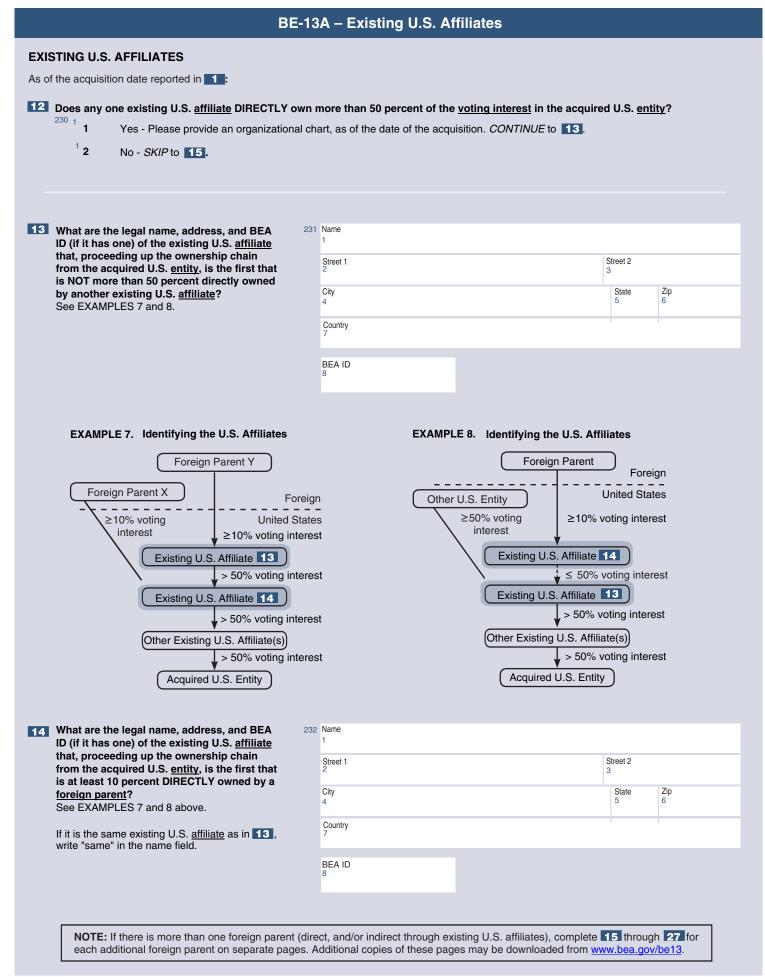
If necessary, please list additional entries on a separate page.

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

	Voting Interest
A. DIRECTLY by <u>foreign parents</u> ?	1
(This is the sum of direct <u>voting interest</u> provided in <b>10</b> .)	1
B. DIRECTLY by existing U.S. <u>affiliates</u> of the <u>foreign parents</u> ?	%
	1
C. DIRECTLY by other U.S. entities?	%
D. DIRECTLY by other foreign <u>entities</u> ?	1
(Each holding less than 10 percent voting interest in the acquired U.S. entity.)	/º
Total of <b>11</b> A through <b>11</b> D must sum	to 100.0%







## 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 <a href="http://www.bea.gov/be13">www.bea.gov/be13</a>.

#### **IDENTIFYING THE FOREIGN PARENT**

#### 15 What is the name of this foreign parent?

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

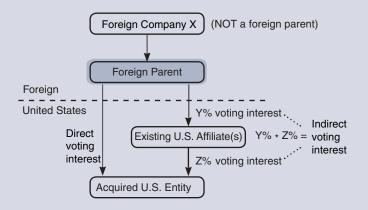
201 1

<u>Foreign parent</u> 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.

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

Country of Foreign Parent

## 17 What is this <u>foreign parent's</u> industry code?

- Select the category below which best describes the PRIMARY activity of the SINGLE <u>entity</u> named as the <u>foreign parent</u>. (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

202

## **IDENTIFYING THE ULTIMATE BENEFICIAL OWNER (UBO)**

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

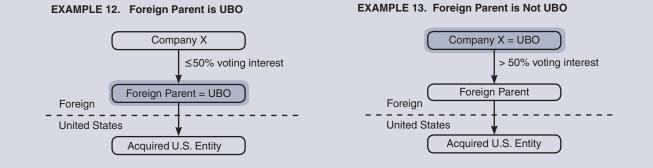
- The UBO is the entity, proceeding up the ownership chain that includes the <u>foreign parent</u>, whose <u>voting interest</u> is not more than 50 percent owned by another <u>entity</u>.
- If the foreign parent is owned or controlled more than 50 percent by another entity, then the foreign parent is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

<sup>210</sup> <sup>1</sup> **1** Yes — *SKIP to* **21** <sup>1</sup> **2** No

<u>Voting interest</u> 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.



#### 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 <u>country of residence</u>. For individuals who do not reside in their country of citizenship, please follow the guidelines for <u>country of residence</u> on page 12.

      Country of UBO

      1

      20 What is the UBO's country of incorporation?
If the UBO is an individual or government, provide the <u>country of residence</u> on page 12.

      Country of UBO

      212
```

#### 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

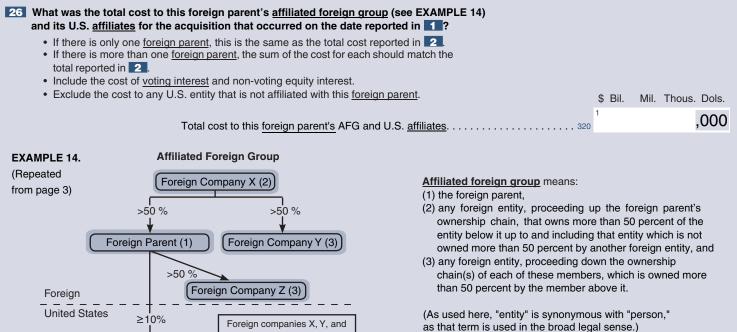
of

# BE-13A – Information for Foreign Parent Number \_\_\_\_ of

PRIOR OWNERSHIP			
22 Did this <u>foreign parent</u> hold <u>voting interest</u> (directly, and/or indirectly through existing U.S. <u>affiliate</u> ) in the acquired U.S. entity immediately prior to the acquisition date reported in 1?	<sup>00</sup> <sup>1</sup> <b>1</b> <sup>1</sup> <b>2</b>	Yes No —	SKIP to 26
23 What was the percent of <u>voting interest</u> , to a tenth of one percent, that this <u>foreign parent</u> held (directly, and/or indirectly through existing U.S. <u>affiliates</u> ) in the acquired U.S. entity prior to the acquisition date reported in		Vo 1 . 301	Percent of oting Interest
24 What was the date that the voting interest reported in 23 was acquired?	1 2/	//	
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? Exclude the cost of the acquisition that took place on the date reported in 1	\$ Bil. 1	Mil. T	hous. Dols. <b>,000</b>

## TRANSACTION INFORMATION

Acquired U.S. Entity



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

Z and the foreign parent compose the affiliated foreign

group in this example

27 For the acquisition, how much did: \$ B	. Mil.	Thous. Dols.
A. This <u>affiliated foreign group</u> DIRECTLY pay to the seller (prior owner) of the acquired U.S. entity as consideration (cash or equity)?		,000
B. This affiliated foreign group DIRECTLY loan to the acquired U.S. entity?         382		,000
1 <b>C.</b> This <u>affiliated foreign group</u> invest in existing U.S. <u>affiliates</u> as cash or equity?		,000
1 D. This <u>affiliated foreign group</u> loan to existing U.S. <u>affiliates</u> ?		,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 <u>www.bea.gov/be13</u>.

# **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. <u>business enterprise</u> and all U.S. <u>business enterprises</u>, proceeding down an ownership chain from the acquired U.S. <u>business enterprise</u>, whose <u>voting interest</u> is more than 50 percent owned by the U.S. <u>business enterprise</u> 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 <u>business enterprises</u> owned by the acquired U.S. <u>business enterprise</u> and all U.S. <u>business enterprise</u> owned 50 percent or less by the acquired U.S. <u>business enterprise</u>.

	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?	1 /	′	_/
As of the date reported in <b>28</b> , what were the acquired U.S. entity's:	\$ Bil.	Mil.	Thous. Dols.
	1		,000
<b>29</b> Assets?	1		,
30 Liabilities?	4		,000
31 Annual sales or gross operating revenues?			,000
32 Annual net income (loss) after provision for income taxes?	1		,000
<ul> <li>33 Number of employees?</li> <li>Include all full-time and part-time employees in the United States. Do not include worldwide employment.</li> <li>Exclude contract workers and other workers not carried on the payroll.</li> <li>If a strike or other interruption of operations was in progress at year end, report a number that represents normal operations.</li> <li>If the acquired U.S. entity's activity involves large seasonal variations, report a number that represents an average states.</li> </ul>			
34 Major activities? Check all that apply.			
<ul> <li>420</li> <li><sup>4</sup> Producer of goods</li> <li><sup>2</sup> Seller of goods it does not produce</li> <li><sup>3</sup> Producer or distributor of information</li> <li><sup>4</sup> Provider of services</li> <li><sup>5</sup> 5 Real estate</li> <li><sup>6</sup> 6 Other—Specify: <sup>7</sup></li> </ul>			
<b>35</b> Major products and/or services involved in the activities identified in <b>34</b> ? If a product, also state what is done to it, i.e., whether it is mined, manufactured, sold at wholesale, transported, package	jed, etc.		
421 1			
<ul> <li>36 Four-digit industry classification?</li> <li>Select the category below which best describes the industry in which the acquired U.S. entity had the largest amount or gross operating revenues. (See list on page 13 or go to www.bea.gov/NAICS_2022 for detailed descriptions.)</li> <li>423 1</li> </ul>	fsales		
As of the date reported in 28:			
<ul> <li>37 In which state was the acquired U.S. entity located?</li> <li>If the acquired U.S. entity operates in more than one state, then select the state where the greatest number of the e</li> <li>If there are no employees and there is no physical location, then select the state of incorporation.</li> <li>422 1</li> </ul>	mployee	s are t	based.
<b>3B</b> Did the acquired U.S. entity conduct <u>research and development</u> activities?			
<sup>1</sup> 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 <a href="http://www.bea.gov/naics\_2022">www.bea.gov/naics\_2022</a>. 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
- **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 4231-4596)
- 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)

- 17 Information (ISI codes 5121–5192)
- 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)

## 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:

- 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

- 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.

## Summary of Industry Classifications (ISI codes) - For a full explanation of each code see www.bea.gov/naics\_2022

Information

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6230

6240

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services

exchanges

5310 Real estate

related activities

Finance and Insurance

branches and agencies

Motion picture and video industries

Newspaper, periodical, book, and directory publishers Software publishers Radio and television broadcasting stations

other media networks and content providers

Depository credit intermediation (Banking)

Non-depository credit intermediation, except

Activities related to credit intermediation

Nondepository branches and agencies

Other financial investment activities and

Agencies, brokerages, and other insurance

Funds, trusts, and other finance vehicles

Automotive equipment rental and leasing

Lessors of nonfinancial intangible assets,

Accounting, tax preparation, bookkeeping,

**Professional, Scientific, and Technical Services** 

Architectural, engineering, and related services Specialized design services Computer systems design and related services

Scientific research and development services

Management of Companies and Enterprises

**Administrative and Support, Waste** 

5611 Office administrative services

Facilities support services

Employment services Business support services

Other support services

**Educational Services** 

6110 Educational services

Hospitals

**Other Services** 

**Management, and Remediation Services** 

Investigation and security services

Services to buildings and dwellings

**Health Care and Social Assistance** 

Ambulatory health care services

Social assistance services

Nursing and residential care facilities

Arts, Entertainment, and Recreation

**Accommodation and Food Services** 

Personal and laundry services

and similar organizations

Religious, grantmaking, civic, professional,

7210 Accommodation7220 Food services and drinking places

8110 Repair and maintenance

**Public Administration** 

9200 Public administration

5512 Holding companies, except bank holding companies

Travel arrangement and reservation services

Waste management and remediation services

Performing arts, spectator sports, and related industries

Page 13

Museums, historical sites, and similar institutions

Amusement, gambling, and recreation industries

5513 Corporate, subsidiary, and regional management offices

Advertising, public relations, and related services

Other professional, scientific, and technical services

Management, scientific, and technical consulting services

Insurance carriers, except direct life insurance carriers

Securities and commodity contracts

intermediation and brokerage

Direct life insurance carriers

**Real Estate and Rental and Leasing** 

Other rental and leasing services

except copyrighted works

Legal services

and payroll services

Media streaming distribution services, social networks, and

Wired and wireless telecommunications (except satellite)

Computing infrastructure providers, data processing, web

Web search portals, libraries, archives, and other information

Sound recording industries

Satellite telecommunications

All other telecommunications

#### Agriculture, Forestry, Fishing, and Hunting 3336 Engines, turbines, and power

- 1110 Crop production
- 1120 Animal production and aquaculture
- Forestry and logging 1130
- Fishing, hunting, and trapping 1140 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
- Copper, nickel, lead, and zinc ores
- 2126 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

- Animal food manufacturing 3111
- 3112 Grain and oilseed milling
- 3113
- Sugar and confectionery products Fruit and vegetable preserving and specialty foods 3114
- Dairy products 3115
- 3116 Meat products
- 3117 Seafood product preparation and packaging
- 3118 Bakeries and tortilla manufacturing
- 3119 Other food products 3121 Beverages
- 3122 Tobacco
- 3130 Textile mills
- 3140 Textile product mills
- 3150 3160 Apparel
- Leather and allied products
- Wood products 3210
- 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 Asphalt and other petroleum and 3244
- coal products 3251 Basic chemicals
- Resins, synthetic rubbers, and artificial 3252
- and synthetic fibers and filaments Pesticides, fertilizers, and other 3253
- agricultural chemicals
- 3254 Pharmaceuticals and medicines
- Paints, coatings, and adhesives 3255 Soap, cleaning compounds, and 3256
- toilet preparations Other chemical products and preparations 3259
- Plastics products 3261
- 3262 Rubber products
- Clay products and refractories 3271
- Glass and glass products 3272
- 3273 Cement and concrete products
- 3274
- Lime and gypsum products Other nonmetallic mineral products Iron and steel mills 3279
- 3311
- Steel products from purchased steel 3312 Alumina and aluminum production 3313
- and processing 3314
- Nonferrous metal (except aluminum) production and processing
- 3315 Foundries
- 3321 Forging and stamping
- Cutlery and hand tools 3322
- 3323 Architectural and structural metals 3324 Boilers, tanks, and shipping containers
- 3325 Hardware
- 3326
- Spring and wire products Machine shop products, turned products, and 3327
- screws, nuts, and bolts 3328 Coating, engraving, heat treating,
- and allied activities
- 3329 Other fabricated metal products
- Agriculture, construction, and mining machinery 3331
- Industrial machinery 3332

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- Commercial and service industry machinery 3333 3334
- Ventilation, heating, air-conditioning,
- and commercial refrigeration equipment Metalworking machinery 3335

- transmission equipment Other general purpose machinery
- 3341 Computer and peripheral equipment
- 3342 Communications equipment
- 3343 Audio and video equipment
- 3344 Semiconductors and other electronic components

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**Retail Trade** 

- 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
- Motor vehicle bodies and trailers 3362 3363 Motor vehicle parts
- 3364 Aerospace products and parts
- 3365 Railroad rolling stock
- 3366 Ship and boat building
- 3369 Other transportation equipment
- Furniture and related products 3370
- 3391 Medical equipment and supplies
- 3399 Other miscellaneous manufacturing

#### Wholesale Trade, Durable Goods 4231 Motor vehicles and motor vehicle parts and supplies Furniture and home furnishing

Professional and commercial

equipment and supplies

equipment and supplies

Miscellaneous durable goods

Paper and paper product Drugs and druggists' sundries

Grocery and related product

Chemical and allied products

4251 Wholesale trade agents and brokers

Motor vehicle and parts dealers

Building material and garden equipment

Food and beverage retailers Furniture and home furnishings retailers

Clothing, clothing accessories, shoe, and jewelry

Sporting goods, hobby, and musical instrument

Transit and ground passenger transportation

refined petroleum products, and natural gas

Pipeline transportation of crude oil,

Scenic and sightseeing transportation Support activities for transportation

Electronics and appliance retailers

Health and personal care retailers

Book retailers and news dealers

Miscellaneous retailers

Air transportation

Rail transportation

Truck transportation

**Transportation and Warehousing** 

Petroleum tanker operations

Other pipeline transportation

Couriers and messengers

Petroleum storage for hire

Other warehousing and storage

Other water transportation

General merchandise retailers

Farm product raw material

and Agents And Brokers

and supplies dealers

Gasoline stations

Fuel dealers

retailer

retailers

electronic goods

Lumber and other construction materials

Household appliances, and electrical and

Metal and mineral (except petroleum)

Hardware, and plumbing and heating

Machinery, equipment, and supplies

Wholesale Trade, Non-Durable Goods

Apparel, piece goods, and notions

Petroleum and petroleum products

Miscellaneous nondurable goods

Wholesale Trade, Electronic Markets

Beer, wine, and distilled alcoholic beverage