ORM BE-13 U.S. DEPARTMENT OF COMMERC  EV. 12/2000) BUREAU OF ECONOMIC ANALYSI	OMB Control No. 0608-0035: Approval Expires 12/31/20						
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	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						
MAIL U.S. Department of Commerce Bureau of Economic Analysis, BE-49(NI) Washington, DC 20230	maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burde estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to Director, Bu						
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	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.						
Mandatory - This survey is being conducted pursuant to the nternational Investment and Trade in Services Survey Act (P.L.	conviction, may be punished by a like fine, imprisonment, or both. (22 U.S.C. 3105)						
14-472, 90 Stat. 2059, 22 U.S.C., 3101-3108, as amended – hereinafter "the Act"), and the filing of reports is MANDATORY bursuant to Section 5(b)(2) of the Act (22 U.S.C. 3104). The implementing regulations are contained in Title 15 CFR Part 806.	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						
This report has been approved by the Office of Management and Budget under the Paperwork Reduction Act (44 U.S.C. 3501, et seq.	of information displays a currently valid OMB Control Number. The						
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 njunctive 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	Confidentiality – The Act provides that your report to this Bureau is CONFIDENTIAL, and may be used only for analytical or statistica purposes. Without your prior written permission, the information filed in your report CANNOT be presented in a manner that allows to be individually identified. Your report CANNOT be used for purposes of taxation, investigation, or regulation. Copies retained i your files are immune from legal process.						
his report is to be filed by either -	in following						
(a) 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	business enterprise, that the existing U.S. affiliate merges into its own operations rather than continuing or organizing as a separate legal entity.						
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	NOTE: Real estate purchased for other than personal use constitutes a "business enterprise."						
b) 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.	File separate parts V and VI 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.						
	ctions before completing report.						
Part I Type of Transaction and Date of Completion (Mark (X) ONE of items 1 through 5) –	6. Transaction completed on						
1. 101 11  The foreign parent or existing U.S. affiliate create a new legal entity, either incorporated or unincorporated, including a branch, which is organized and operating as a new U.S. business enterprise.	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 entered in item 6?						
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 it continued to operate as a separate legal entity, either incorporated or unincorporated, including a branch.	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. (Do not include the cost of the transaction that qualified the U.S. business enterprise as a U.S. affiliate and						
<ol> <li>The foreign parent or existing U.S. affiliate bought a business segment or operating unit of an existing U.S. business enterprise, which is</li> </ol>	that is reported in item 46.)  Cost Date(s) acquired						
organized as a new separate legal entity, either incorporated or unincorporated, including a branch.	Percent Bil. Mil. Thous. Dols. Month Day Year						
4. 14 🗆 The existing U.S. affiliate bought a U.S. business	115% \$						
enterprise, or business segment or operating unit of a U.S. business enterprise, and merged it into i own operations rather than continuing or organizing it as a separate legal entity.							
5. ¹s ☐ The foreign parent or existing U.S. affiliate purchased U.S. real estate	107 1 BEA: 108 1 USE						
NOTE – 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".	IMPORTANT NOTE:  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						
Continue in next column	is marked, complete Parts III through VI.						
EA USE ONLY	BEA USE ONLY						
123 1	23 1 23 1 3 1 3 1 3 1 3 1 3 1 3 1 3 1 3						
138 1	224						
.s, PERSON TO CONSULT CONCERNING QUESTIONS BOUT THIS REPORT – Enter name and address	CERTIFICATION - The undersigned official certifies that this report has been prepared in accordance with the applicable instructions, is complete, and substantially accurate except that, in accordance with lik go of the instruction estimates have been provided where data are not available from customary.						
	accounting records or precise data could not be obtained without undue build						

Extension Print or type name and title

Date

U.S. TELEPHONE Area code

Number

Part II Identification and Ownership Structure of the New U.S. Affiliate  Complete items 10 through 15 only if item 1, 2, 3, or 5, Part I on page 1, is marked.	17. Ending date for the year that these
10. Name and address of new U.S. affiliate	The spirit will a state that the spirit
BEA 103 1 USE	
Name of new U.S. affiliate	Amount
Street or PO Box	18. Total assets - If assets
305 1	are to be revalued due to the acquisition
City and State ZIP Code	report the value after revaluation.
106 1 Percent	19. Not income after provision for
Ownership of new U.S. affiliate -	U.S. Federal, State, and local
Percent of voting stock and equity interest for an incorporated U.S. affiliate, or an equivalent interest for an unincorporated to the stock of the	20. Number of employees - Include
U.S. affiliate, held DIRECTLY by – (1) (2)	part-time employees. (See Section V.D. of Instructions.) 134
11. All foreign parent(s), including the foreign parent(s) with a newly	21. Acres of U.S. land owned,
acquired direct investment ownership interest 109%	whether carried in a fixed asset, investment, or other
12. All U.S. affiliate(s) of foreign 2 3	asset account - Réport number to nearest whole acre. 135
parent(s), including the existing U.S. affiliate(s) with a newly	Mediest Wildle dute.
acquired ownership interest 110%	BEA USE ONLY
13. Other foreign persons	
14. Other U.S. persons 112 % %	INDUSTRY CLASSIFICATION OF U.S. AFFILIATE  22. Major activity of fully consolidated U.S. affiliate that
	was acquired or established - Mark (X) one. For start-up," show the intended activity. See Instructions,
15. TOTAL Sum of items 11-14 100.0% 100.0% 100.0% Part III Identification of U.S. Business Enterprise or a	Section III.M., for further explanation of the major activities listed below.
Business Segment or Operating Unit of a U.S. Business Enterprise, that has been Acquired and Organized as a new separate legal entity, or that has been Acquired by and Merged into an Existing U.S. Affiliate  Complete items 16a and 16b only if item 3 or 4,	☐ Production of goods ☐ Sales of goods ☐ Services ☐ Real estate
Part I on page 1, is marked.	23. What is the major product or service involved in this
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	activity? – If a product, also state what is done to it, i.e., whether it is mined, manufactured, sold at wholesale, transported, packaged, etc.
Street or PO Box	
117	
City and State ZIP Code	4.
16b. Name and address of person from whom acquired	
Name Name	24. Sales of newly acquired or established U.S. effiliate by industry – Enter the 4-digit ISI code(s) and the sales
119 1	associated with each code. The sales data should represent the new affiliate's most recent annual sales of gross
Street or PO Box	operating revenues (excluding sales taxes). For a newly created or inactive affiliate, show the projected breakdown
City and State ZIP Code	of sales. See the list of ISI codes on pages 5 and 6, if you use fewer than eight codes, you must account for total
121 1   Laborate Labo	sales.
Part IV Selected Financial and Operating Data	ISI code Sales (2)
Complete items 17 through 21 for all types of transactions covered by items 1 through 5, Part I,	(1) Bil. Mil. Thous Dols.
on page 1. BEA 124 1 2	e. Code with
For items 17 through 20 USE USE	b.Codewith 1 2 1 (
If Item 1 or 5, Part I, is marked - Report projections for, or as of, the end of the first full year of operations. Use	1 2 1 1
projections made in the course of planning the investment if available; otherwise give best estimate: (Exception For	3rd largest sales 203
direct purchase of real estate, the asset value should be the value at time of closing.)	d Code with 4th largest sales 204
If Item 2, 3, or 4, Part I, is marked - Report data for the fully consolidated U.S. business enterprise, or business	e. Code witti 5th largest sales 205
segment or operating unit, acquired, as of the end of the most recent financial year preceding acquisition. Exclude from	t f. Code with
full consolidation all foreign business enterprises owned by this U.S. affiliate; use the equity or cost	6th largest sales 206
method of accounting to value these investments. (See Section III.D. of Instructions.)	
For item 21	h, Code with 1 2 8th largest sales 208
If item 1, 4, or 5, Part I, is marked - Report the number of	I. Sales not accounted 2
acres included in the purchase.  If item 2 or 3, Part I, is marked - Report the number of	for above 209
acres owned by the new U.S. affiliate upon completion of the investment transaction	

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Part V Investment Incentives and Services Provided by State or Local Governments Including Quasi-government Entities
Complete items 25 through 30 for all types of transactions covered by items 1 through 5, Part I, on page 1.
5. 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? If "No" is marked, skip to item 31.
5. 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?
Mark "Yes" or "No" in items 27 through 29 to indicate the category(les) that most clearly describe the relevant State or local incentives or services, and complete item 30.  7. Taxation – Such as investment tax credit; tax exemption; and tax reduction or holiday.  142 1
B. 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.
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
a. State
BEAUSE 145 1
b. State
REAUSE 145 2
BEALUSE: 145 3
direct voting interest in a U.S. business enterprise that becomes a new U.S. affiliate of the existing U.S. affiliate's foreign parent.  1 3 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.  Name, address, and country of foreign parent, or name and address of the existing U.S. affiliate, that directly established or acquired the new U.S. affiliate or that merged the acquired business enterprise, or business segment or operating unit, into its own operations.
Name 147
Street or PO Box
City and State
Country BEAUSE
Percent
If item 31 or 32 was marked, report the percent of direct voting ownership held by the foreign parent or existing U.S. affiliate named in item 34.
If item 32 or 33 is marked, enter the name and country of the foreign parent holding the direct, or indirect, voting 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
Country
154 1  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
percent, enter the name and address of the U.S. affiliate that is directly owned by the foreign parent and the percent of voting ownership held by the foreign parent.
Name 156
Address Percent
158 1
160 1
Industry code of foreign parent named in either Item 36. — 162 1   Code - Get code from list on page 6.
ITE - Information recogning the IRO and government ownership is secondal, follows a property of the IRO and government ownership is secondal, follows
ent required by the line instructions, will constitute an incomplete report; BEA will contact the reporter for the missing information.  Is the foreign parent named in either item 34 or 36 also the ultimate beneficial owner (UBO)? See definition of UBO on page 7,  183 1 1 1 Yes - Skip to item 43.
Is the URC an individual?
164 ¹ 1□ Yes - If the answer to item 40 is "Yes," the name of the individual need not be entered in item 41, but the country of residence of the
individual must be entered in item 42: ¹₂□No

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# 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

#### IV. FILING REPORTS - Continued

- C. Mailing report forms to foreign address BEA will accommodate foreign owners that wish to have report forms sent directly to them. Owners should allow for the extra time consumed in mailing to and from a foreign place.
- D. Assistance For assistance, telephone (202) 606-5577 between 8:30 a.m. and 4:30 p.m. eastern time.
- E. Annual stockholders' report U.S. affiliates issuing annual reports to stockholders should furnish a copy of their annual report when filling the BE-13 report.
- F. Number of copies File a single original copy of each form with BEA. Retain a file copy of each report for three years to facilitate resolution of any questions that BEA may have concerning your report. (Both copies are protected by law; see the statement on confidentiality on page 1 of the Form RF-13).
- G. Where to send the 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 M100 1441 L Street, NW Washington, DC 20005

## V. SPECIAL INSTRUCTIONS

- A. Insurance companies When there is a difference, the financial and operating data in this report are to be prepared on the same basis as an annual report to 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 assets not acceptable for inclusion in the annual statement to an insurance department. Specific instructions follow:
  - Total sales Include premium income and income from other services, if any.
  - 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.
- B. Real estate If a business enterprise is real property that cannot be identified 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:

- Check item 5, in Part I, to report the direct purchase of real estate (e.g., unimproved land, office buildings, shopping centers, etc.)
- Check item 2, in Part I, to report the purchase of shares in an existing business entity that owns real estate

## Part II, item 10:

For real estate that does not represent an operating business enterprise (e.g., unimproved real property), report the name of the U.S. affiliate (investment) and an address where BEA can mail report forms. Examples are:

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 might be:

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

### Part II, items 11 and 12:

For unincorporated affiliates -

Report the percentage ownership for direct purchases by the foreign parent in item 11

Report the percentage ownership for purchases by an existing U.S. affiliate in item 12

C. Holding companies — The following criteria attempt to minimize reporting when a foreign parent creates a U.S. holding company whose sole purpose is to acquire or establish another U.S. business enterprise.

You may defer the reporting date for this type of (multi-step) transaction until 45 days after completion of the holding company's acquisition or establishment of the U.S. business enterprise if:

dents.

- The initial capitalization (including debt and equity) of the U.S. holding company is \$30,000,000 or less, and
- The U.S. business enterprise is acquired or established within 180 days of the creation of the U.S. holding company

You may also file one Form BE-13 to report the creation of the U.S. holding company and the subsequent acquisition or establishment of the U.S. business enterprise. Include in item 46 — Cost of investment — all funding for both the creation of the holding company and the subsequent acquisition or establishment of the U.S. business enterprise.

Please telephone BEA at (202) 606-5577 for further assistance if you are not certain how to report any investment transaction involving a holding company.

- D. Employment (item 20) Report the number of full-time and part-time employees, based on payroll records. Exclude home workers and independent sales personnel who are not employees.
  - If the investment being reported represents the acquisition of an existing U.S. business enterprise or the direct purchase of real estate (i.e., item 2, 3, 4, or 5 of Form BE-13 is marked) report the number of employees as of the date shown in item 17. A count of employees taken during, rather than at the end of, the year may be used if it is a reasonable proxy for the end-of-year number.
  - If the investment being reported represents the establishment of an new U.S. business enterprise (i.e., item 1 of Form BE-13 is marked) report the number of persons expected to be on the payroll at the end of the first full year of operations.

The number of employees reported in item 20 should reflect the normal operations of the U.S. business enterprise.

- If a strike, or other disruption, was in progress at the end of the year, report a number that represents normal operation.
- If the business enterprises's activity involves large seasonal variations, report a number that represents an average for the year.

# 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

### III. GENERAL INSTRUCTIONS - Continued

- 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 he or she intends to return within a reasonable period of time.
- Individuals and members of their immediate families who reside outside their country of citizenship as a result of employment by the government of that country diplomats, consular officials, members of the armed forces, etc. are considered to be residents of their country of citizenship. country of citizenship.
- B. Reporting by intermediaries Accounts or transactions of a U.S. intermediary with a foreign beneficial owner are deemed to be accounts and transactions of the new U.S. affiliate with the foreign beneficial owner.

If a foreign direct investment in the United States is held, exercised, administered, or managed by a U.S. intermediary for the benefit of the foreign owner, the intermediary shall:

- Be responsible for reporting the required information for, and in the name of, the new U.S. affiliate, or
- . Instruct the new U.S. affiliate to submit the required

If the intermediary instructs the U.S. affiliate to submit the information, the intermediary is released from any further obligation to report. In this case, the intermediary must:

- Inform this Bureau in writing that the new U.S. affiliate will file the BE-13 report, and
- . Give the new U.S. affiliate whatever information it may need to complete the report

IMPORTANT NOTE - If the new U.S. affiliate is not an entity from which a report can be requested (e.g., unimproved real property) then the intermediary of the foreign beneficial owner must report the investment on Form BE-13.

C. Consolidated reporting by a new U.S. affiliate – A new U.S. affiliate must file Form BE-13 on a fully consolidated basis, including in the full consolidation all other U.S. affiliates in which it directly or indirectly owns more than 50 percent of the outstanding voting stock. Do not include foreign affiliates of the new U.S. affiliate in the full consolidation, except as provided under the equity method of accounting. The consolidated entity is considered to be one U.S. affiliate.

You **must** request permission in writing from this Bureau to file a separate BE-13 report for any U.S. affiliate that is not consolidated (e.g., due to lack of control).

- D. Equity method of accounting Account for investments by a new U.S. affiliate in all foreign business enterprises and in U.S. business enterprises that are not fully consolidated as detailed below. Do not eliminate intercompany accounts if the equity method is used.
  - Generally, investment in those business enterprises owned 20 percent or more (including those that are majority-owned) should be reported using the equity basis. However, immaterial investments may be reported using the cost basis provided this basis is consistent with normal reporting practice.
  - Investment in those business enterprises owned less than 20 percent normally should be reported using the
- E. Calculation of ownership interest All direct and indirect lines of ownership interest held by a foreign person in a given U.S. business enterprise must be summed to determined whether the enterprise is a U.S. affiliate of the foreign person for purposes of reporting.

A foreign parent's percentage of indirect ownership interest in a given U.S. business enterprise is the product of the direct ownership percentage of the foreign parent in the first U.S. business enterprise in the ownership chain times that first enterprise's direct ownership percentage in the second U.S. business enterprise times each succeeding direct ownership percentage of each other intervening U.S. business enterprise in the ownership chain between the foreign parent and the given U.S. business enterprise.

If there is more than one line of ownership from the foreign parent, or if other members of the affiliated foreign group hold direct or indirect lines of ownership in the U.S. business enterprise, then all ownership interest lines must be summed to determine if the U.S. business enterprise is a U.S. affiliate of a foreign person.

F. Accounting methods and records – Follow generally accepted U.S. accounting principles, unless otherwise specified. Corporations should generally use the same methods and records that are used to generate reports to stockholders except where the instructions indicate a

Prepare reports for unincorporated persons on an

- G. Estimates If actual amounts are not available, supply estimates and label them as such. When a data item cannot be fully subdivided as required, supply a total and an estimated breakdown of the total.
- H. Space on form insufficient When space on a form is insufficient to permit a full answer to any item, submit the required information on supplimentary sheets, appropriately labeled and referenced to the item number and the form or supplement.
- Report currency amounts in U.S. dollars, rounded to thousands (omitting 000). **Do not enter** amounts in the shaded portions of each line.

EXAMPLE: If amount is \$3,334,615.00, report as:

Bil.	, Mit.	, Thous.	Dols.
	3	335	

- Non-currency amounts, such as the number of acres and the number of employees, should be reported to the nearest whole unit.
- K. Enter "0", if an item is between + or \$500.00.
- L. Use parentheses to indicate negative numbers.

### M. Major activity of fully consolidated U.S. affiliate

- Production of goods -- The U.S. affiliate is primarily engaged in construction or in mining or extracting (including exploration and development), manufacturing, fabricating, assembling, processing, or growing a good. These activities are coded in 1110 through 1140, 2111 through 2127, 2330 through 2350, and 3111 through 3399 of the list of ISI codes.
- Sales of goods The U.S. affiliate is primarily eates or goods — the U.S. affiliate is primarily engaged in selling (at wholesale or retail) goods that it does not produce. These activities are coded in 4211 through 4540 of the list of ISI codes. If the goods sold are produced by the U.S. affiliate, box "1" should be
- Services The U.S. affiliate is primarily engaged in providing a service such as utilities; transportation and warehousing; information, including newspaper, periodical, book, and database publishers, and software publishers; finance and insurance; professional, scientific, and technical services; holding companies; administrative and support waste management and administrative and support, waste management and remediation; accommodations and food services. including restaurants and eating places; etc. These activities are coded in 1150, 2132, 2133, 2211 through 2213, 4810 through 4939, and 5111 through 8130, except 5310, of the list of ISI codes.
- Real estate The U.S. affiliate is either real property or is primarily engaged in investing in, or operating, managing, developing, leasing, or acting as an agent or broker of, real estate. These activities are coded in 5310 of the list of ISI codes.

## IV. FILING REPORTS

- A. Due date Form BE-13 is due no later than 45 days after the completion of the investment transaction.
- B. Extensions For the efficient processing of the survey and timely dissemination of the results, it is important that your report be filed by the due date. Nevertheless, reasonable report be filed by the due date. Nevertheless, reasonable requests for extension of the filing deadline will normally be granted. Requests for extensions of more than 30 days MUST be in writing, should explain the basis for the request, and must be received by BEA at least 15 days before the due date of the report. You may telephone BEA directly with requests for extensions of 30 days or less. See Section IV.D., below.

# 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

The BE-13 survey provides comprehensive initial data concerning new foreign direct investment in the United States that may affect the U.S. and foreign economies.

#### I. REPORTING REQUIREMENTS

- 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 filed by either:
  - 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 acquisitions 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. the existing U.S. affiliate of a foreign person when it acquires a U.S. business enterprise, or a business segment or operating unit or 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 – A complete BE-13 report must be filed for every new U.S. affiliate. However, separate Parts V and V 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.

### **B.** Exemptions

- 1. 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 \$3,000,000 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.)
- 2. An established or acquired U.S. business enterprise, as An established or acquired U.S. business enterprise, as consolidated, is exempt from reporting 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 \$3,000,000 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) the value of total assets.)

If exempt under 1 or 2 above, you must file a Form BE-13, Supplement C, "Exemption Claim" to validate the exemption.

NOTE - If a U.S. affiliate meets either of the exemption NOTE – If a U.S. affiliate meets either of the exemption criteria given above, please be aware that it may, nevertheless, be required to file on the annual and quarterly surveys of foreign direct investment in the United States (Forms BE-15, BE-605, and BE-605 Bank), which are also conducted by this Bureau (see 15 CFR Part 806). If the U.S. affiliate is exempt from filing on the annual and quarterly surveys at this time, but exceeds the exemption levels for those surveys in the future due to internal growth, acquisitions, new infusions of capital the purchase of land acquisitions, new infusions of capital, the purchase of land, etc., the U.S. affiliate should obtain and file the appropriate

- C. Real Estate The ownership of real estate is a business enterprise, and if the real estate is foreign owned, it is a U.S. affiliate of a foreign person. You must file a BE-13 report unless the enterprise is otherwise exempt. However,
  - Residential real estate held exclusively for personal use and not for profitmaking purposes is not subject to the reporting requirements. A 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 U.S. residential real estate by a corporation whose sole purpose is to hold the real estate for the personal use of the owner(s) of the corporation is considered to be real estate held for personal use and not subject to the reporting requirements.

# II. DEFINITIONS

- A. United States, when used in a geographic sense, means the several States, the District of Columbia, the Commonwealth of Puerto Rico, and all territories and possessions of the United States.
- B. Foreign, when used in a geographic sense, means that which is situated outside the United States or which belongs to or is characteristic of a country other than the United

- 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.
- 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.

  Branch means the presentation
- 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.
- 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.
- U.S. affiliate means an affiliate located in the United States in which a foreign person has a direct investment.
- 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
- 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.
- Intermediary means an agent, nominee, manager, custodian, trust, or any person acting in a similar capacity.
- 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 direction with the purpose or effect of direction and the present of the purpose or effect of the purpose of the purpose of the purpose or effect of the purpose of the purp 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.)

## **III. GENERAL INSTRUCTIONS**

- A. 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:
  - 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.

## **SUMMARY OF INDUSTRY CLASSIFICATIONS — Continued**

#### FINANCE AND INSURANCE

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

#### REAL ESTATE AND RENTAL AND LEASING

- 5310 Real estate
- 5321 Automotive equipment rental and leasing
- 5329 Other rental and leasing services
- 5331 Lessors of non-financial intangible assets (except copyrighted works)

# PROFESSIONAL, SCIENTIFIC, AND TECHNICAL SERVICES

- 5411 Legal services
- 5412 Accounting, tax preparation, bookkeeping, and payroll services
- 5413 Architectural, engineering, and related services

- 5414 Specialized design services
- 5415 Computer systems design and
- related services
  5416 Management, scientific, and
  technical consulting services
- 5417 Scientific research and development services
- 5418 Advertising and related services
- 5419 Other professional, scientific, and technical services

# MANAGEMENT OF COMPANIES AND ENTERPRISES

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

### ADMINISTRATIVE AND SUPPORT, WASTE MANAGEMENT, AND REMEDIATION SERVICES

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

# **EDUCATIONAL SERVICES**

6110 Educational services

# HEALTH CARE AND SOCIAL ASSISTANCE

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

# ARTS, ENTERTAINMENT, AND RECREATION

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

# ACCOMMODATIONS AND FOOD SERVICES

- 7210 Accommodations
- 7220 Foodservices and drinking places

### **OTHER SERVICES**

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

### **PUBLIC ADMINISTRATION**

9200 Public administration

# 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
- O3 Pension fund Privately run
- 04 Estate or trust (that part of ISI code 5252 that is estates and trusts) or nonprofit organization
- 05 Individual

Private business enterprise, investment organization, or group engaged in:

- O6 Petroleum and natural gas: exploration, development, and extraction; oil and gas field services; refining; transport; storage; and wholesale and retail trade (ISI codes 2111, 2132, 3242–3244, 4227, 4471, 4833, 4863, and 4932)
- NOTE All industries listed below exclude petroleum subindustries included in "Petroleum and natural gas," as defined above.
- 07 Agriculture, forestry, fishing and hunting (ISI codes 1110-1140)
- 08 Mining (ISI codes 2121-2127)
- 09 Construction (ISI codes 2330-2350)
- 10 Transportation and warehousing (ISI codes 4810-4939, except 4833, 4863, and 4932)
- 11 Utilities (ISI codes 2211-2213)
- 12 Wholesale and retail trade (ISI codes 4211-4229 except 4227 and 4410-4540, except 4471)
- 13 Banking, including bank holding companies (ISI codes 5221 and 5229)
- 14 Holding companies (ISI codes 5512 and 5513)
- 15 Other finance and insurance (ISI codes 5223, 5224, 5231–5249, that part of 5252 that is not estates and trusts, and 5331)
- 16 Real estate (ISI code 5310)
- 17 Information (ISI codes 5111-5142)
- 18 Professional, scientific, and technical services (ISI codes 5411–5419)
- 19 Other services (ISI codes 1150, 2133, 5321, 5329, and 5611-8130)
- Manufacturing, including fabricating, assembling, and processing of goods
- 20 Food (ISI codes 3111-3119)
- 21 Beverages and tobacco products (ISI codes 3121 and 3122)
- 22 Pharmaceuticals and medicine (ISI code 3254)
- 23 Other chemicals (ISI codes 3251–3259, except 3254)
- 24 Nonmetallic mineral products (ISI codes 3271-3279)
- 25 Primary and fabricated metal products (ISI codes 3311–3329)
- 26 Computer and electronic products (ISI codes 3341-3346)
- 27 Machinery manufacturing (ISI codes 3331–3339)
- 28 Electrical equipment, appliances and components (ISI codes 3351-3359)
- 29 Motor vehicles and parts (ISI codes 3361-3363)
- 30 Other transportation equipment (ISI codes 3364–3369)
- 31 Other manufacturing (ISI codes 3130-3231, 3261, 3262, 3370-3399)

4-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)

Use the International Surveys Industry (ISI) classifications below to complete 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 or on BEA's website at www.bea.doc.gov/bea/surveys/be799.pdf.

dents.

		SUMMA	RY OF INDUSTRY CLASSIFICATIO	ons	
	AGRICULTURE, FORESTRY,	3261	Plastics products	4215	Metals and minerals (except
	FISHING, AND HUNTING	3262	Rubber products	4215	petroleum)
		3271	Clay products and refractories	4216	Electrical goods
	Crop production Animal production		Glass and glass products		Hardware, and plumbing and
	Forestry and logging		Cement and concrete products		heating equipment and
	Fishing, hunting, and trapping		Lime and gypsum products		supplies
	Support activities for agriculture	3279	Other nonmetallic mineral	4218	Machinery, equipment, and
	and forestry	5044	products		supplies
		3311	Iron and steel mills and ferroalloys	4219	Miscellaneous durable goods
	MINING	2212	Steel products from purchased	10,	NONDURABLE GOODS
2111	Oil and gas extraction	3312	steel		TOTAL GOODS
	Coal	3313	Alumina and aluminum		Paper and paper products
	Nonmetallic minerals		production and processing		Drugs and druggists' sundries
	Iron ores	3314	Nonferrous metal (except	4223	Apparel, piece goods, and
2125	Gold and silver ores		aluminum) production and	4224	notions
2126	Copper, nickel, lead, and		processing		Grocery and related products Farm product raw materials
	zinc ores		Foundries		Chemical and allied products
	Other metal ores		Forging and stamping	4227	
2132	Support activities for oil and gas		Cutlery and hand tools	122.	products
0400	operations	3323	Architectural and structural	4228	Beer, wine, and distilled
2133	Support activities for mining, except for oil and gas	3224	metals Boilers, tanks, and shipping		alcoholic beverages
	operations	3324	containers	4229	Miscellaneous nondurable
	Operations .	3325	Hardware	•	goods
	UTILITIES		Spring and wire products		RETAIL TRADE
2211	Electric power generation,	3327	Machine shops, turned		HETAIL INADE
2211	transmission, and distribution		products, and screws, nuts,	4410	Motor vehicle and parts dealers
2212	Natural gas distribution	101	and bolts	4420	Furniture and home furnishings
	Water, sewage, and other	3328	Coating, engraving, heat		stores
~	systems	2000	treating, and allied activities		Electronics and appliance stores
			Other fabricated metal products Agriculture, construction, and	4440	Building material and garden
	CONSTRUCTION	3551	mining machinery		equipment and supplies dealers
2330	Building, developing, and	3332	Industrial machinery	4450	Food and beverage stores
	general contracting		Commercial and service		Health and personal care stores
2340	Heavy construction		industry machinery		Gasoline stations
2350	Special trade contractors	3334	Ventilation, heating, air-		Clothing and clothing
	MANUFACTURING		conditioning, and commercial		accessories stores
	WANTE		refrigeration equipment	4510	Sporting goods, hobby, book,
3111	Animal foods		Metalworking machinery		and music stores
	Grain and oilseed milling	3336	Engines, turbines, and power		General merchandise stores
3113	Sugar and confectionery	3339	transmission equipment Other general purpose		Miscellaneous store retailers
3114	products	3335	machinery	4540	Nonstore retailers
3114	Fruit and vegetable preserving and specialty foods	J3341	Computer and peripheral		TRANSPORTATION AND
3115	Dairy products		equipment		WAREHOUSING
	Meat products	~ 3342	Communications equipment	4040	***************************************
	Seafood product preparation		Audio and video equipment		Air transportation Rail transportation
	and packaging	₩344	Semiconductors and other		Petroleum tanker operations
3118	Bakeries and tortillas	4	electronic components		Other water transportation
	Other food products	-3345	Navigational, measuring,		Truck transportation
	Beverages		electromedical, and control		Transit and ground passenger
	Tobacco	2540	instruments  Manufacturing and reproducing		transportation
	Textile mills	₩6340 	magnetic and optical media	4863	Pipeline transportation of crude
	Textile product mills	3351	Electric lighting equipment		oil, refined petroleum
3150	Apparel Leather and allied products		Household appliances		products, and natural gas
	Wood products	3353			Other pipeline transportation
	Pulp, paper, and paperboard	3359		4870	Scenic and sightseeing
	mills		and components		transportation
3222	Converted paper products		Motor vehicles	4880	Support activities for
	Printing and related support		Motor vehicle bodies and trailers	ADON	transportation Couriers and messengers
	activities		Motor vehicle parts		Petroleum storage for hire
3242	Integrated petroleum refining	3364 3365			Other warehousing and storage
2242	and extraction		Ship and boat building		
3243	Petroleum refining without extraction		Other transportation		INFORMATION
3244	Other petroleum and coal		equipment	5111	Newspaper, periodical, book,
	products	3370	Furniture and related products	5111	and database publishers
3251		3391		5112	Software publishers
3252	Resins, synthetic rubbers, and	3399			Motion picture and video
	artificial and synthetic fibers		manufacturing		industries
00==	and filaments		WHOLESALE TRADE		Sound recording industries
3253	Pesticides, fertilizers, and other			5131	Radio and television
3754	agricultural chemicals  Phermaceuticals and modicines		DURABLE GOODS		broadcasting
	Pharmaceuticals and medicines Paints, coatings, and adhesives	4211	Motor vehicles and motor	5132	Cable networks and program
	Soap, cleaning compounds, and		vehicle parts and supplies	5122	distribution Telecommunications
	toilet preparations		Furniture and home furnishings		Information services
3259	Other chemical products and	4213	Lumber and other construction		Data processing services

preparations

4214 Professional and commercial equipment and supplies

materials

1	Complete items 41 through 48 for all types of transactions covered by items 1 through	jh!	- Contin 5, Part I,	on pac	je 1.	
	Name of UBO		1			
42.	Country of UBO named in item 41, or of the individual who is the UBO if item 40 was ans	we	red "Yes	" DES	\ USE	
	NOTE – Based on UBO's world-wide consolidated sales.			167 1	VOSE	
	Industry code of UBO named in item 41. 168 Code - Get code from list on page 6.  If industry code 01 or 02 is entered in either item 38 or item 43, do not complete this item	n: s	kip to it	em 45.		
,	Does a foreign government (including a government-owned or -sponsored enterprise, or a organization or agency) or a government-run pension fund have a combined direct and in ownership interest, or its equivalent, of 5% or more in the foreign parent, or any entity in ownership up to, and including, the UBO?	qu dire	asi-gov	ernmer 19	it .	
	169 1 1 ☐ Yes  1 2 ☐ No – If the answer to item 44 is "Yes," give on a separate sheet, the chain of ownership fr foreign parent to the government or government-run pension fund, showing at each	om lev	the vel	•веа	. USE	
45.	the name of, and the percent of voting ownership held by, each entity in the entity be if item 32 is marked, will data for the new U.S. affiliate be fully consolidated with data for the	he	existina	169 <sup>3</sup>		d
	another, U.S. affiliate in other international investment survey reports filed with this Burn	eau		.0	Spe	) <b>, .</b> .
	<sup>1</sup> 2 □ No - If "Yes," enter name under which the consolidated report will be filed.			31,5	BEA USE	
	(See instructions, Section III.C., "Consolidated reporting by a new U.S. affiliate."		172			
	cut and for easy			The second second second second	ount	
46.	Cost of investment – Include the cost of all voting and non-voting equity interests. Do not report book value. Exclude cost, if any, entered in item 8, Equals sum of items 47 and 48.		Bil.	Mil.	Thous.	Dols
17.	Funding by foreign parent(s) and foreign affiliate(s) of foreign parent(s) (affiliated foreign group) - Report the portion of the cost in item 46 provided by foreign parent(s) and foreign affiliate(s) of the foreign parent(s), including funds they borrowed in the United States	173	1		1	.,.
<	or abroad. Include funds to finance the investment that were supplied by the foreign parent(s) or its foreign affiliate(s) through an existing U.S. affiliate, as well as funds supplied directly by the foreign parent(s) or its foreign affiliate(s). See Instructions, Section II.J. and L.	174			 	
8.		175	\$ !		1 1	
	a. Foreign borrowing by existing U.S. affiliate – Report the portion of the cost in item 46 provided by the existing U.S. affiliate from borrowing from unaffiliated foreign persons.		1			7
	<ul> <li>Exclude loans from the affiliated foreign group that were included in item 47.</li> <li>Other funding by existing U.S. affiliate – Report 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</li> </ul>	176	1 1			
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