

FORM BE-13 (REV. 3/96)

U.S. DEPARTMENT OF COMMERCE BUREAU OF ECONOMIC ANALYSIS

INITIAL REPORT ON A FOREIGN PERSON'S DIRECT OR INDIRECT ACQUISITION, ESTABLISHMENT, OR PURCHASE OF THE OPERATING ASSETS, OF A U.S. BUSINESS ENTERPRISE, INCLUDING REAL ESTATE MANDATORY - CONFIDENTIAL

MAIL REPORTS TO

U.S. Department of Commerce Bureau of Economic Analysis BE-49(NI) Washington, DC 20230

OR

DELIVER REPORTS TO

U.S. Department of Commerce Bureau of Economic Analysis, BE-49(NI) Shipping and Receiving Section M-100 1441 L Street, NW Washington, DC 20005

This report is to be completed either

(a) by a U.S. business enterprise when a foreign person (hereinafter, the "foreign parent") establishes or acquires directly, or indirectly through an existing U.S. affiliate, a 10 percent or more voting interest in that enterprise, including an enterprise that results from the direct or indirect acquisition by a foreign person of a business segment or operating unit of an existing U.S. business enterprise that is then organized as a separate legal entity; or

(b) by the existing U.S. affiliate of a foreign person (hereinafter, the "existing U.S. affiliate") when it acquires a U.S. business enterprise, or a business segment or operating unit of a U.S. business enterprise, that the existing U.S. affiliate merges into its own operations rather than continuing or organizing as a separate legal entity.

NOTE: Real estate purchased for other than personal use constitutes a "business enterprise."

Separate parts V and VI must be completed and filed for each foreign parent or existing U.S. affiliate that established or acquired a direct voting interest in the U.S. business enterprise, business segment, operating unit, or real estate.

Part I Type of Transaction and Date of Completion

The foreign parent or existing U.S. affiliate (Mark (X) one of items 1 through 5) -

- 1. 101 1 1 created a new legal entity, either incorporated or unincorporated, including a branch, that it organized and began operating as a new U.S. business enterprise.
2. 102 1 2 secured a voting equity interest in a previously existing, separate legal entity that was already organized and operating as a U.S. business enterprise and that it continued to operate as a separate legal entity, either incorporated or unincorporated, including a branch.
3. 103 1 3 bought a business segment or operating unit of an existing U.S. business enterprise, that it organized as a new separate legal entity, either incorporated or unincorporated, including a branch.
4. 104 1 4 the existing U.S. affiliate bought a U.S. business enterprise, or business segment or operating unit of a U.S. business enterprise, and merged it into its own operations rather than continuing or organizing it as a separate legal entity.
5. 105 1 5 directly purchased U.S. real estate

The newly created legal entity, the newly acquired U.S. business enterprise, business segment, or operating unit, and the directly purchased real estate are hereinafter referred to as the "new U.S. affiliate".

6. Date on which transaction was completed 102 1 | | | | | Month | Day | Year

7. Did the foreign parent or existing U.S. affiliate hold a direct ownership interest in the new U.S. affiliate immediately prior to the date given in item 6? 114 1 1 Yes 1 2 No

8. If the answer to item 7 is "Yes," give the percent ownership interest that the new foreign parent or existing U.S. affiliate previously held in the new U.S. affiliate, the cost of such investment and the date(s) acquired. (The cost entered here should not be included in the cost of the transaction that qualified the U.S. business enterprise as a U.S. affiliate and that is reported in item 46.)

Table with columns: Percent, Cost (Bil., Mil., Thous., Dols.), Date(s) acquired (Month, Day, Year). Row 115 shows 1% ownership, \$ cost, and date.

9. Primary employer identification number to be used by the new U.S. affiliate to file income and payroll taxes. Enter E.I. Number

107 1 | | | | | BEA USE 108 1 | | | | |

Continue in next column

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122 1 | | | | | 123 1 | | | | | 138 1 | | | | |

PERSON TO CONSULT CONCERNING QUESTIONS ABOUT THIS REPORT - Enter name and address

Name and address fields for the person to consult.

U.S. TELEPHONE NUMBER Area code Number Extension

CONTROL NUMBER

The combined public reporting burden for related Forms BE-13 and BE-14 is estimated to vary from 1 to 4 hours per response, with an average of 1.5 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 0608-0035, Washington, DC 20503.

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. 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)

IMPORTANT - Read instructions before completing report.

If item 1, 2, or 5 is marked, complete Parts II, IV, V, and VI; if item 3 is marked, complete Parts II through VI; if item 4 is marked, complete Parts III through VI.

Part II Identification and Ownership Structure of the New U.S. Affiliate This Part is to be completed only if item 1, 2, 3, or 5 is marked.

10. Name and address of new U.S. affiliate BEA USE 103 1 | | | | |

Name of new U.S. affiliate 104 1 | | | | |

Street or PO Box 105 1 | | | | |

City and State 106 1 | | | | | ZIP Code

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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 III.C. of the Instructions, estimates have been provided where data are not available from customary accounting records or precise data could not be obtained without undue burden.

Authorized official's signature

Print or type name and title Date

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222 1 | | | | | 223 1 | | | | | 224 1 | | | | |

**Part IV Selected Financial and Operating Data**  
*This Part is to be completed in the case of all types of transactions covered by items 1 through 5, Part I, on previous page.*

BEA USE 124 

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**For items 17 through 20**

**If item 1 or 5, Part I, is marked** - Where the investment represents the establishment of a new U.S. business enterprise, or the direct purchase of real estate, the data should be projections for or as of the end of the first full year of operations. Use projections made in the course of planning the investment if available; otherwise give best estimate. (Exception - For direct purchase of real estate, the asset value should be the value at time of closing.)

**If item 2, 3, or 4, Part I, is marked** - Data should be for the fully consolidated U.S. business enterprise, or business segment or operating unit, acquired. Data should be for or as of the end of the most recent financial year preceding acquisition. Exclude from full consolidation all foreign business enterprises owned by this U.S. affiliate; include such foreign enterprises only by the equity or cost method of accounting. (See Section II.G. of Instructions.)

**For item 21**

**If item 1, 4, or 5, Part I, is marked** - The data should show the number of acres included in the purchase.

**If item 2 or 3, Part I, is marked** - The data should show the number of acres owned by the new U.S. affiliate upon completion of the investment transaction.

<b>17. Give ending date for the year that these Part IV data are for, or as of</b> → 130	Month	Day	Year
	1		
<b>18. Total assets - If assets are to be revalued due to the acquisition, show the value after revaluation.</b> → 131	Amount		
	Bil.	Mil.	Thous. Dols.
<b>19. Net income after provision for U.S. Federal, State, and local income taxes</b> 133			
<b>20. Number of employees</b> - Include part-time employees. (See Section VIII of Instructions.) 134	Number		
	1		
<b>21. All acres of U.S. land owned, whether carried in a fixed asset, investment or other asset account - Give number to nearest whole acre.</b> 135			
	1		
<b>BEA USE ONLY</b> 136			

Continue in next column →

**U.S. AFFILIATE INDUSTRY CLASSIFICATION**  
*If for an incorporated U.S. affiliate, this item is to be completed from the viewpoint of the consolidated entity.*

**22. Major activity of fully consolidated U.S. affiliate that was acquired or established - Mark (X) one. For "start-up," show the intended activity.**

- Extracting of oil or minerals (including exploration and development)
- Manufacturing (fabricating, assembling, processing)
- Construction
- Selling or distributing goods
- Real estate (investing in, or engaging in as an operator, manager, developer, lessor, agent, or broker)
- Providing a service
- Other - Specify

**23. Major product or service involved in this activity - if a product, also state what is done to it, i.e., whether it is mined, manufactured, sold at wholesale, transported, packaged, etc.**

**24. Sales of newly acquired or established U.S. affiliate by industry -**

Enter (beginning with the largest) the appropriate 3-digit industry code(s) and the amount of sales associated with each code. The sales figures should represent the new affiliate's most recent annual sales or gross operating revenues (excluding sales taxes). In the case of a new or non-operating affiliate, show the projected breakdown of sales. See the list of industry codes on page 4. If you use fewer than eight codes, you must account for total sales.

	ISI code (1)	Sales (2)			
		Bil.	Mil.	Thous.	Dols.
a. Enter code with largest sales	201	2			
b. Enter code with 2nd largest sales	202				
c. Enter code with 3rd largest sales	203				
d. Enter code with 4th largest sales	204				
e. Enter code with 5th largest sales	205				
f. Enter code with 6th largest sales	206				
g. Enter code with 7th largest sales	207				
h. Enter code with 8th largest sales	208				
i. Sales not accounted for above	209				
<b>TOTAL SALES - Sum of lines a through i</b> → 132		2			

**Part V Investment Incentives and Services Provided by State or Local Governments - Including Quasi-government Entities**

*This Part to be completed in the case of all types of transactions covered by items 1 through 5, Part I, on previous page.*

		Mark (X) one box	
		1	2
<b>25. Were any specific State or local government incentives or related services (such as those detailed in items 27 through 29 below) received in connection with this investment transaction?</b> 140		1 <input type="checkbox"/> Yes	2 <input type="checkbox"/> No
<b>26. If the answer to item 25 is "Yes," were these incentives or services a significant factor in the decision to invest in a given region of the United States or in a given State or local area?</b> 141		1 <input type="checkbox"/> Yes	2 <input type="checkbox"/> No
<i>If the answer to item 25 is "Yes," indicate the category(ies) which most clearly describe the relevant State or local incentives or services. Mark (X) yes or no for each category to indicate whether or not the category is applicable, and complete item 30.</i>			
<b>27. Taxation</b> - Such as investment tax credit; tax exemption; and tax reduction or holiday. 142		1 <input type="checkbox"/> Yes	2 <input type="checkbox"/> No
<b>28. Financing programs</b> - Such as industrial revenue bonds; direct loans or loan guarantees; credits from development credit corporations; grants; and preferential rates on loans or leases. 143		1 <input type="checkbox"/> Yes	2 <input type="checkbox"/> No
<b>29. Other</b> - Such as State-financed recruiting programs, training programs, relocation services, studies, R&D assistance, road building, and other services or incentives that are of monetary value. 144		1 <input type="checkbox"/> Yes	2 <input type="checkbox"/> No

**30. State, or State of location of local government unit, from which the incentives or services were received.**  
*If more than one, enter all States from which received.*

a. State

BEA USE 145 

1	
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b. State

BEA USE 145 

2	
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c. State

BEA USE 145 

3	
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**3-Digit ISI Codes for the Industry Classification of New U.S. Affiliate (Item 24) and 2-Digit Industry Codes for Classification of Foreign Parent and Ultimate Beneficial Owner (UBO) (Items 38 and 43)**

The International Surveys Industry (ISI) classifications below are to be used in completing item 24. The classifications are defined in the "Guide to Industry and Foreign Trade Classifications for International Surveys," prepared by the Bureau of Economic Analysis. The guide is available upon request. The titles of some ISI classifications, by themselves, may be insufficient to determine the classifications of certain activities. Consult the more detailed descriptions provided in the guide to be sure of the correct classification.

The 2-digit industry codes for the foreign parent and the UBO are to be used in completing items 38 and 43.

**SUMMARY OF INTERNATIONAL SURVEYS INDUSTRY (ISI) CLASSIFICATIONS**

AGRICULTURE, FORESTRY, AND FISHING	MANUFACTURING – Continued	WHOLESALE TRADE – Continued
010 Agricultural production – crops	342 Cutlery, hardware, and screw products	513 Apparel, piece goods, and notions
020 Agricultural production – livestock and animal specialties	343 Heating equipment, plumbing fixtures, and structural metal products	514 Groceries and related products
070 Agricultural services	349 Metal services; ordnance; and fabricated metal products, n.e.c.	515 Farm-product raw materials
080 Forestry	351 Engines and turbines	517 Petroleum and petroleum products
090 Fishing, hunting, and trapping	352 Farm and garden machinery	519 Nondurable goods, n.e.c.
	353 Construction, mining, and materials handling machinery	<b>RETAIL TRADE</b>
	354 Metalworking machinery	530 General merchandise stores
<b>MINING</b>	355 Special industry machinery	540 Food stores
101 Iron ores	356 General industrial machinery	554 Gasoline service stations
102 Copper, lead, zinc, gold, and silver ores	357 Computer and office equipment	560 Apparel and accessory stores
107 Other metallic ores	358 Refrigeration and service industry machinery	580 Eating and drinking places
108 Metal mining services	359 Industrial and commercial machinery, n.e.c.	590 Retail trade, n.e.c.
120 Coal	363 Household appliances	<b>FINANCE, INSURANCE, AND REAL ESTATE</b>
124 Coal mining services	366 Household audio and video, and communications equipment	600 Banks
133 Crude petroleum extraction (no refining) and natural gas	367 Electronic components and accessories	603 Savings institutions and credit unions
138 Oil and gas field services	369 Electrical machinery, n.e.c.	612 Other finance
140 Nonmetallic minerals, except fuels	371 Motor vehicles and equipment	631 Life insurance
148 Nonmetallic minerals services, except fuels	379 Other transportation equipment	632 Accident and health insurance
	381 Measuring, scientific, and optical instruments	639 Other insurance
<b>CONSTRUCTION</b>	384 Medical instruments and supplies and ophthalmic goods	650 Real estate
150 Construction	386 Photographic equipment and supplies	671 Holding companies, except bank holding companies
	390 Miscellaneous manufacturing industries	679 Franchising, business — selling or licensing
<b>MANUFACTURING</b>		<b>SERVICES</b>
201 Meat products	<b>TRANSPORTATION, COMMUNICATION, AND PUBLIC UTILITIES</b>	700 Hotels and other lodging places
202 Dairy products	401 Railroads	731 Advertising
203 Preserved fruits and vegetables	441 Petroleum tanker operations	734 Services to buildings
204 Grain mill products	449 Other water transportation	735 Equipment rental and leasing, except automobiles and computers
205 Bakery products	450 Transportation by air	736 Personnel supply services
208 Beverages	461 Pipelines, petroleum and natural gas	741 Computer processing and data preparation services
209 Other food and kindred products	462 Pipelines, except petroleum and natural gas	742 Information retrieval services
210 Tobacco products	470 Petroleum storage for hire	743 Computer related services, n.e.c.
220 Textile mill products	472 Passenger transportation arrangement	749 Other business services
230 Apparel and other textile products	477 Transportation, n.e.c., warehousing, terminal facilities, and related services	751 Automotive rental and leasing, without drivers
240 Lumber and wood products	481 Telephone and telegraph communications	752 Automotive parking, repair, and other services
250 Furniture and fixtures	483 Other communications services	760 Miscellaneous repair services
262 Pulp, paper, and board mills	490 Electric, gas, and sanitary services	780 Motion pictures, including television tape and film
265 Other paper and allied products		790 Amusement and recreation services
271 Newspapers	<b>WHOLESALE TRADE</b>	800 Health services
272 Miscellaneous publishing	501 Motor vehicles and equipment	810 Legal services
275 Commercial printing and services	503 Lumber and construction materials	820 Educational services
281 Industrial chemicals and synthetics	504 Professional and commercial equipment and supplies	871 Engineering, architectural, and surveying services
283 Drugs	505 Metals and minerals, except petroleum	872 Accounting, auditing, and bookkeeping services
284 Soap, cleaners, and toilet goods	506 Electrical goods	873 Research, development, and testing services
287 Agricultural chemicals	507 Hardware, and plumbing and heating equipment and supplies	874 Management and public relations services
289 Chemical products, n.e.c.	508 Machinery, equipment, and supplies	890 Other services provided on a commercial basis
291 Integrated petroleum refining and extraction	509 Durable goods, n.e.c.	<b>NONBUSINESS ENTITIES</b>
292 Petroleum refining without extraction	511 Paper and paper products	900 Government entities
299 Petroleum and coal products, n.e.c.	512 Drugs, proprietaries, and sundries	905 Nonbusiness entities, except government
305 Rubber products		
308 Miscellaneous plastics products		
310 Leather and leather products		
321 Glass products		
329 Stone, clay, concrete, gypsum, and other nonmetallic mineral products		
331 Primary metal industries, ferrous		
335 Primary metal industries, nonferrous		
341 Metal cans, forgings, and stampings		

**FOREIGN PARENT AND UBO INDUSTRY CODES**

- 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 Petroleum and natural gas: exploration, development and extraction; oil and gas field services; refining; transport; storage; and wholesale and retail trade (ISI codes 133, 138, 291, 292, 299, 441, 461, 470, 517, and 554)

**NOTE** — All industries listed below exclude petroleum subindustries included in "Petroleum and natural gas," as defined above.

- 07 Agriculture (ISI codes 010—090, except 070)
- 08 Mining (ISI codes 101—107, 120, and 140)
- 09 Construction (ISI code 150)
- 11 Transportation, communication, and public utilities (ISI codes 401, 449, 450, 462, 472, 477, 481, 483, and 490)
- 12 Wholesale and retail trade (ISI codes 501—515, 519, 530, 540, 560, 580, and 590)
- 13 Banking (including bank holding companies) (ISI codes 600 and 603)
- 14 Holding companies (ISI code 671)
- 15 Other finance and insurance (ISI codes 612, 631, 632, 639, and 679)
- 16 Real estate — Including investing or engaging in real estate as an operator, manager, lessor, agent, or broker (ISI code 650)
- 17 Services (ISI codes 070, 108, 124, 148, and 700—890)

- Manufacturing, including fabricating, assembly, and processing
- 20 Food and kindred products (ISI codes 201—209)
- 21 Drugs (ISI code 283)
- 22 Chemicals, other than drugs (ISI codes 281, 284—289)
- 23 Stone, clay and glass products (ISI codes 321 and 329)
- 24 Primary and fabricated metals (ISI codes 331, 335, 341—349)
- 25 Computers and office equipment (ISI code 357)
- 26 Nonelectrical machinery other than computers and office equipment (ISI codes 351—356, 358, and 359)
- 27 Electric and electronic equipment (ISI codes 363—369)
- 28 Motor vehicles and equipment (ISI code 371)
- 29 Other transportation equipment (ISI code 379)
- 30 Instruments and related products (ISI codes 381—386)
- 31 Other manufacturing (ISI codes 210—275, 305—310, and 390)

**BE-13 INITIAL REPORT ON A FOREIGN PERSON'S DIRECT OR INDIRECT ACQUISITION, ESTABLISHMENT, OR PURCHASE OF THE OPERATING ASSETS, OF A U.S. BUSINESS ENTERPRISE, INCLUDING REAL ESTATE**

**INSTRUCTIONS**

**INTRODUCTION**

**Purpose** – BE-13 reports are required in order to obtain comprehensive initial data concerning new foreign direct investment in the United States that may affect the U.S. and foreign economies.

**Authority** – BE-13 reports are mandatory 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"). In Section 3 of Executive Order 11961, the President designated the Department of Commerce as the federal agency responsible for collecting the required data on direct investment, and the Secretary of Commerce has assigned this responsibility to the Bureau of Economic Analysis. The implementing regulations are contained in Title 15 CFR Part 806.

This report has been approved by the Office of Management and Budget under the Paperwork Reduction Act (44 U.S.C. 3501, et seq.).

**Penalties** – Whoever fails to report may 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. 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)

Notwithstanding the above, a U.S. person is not subject to any penalty for failure to report if a valid Office of Management and Budget control number is not displayed on the form; such a number is displayed on this form.

**Confidentiality** – The information filed in this report may be used only for analytical and statistical purposes and access to the information shall be available only to officials and employees (including consultants and contractors and their employees) of agencies designated by the President to perform functions under the Act. The President may authorize the exchange of the information between agencies or officials designated to perform functions under the Act, but only for analytical and statistical purposes. No official or employee (including consultants and contractors and their employees) shall publish or make available any information collected under the Act in such a manner that the person to whom the information relates can be specifically identified. Reports and copies of reports prepared pursuant to the Act are confidential and their submission or disclosure shall not be compelled by any person without the prior written permission of the person filing the report and the customer of such person where the information supplied is identifiable as being derived from the records of such customer (22 U.S.C. 3104).

Response to this inquiry is required by law. By the same law, your report to this Bureau is CONFIDENTIAL. It may be used only for analytical or statistical purposes and CANNOT be used for purposes of taxation, investigation, or regulation. The law also provides that copies retained in your files are immune from legal process.

**I. 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, 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).
- D. Foreign person** means any person resident outside the United States or subject to the jurisdiction of a country other than the United States.
- E. Direct investment** means the ownership or control, directly or indirectly, by one person of 10 per centum or more of the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise.
- F. Foreign direct investment in the United States** means the ownership or control, directly or indirectly, by one foreign person of 10 per centum 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.
- G. Branch** means the operations or activities conducted by a person in a different location in its own name rather than through an incorporated entity.
- H. 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 per centum or more of its voting stock for an incorporated business or an equivalent interest for an unincorporated business, including a branch.
- I. U.S. affiliate** means an affiliate located in the United States in which a foreign person has a direct investment.
- J. Foreign parent** means the first foreign person in the ownership chain of the U.S. affiliate.
- K. 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 per centum of the person below it up to and including that person which is not owned more than 50 per centum 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 per centum by the person above it.
- L. Foreign affiliate of foreign parent** means, with reference to a given U.S. affiliate, any member of the affiliated foreign group owning the affiliate that is not a foreign parent of the affiliate.
- M. U.S. corporation** means a business enterprise incorporated in the United States.
- N. Business enterprise** means any organization, association, branch, or venture which exists for profitmaking purposes or to otherwise secure economic advantage, and any ownership of any real estate.
- O. Intermediary** means an agent, nominee, manager, custodian, trust, or any person acting in a similar capacity.

**I. DEFINITIONS (Continued)**

- P. 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. Each of the following are deemed to be an associated group:
- (1) Members of the same family,
  - (2) A business enterprise and one or more of its officers and directors,
  - (3) Members of a syndicate or joint venture, or
  - (4) A corporation and its domestic subsidiaries.
- Q. 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. (A person who creates a trust, proxy, power of attorney, arrangement, or device with the purpose or effect of divesting such owner of the ownership of an equity interest as part of a plan or scheme to avoid reporting information, is deemed to be the owner of the equity interest.)

**II. GENERAL INSTRUCTIONS**

**A. Who must report**

BE-13, Initial Report on a Foreign Person's Direct or Indirect Acquisition, Establishment, or Purchase of the Operating Assets, of a U.S. Business Enterprise, Including Real Estate, must be completed either:

1. by a U.S. business enterprise when a foreign person establishes or acquires directly, or indirectly through an existing U.S. affiliate, a 10 percent or more voting interest in that enterprise, including an enterprise that results from the direct or indirect acquisition by a foreign person of a business segment or operating unit of an existing U.S. business enterprise that is then organized as a separate legal entity; or
2. by the existing U.S. affiliate of a foreign person when it acquires a U.S. business enterprise, or a business segment or operating unit of a U.S. business enterprise, that the existing U.S. affiliate merges into its own operations rather than continuing or organizing as a separate legal entity.

One complete BE-13 report must be filed for every new U.S. affiliate. However, separate Parts V and VI must be completed and filed for each foreign parent or existing U.S. affiliate that established or acquired a direct voting interest in the U.S. business enterprise, business segment, operating unit, or real estate.

**NOTE** – Real estate purchased for other than personal use constitutes a "business enterprise."

**B. Exclusions and exemptions –**

1. Residential real estate held exclusively for personal use and not for profitmaking purposes is not subject to the reporting requirements. A U.S. residence which 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. Ownership of residential real estate by a corporation whose sole purpose is to hold the real estate and where the real estate is for the personal use of the individual owner(s) of the corporation, is considered real estate held for personal use.
2. An existing U.S. affiliate is exempt from reporting the acquisition of a U.S. business enterprise, or a business segment or operating unit of a U.S. business enterprise, that it then merges into its own operations, if the total cost of the acquisition was \$1,000,000 or less, and does not involve the purchase of 200 acres or more of U.S. land. (If the acquisition involves the purchase of 200 acres or more of U.S. land, it must be reported regardless of the total cost of the acquisition.)
3. An established or acquired U.S. business enterprise, as consolidated, is exempt if its total assets (not the foreign parent's or existing U.S. affiliate's share) at the time of acquisition or immediately after being established, were \$1,000,000 or less and it does not own 200 acres or more of U.S. land. (If it owns 200 acres or more of U.S. land, it must report regardless of the value of total assets.)

If exempt under 2 or 3, Supplement C, "Exemption Claim, Form BE-13," which accompanies this Form, must be filed to validate the exemption.

**NOTE:** All exempt U.S. affiliates should be aware of the quarterly and annual surveys of foreign direct investment in the United States (Forms BE-15, BE-605, and BE-605 Bank) conducted by this Bureau and the exemption criteria pertaining to each (see 15 CFR Part 806.15). If a U.S. affiliate is exempt on Form BE-13, it is also exempt from filing in any of the quarterly or annual surveys at this time. However, if through internal growth, acquisitions, new infusions of capital, the purchase of land, etc., a previously exempt affiliate exceeds the exemption criteria of the quarterly and annual surveys in the future, it is the affiliate's legal responsibility to secure and file the appropriate forms. In the year that the quinquennial BE-12 benchmark survey is conducted, this Bureau will mail forms to each U.S. affiliate on our mailing list, including those exempted from filing in other surveys. If a U.S. affiliate is exempt from filing in the BE-12 survey, it may file a claim for exemption at that time.

**C. Determining whether an individual is a foreign person or a U.S. person based on residence** – An individual will be considered a resident of, and subject to the jurisdiction of, the country in which physically located, subject to the following qualifications:

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. Notwithstanding 2, 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, then such owner or employee shall nevertheless be considered a resident of the country of citizenship provided there is the intent to return within a reasonable period of time.
4. Individuals and members of their immediate families 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.

**Part VI Identification of Foreign Parent and Ultimate Beneficial Owner, and Cost of Investment**

*This Part is being completed for (Mark (X) one of items 31 through 33.) -*

- 31. <sup>1</sup>  The foreign parent that directly established or acquired the new U.S. affiliate
- 32. <sup>1</sup>  The existing U.S. affiliate of a foreign person that directly established a new U.S. affiliate or acquired a direct voting interest in a U.S. business enterprise of such a magnitude that the established or acquired enterprise becomes a new U.S. affiliate of the existing U.S. affiliate's foreign parent.
- 33. <sup>1</sup>  The existing U.S. affiliate of a foreign person that acquired a U.S. business enterprise, or business segment or operating unit of a U.S. business enterprise, and merged it into its own operations.

34. Name and address of either the foreign parent (including country) or existing U.S. affiliate that directly established or acquired the new U.S. affiliate or that merged the acquired business enterprise, etc., into its own operations.

147	1	Name																								
148	1	Street or PO Box																								
149	1	City and State																								
150	1	Country																								

**BEA USE**

151	1	Percent	
152	1	_____ %	

35. If item 31 or 32 was marked, give the percent of direct ownership (voting) held by the foreign parent or existing U.S. affiliate named in item 34.

36. If item 32 or 33 is marked, give the name and country of the foreign parent holding the direct, or indirect, ownership interest in the existing U.S. affiliate named in item 34. If more than one foreign parent, furnish, on a separate sheet, the information requested in items 36 through 44 for each additional foreign parent.

153	1	Name																								
154	1	Country																								

**BEA USE**

155	1	Percent	
	1	_____ %	

37. If item 32 or 33 is marked and if the existing U.S. affiliate named in item 34 is not directly owned by the foreign parent, give the name and address of the U.S. affiliate that is directly owned by the foreign parent and the percent of ownership by the foreign parent.

156	1	Name																								
157	1	Address																								
158	1																									

**Percent**

159	1	_____ %	
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38. Industry code of foreign parent named in either item 34 or item 36.

160	1																									
161	1																									

NOTE - Information regarding the UBO and government ownership is essential; failure to properly complete items 39 through 44, to the extent required by the line instructions, will constitute an incomplete report, which will be returned to the reporter for completion.

- 39. Is the foreign parent named in either item 34 or 36 also the ultimate beneficial owner (UBO)? See definition of UBO. 163 <sup>1</sup>  Yes - If the answer is "Yes," skip to item 44.   
 <sup>2</sup>  No - If the answer is "No," continue with item 40.
- 40. Is the UBO an individual? 164 <sup>1</sup>  Yes - If the answer to item 40 is "Yes," then the name of the individual need not be given in item 41, but the country of residence of the individual must be given in item 42.   
 <sup>2</sup>  No

41. Name of UBO

165	1																									
-----	---	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

42. Country of UBO named in item 41, or of the individual who is the UBO if item 40 was answered "Yes."

166	1																									
-----	---	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

**BEA USE**

167	1		
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43. Industry code of UBO named in item 41. 168 <sup>1</sup>  Code - Secure code from chart on page 4.

44. Item 44 must be completed unless industry code 01 or 02 (indicating ownership by a foreign government or government-run pension fund) is entered in either item 38 or item 43; if code 01 or 02 is entered in either item 38 or item 43, do not complete item 44, skip to item 45.

Does a foreign government (including a government-owned or -sponsored enterprise, or a quasi-government organization or agency) or a government-run pension fund have a combined direct and indirect voting ownership interest, or its equivalent, of 5% or more in the foreign parent, or any entity in the parent's chain of ownership up to, and including, the UBO?

169	1	1	2	<input type="checkbox"/> Yes <input type="checkbox"/> No    { If the answer to item 44 is "Yes," give on a separate sheet, the chain of ownership from the foreign parent to the government or government-run pension fund, showing at each level the name of, and the percent ownership held by, each entity in the entity below it.																					
-----	---	---	---	---	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

**BEA USE**

169	3		
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45. If item 32 was marked, will data for the new U.S. affiliate be fully consolidated with that of the existing or another U.S. affiliate in other international investment reports filed with this Bureau?

170	1	1	2	<input type="checkbox"/> Yes <input type="checkbox"/> No    { If "Yes," give name under which consolidated report will be filed if it is not the name of the existing U.S. affiliate given in item 34 or item 37. -																						
171	1																									

**BEA USE**

172	1		
-----	---	--	--

(They must be consolidated if the ownership is more than 50 percent, except that separate reports may be filed where the new U.S. affiliate will not normally be fully consolidated due to lack of control, provided written permission has been requested from and granted by BEA.)

		Amount			
		Bil.	Mil.	Thous.	Dols.
46.	<b>Cost of investment</b> - For all types of investments covered by items 1 through 5, Part I, give the value of the consideration given for the new interest acquired, at transactions, not book, value. Include cost of voting as well as other equity interests. Exclude cost, if any, entered in item 8. Note that the sum of lines 47 and 48 must equal the total cost in this item.	173	\$		
47.	<b>Funding by foreign parent(s) or foreign affiliate(s) of foreign parent(s) (affiliated foreign group)</b> - Enter the portion of the cost in item 46 provided by foreign parent(s) or foreign affiliate(s) of the foreign parent(s), including funds they borrowed in the United States or abroad. Include funds to finance the investment that were supplied by the foreign parent or its foreign affiliate through an existing U.S. affiliate, as well as funds supplied directly by the foreign parent or its foreign affiliate.	174	1		
48.	<b>Funding by existing U.S. affiliate</b> - Equals sum of items 48a and 48b	175	\$		
	<b>a. Foreign borrowing by existing U.S. affiliate</b> - Enter the portion of the cost in item 46 provided by the existing U.S. affiliate out of borrowing from unaffiliated foreign persons. Exclude loans from the affiliated foreign group that were included in item 47.	176	1		
	<b>b. Other funding by existing U.S. affiliate</b> - Enter the portion of the cost in item 46 provided by the existing U.S. affiliate and not included in item 48a (e.g., internally generated funds and funds that the affiliate borrowed in the United States).	177	1		

## II. GENERAL INSTRUCTIONS (Continued)

- D. Reporting by intermediaries** – If a particular foreign direct investment in the United States is held, exercised, administered, or managed by a U.S. intermediary for the foreign beneficial owner, such intermediary shall be responsible for reporting the required information for, and in the name of, the new U.S. affiliate, and shall report on behalf of the new U.S. affiliate or shall instruct the new U.S. affiliate to submit the required information. Upon so instructing the new U.S. affiliate, the intermediary shall be released from further liability to report provided it has informed this Bureau of the date such instructions were given and the name and address of the U.S. affiliate, and has supplied the new U.S. affiliate with any information in the possession of, or which can be secured by, the intermediary that is necessary to permit the new U.S. affiliate to complete the required reports. If the new U.S. affiliate is in the form of real property that includes no entity from which a report can be solicited, the U.S. intermediary of the foreign beneficial owner is required to report. When acting in the capacity of an intermediary, the accounts or transactions of the U.S. intermediary with a foreign beneficial owner shall be considered as accounts or transactions of the new U.S. affiliate with the foreign beneficial owner. To the extent such transactions or accounts are unavailable to the new U.S. affiliate, they may be required to be reported by the intermediary.
- E. Unusual reporting situations** – It may be unclear from the forms and related instructions how certain unusual situations should be reported. This will be true particularly where there is a combination of direct plus indirect ownership interests, or where members of an affiliated foreign group have, or acquire, more than one fractional interest of less than 10 percent, but which in total adds to more than a 10 percent interest when all lines of ownership are considered. Rather than further complicating the instructions by trying to allow for all possible reporting situations, we request that those who must report for an unusual situation call us to discuss how best to report it.
- F. Consolidated reporting by a new U.S. affiliate** – A new U.S. affiliate shall file Form BE-13 on a fully consolidated basis, including in the consolidation all other U.S. affiliates in which it directly or indirectly owns more than 50 percent of the outstanding voting stock. (Foreign subsidiaries of the new U.S. affiliate are not to be included in the consolidation, except as provided below under the equity method of accounting.) However, separate reports may be filed where a given U.S. affiliate is not normally consolidated due to lack of control, provided written permission has been requested from and granted by BEA. Hereinafter, the consolidated entity is considered to be one U.S. affiliate. A U.S. affiliate that is not consolidated must file its own Form BE-13.
- G. Equity method of accounting** – Investments by the new U.S. affiliate in business enterprises not included in the consolidation and which are 20 percent or more owned shall be accounted for following the equity method of accounting. However, in these cases, intercompany items are not to be eliminated.
- H. Business segment** – Business segment as used in these reports is not limited to those "segments" meeting the criteria set forth in Financial Accounting Standards Board Statement Number 14.
- I. Calculation of total ownership percentage** – A person's ownership interest in a given business enterprise may be held directly or indirectly or both. It is directly held if the person itself holds the ownership interest in the enterprise. It is indirectly held if the person holds an ownership interest in another business enterprise that, in turn, owns the given business enterprise. A person's percentage of indirect voting ownership in a given business enterprise is the product of the person's direct voting ownership percentage in the first business enterprise in the ownership chain times that first enterprise's direct voting ownership percentage in the second business enterprise times each succeeding direct voting ownership percentage of each other intervening business enterprise in the ownership chain between the person and the given business enterprise. If more than one chain of ownership between the person and the given business enterprise exists, the percentages of direct and indirect ownership in all chains are summed to determine the person's total ownership percentage.

## III. ACCOUNTING METHODS AND REPORTING PROCEDURES

- A. Accounting methods and records** – Generally accepted U.S. accounting principles should be followed. Corporations should generally use the same methods and records that are used to generate reports to stockholders except where the instructions indicate a variance.
- B. Annual stockholder's report** – U.S. affiliates issuing annual reports to stockholders are requested to furnish a copy of their annual report to this Bureau.
- C. Estimates** – If actual figures are not available, estimates should be supplied and labeled as such. When a data item cannot be fully subdivided as required, a total and an estimated breakdown of the total should be supplied.
- D. Space on form insufficient** – When space on a form is insufficient to permit a full answer to any item, the required information should be submitted on supplementary sheets, appropriately labeled and referenced to the item number and the form or supplement.
- E. Figures such as the number of acres and the number of employees** should be reported to the nearest whole unit.
- F. Currency amounts** should be reported in U.S. dollars rounded to thousands (omitting 000). **Do not enter** amounts in the shaded portions of each line.

**EXAMPLE:** If amount is \$1,334,615.00, report as:

Bil.	Mil.	Thous.	Dols.
	1	335	

- G.** If an item is between + or - \$500.00, enter "0."  
**H.** Use parentheses to indicate negative numbers.

## IV. FILING REPORTS

- A. Extension** – Requests for an extension of the reporting deadline will not normally be granted. However, in a hardship case, a written request for an extension will be considered provided it is received at least 15 days prior to the due date of the report and enumerates substantive reasons necessitating the extension. BEA will provide a written response to such requests.
- B. Assistance** – If there are any questions concerning the report, telephone (202) 606-5577 during office hours – 8:30 to 4:30 eastern time.

## IV. FILING REPORTS (Continued)

- C. Number of copies** – A single original copy of each form is to be filed with the Bureau of Economic Analysis. In addition, each person filing a form must retain a copy to facilitate resolution of any problems that may arise covering the data reported. (Both copies are protected by law; see statement on confidentiality in the Introduction.) File copies should be retained for 3 years after the date on which the form is due.
- D. Filing of report** – Reports filed by mail through the U.S. Postal Service should be sent to: U.S. Department of Commerce, Bureau of Economic Analysis, BE-49(NI), Washington, DC 20230. Reports filed by direct private delivery should be directed to: U.S. Department of Commerce, Bureau of Economic Analysis, BE-49(NI), Shipping and Receiving Section M-100, 1441 L Street, NW, Washington, DC 20005.
- E. Retention of copies** – A copy of all reports filed should be retained for 3 years beyond the report's original due date.
- F. Due date** – Form BE-13 is due no later than 45 days after the investment transaction occurs.

## V. SPECIAL INSTRUCTIONS FOR INSURANCE COMPANIES

When there is a difference, the financial and operating data are to be prepared on the same basis as an annual report to the stockholders, rather than on the basis of an annual statement to an insurance department. Valuation should be according to normal commercial accounting procedures, not at the rates promulgated by the National Association of Insurance Commissioners. Include both nonadmitted assets not acceptable for the annual statement to an insurance department and trustee, as well as non-trusted, assets. Specific instructions for income statement items are:

Costs and expenses relating to operations (to be used in determining net income) – Include costs relating to sales or gross operating revenues, 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. Sales or gross operating revenues, excluding sales taxes – Include items such as earned premiums, annuity considerations, gross investment income, and items of a similar nature. Exclude income from foreign affiliates.

## VI. SPECIAL INSTRUCTIONS FOR REAL ESTATE

If a business enterprise, otherwise required to report, is in the form of real property not identifiable by name, reports are required to be filed by and in the name of the beneficial owner, or in the name of such beneficial owner by the intermediary of such beneficial owner.

### Part I, items 1 through 5:

The direct purchase of real estate – unimproved land, farms, office buildings, shopping centers, etc. – shall be considered to be an item 5 transaction except where the purchase is effected by buying shares in an existing corporation, in which case it will be an item 2 transaction.

### Part II:

**Item 10** – For real estate investments being reported, BEA is not seeking a legal description of the property, nor necessarily the address of the property itself. Since there may be no operating business enterprise as such for the investment, what is wanted is a consistently identifiable investment (i.e., 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 from survey to survey, or period to period. Thus, in item 10, 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, Acme Building, etc., the name and address in item 6 might be:

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

**Items 11 through 15** – If the new U.S. affiliate is not incorporated, give the percent ownership in item 11 for direct purchases by the foreign parent; and in item 12 for direct purchases by an existing U.S. affiliate.

## VII. SPECIAL INSTRUCTIONS CONCERNING THE ESTABLISHMENT OF A HOLDING COMPANY, WITH MINIMAL CAPITALIZATION, PREPARATORY TO ACQUIRING OR ESTABLISHING A U.S. BUSINESS ENTERPRISE

The following procedures attempt to minimize reporting of multiple step transactions that would otherwise require the filing of several BE-13 reports or exemption claims. The transaction date for reporting an initial investment in a U.S. holding company, or similar entity, by a foreign person or by an existing U.S. affiliate of a foreign person may be deferred from the date of the initial investment if:

- (1) The initial capitalization (both debt and equity) of the U.S. holding company, or similar entity, is \$5,000,000 or less, and
- (2) The purpose of setting up the U.S. holding company, or similar entity, is to facilitate the subsequent acquisition of a U.S. business enterprise or to establish an operating U.S. affiliate, within 180 days.

A report must be filed within 45 days of the completion of the holding company's acquisition of the U.S. business enterprise or the establishment of an operating U.S. affiliate. When the BE-13 is filed, if the holding company has not been dissolved, the report must fully consolidate the holding company and the newly acquired or established U.S. affiliate. The cost of investment, item 46, must account for all funds for both investments. A brief letter of explanation describing the situation and transaction dates should accompany the filing.

In order to qualify for this deferral, the secondary investment transaction must occur within 180 days of the acquisition or establishment of the holding company. If it does not, a BE-13 report (or exemption claim) must be filed by the U.S. holding company no later than 45 days beyond the 180-day deferral period.

## VIII. SPECIFIC INSTRUCTIONS FOR REPORTING EMPLOYMENT

Employment (item 20) should relate to all employees regardless of whether they are engaged in an activity the cost of which was, or will be, charged as an expense on the income statement, charged to inventories, or capitalized. Include part-time and full-time workers, but exclude home workers and independent sales personnel who are not employees. Where the investment being reported represents the **acquisition** of a U.S. business enterprise, business segment, operating unit, or the direct purchase of real estate, (i.e., item 2, 3, 4, or 5 of Form BE-13 is marked), give the number of employees as of the ending date for the year shown in item 17. Employment as of a different date during the year may be used if employment did not vary significantly during the year. If a strike or other disruption was in progress at the end of the year, give a number that reflects normal operations. If a business activity involves large seasonal variation, give a number that reflects an average for the year. Where the investment being reported represents the **establishment** of a new U.S. business enterprise (i.e., item 1 of Form BE-13 is marked), give the number of persons expected to be on the payroll at the end of the first full year of operations.

**TEAR OFF – DO NOT RETURN INSTRUCTIONS.**

INITIAL REPORT ON A FOREIGN PERSON'S DIRECT OR INDIRECT ACQUISITION, ESTABLISHMENT, OR PURCHASE OF THE OPERATING ASSETS, OF A U.S. BUSINESS ENTERPRISE, INCLUDING REAL ESTATE MANDATORY - CONFIDENTIAL

MAIL REPORTS TO

U.S. Department of Commerce Bureau of Economic Analysis BE-49(NI) Washington, DC 20230

OR

DELIVER REPORTS TO

U.S. Department of Commerce Bureau of Economic Analysis, BE-49(NI) Shipping and Receiving Section M-100 1441 L Street, NW Washington, DC 20005

This report is to be completed either

(a) by a U.S. business enterprise when a foreign person (hereinafter, the "foreign parent") establishes or acquires directly, or indirectly through an existing U.S. affiliate, a 10 percent or more voting interest in that enterprise, including an enterprise that results from the direct or indirect acquisition by a foreign person of a business segment or operating unit of an existing U.S. business enterprise that is then organized as a separate legal entity; or

(b) by the existing U.S. affiliate of a foreign person (hereinafter, the "existing U.S. affiliate") when it acquires a U.S. business enterprise, or a business segment or operating unit of a U.S. business enterprise, that the existing U.S. affiliate merges into its own operations rather than continuing or organizing as a separate legal entity.

NOTE: Real estate purchased for other than personal use constitutes a "business enterprise."

Separate parts V and VI must be completed and filed for each foreign parent or existing U.S. affiliate that established or acquired a direct voting interest in the U.S. business enterprise, business segment, operating unit, or real estate.

Part I Type of Transaction and Date of Completion

The foreign parent or existing U.S. affiliate (Mark (X) one of items 1 through 5) -

- 1. 101 1 1 [ ] created a new legal entity, either incorporated or unincorporated, including a branch, that it organized and began operating as a new U.S. business enterprise.
2. 102 1 2 [ ] secured a voting equity interest in a previously existing, separate legal entity that was already organized and operating as a U.S. business enterprise and that it continued to operate as a separate legal entity, either incorporated or unincorporated, including a branch.
3. 103 1 3 [ ] bought a business segment or operating unit of an existing U.S. business enterprise, that it organized as a new separate legal entity, either incorporated or unincorporated, including a branch.
4. 104 1 4 [ ] the existing U.S. affiliate bought a U.S. business enterprise, or business segment or operating unit of a U.S. business enterprise, and merged it into its own operations rather than continuing or organizing it as a separate legal entity.
5. 105 1 5 [ ] directly purchased U.S. real estate

The newly created legal entity, the newly acquired U.S. business enterprise, business segment, or operating unit, and the directly purchased real estate are hereinafter referred to as the "new U.S. affiliate".

6. Date on which transaction was completed 102 1 | | | | |

7. Did the foreign parent or existing U.S. affiliate hold a direct ownership interest in the new U.S. affiliate immediately prior to the date given in item 6? 114 1 1 [ ] Yes 1 2 [ ] No

8. If the answer to item 7 is "Yes," give the percent ownership interest that the new foreign parent or existing U.S. affiliate previously held in the new U.S. affiliate, the cost of such investment and the date(s) acquired. (The cost entered here should not be included in the cost of the transaction that qualified the U.S. business enterprise as a U.S. affiliate and that is reported in item 46.)

Table with columns: Percent, Cost (Bil., Mil., Thous., Dols.), Date(s) acquired (Month, Day, Year). Row 115 shows 1% ownership, \$ cost, and date.

9. Primary employer identification number to be used by the new U.S. affiliate to file income and payroll taxes.

Enter E.I. Number 107 1 | | | | | BEA USE 108 1 | | | | |

Continue in next column

BEA USE ONLY

Table with columns 122, 123, 138 and rows for data entry.

PERSON TO CONSULT CONCERNING QUESTIONS ABOUT THIS REPORT - Enter name and address

Form for entering name and address of the person to consult.

U.S. TELEPHONE NUMBER Area code Number Extension

CONTROL NUMBER

The combined public reporting burden for related Forms BE-13 and BE-14 is estimated to vary from 1 to 4 hours per response, with an average of 1.5 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 0608-0035, Washington, DC 20503.

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. 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)

IMPORTANT - Read instructions before completing report.

If item 1, 2, or 5 is marked, complete Parts II, IV, V, and VI; if item 3 is marked, complete Parts II through VI; if item 4 is marked, complete Parts III through VI.

Part II Identification and Ownership Structure of the New U.S. Affiliate This Part is to be completed only if item 1, 2, 3, or 5 is marked.

10. Name and address of new U.S. affiliate BEA USE 103 1

Name of new U.S. affiliate 104 1 | | | | |

Street or PO Box 105 1 | | | | |

City and State ZIP Code 106 1 | | | | |

Ownership of new U.S. affiliate - Percent of voting shares and equity interest for an incorporated U.S. affiliate, or an equivalent interest for an unincorporated U.S. affiliate, owned DIRECTLY by -

Table with columns: Item, Percent voting shares (1), Percent Total equity interest (2). Rows 11-15 show ownership percentages for various categories.

Part III Identification of U.S. Business Enterprise or a Business Segment or Operating Unit of a U.S. Business Enterprise, that has been Acquired by and Merged into an Existing U.S. Affiliate This Part is to be completed only if item 3 or 4, Part I above, is marked.

16a. Name and address of business enterprise acquired or main office or location of the operating facilities of the segment or operating unit acquired.

Name 116 1 | | | | |

Street or PO Box 117 1 | | | | |

City and State ZIP Code 118 1 | | | | |

16b. Name and address of person from whom acquired

Name 119 1 | | | | |

Street or PO Box 120 1 | | | | |

City and State ZIP Code 121 1 | | | | |

BEA USE ONLY

Table with columns 222, 223, 224 and rows for data entry.

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 III.C. of the Instructions, estimates have been provided where data are not available from customary accounting records or precise data could not be obtained without undue burden.

Authorized official's signature

Print or type name and title Date

**Part IV Selected Financial and Operating Data**  
 This Part is to be completed in the case of all types of transactions covered by items 1 through 5, Part I, on previous page.

BEA USE 124  1  2

**For items 17 through 20**

**If item 1 or 5, Part I, is marked** – Where the investment represents the establishment of a new U.S. business enterprise, or the direct purchase of real estate, the data should be projections for or as of the end of the first full year of operations. Use projections made in the course of planning the investment if available; otherwise give best estimate. (Exception – For direct purchase of real estate, the asset value should be the value at time of closing.)

**If item 2, 3, or 4, Part I, is marked** – Data should be for the fully consolidated U.S. business enterprise, or business segment or operating unit, acquired. Data should be for or as of the end of the most recent financial year preceding acquisition. Exclude from full consolidation all foreign business enterprises owned by this U.S. affiliate; include such foreign enterprises only by the equity or cost method of accounting. (See Section II.G. of Instructions.)

**For item 21**

**If item 1, 4, or 5, Part I, is marked** – The data should show the number of acres included in the purchase.

**If item 2 or 3, Part I, is marked** – The data should show the number of acres owned by the new U.S. affiliate upon completion of the investment transaction.

17. Give ending date for the year that these Part IV data are for, or as of → 130	Month	Day	Year	
	1			
18. Total assets – If assets are to be revalued due to the acquisition, show the value after revaluation. → 131	Amount			
	Bil.	Mil.	Thous.	Dols.
19. Net income after provision for U.S. Federal, State, and local income taxes 133	Number			
	1			
20. Number of employees – Include part-time employees. (See Section VIII of Instructions.) 134	Number			
	1			
21. All acres of U.S. land owned, whether carried in a fixed asset, investment or other asset account – Give number to nearest whole acre. 135	Number			
	1			
BEA USE ONLY 136	1			

Continue in next column →

**U.S. AFFILIATE INDUSTRY CLASSIFICATION**  
 If for an incorporated U.S. affiliate, this item is to be completed from the viewpoint of the consolidated entity.

**22. Major activity of fully consolidated U.S. affiliate that was acquired or established – Mark (X) one. For "start-up," show the intended activity.**

- Extracting of oil or minerals (including exploration and development)
- Manufacturing (fabricating, assembling, processing)
- Construction
- Selling or distributing goods
- Real estate (investing in, or engaging in as an operator, manager, developer, lessor, agent, or broker)
- Providing a service
- Other – Specify

**23. Major product or service involved in this activity – if a product, also state what is done to it, i.e., whether it is mined, manufactured, sold at wholesale, transported, packaged, etc.**

**24. Sales of newly acquired or established U.S. affiliate by industry –** Enter (beginning with the largest) the appropriate 3-digit industry code(s) and the amount of sales associated with each code. The sales figures should represent the new affiliate's most recent annual sales or gross operating revenues (excluding sales taxes). In the case of a new or non-operating affiliate, show the projected breakdown of sales. See the list of industry codes on page 4. If you use fewer than eight codes, you must account for total sales.

	ISI code (1)	Sales (2)			
		Bil.	Mil.	Thous.	Dols.
a. Enter code with largest sales	201	2			
b. Enter code with 2nd largest sales	202	2			
c. Enter code with 3rd largest sales	203	2			
d. Enter code with 4th largest sales	204	2			
e. Enter code with 5th largest sales	205	2			
f. Enter code with 6th largest sales	206	2			
g. Enter code with 7th largest sales	207	2			
h. Enter code with 8th largest sales	208	2			
i. Sales not accounted for above	209	2			
<b>TOTAL SALES – Sum of lines a through i</b> → 132	132	2			

**Part V Investment Incentives and Services Provided by State or Local Governments – Including Quasi-government Entities**

This Part to be completed in the case of all types of transactions covered by items 1 through 5, Part I, on previous page.

		Mark (X) one box	
		1	2
25. Were any specific State or local government incentives or related services (such as those detailed in items 27 through 29 below) received in connection with this investment transaction? 140	1	<input type="checkbox"/> Yes	<input type="checkbox"/> No
26. If the answer to item 25 is "Yes," were these incentives or services a significant factor in the decision to invest in a given region of the United States or in a given State or local area? 141	1	<input type="checkbox"/> Yes	<input type="checkbox"/> No
If the answer to item 25 is "Yes," indicate the category(ies) which most clearly describe the relevant State or local incentives or services. Mark (X) yes or no for each category to indicate whether or not the category is applicable, and complete item 30.			
27. Taxation – Such as investment tax credit; tax exemption; and tax reduction or holiday. 142	1	<input type="checkbox"/> Yes	<input type="checkbox"/> No
28. Financing programs – Such as industrial revenue bonds; direct loans or loan guarantees; credits from development credit corporations; grants; and preferential rates on loans or leases. 143	1	<input type="checkbox"/> Yes	<input type="checkbox"/> No
29. Other – Such as State-financed recruiting programs, training programs, relocation services, studies, R&D assistance, road building, and other services or incentives that are of monetary value. 144	1	<input type="checkbox"/> Yes	<input type="checkbox"/> No

**30. State, or State of location of local government unit, from which the incentives or services were received.**  
 If more than one, enter all States from which received.

a. State \_\_\_\_\_ BEA USE 145  1

b. State \_\_\_\_\_ BEA USE 145  2

c. State \_\_\_\_\_ BEA USE 145  3



**3-Digit ISI Codes for the Industry Classification of New U.S. Affiliate (Item 24) and 2-Digit Industry Codes for Classification of Foreign Parent and Ultimate Beneficial Owner (UBO) (Items 38 and 43)**

The International Surveys Industry (ISI) classifications below are to be used in completing item 24. The classifications are defined in the "Guide to Industry and Foreign Trade Classifications for International Surveys," prepared by the Bureau of Economic Analysis. The guide is available upon request. The titles of some ISI classifications, by themselves, may be insufficient to determine the classifications of certain activities. Consult the more detailed descriptions provided in the guide to be sure of the correct classification.

The 2-digit industry codes for the foreign parent and the UBO are to be used in completing items 38 and 43.

**SUMMARY OF INTERNATIONAL SURVEYS INDUSTRY (ISI) CLASSIFICATIONS**

AGRICULTURE, FORESTRY, AND FISHING	MANUFACTURING – Continued	WHOLESALE TRADE – Continued
010 Agricultural production – crops	342 Cutlery, hardware, and screw products	513 Apparel, piece goods, and notions
020 Agricultural production – livestock and animal specialties	343 Heating equipment, plumbing fixtures, and structural metal products	514 Groceries and related products
070 Agricultural services	349 Metal services; ordnance; and fabricated metal products, n.e.c.	515 Farm-product raw materials
080 Forestry	351 Engines and turbines	517 Petroleum and petroleum products
090 Fishing, hunting, and trapping	352 Farm and garden machinery	519 Nondurable goods, n.e.c.
	353 Construction, mining, and materials handling machinery	<b>RETAIL TRADE</b>
<b>MINING</b>	354 Metalworking machinery	530 General merchandise stores
101 Iron ores	355 Special industry machinery	540 Food stores
102 Copper, lead, zinc, gold, and silver ores	356 General industrial machinery	554 Gasoline service stations
107 Other metallic ores	357 Computer and office equipment	560 Apparel and accessory stores
108 Metal mining services	358 Refrigeration and service industry machinery	580 Eating and drinking places
120 Coal	359 Industrial and commercial machinery, n.e.c.	590 Retail trade, n.e.c.
124 Coal mining services	363 Household appliances	<b>FINANCE, INSURANCE, AND REAL ESTATE</b>
133 Crude petroleum extraction (no refining) and natural gas	366 Household audio and video, and communications equipment	600 Banks
138 Oil and gas field services	367 Electronic components and accessories	603 Savings institutions and credit unions
140 Nonmetallic minerals, except fuels	369 Electrical machinery, n.e.c.	612 Other finance
148 Nonmetallic minerals services, except fuels	371 Motor vehicles and equipment	631 Life insurance
	379 Other transportation equipment	632 Accident and health insurance
<b>CONSTRUCTION</b>	381 Measuring, scientific, and optical instruments	639 Other insurance
150 Construction	384 Medical instruments and supplies and ophthalmic goods	650 Real estate
	386 Photographic equipment and supplies	671 Holding companies, except bank holding companies
<b>MANUFACTURING</b>	390 Miscellaneous manufacturing industries	679 Franchising, business — selling or licensing
201 Meat products		<b>SERVICES</b>
202 Dairy products	<b>TRANSPORTATION, COMMUNICATION, AND PUBLIC UTILITIES</b>	700 Hotels and other lodging places
203 Preserved fruits and vegetables	401 Railroads	731 Advertising
204 Grain mill products	441 Petroleum tanker operations	734 Services to buildings
205 Bakery products	449 Other water transportation	735 Equipment rental and leasing, except automobiles and computers
208 Beverages	450 Transportation by air	736 Personnel supply services
209 Other food and kindred products	461 Pipelines, petroleum and natural gas	741 Computer processing and data preparation services
210 Tobacco products	462 Pipelines, except petroleum and natural gas	742 Information retrieval services
220 Textile mill products	470 Petroleum storage for hire	743 Computer related services, n.e.c.
230 Apparel and other textile products	472 Passenger transportation arrangement	749 Other business services
240 Lumber and wood products	477 Transportation, n.e.c., warehousing, terminal facilities, and related services	751 Automotive rental and leasing, without drivers
250 Furniture and fixtures	481 Telephone and telegraph communications	752 Automotive parking, repair, and other services
262 Pulp, paper, and board mills	483 Other communications services	760 Miscellaneous repair services
265 Other paper and allied products	490 Electric, gas, and sanitary services	780 Motion pictures, including television tape and film
271 Newspapers		790 Amusement and recreation services
272 Miscellaneous publishing	<b>WHOLESALE TRADE</b>	800 Health services
275 Commercial printing and services	501 Motor vehicles and equipment	810 Legal services
281 Industrial chemicals and synthetics	503 Lumber and construction materials	820 Educational services
283 Drugs	504 Professional and commercial equipment and supplies	871 Engineering, architectural, and surveying services
284 Soap, cleaners, and toilet goods	505 Metals and minerals, except petroleum	872 Accounting, auditing, and bookkeeping services
287 Agricultural chemicals	506 Electrical goods	873 Research, development, and testing services
289 Chemical products, n.e.c.	507 Hardware, and plumbing and heating equipment and supplies	874 Management and public relations services
291 Integrated petroleum refining and extraction	508 Machinery, equipment, and supplies	890 Other services provided on a commercial basis
292 Petroleum refining without extraction	509 Durable goods, n.e.c.	<b>NONBUSINESS ENTITIES</b>
299 Petroleum and coal products, n.e.c.	511 Paper and paper products	900 Government entities
305 Rubber products	512 Drugs, proprietaries, and sundries	905 Nonbusiness entities, except government
308 Miscellaneous plastics products		
310 Leather and leather products		
321 Glass products		
329 Stone, clay, concrete, gypsum, and other nonmetallic mineral products		
331 Primary metal industries, ferrous		
335 Primary metal industries, nonferrous		
341 Metal cans, forgings, and stampings		

**FOREIGN PARENT AND UBO INDUSTRY CODES**

- 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 Petroleum and natural gas: exploration, development and extraction; oil and gas field services; refining; transport; storage; and wholesale and retail trade (ISI codes 133, 138, 291, 292, 299, 441, 461, 470, 517, and 554)

**NOTE** — All industries listed below exclude petroleum subindustries included in "Petroleum and natural gas," as defined above.

- 07 Agriculture (ISI codes 010—090, except 070)
- 08 Mining (ISI codes 101—107, 120, and 140)
- 09 Construction (ISI code 150)
- 11 Transportation, communication, and public utilities (ISI codes 401, 449, 450, 462, 472, 477, 481, 483, and 490)
- 12 Wholesale and retail trade (ISI codes 501—515, 519, 530, 540, 560, 580, and 590)
- 13 Banking (including bank holding companies) (ISI codes 600 and 603)
- 14 Holding companies (ISI code 671)
- 15 Other finance and insurance (ISI codes 612, 631, 632, 639, and 679)
- 16 Real estate — Including investing or engaging in real estate as an operator, manager, lessor, agent, or broker (ISI code 650)
- 17 Services (ISI codes 070, 108, 124, 148, and 700—890)

- Manufacturing, including fabricating, assembly, and processing
- 20 Food and kindred products (ISI codes 201—209)
- 21 Drugs (ISI code 283)
- 22 Chemicals, other than drugs (ISI codes 281, 284—289)
- 23 Stone, clay and glass products (ISI codes 321 and 329)
- 24 Primary and fabricated metals (ISI codes 331, 335, 341—349)
- 25 Computers and office equipment (ISI code 357)
- 26 Nonelectrical machinery other than computers and office equipment (ISI codes 351—356, 358, and 359)
- 27 Electric and electronic equipment (ISI codes 363—369)
- 28 Motor vehicles and equipment (ISI code 371)
- 29 Other transportation equipment (ISI code 379)
- 30 Instruments and related products (ISI codes 381—386)
- 31 Other manufacturing (ISI codes 210—275, 305—310, and 390)

**BE-13 INITIAL REPORT ON A FOREIGN PERSON'S DIRECT OR INDIRECT ACQUISITION, ESTABLISHMENT, OR PURCHASE OF THE OPERATING ASSETS, OF A U.S. BUSINESS ENTERPRISE, INCLUDING REAL ESTATE**

**INSTRUCTIONS**

**INTRODUCTION**

**Purpose** – BE-13 reports are required in order to obtain comprehensive initial data concerning new foreign direct investment in the United States that may affect the U.S. and foreign economies.

**Authority** – BE-13 reports are mandatory 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"). In Section 3 of Executive Order 11961, the President designated the Department of Commerce as the federal agency responsible for collecting the required data on direct investment, and the Secretary of Commerce has assigned this responsibility to the Bureau of Economic Analysis. The implementing regulations are contained in Title 15 CFR Part 806.

This report has been approved by the Office of Management and Budget under the Paperwork Reduction Act (44 U.S.C. 3501, et seq.).

**Penalties** – Whoever fails to report may 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. 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)

Notwithstanding the above, a U.S. person is not subject to any penalty for failure to report if a valid Office of Management and Budget control number is not displayed on the form; such a number is displayed on this form.

**Confidentiality** – The information filed in this report may be used only for analytical and statistical purposes and access to the information shall be available only to officials and employees (including consultants and contractors and their employees) of agencies designated by the President to perform functions under the Act. The President may authorize the exchange of the information between agencies or officials designated to perform functions under the Act, but only for analytical and statistical purposes. No official or employee (including consultants and contractors and their employees) shall publish or make available any information collected under the Act in such a manner that the person to whom the information relates can be specifically identified. Reports and copies of reports prepared pursuant to the Act are confidential and their submission or disclosure shall not be compelled by any person without the prior written permission of the person filing the report and the customer of such person where the information supplied is identifiable as being derived from the records of such customer (22 U.S.C. 3104).

Response to this inquiry is required by law. By the same law, your report to this Bureau is CONFIDENTIAL. It may be used only for analytical or statistical purposes and CANNOT be used for purposes of taxation, investigation, or regulation. The law also provides that copies retained in your files are immune from legal process.

**I. 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, 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).
- D. Foreign person** means any person resident outside the United States or subject to the jurisdiction of a country other than the United States.
- E. Direct investment** means the ownership or control, directly or indirectly, by one person of 10 per centum or more of the voting securities of an incorporated business enterprise or an equivalent interest in an unincorporated business enterprise.
- F. Foreign direct investment in the United States** means the ownership or control, directly or indirectly, by one foreign person of 10 per centum 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.
- G. Branch** means the operations or activities conducted by a person in a different location in its own name rather than through an incorporated entity.
- H. 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 per centum or more of its voting stock for an incorporated business or an equivalent interest for an unincorporated business, including a branch.
- I. U.S. affiliate** means an affiliate located in the United States in which a foreign person has a direct investment.
- J. Foreign parent** means the first foreign person in the ownership chain of the U.S. affiliate.
- K. 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 per centum of the person below it up to and including that person which is not owned more than 50 per centum 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 per centum by the person above it.
- L. Foreign affiliate of foreign parent** means, with reference to a given U.S. affiliate, any member of the affiliated foreign group owning the affiliate that is not a foreign parent of the affiliate.
- M. U.S. corporation** means a business enterprise incorporated in the United States.
- N. Business enterprise** means any organization, association, branch, or venture which exists for profitmaking purposes or to otherwise secure economic advantage, and any ownership of any real estate.
- O. Intermediary** means an agent, nominee, manager, custodian, trust, or any person acting in a similar capacity.

**I. DEFINITIONS (Continued)**

- P. 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. Each of the following are deemed to be an associated group:
- (1) Members of the same family,
  - (2) A business enterprise and one or more of its officers and directors,
  - (3) Members of a syndicate or joint venture, or
  - (4) A corporation and its domestic subsidiaries.
- Q. 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. (A person who creates a trust, proxy, power of attorney, arrangement, or device with the purpose or effect of divesting such owner of the ownership of an equity interest as part of a plan or scheme to avoid reporting information, is deemed to be the owner of the equity interest.)

**II. GENERAL INSTRUCTIONS**

**A. Who must report**

BE-13 Initial Report on a Foreign Person's Direct or Indirect Acquisition, Establishment, or Purchase of the Operating Assets, of a U.S. Business Enterprise, Including Real Estate, must be completed either:

1. by a U.S. business enterprise when a foreign person establishes or acquires directly, or indirectly through an existing U.S. affiliate, a 10 percent or more voting interest in that enterprise, including an enterprise that results from the direct or indirect acquisition by a foreign person of a business segment or operating unit of an existing U.S. business enterprise that is then organized as a separate legal entity; or
2. by the existing U.S. affiliate of a foreign person when it acquires a U.S. business enterprise, or a business segment or operating unit of a U.S. business enterprise, that the existing U.S. affiliate merges into its own operations rather than continuing or organizing as a separate legal entity.

One complete BE-13 report must be filed for every new U.S. affiliate. However, separate Parts V and VI must be completed and filed for each foreign parent or existing U.S. affiliate that established or acquired a direct voting interest in the U.S. business enterprise, business segment, operating unit, or real estate.

**NOTE** – Real estate purchased for other than personal use constitutes a "business enterprise."

**B. Exclusions and exemptions –**

1. Residential real estate held exclusively for personal use and not for profitmaking purposes is not subject to the reporting requirements. A U.S. residence which 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. Ownership of residential real estate by a corporation whose sole purpose is to hold the real estate and where the real estate is for the personal use of the individual owner(s) of the corporation, is considered real estate held for personal use.
2. An existing U.S. affiliate is exempt from reporting the acquisition of a U.S. business enterprise, or a business segment or operating unit of a U.S. business enterprise, that it then merges into its own operations, if the total cost of the acquisition was \$1,000,000 or less, and does not involve the purchase of 200 acres or more of U.S. land. (If the acquisition involves the purchase of 200 acres or more of U.S. land, it must be reported regardless of the total cost of the acquisition.)
3. An established or acquired U.S. business enterprise, as consolidated, is exempt if its total assets (not the foreign parent's or existing U.S. affiliate's share) at the time of acquisition or immediately after being established, were \$1,000,000 or less and it does not own 200 acres or more of U.S. land. (If it owns 200 acres or more of U.S. land, it must report regardless of the value of total assets.)

If exempt under 2 or 3, Supplement C, "Exemption Claim, Form BE-13," which accompanies this Form, must be filed to validate the exemption.

**NOTE:** All exempt U.S. affiliates should be aware of the quarterly and annual surveys of foreign direct investment in the United States (Forms BE-15, BE-605, and BE-605 Bank) conducted by this Bureau and the exemption criteria pertaining to each (see 15 CFR Part 806.15). If a U.S. affiliate is exempt on Form BE-13, it is also exempt from filing in any of the quarterly or annual surveys at this time. However, if through internal growth, acquisitions, new infusions of capital, the purchase of land, etc., a previously exempt affiliate exceeds the exemption criteria of the quarterly and annual surveys in the future, it is the affiliate's legal responsibility to secure and file the appropriate forms. In the year that the quinquennial BE-12 benchmark survey is conducted, this Bureau will mail forms to each U.S. affiliate on our mailing list, including those exempted from filing in other surveys. If a U.S. affiliate is exempt from filing in the BE-12 survey, it may file a claim for exemption at that time.

**C. Determining whether an individual is a foreign person or a U.S. person based on residence** – An individual will be considered a resident of, and subject to the jurisdiction of, the country in which physically located, subject to the following qualifications:

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. Notwithstanding 2, 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, then such owner or employee shall nevertheless be considered a resident of the country of citizenship provided there is the intent to return within a reasonable period of time.
4. Individuals and members of their immediate families 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.

**Part VI Identification of Foreign Parent and Ultimate Beneficial Owner, and Cost of Investment**

*This Part is being completed for (Mark (X) one of items 31 through 33.) -*

- 31. <sup>1</sup>  The foreign parent that directly established or acquired the new U.S. affiliate
- 32. <sup>1</sup>  The existing U.S. affiliate of a foreign person that directly established a new U.S. affiliate or acquired a direct voting interest in a U.S. business enterprise of such a magnitude that the established or acquired enterprise becomes a new U.S. affiliate of the existing U.S. affiliate's foreign parent.
- 33. <sup>1</sup>  The existing U.S. affiliate of a foreign person that acquired a U.S. business enterprise, or business segment or operating unit of a U.S. business enterprise, and merged it into its own operations.

**34. Name and address of either the foreign parent (including country) or existing U.S. affiliate that directly established or acquired the new U.S. affiliate or that merged the acquired business enterprise, etc., into its own operations.**

Name  
147 1

Street or PO Box  
148 1

City and State  
149 1

Country  
150 1

**BEA USE**  
151 1

**35. If item 31 or 32 was marked, give the percent of direct ownership (voting) held by the foreign parent or existing U.S. affiliate named in item 34.**

152  .  %

**36. If item 32 or 33 is marked, give the name and country of the foreign parent holding the direct, or indirect, ownership interest in the existing U.S. affiliate named in item 34. If more than one foreign parent, furnish, on a separate sheet, the information requested in items 36 through 44 for each additional foreign parent.**

Name  
153 1

Country  
154 1

**BEA USE**  
155 1

**37. If item 32 or 33 is marked and if the existing U.S. affiliate named in item 34 is not directly owned by the foreign parent, give the name and address of the U.S. affiliate that is directly owned by the foreign parent and the percent of ownership by the foreign parent.**

Name  
156 1

Address  
157 1  
158 1

Percent  
159  .  %

**BEA USE**  
160 1  
161 1

**38. Industry code of foreign parent named in either item 34 or item 36.** 162 1  Code - Secure code from chart on page 4.

**NOTE** - Information regarding the UBO and government ownership is essential; failure to properly complete items 39 through 44, to the extent required by the line instructions, will constitute an incomplete report, which will be returned to the reporter for completion.

**39. Is the foreign parent named in either item 34 or 36 also the ultimate beneficial owner (UBO)? See definition of UBO.** 163 <sup>1</sup>  Yes - If the answer is "Yes," skip to item 44.  
<sup>2</sup>  No - If the answer is "No," continue with item 40.

**40. Is the UBO an individual?** 164 <sup>1</sup>  Yes - If the answer to item 40 is "Yes," then the name of the individual need not be given in item 41, but the country of residence of the individual must be given in item 42.  
<sup>2</sup>  No

**41. Name of UBO**  
165 1

**42. Country of UBO named in item 41, or of the individual who is the UBO if item 40 was answered "Yes."** 166 1  **BEA USE**  
167 1

**43. Industry code of UBO named in item 41.** 168 1  Code - Secure code from chart on page 4.

**44. Item 44 must be completed unless industry code 01 or 02 (indicating ownership by a foreign government or government-run pension fund) is entered in either item 38 or item 43; if code 01 or 02 is entered in either item 38 or item 43, do not complete item 44, skip to item 45. Does a foreign government (including a government-owned or -sponsored enterprise, or a quasi-government organization or agency) or a government-run pension fund have a combined direct and indirect voting ownership interest, or its equivalent, of 5% or more in the foreign parent, or any entity in the parent's chain of ownership up to, and including, the UBO?**

169 <sup>1</sup>  Yes <sup>2</sup>  No { If the answer to item 44 is "Yes," give on a separate sheet, the chain of ownership from the foreign parent to the government or government-run pension fund, showing at each level the name of, and the percent ownership held by, each entity in the entity below it.

**BEA USE**  
169 <sup>3</sup>

**45. If item 32 was marked, will data for the new U.S. affiliate be fully consolidated with that of the existing or another U.S. affiliate in other international investment reports filed with this Bureau?**

170 <sup>1</sup>  Yes <sup>2</sup>  No { If "Yes," give name under which consolidated report will be filed if it is not the name of the existing U.S. affiliate given in item 34 or item 37. -

171 1  **BEA USE**  
172 1

(They must be consolidated if the ownership is more than 50 percent, except that separate reports may be filed where the new U.S. affiliate will not normally be fully consolidated due to lack of control, provided written permission has been requested from and granted by BEA.)

		Amount			
		Bil.	Mil.	Thous.	Dols.
<b>46. Cost of investment</b> - For all types of investments covered by items 1 through 5, Part I, give the value of the consideration given for the new interest acquired, at transactions, not book, value. Include cost of voting as well as other equity interests. Exclude cost, if any, entered in item 8. Note that the sum of lines 47 and 48 must equal the total cost in this item.	173	\$			
<b>47. Funding by foreign parent(s) or foreign affiliate(s) of foreign parent(s) (affiliated foreign group)</b> - Enter the portion of the cost in item 46 provided by foreign parent(s) or foreign affiliate(s) of the foreign parent(s), including funds they borrowed in the United States or abroad. Include funds to finance the investment that were supplied by the foreign parent or its foreign affiliate through an existing U.S. affiliate, as well as funds supplied directly by the foreign parent or its foreign affiliate.	174	1			
<b>48. Funding by existing U.S. affiliate</b> - Equals sum of items 48a and 48b	175	\$			
<b>a. Foreign borrowing by existing U.S. affiliate</b> - Enter the portion of the cost in item 46 provided by the existing U.S. affiliate out of borrowing from unaffiliated foreign persons. Exclude loans from the affiliated foreign group that were included in item 47.	176	1			
<b>b. Other funding by existing U.S. affiliate</b> - Enter the portion of the cost in item 46 provided by the existing U.S. affiliate and not included in item 48a (e.g., internally generated funds and funds that the affiliate borrowed in the United States).	177	1			

## II. GENERAL INSTRUCTIONS (Continued)

- D. Reporting by intermediaries** – If a particular foreign direct investment in the United States is held, exercised, administered, or managed by a U.S. intermediary for the foreign beneficial owner, such intermediary shall be responsible for reporting the required information for, and in the name of, the new U.S. affiliate, and shall report on behalf of the new U.S. affiliate or shall instruct the new U.S. affiliate to submit the required information. Upon so instructing the new U.S. affiliate, the intermediary shall be released from further liability to report provided it has informed this Bureau of the date such instructions were given and the name and address of the U.S. affiliate, and has supplied the new U.S. affiliate with any information in the possession of, or which can be secured by, the intermediary that is necessary to permit the new U.S. affiliate to complete the required reports. If the new U.S. affiliate is in the form of real property that includes no entity from which a report can be solicited, the U.S. intermediary of the foreign beneficial owner is required to report. When acting in the capacity of an intermediary, the accounts or transactions of the U.S. intermediary with a foreign beneficial owner shall be considered as accounts or transactions of the new U.S. affiliate with the foreign beneficial owner. To the extent such transactions or accounts are unavailable to the new U.S. affiliate, they may be required to be reported by the intermediary.
- E. Unusual reporting situations** – It may be unclear from the forms and related instructions how certain unusual situations should be reported. This will be true particularly where there is a combination of direct plus indirect ownership interests, or where members of an affiliated foreign group have, or acquire, more than one fractional interest of less than 10 percent, but which in total adds to more than a 10 percent interest when all lines of ownership are considered. Rather than further complicating the instructions by trying to allow for all possible reporting situations, we request that those who must report for an unusual situation call us to discuss how best to report it.
- F. Consolidated reporting by a new U.S. affiliate** – A new U.S. affiliate shall file Form BE-13 on a fully consolidated basis, including in the consolidation all other U.S. affiliates in which it directly or indirectly owns more than 50 percent of the outstanding voting stock. (Foreign subsidiaries of the new U.S. affiliate are **not** to be included in the consolidation, except as provided below under the equity method of accounting.) However, separate reports may be filed where a given U.S. affiliate is not normally consolidated due to lack of control, provided written permission has been requested from and granted by BEA. Hereinafter, the consolidated entity is considered to be one U.S. affiliate. A U.S. affiliate that is not consolidated must file its own Form BE-13.
- G. Equity method of accounting** – Investments by the new U.S. affiliate in business enterprises not included in the consolidation and which are 20 percent or more owned shall be accounted for following the equity method of accounting. However, in these cases, intercompany items are not to be eliminated.
- H. Business segment** – Business segment as used in these reports is not limited to those "segments" meeting the criteria set forth in Financial Accounting Standards Board Statement Number 14.
- I. Calculation of total ownership percentage** – A person's ownership interest in a given business enterprise may be held directly or indirectly or both. It is directly held if the person itself holds the ownership interest in the enterprise. It is indirectly held if the person holds an ownership interest in another business enterprise that, in turn, owns the given business enterprise. A person's percentage of indirect voting ownership in a given business enterprise is the product of the person's direct voting ownership percentage in the first business enterprise in the ownership chain times that first enterprise's direct voting ownership percentage in the second business enterprise times each succeeding direct voting ownership percentage of each other intervening business enterprise in the ownership chain between the person and the given business enterprise. If more than one chain of ownership between the person and the given business enterprise exists, the percentages of direct and indirect ownership in all chains are summed to determine the person's total ownership percentage.

## III. ACCOUNTING METHODS AND REPORTING PROCEDURES

- A. Accounting methods and records** – Generally accepted U.S. accounting principles should be followed. Corporations should generally use the same methods and records that are used to generate reports to stockholders except where the instructions indicate a variance.
- B. Annual stockholder's report** – U.S. affiliates issuing annual reports to stockholders are requested to furnish a copy of their annual report to this Bureau.
- C. Estimates** – If actual figures are not available, estimates should be supplied and labeled as such. When a data item cannot be fully subdivided as required, a total and an estimated breakdown of the total should be supplied.
- D. Space on form insufficient** – When space on a form is insufficient to permit a full answer to any item, the required information should be submitted on supplementary sheets, appropriately labeled and referenced to the item number and the form or supplement.
- E. Figures such as the number of acres and the number of employees** should be reported to the nearest whole unit.
- F. Currency amounts** should be reported in U.S. dollars rounded to thousands (omitting 000). **Do not enter** amounts in the shaded portions of each line.

**EXAMPLE:** If amount is \$1,334,615.00, report as:

Bil.	Mil.	Thous.	Dols.
	1	335	

- G.** If an item is between + or - \$500.00, enter "0."  
**H.** Use parentheses to indicate negative numbers.

## IV. FILING REPORTS

- A. Extension** – Requests for an extension of the reporting deadline will not normally be granted. However, in a hardship case, a written request for an extension will be considered provided it is received at least 15 days prior to the due date of the report and enumerates substantive reasons necessitating the extension. BEA will provide a written response to such requests.
- B. Assistance** – If there are any questions concerning the report, telephone (202) 606-5577 during office hours – 8:30 to 4:30 eastern time.

## IV. FILING REPORTS (Continued)

- C. Number of copies** – A single original copy of each form is to be filed with the Bureau of Economic Analysis. In addition, each person filing a form must retain a copy to facilitate resolution of any problems that may arise covering the data reported. (Both copies are protected by law; see statement on confidentiality in the Introduction.) File copies should be retained for 3 years after the date on which the form is due.
- D. Filing of report** – Reports filed by mail through the U.S. Postal Service should be sent to: U.S. Department of Commerce, Bureau of Economic Analysis, BE-49(NI), Washington, DC 20230. Reports filed by direct private delivery should be directed to: U.S. Department of Commerce, Bureau of Economic Analysis, BE-49(NI), Shipping and Receiving Section M-100, 1441 L Street, NW, Washington, DC 20005.
- E. Retention of copies** – A copy of all reports filed should be retained for 3 years beyond the report's original due date.
- F. Due date** – Form BE-13 is due no later than 45 days after the investment transaction occurs.

## V. SPECIAL INSTRUCTIONS FOR INSURANCE COMPANIES

When there is a difference, the financial and operating data are to be prepared on the same basis as an annual report to the stockholders, rather than on the basis of an annual statement to an insurance department. Valuation should be according to normal commercial accounting procedures, not at the rates promulgated by the National Association of Insurance Commissioners. Include both nonadmitted assets not acceptable for the annual statement to an insurance department and trusted, as well as non-trusted, assets. Specific instructions for income statement items are:

- Costs and expenses relating to operations (to be used in determining net income) – Include costs relating to sales or gross operating revenues, 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.
- Sales or gross operating revenues, excluding sales taxes – Include items such as earned premiums, annuity considerations, gross investment income, and items of a similar nature. Exclude income from foreign affiliates.

## VI. SPECIAL INSTRUCTIONS FOR REAL ESTATE

If a business enterprise, otherwise required to report, is in the form of real property not identifiable by name, reports are required to be filed by and in the name of the beneficial owner, or in the name of such beneficial owner by the intermediary of such beneficial owner.

### Part I, items 1 through 5:

The direct purchase of real estate – unimproved land, farms, office buildings, shopping centers, etc. – shall be considered to be an item 5 transaction except where the purchase is effected by buying shares in an existing corporation, in which case it will be an item 2 transaction.

### Part II:

**Item 10** – For real estate investments being reported, BEA is not seeking a legal description of the property, nor necessarily the address of the property itself. Since there may be no operating business enterprise as such for the investment, what is wanted is a consistently identifiable investment (i.e., 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 from survey to survey, or period to period. Thus, in item 10, 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, Acme Building, etc., the name and address in item 6 might be:

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

**Items 11 through 15** – If the new U.S. affiliate is not incorporated, give the percent ownership in item 11 for direct purchases by the foreign parent; and in item 12 for direct purchases by an existing U.S. affiliate.

## VII. SPECIAL INSTRUCTIONS CONCERNING THE ESTABLISHMENT OF A HOLDING COMPANY, WITH MINIMAL CAPITALIZATION, PREPARATORY TO ACQUIRING OR ESTABLISHING A U.S. BUSINESS ENTERPRISE

The following procedures attempt to minimize reporting of multiple step transactions that would otherwise require the filing of several BE-13 reports or exemption claims. The transaction date for reporting an initial investment in a U.S. holding company, or similar entity, by a foreign person or by an existing U.S. affiliate of a foreign person may be deferred from the date of the initial investment if:

- (1) The initial capitalization (both debt and equity) of the U.S. holding company, or similar entity, is \$5,000,000 or less, **and**
- (2) The purpose of setting up the U.S. holding company, or similar entity, is to facilitate the subsequent acquisition of a U.S. business enterprise or to establish an operating U.S. affiliate, within 180 days.

A report must be filed within 45 days of the completion of the holding company's acquisition of the U.S. business enterprise or the establishment of an operating U.S. affiliate. When the BE-13 is filed, if the holding company has not been dissolved, the report must fully consolidate the holding company and the newly acquired or established U.S. affiliate. The cost of investment, item 46, must account for all funds for both investments. A brief letter of explanation describing the situation and transaction dates should accompany the filing.

In order to qualify for this deferral, the secondary investment transaction must occur within 180 days of the acquisition or establishment of the holding company. If it does not, a BE-13 report (or exemption claim) must be filed by the U.S. holding company no later than 45 days beyond the 180-day deferral period.

## VIII. SPECIFIC INSTRUCTIONS FOR REPORTING EMPLOYMENT

Employment (item 20) should relate to all employees regardless of whether they are engaged in an activity the cost of which was, or will be, charged as an expense on the income statement, charged to inventories, or capitalized. Include part-time and full-time workers, but exclude home workers and independent sales personnel who are not employees. Where the investment being reported represents the **acquisition** of a U.S. business enterprise, business segment, operating unit, or the direct purchase of real estate, (i.e., item 2, 3, 4, or 5 of Form BE-13 is marked), give the number of employees as of the ending date for the year shown in item 17. Employment as of a different date during the year may be used if employment did not vary significantly during the year. If a strike or other disruption was in progress at the end of the year, give a number that reflects normal operations. If a business activity involves large seasonal variation, give a number that reflects an average for the year. Where the investment being reported represents the **establishment** of a new U.S. business enterprise (i.e., item 1 of Form BE-13 is marked), give the number of persons expected to be on the payroll at the end of the first full year of operations.

**TEAR OFF – DO NOT RETURN INSTRUCTIONS.**

EXEMPTION CLAIM, FORM BE-13

(Initial Report on a Foreign Person's Direct or Indirect Acquisition, Establishment, or Purchase of the Operating Assets, of a U.S. Business Enterprise, Including Real Estate)

MAIL REPORTS TO

U.S. Department of Commerce Bureau of Economic Analysis BE-49(NI) Washington, DC 20230

OR DELIVER REPORTS TO

U.S. Department of Commerce Bureau of Economic Analysis, BE-49(NI) Shipping and Receiving Section M-100 1441 L Street, NW Washington, DC 20005

Response to this inquiry is required by law. By the same law, your report to this Bureau is CONFIDENTIAL. It may be used only for analytical or statistical purposes and CANNOT be used for purposes of taxation, investigation, or regulation. The law also provides that copies retained in your files are immune from legal process. 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. NOTE: Real estate purchased for other than personal use constitutes a "business enterprise."

I have reviewed the instructions for the BE-13 Report and determined that filing of Form BE-13 is not required for the following reason Mark (X) one of items 1 through 5

- 1. 01 This U.S. business enterprise is not a U.S. affiliate of a foreign person, i.e., is not owned to the extent of 10 percent or more, directly or indirectly, by a foreign person.
2. 02 This acquisition is exempt from being reported because the U.S. business enterprise, or the business segment or operating unit of a U.S. business enterprise, was acquired by an existing U.S. affiliate who then merged it into its own operations and the total cost of the acquisition was \$3 million or less, and did not involve the purchase of 200 acres or more of U.S. land.
3. 05 This acquisition is not required to be reported since it represents U.S. real estate acquired by a foreign person(s) held exclusively for personal use and not for profitmaking purposes.
4. 06 This U.S. business enterprise is a U.S. affiliate of a foreign person but is exempt because, on a fully consolidated basis

Table with columns: Amount of total cost (Bil., Mil., Thous., Dols.), Number of acres (to nearest whole acre)

(a) Total assets (not the foreign parent's or existing U.S. affiliate's share) at the time of acquisition or immediately after being established were \$3 million or less;

(b) The U.S. affiliate does not own 200 acres or more of U.S. land (if the U.S. affiliate owns 200 acres or more of U.S. land, it must report regardless of the value of the total assets).

Table with columns: Amount (Bil., Mil., Thous., Dols.), Number

and complete the following: i. Country of foreign parent, ii. Country of ultimate beneficial owner

BEA USE ONLY table with 3 columns and 3 rows

5. 14 Other - Specify and include reference to section of regulations or instructions on which claim is based.

Table with columns: Month, Day, Year

6. If item 2 or item 4 was marked, give date transaction was completed

7. Name and address (enter in blocks below, as appropriate; leave one block between words) (i) If item 1, 3, or 5 was marked, give name and address (in a. below) of the U.S. business enterprise (including real estate) for whom claim is made. (ii) If item 2 or 4 was marked, give the name and address of the new U.S. affiliate acquired or established (in a. below). If the transaction involved an acquisition by an existing U.S. affiliate, also give name and address of the existing U.S. affiliate (in b. below) that made the acquisition and the percentage of ownership it acquired.

Form fields for name and address of new U.S. affiliate (a) and existing U.S. affiliate (b), including fields for Name, Street or PO Box, City and State, ZIP Code, and % of a. acquired.

U.S. PERSON FOR BEA TO CONSULT ABOUT THIS CLAIM (Enter name and address) and U.S. TELEPHONE NUMBER (Area code, Number, Extension)

CERTIFICATION The undersigned official certifies that the information contained in this report is correct and complete to the best of his/her knowledge. Authorized official's signature, Print or type name and title, Date