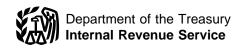
# Instructions for Form 5471

(Revised May 2001)

# Information Return of U.S. Persons With Respect to Certain Foreign Corporations

Section references are to the Internal Revenue Code unless otherwise noted.



**Paperwork Reduction Act Notice.** We ask for the information on this form to carry out the Internal Revenue laws of the United States. You are required to give us the information. We need it to ensure that you are complying with these laws and to allow us to figure and collect the right amount of tax.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential, as required by section 6103.

The time needed to complete and file this form and related schedules will vary depending on individual circumstances. The estimated average times are:

| Form          | Recordkeeping   | Learning about the<br>law or the form | Preparing and sending<br>the form to the IRS |
|---------------|-----------------|---------------------------------------|--|
| 5471          | 82 hr., 45 min. | 15 hr., 50 min.                       | 23 hr., 53 min.                              |
| Sch. J (5471) | 3 hr., 49 min.  | 1 hr., 29 min.                        | 1 hr., 37 min.                               |
| Sch. M (5471) | 26 hr., 33 min. | 6 min.                                | 32 min.                                      |
| Sch. N (5471) | 8 hr., 22 min.  | 2 hr., 28 min.                        | 2 hr., 43 min.                               |
| Sch. O (5471) | 10 hr 45 min    | 24 min                                | 35 min                                       |

If you have comments concerning the accuracy of these time estimates or suggestions for making this form and related schedules simpler, we would be happy to hear from you. See the instructions for the tax return with which this form is filed.

#### **Changes To Note**

- The Tax Relief and Extension Act of 1999 extended the temporary exceptions for certain "active financing income" from subpart F foreign personal holding company income, foreign base company services income, and insurance income. The exceptions now apply to tax years of foreign corporations beginning after December 31, 1998, and before January 1, 2002, and to tax years of U.S. shareholders with or within which any such tax year of the foreign corporation ends. For more information, see the instructions for Worksheet A beginning on page 6.
- For tax years of foreign corporations ending on or after December 29, 1999, a Category 4 or 5 filer does not have to file Form 5471 if the shareholder: (a) does not own a direct or indirect interest in the foreign corporation and (b) is required to file Form 5471 solely because of constructive ownership of stock from a nonresident alien. For more information, see Regulations section 1.6038-2(I) and the instructions for exceptions from filing for constructive owners on page 3.

#### **General Instructions**

#### **Purpose of Form**

Form 5471 is used by certain U.S. citizens and residents who are officers, directors, or shareholders in certain foreign

corporations. The form and schedules are used to satisfy the reporting requirements of sections 6035, 6038, 6046, and the related regulations.

#### Who Must File

Generally, all U.S. persons described in Categories of Filers below must complete the schedules, statements, and/or other information requested in the chart, Filing Requirements for Categories of Filers, on page 2. Read the information for each category carefully to determine which schedules, statements, and/or information apply.

If the filer is described in more than one filing category, do not duplicate information. However, complete all items that apply. For example, if you are the sole owner of a controlled foreign corporation (CFC) that is also a foreign personal holding company (i.e., you are described in Categories 1, 4, and 5), complete all four pages of Form 5471 and separate Schedules J, M, and N.

**Note:** Complete a **separate** Form 5471 and all applicable schedules for **each** applicable foreign corporation.

#### When and Where To File

Form 5471 is due when your income tax return is due, including extensions. File two copies of the form and required schedules. Attach one copy to your income tax return. Send the other copy to

the Internal Revenue Service Center, Philadelphia, PA 19255.

#### **Categories of Filers**

#### Category 1 Filer

This includes a U.S. citizen or resident who is an officer, director, or 10% shareholder of a foreign personal holding company.

A **10% shareholder** is any individual who owns, directly or indirectly (within the meaning of section 554), 10% or more in value of the outstanding stock of the foreign personal holding company.

Foreign personal holding company. A foreign corporation qualifies as a foreign personal holding company if:

- At any time during the tax year more than 50% of the combined voting power of all classes of stock entitled to vote or the total value of the stock of the corporation is owned (directly or indirectly) by or for a group of five or fewer citizens or residents of the United States and
- At least 60% of the foreign corporation's gross income (as defined in section 555(a)) is foreign personal holding company income (defined in section 553).

For more information, see section 552.

Once a foreign personal holding company meets the gross income test, the minimum percentage is lowered to 50% for any subsequent tax year. The foreign corporation will, however, continue to be considered a foreign personal holding company until either:

- 1. The stock requirement test is not met or
- **2.** The end of 3 consecutive tax years in each of which less than 50% of the gross income is foreign personal holding company income.

#### Category 2 Filer

This includes a U.S. citizen or resident who is an officer or director of a foreign corporation in which a U.S. person (defined on page 2) has acquired (in one or more transactions):

- 1. Stock which meets the 10% stock ownership requirement (described on page 2) or
- **2.** An additional 10% or more (in value or voting power) of the outstanding stock of the foreign corporation.
- A U.S. person has **acquired** stock in a foreign corporation when that person has an unqualified right to receive the stock, even though the stock is not actually

issued. See Regulations section 1.6046-1(f)(1) for more details.

**Stock ownership requirement.** The stock ownership threshold is met if a U.S. person owns:

- **1.** 10% or more of the total value of the corporation's stock or
- **2.** 10% or more of the total combined voting power of all classes of stock with voting rights.
- **U.S. person.** For purposes of Category 2 and Category 3, a U.S. person is:
- 1. A citizen or resident of the United States.
  - 2. A domestic partnership,
  - 3. A domestic corporation, and
- **4.** An estate or trust that is not a foreign estate or trust defined in section 7701(a)(31).

See Regulations section 1.6046-1(f)(3) for exceptions.

#### Category 3 Filer

This category includes:

- A U.S. person who acquires stock in a foreign corporation which, when added to any stock owned on the date of acquisition, meets the 10% stock ownership requirement (discussed above) for the corporation;
- A U.S. person who acquires stock (without regard to stock already owned on the date of acquisition) that meets the 10% stock ownership requirement;
- A person who is treated as a U.S. shareholder under section 953(c);
- A person who becomes a U.S. person while meeting the 10% stock ownership requirement; or
- A U.S. person who disposes of sufficient stock in the foreign corporation to reduce his or her interest to less than the stock ownership requirement.

For more information, see section 6046 and Regulations section 1.6046-1. For the definition of a Category 3 U.S. person, see **U.S. person** above.

#### Category 4 Filer

This includes a U.S. person who had control (defined below) of a foreign corporation for an uninterrupted period of at least 30 days during the annual accounting period of the foreign corporation.

- **U.S. person.** For purposes of Category 4, a U.S. person is:
- **1.** A citizen or resident of the United States:
- **2.** A nonresident alien for whom an election is in effect under section 6013(g) to be treated as a resident of the United States:
- 3. An individual for whom an election is in effect under section 6013(h), relating to nonresident aliens who become residents of the United States during the tax year and are married at the close of the tax year to a citizen or resident of the United States;
  - 4. A domestic partnership;

#### Filing Requirements for Categories of Filers

|   | Category of Filer |          | r        |          |          |
|---|-------------------|----------|----------|----------|----------|
| Required Information*   | 1                 | 2        | 3        | 4        | 5        |
| The identifying information on page 1 (the information above Schedule A)—see <b>Specific Instructions</b> | /                 | ✓        | ✓        | <b>√</b> | <b>√</b> |
| Schedule A, Part I  | <b>/</b>          |          | √        | <b>√</b> |          |
| Schedule A, Part II   | <b>/</b>          |          |          |          |          |
| Schedule B  | <b>/</b>          |          | <b>√</b> | <b>√</b> |          |
| Schedules C, E, and F   |                   |          | <b>√</b> | <b>/</b> |          |
| Schedule H  |                   |          |          | <b>√</b> | <b>√</b> |
| Schedule I  |                   |          |          | <b>√</b> | <b>√</b> |
| Separate Schedule J   |                   |          |          | <b>√</b> | <b>√</b> |
| Separate Schedule M   |                   |          |          | <b>√</b> |          |
| Separate Schedule N   | <b>/</b>          |          |          |          |          |
| Separate Schedule O, Part I   |                   | <b>√</b> |          |          |          |
| Separate Schedule O, Part II  |                   |          | <b>√</b> |          |          |

<sup>\*</sup>See page 3 for additional filing requirements.

- A domestic corporation; and
- **6.** An estate or trust that is not a foreign estate or trust defined in section 7701(a)(31).
- See Regulations section 1.6038-2(d) for exceptions.

**Control.** A U.S. person has control of a foreign corporation if, at any time during that person's tax year, it owns stock possessing:

- 1. More than 50% of the total combined voting power of all classes of stock entitled to vote or
- **2.** More than 50% of the total value of shares of all classes of stock of the foreign corporation.

A person in control of a corporation that, in turn, owns more than 50% of the combined voting power, or the value, of all classes of stock of another corporation is also treated as being in control of such other corporation.

**Example.** Corporation A owns 51% of the voting stock in Corporation B. Corporation B owns 51% of the voting stock in Corporation C. Corporation C owns 51% of the voting stock in Corporation D. Therefore, Corporation D is controlled by Corporation A.

For more details on "control," see Regulations sections 1.6038-2(b) and (c).

#### Category 5 Filer

This includes a U.S. shareholder who owns stock in a foreign corporation that is a CFC for an uninterrupted period of 30 days or more during any tax year of the

foreign corporation, and who owned that stock on the last day of that year.

- **U.S. shareholder.** For purposes of Category 5, a U.S. shareholder is a U.S. person who:
- 1. Owns (directly, indirectly, or constructively, within the meaning of sections 958(a) and (b)) 10% or more of the total combined voting power of all classes of voting stock of a CFC or
- 2. Owns (either directly or indirectly, within the meaning of section 958(a)) any stock of a CFC (as defined in sections 953(c)(1)(B) and 957(b)) that is also a captive insurance company.
- **U.S. person.** For purposes of Category 5, a U.S. person is:
- A citizen or resident of the United States.
  - 2. A domestic partnership,
  - **3.** A domestic corporation, and
- **4.** An estate or trust that is not a foreign estate or trust defined in section 7701(a)(31).

See section 957(c) for exceptions.

- **CFC.** A CFC is a foreign corporation that has U.S. shareholders that own (directly, indirectly, or constructively, within the meaning of sections 958(a) and (b)) on any day of the tax year of the foreign corporation, more than 50% of:
- **1.** The total combined voting power of all classes of its voting stock or
- **2.** The total value of the stock of the corporation.

#### **Exceptions From Filing**

Multiple filers of same information. One person may file Form 5471 and the applicable schedules for other persons who have the same filing requirements. If you and one or more other persons are required to furnish information for the same foreign corporation for the same period, a joint information return that contains the required information may be filed with your income tax return or with the income tax return of any one of the other persons. For example, a U.S. person described in Category 5 may file a joint Form 5471 with a Category 4 or another Category 5 filer. However, for Category 3 filers, the required information may only be filed by another person having an equal or greater interest (measured in terms of value or voting power of the stock of the foreign corporation).

The person that files Form 5471 must complete Item D on page 1 of the form. All persons identified in Item D must attach a statement to their income tax returns that include the information described in the instructions for Item D on page 5.

**Domestic corporations.** Shareholders are not required to file the information checked in the chart on page 2 for a foreign insurance company that has elected (under section 953(d)) to be treated as a domestic corporation and has filed a U.S. income tax return for its tax year under that provision.

Members of consolidated groups. A Category 4 filer is not required to file Form 5471 for a corporation defined in section 1504(d) that files a consolidated return for the tax year.

#### Constructive owners.

- A U.S. citizen or resident described in Category 1 that is a 10% shareholder that does not own 10% or more in value of the outstanding stock directly but is required to file Form 5471 solely by attribution of another U.S. person's stock ownership does not have to file if the direct owner is an individual who furnishes all the required information.
- A U.S. person described in Category 3 or 4 does not have to file Form 5471 if **all** of the following conditions are met:
- 1. The U.S. person does not own a direct interest in the foreign corporation,
- 2. The U.S. person is required to furnish the information requested solely because of constructive ownership (as determined under Regulations section 1.6038-2(c) or 1.6046-1(i)) from another U.S. person, and
- **3.** The U.S. person through which the indirect shareholder constructively owns an interest in the foreign corporation files Form 5471 to report all of the required information.
- A Category 2 filer does not have to file Form 5471 if:
- **1.** Immediately after a reportable stock acquisition, three or fewer U.S. persons

- own 95% or more in value of the outstanding stock of the foreign corporation and the U.S. person making the acquisition files a return for the acquisition as a Category 3 filer **or**
- 2. The U.S. person(s) for which the Category 2 filer is required to file Form 5471 does not directly own an interest in the foreign corporation but is required to furnish the information solely because of constructive stock ownership from a U.S. person and the person from whom the stock ownership is attributed furnishes all of the required information.
- For tax years of foreign corporations ending on or after December 29, 1999, a Category 4 or 5 filer does not have to file Form 5471 if the shareholder:
- **1.** Does not own a direct or indirect interest in the foreign corporation and
- **2.** Is required to file Form 5471 solely because of constructive ownership from a nonresident alien.

# Additional Filing Requirements

**Category 3 filers.** Category 3 filers must attach a statement that includes:

- 1. The amount and type of any indebtedness the foreign corporation has with the related persons described in Regulations section 1.6046-1(b)(11) and
- **2.** The name, address, identifying number, and number of shares subscribed to by each subscriber to the foreign corporation's stock.

#### Foreign sales corporations (FSCs).

- Category 2 and Category 3 filers who are shareholders, officers, and directors of a FSC (as defined in section 922) do not have to file Form 5471 and separate Schedule O to report the organization of a FSC. However, Form 5471 must be filed to report any subsequent reorganization, transfer, acquisition, or disposition of stock of the FSC.
- Category 5 shareholders of a FSC are not subject to the subpart F rules for:
  - 1. Exempt foreign trade income,
- 2. Deductions that are apportioned or allocated to exempt foreign trade income,
- **3.** Nonexempt foreign trade income (other than section 923(a)(2) nonexempt income, within the meaning of section 927(d)(6)), and
- **4.** Any deductions that are apportioned or allocated to the nonexempt foreign trade income described above.
- Shareholders of a FSC are subject to the subpart F rules for:
- 1. All other types of FSC income (including section 923(a)(2) nonexempt income within the meaning of section 927(d)(6)),
- 2. Investment income and carrying charges (as defined in section 927(c) and (d)(1)), and
- **3.** All other FSC income that is not foreign trade income or investment income or carrying charges.

- Category 5 shareholders of a FSC are not required to file a Form 5471 if the FSC has filed a Form 1120-FSC. See Regulations section 1.921-1T(b)(3). **Section 338 election**. If a section 338 election is made with respect to any qualified stock purchase for a foreign corporation for which a Form 5471 must be filed:
- A purchaser (or its U.S. shareholder) must attach a copy of Form 8023, Elections Under Section 338 for Corporations Making Qualified Stock Purchases, to the first Form 5471 for the new foreign target corporation. For qualified stock purchases after March 15, 2001, the purchaser (or its U.S. shareholder) may also be required to attach Form 8594, Asset Allocation Statement Under Sections 338 and 1060. See the instructions for Forms 8023 and 8594 for details and transition rules. (Forms 8023 and 8594 will be revised during 2001.)
- A seller (or its U.S. shareholder) must attach a copy of Form 8023 to the last Form 5471 for the old foreign target corporation. For qualified stock purchases after March 15, 2001, the seller (or its U.S. shareholder) may also be required to attach Form 8594. See the instructions for Forms 8023 and 8594 for details and transition rules. (Forms 8023 and 8594 will be revised during 2001.)

#### **Penalties**

# Failure to file information required by section 6038(a) (Form 5471 and Schedule M).

- A \$10,000 penalty is imposed for each annual accounting period of each foreign corporation for failure to furnish the required information within the time prescribed. If the information is not filed within 90 days after the IRS has mailed a notice of the failure to the U.S. person, an additional \$10,000 penalty (per foreign corporation) is charged for each 30-day period, or fraction thereof, during which the failure continues after the 90-day period has expired. The additional penalty is limited to a maximum of \$50,000 for each failure.
- Any person who fails to file or report all of the information required within the time prescribed will be subject to a reduction of 10% of the foreign taxes available for credit under sections 901, 902, and 960. If the failure continues 90 days or more after the date the IRS mails notice of the failure to the U.S. person, an additional 5% reduction is made for each 3-month period, or fraction thereof, during which the failure continues after the 90-day period has expired. See section 6038(c)(2) for limits on the amount of this penalty.

# Failure to file information required by sections 6035 and 6046 and the related regulations (Form 5471 and Schedules N and O).

 Any person who fails to file or report all of the information requested by section 6035 is subject to a \$1,000 penalty for each such failure for each reportable transaction.

• Any person who fails to file or report all of the information requested by section 6046 is subject to a \$10,000 penalty for each such failure for each reportable transaction. If the failure continues for more than 90 days after the date the IRS mails notice of the failure, an additional \$10,000 penalty will apply for each 30-day period or fraction thereof during which the failure continues after the 90-day period has expired. The additional penalty is limited to a maximum of \$50,000.

**Criminal penalties.** Criminal penalties under sections 7203, 7206, and 7207 may apply for failure to file the information required by sections 6038 and 6046.

**Note:** Any person required to file Form 5471 and Schedule J, M, N, or O who agrees to have another person file the form and schedules for him or her may be subject to the above penalties if the other person does not file a correct and proper form and schedule.

# Other Reporting Requirements

#### **Electronic Filing of Form 5471**

Form 5471 and the related Schedules J, M, N, and O can be filed by magnetic media (magnetic tapes, floppy diskettes) or electronically. Approval must be received from the IRS prior to filing. The reporting agent can request approval by submitting **Form 9041**, Application/Registration for

Application/Registration for Electronic/Magnetic Media Filing of Business Returns. This form can be obtained from the IRS Web Site at www.irs.gov or by calling 1-800-829-2437.

If unable to obtain Form 9041, a letter of application requesting approval can be submitted. The request should include the following:

- Organization name, address, and identification number;
- Name and title of person to contact;
- Telephone number and best time to call:
- · Expected return volume; and
- Method of filing (electronic or magnetic media) and whether the software will be developed or modified for commercial use.

For more information on filing electronically for partnerships, call 901-546-2690 (not a toll-free number). For more information regarding filing for estates and trusts, call 1-800-829-6945.

## Computer-Generated Form 5471 and Schedules

A computer-generated Form 5471 and its schedules may be filed if they conform to

and do not deviate from the official form and schedules. Generally, all computer-generated forms must receive prior approval from the IRS and are subject to an annual review.

Submit all requests for approval to: Internal Revenue Service, Attention: Substitute Forms Program, W:CAR:MP:FP:S:SP, 1111 Constitution Avenue, NW, Room 5244, Washington, DC 20224.

**Important:** Be sure to attach the approval letter to Form 5471.

Every year, the IRS issues a revenue procedure to provide guidance for filers of computer-generated forms. In addition, every year the IRS issues **Pub. 1167**, Substitute Printed, Computer-Prepared, and Computer-Generated Tax Forms and Schedules, which reprints the most recent applicable revenue procedure. Pub. 1167 can be ordered by calling

**1-800-TAX-FORM** (1-800-829-3676). This publication is also available from the IRS Web Site at **www.irs.gov.** 

#### **Dormant Foreign Corporations**

Rev. Proc. 92-70, 1992-2 C.B. 435, provides a summary filing procedure for filing Form 5471 for a dormant foreign corporation (defined in sec. 3 of Rev. Proc. 92-70). This summary filing procedure will satisfy the reporting requirements of sections 6038 and 6046.

If the filer elects the summary procedure, only page 1 of Form 5471 is completed for each dormant foreign corporation as follows:

- The top margin of the summary return must be labeled "Filed Pursuant to Rev. Proc. 92-70 for Dormant Foreign Corporation."
- Complete filer information such as name and address, Items A through C, and tax year.
- Include corporate information such as the dormant corporation's annual accounting period (below the title of the form) and Items 1a, 1b, 1c, and 1e. For more information, see Rev. Proc. 92-70.

File page 1 in duplicate with each filer's regularly filed income tax return. See When and Where To File on page 1.

#### Treaty-Based Return Positions

File Form 8833, Treaty-Based Return Position Disclosure Under Section 6114 or 7701(b), to disclose a return position that any treaty of the United States (such as an income tax treaty, an estate and gift tax treaty, or a friendship, commerce, and navigation treaty):

- Overrides or modifies any provision of the Internal Revenue Code and
- Causes, or potentially causes, a reduction of any tax incurred at any time.

Failure to make such a report may result in a \$1,000 penalty (\$10,000 for a C corporation). See section 6712.

#### **Specific Instructions**

Important: If the information required in a given section exceeds the space provided within that section, do not write "see attached" in the section and do not attach all of the information on additional sheets. Instead, complete all entry spaces in the section and attach the remaining information on additional sheets. The additional sheets must conform with the IRS version of that section.

#### Identifying Information

#### **Annual Accounting Period**

Enter, in the space provided below the title of Form 5471, the annual accounting period of the foreign corporation for which you are furnishing information. Except for information contained on Schedule O, report information for the tax year of the foreign corporation that ends with or within your tax year. When filing Schedule O, report acquisitions, dispositions, and organizations or reorganizations that occurred during your tax year.

Specified foreign corporation. The annual accounting period of a specified foreign corporation is generally required to be the tax year of the corporation's majority U.S. shareholder. If there is more than one majority shareholder, the required tax year will be the tax year that results in the least aggregate deferral of income to all U.S. shareholders of the foreign corporation.

A specified foreign corporation is any foreign corporation:

- 1. That is treated as a CFC under subpart F or is a foreign personal holding company and
- 2. In which more than 50% of the total voting power or value of all classes of stock of the corporation is treated as owned by a U.S. shareholder.

For more information, see section 898.

**Exception.** Any specified foreign corporation that wishes to change its U.S. tax year back to its pre-change year must get the consent of the IRS using the procedures of section 442 and the related regulations. For details, see Notice 95-13, 1995-1 C.B. 296.

#### Name Change

If either the name of the person filing this return or the corporation whose activities are being reported has changed since the last time information was reported, attach a statement that explains the change and shows the prior name.

#### **Address**

Include the suite, room, or other unit number after the street address. If the Post Office does not deliver mail to the street address and the U.S. person has a P.O. box, show the box number instead. **Foreign address.** Enter the information in the following order: city, province or state, and country. Follow the country's

practice for entering the postal code, if any. Do not abbreviate the country name.

#### Item A—Identifying Number

The identifying number of an individual is his or her social security number (SSN). The identifying number of all others is their employer identification number (EIN). If a U.S. corporation that owns stock in a foreign corporation is a member of a consolidated group, list the common parent as the person filing the return and enter its EIN in Item A. Identify the direct owner in Item D.

#### Item B—Category of Filer

Complete Item B to indicate the category or categories that describe the person filing this return. If more than one category applies, check all boxes that apply.

### Item C—Percentage of Voting Stock Owned

Enter the total percentage of the foreign corporation's voting stock you owned directly, indirectly, or constructively at the end of the corporation's annual accounting period.

#### Item D—Person(s) on Whose Behalf This Information Return Is Filed

The person that files the required information on behalf of other persons must complete Item D. See **Multiple filers of same information** on page 3. In addition, a separate Schedule I must be filed for each person described in Category 5.

Except for members of the filer's consolidated return group, all persons identified in Item D must attach a statement to their income tax returns that includes the following information:

- A statement that their filing requirements have been or will be satisfied:
- The name, address, and identifying number of the return with which the information was or will be filed; and
- The IRS Service Center where the return was or will be filed.

### Items 1f and 1g—Principal Business Activity

Enter the principal business activity code number and the description of the activity from the list beginning on page 14.

#### Item 1h—Functional Currency

Enter the foreign corporation's functional currency. Regulations sections 1.6038-2(h) and 1.6046-1(g) require that certain amounts be reported in U.S. dollars and/or in the foreign corporation's functional currency. The specific instructions for the affected schedules state these requirements.

Special rules apply for foreign corporations that use the U.S. dollar approximate separate transactions

method of accounting (DASTM) under Regulations section 1.985-3. See the instructions for Schedule C and Schedule H.

#### Schedule B

Category 1, 3, and 4 filers must complete Schedule B for U.S. persons that owned (at any time during the annual accounting period), directly or indirectly through foreign entities, 10% or more in value or voting power of any class of the corporation's outstanding stock.

**Column (e).** Enter the shareholder's allocable percentage of the foreign corporation's subpart F income or, for a foreign personal holding company, foreign personal holding company income.

#### Schedule C

If the foreign corporation uses the U.S. dollar approximate separate transactions method of accounting (DASTM) under Regulations section 1.985-3, the functional currency column should reflect local hyperinflationary currency amounts computed in accordance with U.S Generally Accepted Accounting Principles (GAAP). The U.S. dollar column should reflect such amounts translated into dollars under U.S. GAAP translation rules. Differences between this U.S. dollar GAAP column and the U.S. dollar income or loss figured for tax purposes under Regulations section 1.985-3(c) should be accounted for on Schedule H. See Schedule H, Special rules for DASTM, on this page.

Line 19. The terms "extraordinary items" and "prior period adjustments" have the same meaning given to them by U.S. GAAP (see Opinion No. 30 of the Accounting Principles Board and Statement No. 16 of the Financial Accounting Standards Board).

**Line 20.** Enter the income, war profits, and excess profits taxes deducted in accordance with U.S. GAAP.

Important: Differences between this functional currency amount and the amount of taxes that reduce U.S. E&P should be accounted for on line 2g of Schedule H.

#### Schedule E

List income, war profits, and excess profits taxes paid or accrued to the United States and to any foreign country or U.S. possession for the annual accounting period. Report these amounts in column (b) in the local currency in which the taxes are payable. Translate these amounts into U.S. dollars at the average exchange rate for the tax year to which the tax relates. See section 986(a). Identify the exchange rate used in column (c) and report the translated dollar amount in column (d).

#### Schedule F

If the foreign corporation uses DASTM, the tax balance sheet on Schedule F should be prepared and translated into U.S. dollars according to Regulations section 1.985-3(d), rather than U.S. GAAP.

#### Schedule G

#### Question 1

If the foreign corporation owns at least a 10% interest, directly or indirectly, in any foreign partnership (other than any partnership for which a Form 8865 was filed), attach a statement listing the following information for each foreign partnership.

- **1.** Name and EIN (if any), of the foreign partnership;
- **2.** Identify which, if any, of the following forms the foreign partnership filed for its tax year ending with or within the corporation's tax year: Form 1042, 1065 or 1065-B, or 8804;
- **3.** Name of the tax matters partner (if any); and
- **4.** Beginning and ending dates of the foreign partnership's tax year.

#### Schedule H

Use Schedule H to report the foreign corporation's current E&P figured in functional currency for U.S. tax purposes. **Special rules for DASTM.** If the foreign corporation uses DASTM, enter on line 1 the dollar GAAP income or (loss) from line 21 of Schedule C, and use Schedule H to reflect adjustments made in figuring income or loss in dollars for tax purposes. DASTM gain or loss figured under Regulations section 1.985-3(d) should be reported on line 5b.

Lines 2a through 2h. Certain adjustments (required by Regulations sections 1.964-1(b) and (c)) must be made to the foreign corporation's line 1 net book income or (loss) to determine its E&P. These adjustments may include both positive and negative adjustments to conform the foreign book income to U.S. GAAP and to U.S. tax accounting principles. If the foreign corporation's books are maintained in functional currency in accordance with U.S. GAAP, enter on line 1 the functional currency GAAP income or (loss) from line 21 of Schedule C, rather than starting with foreign book income, and show GAAP-to-tax adjustments on lines 2a through 2h.

Lines 2b and 2c. Generally, depreciation, depletion, and amortization allowances must be based on the historical cost of the underlying asset, and depreciation must be figured according to section 167 (or, if 20% or more of the foreign corporation's gross income is from U.S. sources, on a straight line basis

according to Regulations section 1.312-15).

**Line 2f.** Inventories must be taken into account according to the rules of sections 471 (incorporating the provisions of section 263A) and 472 and the related regulations.

**Line 2g.** See the instructions for Schedule C, line 20.

**Line 2h.** Enter the net amount of any additional adjustments not included on lines 2a through 2g. List these additional adjustments on a separate schedule. Attach this schedule to Form 5471.

**Line 5b.** DASTM gain or (loss), reflecting unrealized exchange gain or loss, should be entered on line 5b only for foreign corporations that use DASTM.

Line 5d. Enter the line 5c functional currency amount translated into U.S. dollars at the average exchange rate for the foreign corporation's tax year. See section 989(b). Specify the exchange rate used. If the foreign corporation uses DASTM, enter on line 5d the same amount entered on line 5c.

**Blocked income.** The E&P of the foreign corporation, as reflected on Schedule H, must not be reduced by all or any part of such E&P that could not have been distributed by the foreign corporation due to currency or other restrictions or limitations imposed under the laws of any foreign country.

#### Schedule I

Use Schedule I to report in U.S. dollars the U.S. shareholder's pro rata share of income from the foreign corporation reportable under subpart F and other income realized from a corporate distribution.

#### Line 1

Subpart F income. Generally, the income of a foreign corporation with U.S. shareholders is not taxed to those U.S. shareholders until the income is repatriated to the United States (e.g., through the payment of dividends to the U.S. shareholders or in the form of gain on the disposition of the U.S. shareholders' stock in the foreign corporation). However, this deferral of U.S. tax is not available to U.S. shareholders of CFCs with certain types of income, including subpart F income. For more information, see sections 951 and 952.

Use Worksheet A (which begins on page 7) to compute the U.S. shareholder's pro rata share of subpart F income of the CFC. Subpart F income includes the following:

- Adjusted net foreign base company income (lines 1 through 21);
- Adjusted net insurance income (line 22);
- Adjusted net related person insurance income (line 23);

- International boycott income (line 24);
- Illegal bribes, kickbacks, and other payments (line 25); and
- Income from a country described in section 952(a)(5) (line 26).

Important: If the subpart F income of any CFC for any tax year was reduced because of the current E&P limitation (see the instructions for line 31 of Worksheet A on page 10), any excess of the E&P of the CFC for any subsequent tax year over the subpart F income of the CFC for the tax year must be recharacterized as subpart F income.

#### Lines 2 Through 4

Other amounts not eligible for deferral that are reported on Schedule I include:

- Earnings invested in U.S. property (Worksheet B);
- Amounts withdrawn from qualified investments in less developed countries and amounts withdrawn from qualified investments in foreign base company shipping operations (Worksheet C); and
- Amounts withdrawn from investment in export trade assets (Worksheet D).

#### Line 5

Enter the factoring income (as defined in section 864(d)(1)) if no subpart F income is reported on line 1a, Worksheet A, because of the operation of the de minimis rule (see lines 1a, 10, and 12 of Worksheet A and the related instructions).

#### Line 6

Add lines 1 through 5. Enter the result here and on your income tax return. For a corporate U.S. shareholder, enter the result on Schedule C, Form 1120, or on the comparable line of other corporate income tax returns. For a noncorporate U.S. shareholder, enter the result on Schedule B, Form 1040, or on the comparable line of other noncorporate income tax returns.

#### Line 7

Enter the dividends you received from the foreign corporation that were not previously taxed under subpart F in the current year or in any prior year.

#### Line 8

If previously taxed E&P described in section 959(a) or (b) was distributed, enter the amount of foreign currency gain or (loss) on the distribution, computed under section 986(c). See Notice 88-71, 1988-2 C.B. 374, for rules for computing section 986(c) gain or (loss).

For a corporate U.S. shareholder, include the gain or (loss) as "other income" on Form 1120, or on the comparable line of other corporate income tax returns. For a noncorporate U.S. shareholder, include the result as "other income" on Form 1040, or on the comparable line of other noncorporate income tax returns.

#### Worksheet A

**Important:** For tax years beginning after December 31, 1998, and before January 1, 2002, the following exceptions apply.

- Foreign personal holding company income generally shall not include income derived in the active conduct of a CFC of a banking, finance, or similar business (section 954(h)).
- Foreign personal holding company and insurance income shall not include certain investment income derived by a qualifying insurance company and by certain qualifying insurance branches (sections 953(a)(2) and 954(i)).
- Foreign base company services income shall not include income that is exempt insurance income under section 953(e) or that is not treated as foreign personal holding company income under the active conduct of an insurance business exception (section 954(i)); the active conduct of a banking, financing, or similar business exception (section 954(h)); or the securities dealer exception (section 954(c)(2)(C)(ii)).
- Line 1a. Do not include the following:

   Interest from conducting a banking business that is "export financing interest" (section 904(d)(2)(G));
- Rents and royalties from actively conducting a trade or business received from a person other than a "related person" (section 954(d)(3)); and
- Dividends, interest, rent or royalty income from related corporate payors described in section 954(c)(3). However, see section 964(e) for an exception.

Interest income includes factoring income arising when a person acquires a trade or service receivable (directly or indirectly) from a related person. The income is treated as interest on a loan to the obligor under section 864(d)(1) and is generally not eligible for the de minimis, export financing, and related party exceptions to the inclusion of subpart F income. Also, a trade or service receivable acquired or treated as acquired by a CFC from a related U.S. person is considered an investment in U.S. property for purposes of section 956 (Worksheet B) if the obligor is a U.S. person.

**Line 1b.** Enter the excess of gains over losses from the sale or exchange of:

• Property that produces the type of income reportable on line 1a.

**Note:** For tax years beginning after December 31, 1998, and before January 1, 2002, see section 954(c)(1)(B)(i).

- An interest in a trust, partnership, or REMIC.
- Property that does not produce any income.

#### Do not include:

 Income, gain, deduction, or loss from any transaction (including a hedging transaction) of a regular dealer in property, forward contracts, option contracts, and similar financial instruments (section 954(c)(2)(C)). Worksheet A—Foreign Base Company Income and Insurance Income and Summary of U.S. Shareholder's Pro Rata Share of Subpart F Income of a CFC (See instructions beginning on page 6.)

Enter the amounts on lines 1a through 40a in functional currency.

|        | Enter the unrounts on mes ra through roa in ranets                                   | onar currency.                 |                          |
|--------|--|--------------------------------|--------------------------|
| 1      | Gross foreign personal holding company income:                                       |                                |                          |
| а      | Dividends, interest, royalties, rents, and annuities (section 954(c)(1)(A)           |                                |                          |
| _      | (excluding amounts described in sections 954(c)(2) and (3)))                         | 1a                             |                          |
| b      | Excess of gains over losses from certain property transactions                       |                                |                          |
|        | (section 954(c)(1)(B))   | 1b                             |                          |
| С      | Excess of gains over losses from commodity transactions (section 954(c)(1)(C))       | 1c                             |                          |
|        | Excess of foreign currency gains over foreign currency losses (section 954(c)(1)(D)) | 1d                             |                          |
|        | Income equivalent to interest (section 954(c)(1)(E))                                 | 1e                             |                          |
| f      | Net income from a notional principal contract (section 954(c)(1)(F)) .               | 1f                             |                          |
| g      | Payments in lieu of dividends (section 954(c)(1)(G))                                 | 1g                             |                          |
| 2      | Gross foreign personal holding company income. Add lines 1a through                  | h 1g                           | 2                        |
| 3      | Gross foreign base company sales income (see section 954(d))                         | •                              | 3                        |
| 4      | Gross foreign base company services income (see section 954(e)) .                    |                                | 4                        |
| 5      | Gross foreign base company shipping income (see section 954(f)) after                | er application of sections     |                          |
|        | 954(b)(6) and (7)  |                                | 5                        |
| 6      | Gross foreign base company oil-related income (see section 954(g)) after app         | olication of section 954(b)(8) | 6                        |
| 7      | Gross foreign base company income. Add lines 2 through 6                             |                                | 7                        |
| 8      | Gross insurance income (see sections 953 and 954(b)(3)(C) and the instru-            | ctions for lines 22 and 23).   | 8                        |
| 9      | Gross foreign base company income and gross insurance income. Ad                     | ld lines 7 and 8               | 9                        |
| 10     | Enter 5% of total gross income (as computed for income tax purpose                   | es)                            | 10                       |
| 11     | Enter 70% of total gross income (as computed for income tax purpos                   |                                | 11                       |
| 12     | If line 9 is less than line 10 and less than \$1 million, enter -0- on this line ar  | nd skip lines 13 through 23    | 12                       |
| 13     | If line 9 is more than line 11, enter total gross income (as computed for            | or income tax purposes).       | 13                       |
| 14     | Total adjusted gross foreign base company income and insurance of line 9 or line 13) | income (enter the greater      | 14                       |
| 15     | Adjusted net foreign personal holding company income:                                |                                |                          |
|        | Enter amount from line 2   | 15a                            |                          |
|        | Expenses directly related to amount on line 2  | 15b                            |                          |
|        | Subtract line 15b from line 15a  | 15c                            |                          |
|        | Related person interest expense (see section 954(b)(5))                              | 15d                            |                          |
|        | Other expenses allocated and apportioned to the amount on line 2                     |                                |                          |
| Ū      | under section 954(b)(5)  | 15e                            |                          |
| f      | Net foreign personal holding company income. Subtract the sum of                     |                                |                          |
|        | lines 15d and 15e from line 15c  | 15f                            |                          |
| q      | Net foreign personal holding company income excluded under                           |                                |                          |
|        | high-tax exception   | 15g                            |                          |
| h      | Subtract line 15g from line 15f  |                                | 15h                      |
| 16     | Adjusted net foreign base company sales income:                                      |                                |                          |
| а      | Enter amount from line 3   | 16a                            |                          |
| b      | Expenses allocated and apportioned to the amount on line 3 under                     |                                |                          |
|        | section 954(b)(5)  | 16b                            |                          |
|        | Net foreign base company sales income. Subtract line 16b from line 16a               | 16c                            |                          |
|        | Net foreign base company sales income excluded under high-tax exception.             | 16d                            |                          |
| е      | Subtract line 16d from line 16c  |                                | 16e                      |
| 17     | Adjusted net foreign base company services income:                                   | 47-                            |                          |
|        | Enter amount from line 4   | 17a                            |                          |
| b      | Expenses allocated and apportioned to line 4 under section 954(b)(5)                 | 17b                            |                          |
| С      | Net foreign base company services income. Subtract line 17b from line 17a.           | 17c                            | <del>-</del> //////      |
|        | Net foreign base company services income excluded under high-tax exception           | 17d                            |                          |
|        | Subtract line 17d from line 17c  |                                |                          |
| 18     | Adjusted net foreign base company shipping income:                                   |                                | <i>\( \( \( \( \) \)</i> |
| _      |  | 102                            | V/////                   |
|        | Enter amount from line 5   | 18a                            |                          |
| b      | Enter amount from line 5   | 18b                            |                          |
| b<br>c | Enter amount from line 5   |                                |                          |

| Wor | ksheet A (continued) (See instructions.)   |                         |  |
|-----|--|-------------------------|--|
| 19  | Adjusted net foreign base company oil-related income:  | 1                       |  |
| а   | Enter amount from line 6   | 19a                     |  |
| b   | Expenses allocated and apportioned to line 6 under section 954(b)(5)   | 19b                     |  |
| С   | Subtract line 19b from line 19a  |                         | 19c  |
| 20  | Adjusted net full inclusion foreign base company income:   |                         |  |
| а   | Enter the excess, if any, of line 13 over line 9   | 20a                     | <i>\$\\\\\\</i>                              |
| b   | Expenses allocated and apportioned under section 954(b)(5)   | 20b                     |  |
| С   | Net full inclusion foreign base company income. Subtract line 20b  |                         |  |
|     | from line 20a  | 20c                     |  |
| d   | Net full inclusion foreign base company income excluded under  |                         |  |
|     | high-tax exception   | 20d                     | <i>\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\</i> |
| е   | Subtract line 20d from line 20c  |                         | 20e  |
| 21  | Adjusted net foreign base company income. Add lines 15h, 16e, 1  | 7e, 18e, 19c, and 20e . | 21   |
| 22  | Adjusted net insurance income (other than related person insurance   | e income):              |  |
| a   | Enter amount from line 8 (other than related person insurance income)  | 22a                     |  |
| b   | Expenses allocated and apportioned to the amount from line 8 under   |                         |  |
|     | section 953  | 22b                     | ¥/////                                       |
| С   | Net insurance income. Subtract line 22b from line 22a  | 22c                     | <i>\$(((()</i> ))                            |
| d   | Net insurance income excluded under high-tax exception   | 22d                     |  |
| е   | Subtract line 22d from line 22c  |                         | 22e  |
| 23  | Adjusted net related person insurance income:  | 1 1                     |  |
| a   | Enter amount from line 8 that is related person insurance income .   | 23a                     | <i></i>                                      |
| b   | Expenses allocated and apportioned to related person insurance   |                         |  |
|     | income under section 953   | 23b                     |  |
| С   | Net related person insurance income. Subtract line 23b from line 23a   | 23c                     |  |
| d   | Net related person insurance income excluded under high-tax exception  | 23d                     | 2/////                                       |
| е   | Subtract line 23d from line 23c  |                         | 23e  |
| 24  | -  |                         | 24   |
| 25  | Illegal bribes, kickbacks, and other payments (section 952(a)(4))  |                         | 25<br>26                                     |
| 26  | Income from a country described in section 952(a)(5)   |                         | 20   |
| 27  | Subpart F income before application of sections 952(b) and (c) and s   |                         | 27   |
| 00  | 21, 22e, 23e, and 24 through 26  |                         |  |
| 28  | Enter portion of line 27 that is U.S. source income effectively connected with a U.S. trade or business (section 952(b)) | 28                      |  |
| 29  | Exclusions under section 959(b).   | 29                      |  |
| 30  | Total subpart F income. Subtract the sum of lines 28 and 29 from line  |                         | 30   |
| 31  | lotal subpart i modifie. Subtract the Sam of mod 20 and 27 norm mod 27.  |                         |  |
| 32  | Enter the smaller of line 30 or line 31  |                         | 32   |
| 33  | Shareholder's pro rata share of line 32  | 33                      |  |
| 34  | Shareholder's pro rata share of export trade income  | 34                      |  |
| 35  | Subtract line 34 from line 33  | 35                      |  |
| 36  | Divide the number of days in the tax year that the corporation was a CFC   |                         |  |
|     | by the number of days in the tax year and multiply the result by line 35   | 36                      | <i>¥////</i>                                 |
| 37  | Dividends paid to any other person with respect to your stock during   |                         |  |
|     | the tax year   | 37                      | <i>Y////</i>                                 |
| 38  | Divide the number of days in the tax year you did not own such stock   |                         |  |
|     | by the number of days in the tax year and multiply the result by line 35   | 38                      | <i>Y////</i>                                 |
| 39  | Enter the smaller of line 37 or line 38  | 39                      | <i>Y////</i>                                 |
| 40a | Shareholder's pro rata share of subpart F income. Subtract line 39   | from line 36            | 40a  |
| b   | Translate the amount on line 40a from functional currency to U.S. dollars  | at the average exchange |  |
|     | rate See section 989(h). Enter the result here and on line 1. Schedule   | ا د                     | 10h  |

• Gains and losses from the sale or exchange of any property that, in the hands of the CFC, is property described in section 1221(1).

**Line 1c.** Enter the excess of gains over losses from transactions (including futures, forward, and similar transactions) in any commodities. See section 954(c)(1)(C) for exceptions.

**Line 1d.** Enter the excess of foreign currency gains over foreign currency losses from section 988 transactions. An exception applies to transactions directly related to the business needs of a CFC.

**Line 1e.** Enter any income equivalent to interest, including income from commitment fees (or similar amounts) for loans actually made.

**Line 1f.** Include net income from notional principal contracts (except a contract entered into to hedge inventory property).

**Line 1g.** Include payments in lieu of dividends that are made as required under section 1058.

Line 12. De minimis rule. If the sum of foreign base company income (determined without regard to the deductions of section 954(b)(5) and gross insurance income (as defined in section 954(b)(3)(C)) for the tax year is less than the smaller of 5% of gross income for income tax purposes, or \$1 million, then no portion of the gross income for the tax year is treated as foreign base company income or insurance income. In this case, enter zero on line 12 and skip lines 13 through 23. Otherwise, go to line 13.

Line 13. Full inclusion rule. If the sum of foreign base company income (determined without regard to the deduction of section 954(b)(5)) and insurance income for the tax year exceeds 70% of gross income for income tax purposes, the entire gross income for the tax year must (subject to the high tax exception described below, the section 952(b) exclusion, and the deductions to be taken into account under section 954(b)(5)), be treated as foreign base company income or insurance income (whichever is appropriate). In this case, enter total gross income (for income tax purposes) on line 13. Otherwise, enter

Lines 15g, 16d, 17d, 18d, 20d, 22d, and 23d. Exception for certain income subject to high foreign taxes. Foreign base company income and insurance income does not include any item of income received by a CFC if the taxpayer establishes that such income was subject to an effective rate of income tax imposed by a foreign country that is greater than 90% of the maximum rate of tax specified in section 11. This rule does not apply to foreign base company oil-related income. For more information, see section 954(a)(5) and Regulations section 1.954-1(d)(1).

**Line 22. Adjusted net insurance income.** In determining a shareholder's pro rata share of the subpart F income of a CFC, insurance income is any income:

- That is attributable to the issuing (or reinsuring) of any insurance or annuity contract:
- 1. For property in, liability from an activity in, or for the lives or health of residents of a country other than the country under the laws of which the CFC is created or organized or
- 2. For risks not described in 1 above, resulting from any arrangement in which another corporation receives a substantially equal amount of premiums or other consideration for issuing (or reinsuring) a contract described in 1 above.
- That would (subject to the modifications provided in sections 953(b)(1) and 953(b)(2)) be taxed under subchapter L (insurance company tax) if such income were income of a domestic insurance company.

Line 23. Adjusted net related person insurance income. In determining a shareholder's pro rata share of the subpart F income of a CFC, related person insurance income is any insurance income (within the meaning of section 953(a)) attributable to a policy of insurance or reinsurance for which the person insured (directly or indirectly) is a U.S. shareholder (as defined in section 953(c)(1)(A)) in a CFC, or a related person (as defined in section 953(c)(6)) to such a shareholder. In such case, the pro rata share referred to above is to be determined under the rules of section 953(c)(5).

**Exceptions.** The above definition does not apply to any foreign corporation if:

- At all times during the foreign corporation's tax year, less than 20% of the total combined voting power of all classes of stock of the corporation entitled to vote, and less than 20% of the total value of the corporation, is owned (directly or indirectly under the principles of section 883(c)(4)) by persons who are (directly or indirectly) insured under any policy of insurance or reinsurance issued by the corporation or who are related persons to any such person;
- The related person insurance income (determined on a gross basis) of the corporation for the tax year is less than 20% of its insurance income for the tax year determined regardless of the provisions of section 953(a)(1) that limit insurance income to income from countries other than the country in which the corporation was created or organized; or
- The corporation:
- 1. Elects to treat its related person insurance income for the tax year as income effectively connected with the conduct of a trade or business in the United States:
- **2.** Elects to waive all treaty benefits (other than from section 884) for related person insurance income; and
- **3.** Meets any requirement the IRS may prescribe to ensure that any tax on such income is paid.

This election will not be effective if the corporation was a disqualified corporation (as defined in section 953(c)(3)(E)) for the tax year for which the election was made or for any prior tax year beginning after 1986. See section 953(c)(3)(D) for special rules for this election.

**Mutual life insurance companies.** The related person insurance income rules also apply to mutual life insurance companies under regulations prescribed by the Secretary. For these purposes, policyholders must be treated as shareholders.

Line 24. International boycott income. If a CFC or a member of a controlled group (within the meaning of section 993(a)(3)) that includes the CFC has operations in, or related to, a country (or with the government, a company, or a national of a country) that requires participation in or cooperation with an international boycott as a condition of doing business within such country or with the government, company, or national of that country, a portion of the CFC's income is included in subpart F income. The amount included is determined by multiplying the CFC's income (other than income included under section 951 and U.S. source effectively connected business income described in section 952(b)) by the international boycott factor. This factor is a fraction determined on Schedule A (Form 5713).

**Special rule.** If the shareholder of a CFC can clearly demonstrate that the income earned for the tax year is from specific operations, then, instead of applying the international boycott factor, the addition to subpart F income is the amount specifically from the operations in which there was participation in or cooperation with an international boycott. See Schedule B (Form 5713).

Line 25. Illegal bribes, kickbacks, and other payments. Enter the total of any illegal bribes, kickbacks, or other payments (within the meaning of section 162(c)) paid by or on behalf of the corporation, directly or indirectly, to an official, employee, or agent of a government.

Line 26. Income from a country described in section 952(a)(5). The income of a CFC from any country described in section 901(j) will be deemed to be income to the U.S. shareholders of such CFC. As of the date these instructions were revised, the countries described in section 901(j) included: Cuba, Iran, Iraq, Libya, North Korea, Sudan, Syria, and Vietnam.

Line 28. Exclusion of U.S. income. Subpart F income does not include any U.S. source income (which, for these purposes, includes all carrying charges and all interest, dividends, royalties, and other investment income received or accrued by a FSC) that is effectively connected with a CFC's conduct of a trade or business in the United States unless that item is exempt from taxation (or is subject to a reduced rate of tax)

|    | Enter the amounts on lines 1 through 16 in functional currency.  |    |   |
|----|--|----|---|
| 1  | Amount of U.S. property (as defined in sections 956(c) and (d)) held (directly or indirectly) by the CFC as of the close of: |    |   |
| а  | The first quarter of the tax year  |    |   |
| b  |  |    |   |
| С  | The third quarter of the tax year  |    |   |
| d  | The fourth quarter of the tax year   |    |   |
| 2  | Number of quarter-ends the foreign corporation was a CFC during the tax year   | 2  |   |
| 3  | Average amount of U.S. property held (directly or indirectly) by the CFC as of the close of each                             |    |   |
|    | quarter of the tax year. (Add lines 1a through 1d. Divide this amount by the number on line 2.)                              | 3  |   |
| 4  | U.S. shareholder's pro rata share of the amount on line 3  | 4  |   |
| 5  | U.S. shareholder's earnings and profits described in section 959(c)(1)(A) after reductions (if any)                          | 5  |   |
|    | for current year distributions   |    |   |
| 6  | Subtract line 5 from line 4  | 6  |   |
| 7  | Applicable earnings:   |    |   |
| а  | Current earnings and profits   |    |   |
| b  | Line 7a plus accumulated earnings and profits  |    |   |
| 8  | Enter the greater of line 7a or line 7b  | 8  |   |
| 9  | Distributions made by the CFC during the tax year  | 9  | _ |
| 10 | Subtract line 9 from line 8  | 10 | _ |
| 11 | Earnings and profits described in section 959(c)(1)  | 11 | - |
| 12 | Subtract line 11 from line 10  | 12 | _ |
| 13 | U.S. shareholder's pro rata share of the amount on line 12   | 13 | - |
| 14 | U.S. shareholder's earnings invested in U.S. property. (Enter the smaller of line 6 or line 13) .                            | 14 | - |
| 15 | Amount on line 14 that is excluded from the U.S. shareholder's gross income under section 959(a)(2)                          | 15 | - |
| 16 | Subtract line 15 from line 14  | 16 | - |
| 17 | Translate the amount on line 16 from functional currency to U.S. dollars at the year-end spot                                |    |   |

Worksheet B—U.S. Shareholder's Pro Rata Share of Earnings of a CFC Invested in U.S. Property

pursuant to a treaty obligation of the United States.

Line 31. Current E&P. A CFC's subpart F income is limited to its current year E&P, computed under the special rule of section 952(c)(3). The amount included in the gross income of a U.S. shareholder of a CFC under section 951(a)(1)(A)(i) for any tax year and attributable to a qualified activity must be reduced by the shareholder's pro rata share of any qualified deficit (see section 952(c)(1)(B)).

Certain current year deficits of a member of the same chain of corporations may be considered in determining subpart F income. See section 952(c)(1)(C).

#### Worksheet B

Use Worksheet B above to determine a U.S. shareholder's pro rata share of earnings of a CFC invested in U.S. property that is subject to tax. Only earnings of a CFC not distributed or otherwise previously taxed are subject to these rules. Thus, the amount of previously **untaxed** earnings limits the section 956 inclusion. A CFC's investment in U.S. property in excess of this limit will not be included in the taxable income of the CFC's U.S. shareholders.

Further, U.S. shareholders are only taxed on earnings invested in U.S. property to the extent the investments exceed the CFC's previously **taxed** 

earnings. The balances in the previously taxed accounts of prior section 956 inclusions (see section 959(c)(1)(A)) and current or prior subpart F inclusions (see section 959(c)(2)) reduce what would otherwise be the current section 956 inclusion.

rate (as provided in section 989(b)). Enter the result here and on line 2 of Schedule I.

**Note:** The previously taxed accounts should be adjusted to reflect any reclassification of subpart F inclusions that reduced prior section 956 or 956A inclusions (see section 959(a)(2), and Schedule J).

Distributions are also taken into account before the section 956 inclusion is determined. Distributions generally are treated as coming first from (and thus reducing the balances of) the previously taxed accounts. Thus, the U.S. shareholders must:

- **1.** Compute the current subpart F inclusion (potentially increasing that previously taxed account);
- Take into account current distributions (potentially reducing the previously taxed and untaxed accounts); and
- **3.** Compute the current section 956 inclusion (potentially increasing or reclassifying the previously taxed accounts).

**U.S. property** is measured on a quarterly average basis. For purposes of this worksheet, the amount taken into account with respect to U.S. property is its

adjusted basis for earnings and profits purposes, reduced by any liability the property is subject to. See sections 956(c) and (d) for the definition of U.S. property. The amount of U.S. property held (directly or indirectly) by the CFC does not include any item that was acquired by the foreign corporation before it became a CFC, except for the property acquired before the foreign corporation became a CFC that exceeds the applicable earnings (as defined in section 956(b)) accumulated during periods before it became a CFC.

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If the foreign corporation ceases to be a CFC during the tax year:

- The determination of the U.S. shareholder's pro rata share will be made based upon the stock owned (within the meaning of section 958(a)) by the U.S. shareholder on the last day during the tax year in which the foreign corporation was a CFC;
- The CFC's U.S. property for the taxable year will be determined only by taking into account quarters ending on or before such last day (and investments in U.S. property as of the close of subsequent quarters should be recorded as zero on line 1); and
- In determining applicable earnings, current earnings and profits will include only earnings and profits that are allocable (on a pro rata basis) to the part of the year during which the foreign corporation was a CFC.

#### Worksheet C—U.S. Shareholder's Pro Rata Share of Previously Excluded Subpart F Income of a CFC Withdrawn From Qualified Investments in Less Developed Countries and From Qualified Investments in Foreign Base Company Shipping Operations Enter the amounts on lines 1 through 6a in functional currency. Decrease in qualified investments in less developed countries (see Regulations section 1.955-1(b)(1)) and foreign base company shipping operations (see Regulations section 1 2 Limitation (see Regulations section 1.955-1(b)(2)): a Enter the sum of E&P for the tax year and E&P accumulated for prior 2a **b** Enter the sum of amounts invested in less developed countries or foreign base company shipping operations and excluded from foreign base company income for all prior tax years, minus the sum of such amounts withdrawn for such years (see Regulations section 3 Previously excluded subpart F income withdrawn for the tax year (enter the smaller of line 1 or 4 5 U.S. shareholder's pro rata share of line 4 (see Regulations section 1.955-1(c)) . . . . . . . 6a Divide the number of days in the tax year that the foreign corporation was a CFC by the number 6a b Translate the amount on line 6a from functional currency to U.S. dollars at the average exchange rate. See section 989(b). Enter the result here and on line 3, Schedule I . . . . . . . . . . . . . Worksheet D—U.S. Shareholder's Pro Rata Share of Previously Excluded Export Trade Income of a CFC Withdrawn From Investment in Export Trade Assets Enter the amounts on lines 1 through 7a in functional currency. Decrease in investments of the CFC in export trade assets (see Regulations section 1.970-1(d)(3)) U.S. shareholder's pro rata share of the sum of E&P of the CFC for the tax year and E&P 3 accumulated for prior tax years beginning after 1962 (see Regulations section 1.970-1(c)(2)(ii)). Limitation under section 970(b) (see Regulations section 1.970-1(c)(2)(i)): a U.S. shareholder's pro rata share of the sum of the amounts by which the CFC's subpart F income for prior tax years was reduced under 4a **b** U.S. shareholder's pro rata share of the sum of the amounts that were not included in subpart F income of the CFC for prior tax years 4b because of Regulations section 1.972-1 . . . . . . . . . . . . . . $\boldsymbol{c}$ Add lines 4a and 4b. . . . . . . . . . . . . . . . . 4c **d** U.S. shareholder's pro rata share of the sum of the amounts that were previously included in his or her gross income for prior tax years under 4d section 951(a)(1)(A)(ii) because of section 970(b) . . . . . . . . 5 6 7a Divide the number of days in the tax year that the foreign corporation was a CFC by the number b Translate the amount on line 7a from functional currency to U.S. dollars at the average exchange rate. See section 989(b). Enter the result here and on line 4, Schedule I . . . . . . . . subtractions, and the closing balance in Schedule J

Use Schedule J to report accumulated E&P, in functional currency, computed under sections 964(a) and 986(b).

#### Column (a)

Use column (a) to report the opening balance, current year additions and

the foreign corporation's post-1986 undistributed earnings pool.

Note: Line 3 (E&P as of the close of the tax year, before actual or deemed distributions during the year) is the denominator of the deemed-paid credit fraction under section 902(c)(1) used for foreign tax credit purposes.

Use column (b) to report the aggregate amount of the foreign corporation's pre-1987 section 964(a) E&P accumulated since 1962 and not previously distributed or deemed distributed. These amounts are figured in U.S. dollars using the rules of Regulations sections 1.964-1(a) through (e), translated into the foreign corporation's functional

currency according to Notice 88-70, 1988-2 C.B. 369.

#### Column (c)

Use column (c) to report the running balance of the foreign corporation's previously taxed earnings and profits (PTI), or section 964(a) E&P accumulated since 1962 that have resulted in deemed inclusions under subpart F. Pre-1987 U.S. dollar PTI should be translated into the foreign corporation's functional currency using the rules of Notice 88-70 and added to post-1986 amounts in the appropriate PTI category.

- Include in column (c)(i) PTI attributable to, or reclassified as, investments in U.S. property (section 959(c)(1)(A) amounts).
- Include in column c(ii) PTI attributable to, or reclassified as, earnings invested in excess passive assets (section 959(c)(1)(B) amounts) accumulated in tax years of foreign corporations beginning after September 30, 1993, and before January 1, 1997.
- Include in column (c)(iii) PTI attributable to subpart F income net of any reclassifications (section 959(c)(2) amounts).

#### Column (d)

Use column (d) to report the opening and closing balance of the foreign corporation's accumulated E&P. This amount is the sum of post-1986 undistributed earnings, pre-1987 section 964(a) E&P not previously taxed, and PTI.

#### Schedule M

**Important:** In translating the amounts from functional currency to U.S. dollars, use the average exchange rate for the foreign corporation's tax year. See section 989(b).

Every U.S. person described in Category 4 must file Schedule M to report the transactions of the foreign corporation's annual accounting period ending with or within the U.S. person's tax year.

If a U.S. corporation that owns stock in a foreign corporation is a member of a consolidated group, list the common parent as the U.S. person filing Schedule M.

**Lines 6 and 16.** Report on these lines dividends received and paid by the foreign corporation not previously taxed under subpart F in the current year or in any prior year.

Lines 19 and 20. Report on lines 19 and 20 the largest outstanding balances during the year of gross amounts borrowed from, and gross amounts loaned to, the related parties described in columns (b) through (f). Do not enter aggregrate cash flows, year-end loan balances, average balances, or net balances. Do not include open account balances resulting from sales and purchases reported under other items listed on Schedule M that arise and are

collected in full in the ordinary course of business.

#### Schedule N

Important: In computing a shareholder's taxable income, actual dividends are translated into U.S. dollars at the spot rate on the date the dividend is included in income. Deemed inclusions of undistributed foreign personal holding company income are translated into U.S. dollars at the average exchange rate for the foreign corporation's tax year. See section 989(b).

Every U.S. citizen or resident described in Category 1 must file Schedule N to report the activities of a foreign personal holding company. See page 1 for the definition of a foreign personal holding company. The information is submitted for the company's annual accounting period that ends with or within the officer's, director's, or shareholder's tax year.

The determination of whether an individual is a Category 1 file is made on the date Form 5471 is required to be filed. If no individual qualifies as of that date, the determination is made on the last day of the foreign corporation's tax year in which there was such a person who was a U.S. citizen or resident.

If the corporation ceased to be a foreign personal holding company during the tax year or after the tax year ended, you must still file Schedule N if the corporation was a foreign personal holding company at any time during the tax year.

**First-time filer.** If this is the first time you are submitting information required under section 6035, attach the following.

- A statement of stock ownership showing that during the corporation's tax year more than 50% in value of its outstanding stock was owned, directly or indirectly, by or for not more than five individual citizens or residents of the United States.
- A detailed statement of the conversion privileges of any outstanding securities that are convertible to the corporation's stock.
- A detailed statement of the respective rights of the various classes of shareholders if more than one class of stock is outstanding.

**Exception.** This information does not need to be submitted if it was previously furnished by another person.

#### Part I—Shareholder Information

#### Section A

List the following:

- The foreign personal holding company's outstanding securities that are convertible into its stock,
- The interest rate and the face value of the securities at the beginning and end of the corporation's annual accounting period, and
- Any options granted by the corporation during its tax year.

#### Section B

List the following:

- The identify of each person (name and address) who is the holder of convertible securities in the foreign personal holding company or who is granted an option for the corporation's stock,
- The class of securities held and the number and face value of the securities at the beginning and end of the corporation's tax year, and
- An explanation of any change in the holdings for each person holding the convertible securities.

#### Part II—Income Information

#### Section A

### Line 4. Adjustments to taxable income or (loss).

Line 4a. Enter the difference between the taxes deducted in computing taxable income and the taxes allowable under section 556(b)(1) in computing undistributed foreign personal holding company income. Attach the following.

- A schedule showing the nature of income on which Federal income tax was paid or withheld at the source; when and where the tax was paid or withheld; the amount of tax paid or accrued; and the tax year to which the tax relates.
- A schedule of income, war profits, and excess profits taxes of foreign countries and U.S. possessions accrued during the tax year not allowable as a deduction because a foreign tax credit was claimed.

Line 4b. Enter the difference between the charitable contributions deducted in computing taxable income and the charitable contributions allowable under section 556(b)(2) in computing undistributed foreign personal holding company income. See section 556(b)(2) and the related regulations.

The carryover of charitable contributions made in a prior year is not allowed as a deduction in computing undistributed foreign personal holding company income for any tax year.

Line 4c. The special deductions described in section 556(b)(3) are not allowed in computing undistributed foreign personal holding company income. Therefore, they must be added back to taxable income in computing undistributed foreign personal holding company income. Enter these amounts on line 4c as a positive number.

Line 4d. Refigure the net operating loss (as defined in section 172(c)) for the preceding tax year computed without the deductions provided in sections 241 through 247, 249, and 250. Enter on line 4d the difference between this amount and the net operating loss deduction allowed in computing taxable income.

**Line 4e.** Enter the total expenses limited by section 556(b)(5) as a positive number. In computing undistributed foreign personal holding company income, section 556(b)(5) limits the

allowance of deductions for trade or business expenses and depreciation that are allocable to the operation and maintenance of the property owned or operated by a foreign personal holding company. These deductions will not be allowed in excess of the aggregate amount of the rent or other compensation received for the use of, or the right to use, the property unless it is established to the satisfaction of the IRS that:

- The rent or other compensation received was the highest obtained or, if none was received, that none was obtainable:
- The property was held in the course of a business carried on for profit; and
- Either there was reasonable expectation that the operation of the property would result in a profit or the property was necessary to the conduct of the business.

If excess deductions are claimed, attach a statement for each property showing the following:

- A description of the property;
- The cost or other basis to the corporation and the nature and value of the consideration paid for the property;
- The name and address of the person from whom the property was acquired and the date the property was acquired;
- The name and address of the person to whom the property was leased or rented, or the person permitted to use the property, and the number of shares of stock, if any, held by the person and the members of his or her family; and
- The nature (cash, securities, services, etc.) and the gross amount of rent or other compensation received or accrued for the use of, or the right to use, the property during the tax year and for each of the 5 preceding years and the amount of expense incurred for, and the depreciation sustained on, the property for such years.

Also include the following:

- Evidence that the rent or other compensation was the highest obtainable or, if none was received or accrued, a statement of the reason that none was received or accrued;
- A copy of the contract, lease, or rental agreement;
- The purpose for which the property was used;
- The business carried on by the corporation for which the property was held and the gross income, expenses, and taxable income from the conduct of that business for the tax year and for each of the 5 preceding years;
- The reasons for acquiring the property, for expecting that it would be profitable, and for using the property in the business of the corporation; and
- Any other information to support the deductions.

**Line 4f.** Enter the total of any deductions taken in computing taxable income relating to taxes of a shareholder

paid by the corporation (section 164(e)), and pensions, trusts, etc. (section 404).

Line 8. Deduction allowed for dividends paid after close of tax year. Enter all dividends paid after the close of the tax year and on or before the 15th day of the 3rd month following the close of the year if the foreign personal holding company designated such dividends as taken into account under section 563(c).

Note: This amount may not exceed the

**Note:** This amount may not exceed the amount entered on line 7. See section 563(c) for additional information.

#### Section B

The deduction for dividends paid is the sum of the dividends paid during the tax year and the consent dividends for the tax year (determined under section 565). See sections 561 and 562.

Attach the following:

- · A copy of each dividend resolution and
- A concise statement of the pertinent facts relating to the payment of each dividend, clearly specifying:
  - 1. The medium of payment;
- 2. If not paid in money, the fair market value and adjusted basis (or face value, if paid in the corporation's own obligations) on the date of distribution of the property; and
- **3.** The manner in which the fair market value and adjusted basis were determined.

#### Schedule O

Schedule O is used to report the organization or reorganization of a foreign corporation and the acquisition or disposition of its stock.

Every U.S. citizen or resident described in Category 2 must complete Part I. Every U.S. person described in Category 3 must complete Part II.

See Regulations section 1.6046-1(i) for rules on determining when U.S. persons constructively own stock of a foreign corporation and therefore are subject to the section 6046 filing requirements.

#### Part I

**Column (d).** Enter the date the shareholder first acquired 10% or more (in value or voting power) of the outstanding stock of the foreign corporation.

**Column (e).** Enter the date the shareholder acquired (whether in one or more transactions) an additional 10% or more (in value or voting power) of the outstanding stock of the foreign corporation.

### Part II Section C—Acquisition of Stock

Section C is completed by shareholders who are completing Schedule O because they have acquired sufficient stock in a foreign corporation. If the shareholder acquired the stock in more than one transaction, use a separate line to report each transaction.

**Column (d).** Enter the method of acquisition (e.g., purchase, gift, bequest, trade, etc.).

Column (e)(2). Enter the number of shares acquired indirectly (within the meaning of section 958(a)(2)) by the shareholder listed in column (a).

**Column (e)(3).** Enter the number of shares constructively owned (within the meaning of section 958(b)) by the shareholder listed in column (a).

#### Section D—Disposition of Stock

Section D must be completed by shareholders who dispose of their interest (in whole or in part) in a foreign corporation.

**Column (d).** Enter the method of disposition (e.g., sale, bequest, gift, trade).

**Example.** In 1993, Mr. Jackson, a U.S. citizen, purchased 10,000 shares of common stock of foreign corporation X. The purchase represented 10% ownership of the foreign corporation.

On July 1, 2000, Mr. Jackson made a gift of 5,000 shares of foreign corporation X to his son, John. Because Mr. Jackson has reduced his holding in the foreign corporation, he is required to complete Form 5471 and Schedule O. To show the required information about the disposition, Mr. Jackson completes Section D as follows:

- Enters his name in column (a).
- Enters "common" in column (b).
- Enters "July 1, 2000," in column (c).
- Enters "gift" in column (d).
- Enters "5,000" in column (e)(1).
- Enters "-0-" in column (f) because the disposition was by gift.
- Enters the name and address of his son, John, in column (g).

#### Section F

#### Example for Item (c)

Mr. Lyons acquires a 10% ownership in foreign corporation F. F is the 100% owner of two foreign corporations, FI and FJ. F is also a 50% owner of foreign corporation FK. In addition, F is 90% owned by foreign corporation W.

Mr. Lyons completes and files Form 5471 and Schedule O for the corporations in which he is a 10% or more shareholder. Mr. Lyons is also required to submit a schedule if the foreign corporation is a member of a chain of corporations, and to indicate if he is a 10% or more shareholder in any of those corporations.

Mr. Lyons would prepare a list showing the corporations as follows:

- Corporation W
- Corporation F
- Corporation FI
- Corporation FJ
- Corporation FK

Then Mr. Lyons is required to indicate that he is a 10% or more shareholder in corporations F, FI, FJ, and FK.

#### Codes for Principal Business Activity

This list of principal business activities and their associated codes is designed to classify an enterprise by the type of activity in which it is engaged to facilitate the administration of the Internal Revenue Code. These principal business activity codes are based on the North American Industry Classification System.

Using the list of activities and codes below, determine from which activity the company derives the largest percentage of its "total receipts." If the company purchases raw materials and supplies them to a subcontractor to produce the finished product, but retains title to the product, the company is considered a manufacturer and must use one of the manufacturing codes (311110-339900)

Enter on page 1, item 1f, the six digit code selected from the list below. In item 1g, enter a brief description of the company's business activity.

#### Agriculture, Forestry, Fishing and Hunting

Code

#### Crop Production

111100 Oilseed & Grain Farming Vegetable & Melon Farming (including potatoes & yams)

111300 Fruit & Tree Nut Farming Greenhouse, Nursery & Floriculture Production 111400

Other Crop Farming (including 111900 tobacco, cotton, sugarcane, hay, peanut, sugar beet & all other crop farming)

#### **Animal Production**

Beef Cattle Ranching & 112111 Farming 112112 Cattle Feedlots

112120 Dairy Cattle & Milk Production Hog & Pig Farming Poultry & Egg Production 112300

112400 Sheep & Goat Farming 112510 Animal Aquaculture (including shellfish & finfish farms & hatcheries)

112900 Other Animal Production

Forestry and Logging

113110 Timber Tract Operations 113210 Forest Nurseries & Gathering of Forest Products

113310 Logging

Fishing, Hunting and Trapping

114110 Fishing

114210 Hunting & Trapping

Support Activities for Agriculture and Forestry

Support Activities for Crop Production (including cotton ginning, soil preparation, 115110 planting, & cultivating) 115210 Support Activities for Animal Production 115310 Support Activities For

#### Mining

211110 Oil & Gas Extraction Coal Mining 212110 Metal Ore Mining 212200

Stone Mining & Quarrying Sand, Gravel, Clay, & Ceramic & Refractory Minerals Mining 212310 212320 & Quarrying

Other Nonmetallic Mineral Mining & Quarrying 212390 213110 Support Activities for Mining

#### Utilities

221100 Electric Power Generation, Transmission & Distribution 221210 Natural Gas Distribution 221300 Water, Sewage & Other Systems

#### Construction

Code

Building, Developing, and General Contracting

233110 Land Subdivision & Land Development 233200 Residential Building

Construction Nonresidential Building 233300 Construction

**Heavy Construction** 

234100 Highway, Street, Bridge & Tunnel Construction 234900 Other Heavy Construction

Special Trade Contractors

235110 Plumbing, Heating, & Air-Conditioning Contractors 235210 Painting & Wall Covering Contractors 235310 Electrical Contractors

Masonry, Drywall, Insulation, & Tile Contractors 235400 Carpentry & Floor Contractors Roofing, Siding & Sheet Metal 235500

235610 Contractors 235710 Concrete Contractors

Water Well Drilling 235810 Contractors 235900 Other Special Trade Contractors

#### Manufacturing

**Food Manufacturing** 311110 Animal Food Mfg

311200 Grain & Oilseed Milling Sugar & Confectionery Product Mfg Fruit & Vegetable Preserving 311300

311400 & Specialty Food Mfg 311500 Dairy Product Mfg

311610 Animal Slaughtering and Processing Seafood Product Preparation 311710

& Packaging 311800 Bakeries & Tortilla Mfg 311900 Other Food Mfg (including coffee, tea, flavorings &

seasonings) Beverage and Tobacco Product

### Manufacturing 312110 Soft Drink & Ice Mfg

312120 Breweries

312130 Wineries 312140 Distilleries

312200 Tobacco Manufacturing

#### Textile Mills and Textile Product Mills

313000 Textile Mills 314000 Textile Product Mills

Apparel Manufacturing 315100 Apparel Knitting Mills

Cut & Sew Apparel Contractors 315220 Men's & Boys' Cut & Sew Apparel Mfg

Code

315230 Women's & Girls' Cut & Sew Apparel Mfg

315290 Other Cut & Sew Apparel Mfg 315990 Apparel Accessories & Other Apparel Mfg

Leather and Allied Product Manufacturing

316110 Leather & Hide Tanning & Finishing 316210 Footwear Mfg (including rubber & plastics)

Other Leather & Allied 316990 Product Mfg

Wood Product Manufacturing 321110

Sawmills & Wood Preservation

Veneer, Plywood, & Engineered Wood Product 321210

321900 Other Wood Product Mfg Paper Manufacturing

322100 Pulp, Paper, & Paperboard Mills

322200 Converted Paper Product Mfg

**Printing and Related Support** Activities

323100 Printing & Related Support Activities

Petroleum and Coal Products Manufacturing

Petroleum Refineries 324110 (including integrated) Asphalt Paving, Roofing, & 324120 Saturated Materials Mfd Other Petroleum & Coal 324190

Products Mfg

**Chemical Manufacturing** 

325100 Basic Chemical Mfg Resin, Synthetic Rubber, & Artificial & Synthetic Fibers & Filaments Mfg 325200

Pesticide, Fertilizer & Other Agricultural Chemical Mfg 325300 325410 Pharmaceutical & Medicine Mfg

325500 Paint, Coating, & Adhesive Mfg 325600

Soap, Cleaning Compound, & Toilet Preparation Mfg 325900 Other Chemical Product Mfg

**Plastics and Rubber Products** Manufacturing 326100 Plastics Product Mfg

326200 Rubber Product Mfg Nonmetallic Mineral Product

Manufacturing Clay Product & Refractory 327100

Mfg 327210 Glass & Glass Product Mfg 327300 Cement & Concrete Product Mfg 327400 Lime & Gypsum Product Mfg

Other Nonmetallic Mineral 327900 Product Mfg

**Primary Metal Manufacturing** Iron & Steel Mills & Ferroalloy 331110

Mfg Steel Product Mfg from Purchased Steel 331200

331310 Alumina & Aluminum Production & Processing Nonferrous Metal (except Aluminum) Production & 331400

Processing 331500 Foundries

#### **Fabricated Metal Product** Manufacturing

332110 Forging & Stamping 332210 Cutlery & Handtool Mfg Architectural & Structural 332300 Metals Mfg Boiler, Tank, & Shipping Container Mfg 332400

332510 Hardware Mfg 332610

Spring & Wire Product Mfg Machine Shops; Turned Product; & Screw, Nut & Bolt 332700 Mfg

Coating, Engraving, Heat 332810 Treating, & Allied Activities 332900 Other Fabricated Metal Product Mfa

Code

**Machinery Manufacturing** 

Agriculture, Construction, & Mining Machinery Mfg 333200 Industrial Machinery Mfg Commercial & Service 333310 Industry Machinery Mfg

333410 Ventilation, Heating, Air-Conditioning & Commercial Refrigeration Equipment Mfg

333510 Metalworking Machinery Mfg Engine, Turbine & Power Transmission Equipment Mfg 333610

Other General Purpose 333900 Machinery Mfg

Computer and Electronic Product Manufacturing

334110 Computer & Peripheral Equipment Mfg

334200 Communications Equipment Mfg

334310 Audio & Video Equipment Mfg Semiconductor & Other 334410

Electronic Component Mfg Navigational, Measuring, Electromedical, & Control 334500 Instrument Mfg

Manufacturing & Reproducing Magnetic & Optical Media 334610

Electrical Equipment, Appliance, and Component Manufacturing

335100 Electric Lighting Equipment Mfa 335200 Household Appliance Mfg

335310 Electrical Equipment Mfg Other Electrical Equipment & 335900 Component Mfg

Transportation Equipment Manufacturing

336100 Motor Vehicle Mfg 336210 Motor Vehicle Body & Trailer

Mfg 336300 Motor Vehicle Parts Mfg 336410 Aerospace Product & Parts

336510 Railroad Rolling Stock Mfg

Ship & Boat Building 336610 Other Transportation 336990 Equipment Mfg

**Furniture and Related Product** Manufacturing

337000 Furniture & Related Product Manufacturing

Miscellaneous Manufacturing 339110 Medical Equipment & Supplies Mfg Other Miscellaneous 339900 Manufacturing

#### Wholesale Trade

Wholesale Trade, Durable Goods Motor Vehicle & Motor Vehicle Part & Supplies Wholesalers 421100 Furniture & Home Furnishing 421200 Wholesalers

Lumber & Other Construction Materials Wholesalers 421300

Professional & Commercial 421400 Equipment & Supplies Wholesalers

Metal & Mineral (except Petroleum) Wholesalers 421500

Electrical Goods Wholesalers 421600 421700 Hardware, & Plumbing &

Heating Equipment, & Supplies Wholesalers Machinery, Equipment, & Supplies Wholesalers 421800

Sporting & Recreational Goods & Supplies Wholesalers 421910

421920 Toy & Hobby Goods & Supplies Wholesalers

421930 Recyclable Material Wholesalers

Jewelry, Watch, Precious Stone, & Precious Metal 421940 Wholesalers

421990 Other Miscellaneous Durable Goods Wholesalers

|  |  | 1   |  |
|--|--|---|--|
| Code   | Code   | Code  | Code   |
| Wholesale Trade, Nondurable Goods                                | Clothing and Clothing Accessories                                      | Support Activities for Transportation                                 | 523210 Securities & Commodity  |
| 422100 Paper & Paper Product                                     | Stores   | 488100 Support Activities for Air                                     | Exchanges  |
| Wholesalers  | 448110 Men's Clothing Stores   | Transportation  | 523900 Other Financial Investment                                    |
| 422210 Drugs & Druggists' Sundries                               | 448120 Women's Clothing Stores   | 488210 Support Activities for Rail                                    | Activities (including portfolio<br>management & investment           |
| Wholesalers  | 448130 Children's & Infants' Clothing                                  | Transportation  | advice)  |
| 422300 Apparel, Piece Goods, & Notions Wholesalers               | Stores<br>448140 Family Clothing Stores                                | 488300 Support Activities for Water<br>Transportation                 | Insurance Carriers and Related                                       |
| 422400 Grocery & Related Product                                 | 448150 Clothing Accessories Stores                                     | 488410 Motor Vehicle Towing   | Activities   |
| Wholesalers  | 448190 Other Clothing Stores   | 488490 Other Support Activities for                                   | 524140 Direct Life, Health, & Medical                                |
| 422500 Farm Product Raw Material                                 | 448210 Shoe Stores   | Road Transportation   | Insurance & Reinsurance  |
| Wholesalers  | 448310 Jewelry Stores  | 488510 Freight Transportation   | Carriers   |
| 422600 Chemical & Allied Products                                | 448320 Luggage & Leather Goods   | Arrangement   | 524150 Direct Insurance & Reinsurance (except Life,                  |
| Wholesalers 422700 Petroleum & Petroleum                         | Stores   | 488990 Other Support Activities for<br>Transportation                 | Health & Medical) Carriers   |
| Products Wholesalers   | Sporting Goods, Hobby, Book, and                                       | •   | 524210 Insurance Agencies &  |
| 422800 Beer, Wine, & Distilled                                   | Music Stores   | Couriers and Messengers<br>492110 Couriers                            | Brokerages   |
| Alcoholic Beverage   | 451110 Sporting Goods Stores   | 492210 Counters 492210 Local Messengers & Local                       | 524290 Other Insurance Related                                       |
| Wholesalers  | 451120 Hobby, Toy, & Game Stores<br>451130 Sewing, Needlework, & Piece | Delivery  | Activities   |
| 422910 Farm Supplies Wholesalers<br>422920 Book, Periodical, &   | Goods Stores   | Warehousing and Storage   | Funds, Trusts, and Other Financial Vehicles                          |
| Newspaper Wholesalers  | 451140 Musical Instrument & Supplies                                   | 493100 Warehousing & Storage  | 525100 Insurance & Employee Benefit                                  |
| 422930 Flower, Nursery Stock, &                                  | Stores   | (except lessors of  | Funds  |
| Florists' Supplies Wholesalers                                   | 451211 Book Stores   | miniwarehouses & self-<br>storage units)                              | 525910 Open-End Investment Funds                                     |
| 422940 Tobacco & Tobacco Product                                 | 451212 News Dealers & Newsstands                                       | storage units)  | (Form 1120-RIC)  |
| Wholesalers  | 451220 Prerecorded Tape, Compact                                       | Information   | 525920 Trusts, Estates, & Agency                                     |
| 422950 Paint, Varnish, & Supplies Wholesalers                    | Disc, & Record Stores  | Publishing Industries   | Accounts   |
| 422990 Other Miscellaneous                                       | General Merchandise Stores   | 511110 Newspaper Publishers   | 525930 Real Estate Investment Trusts<br>(Form 1120-REIT)             |
| Nondurable Goods   | 452110 Department stores<br>452900 Other General Merchandise           | 511120 Periodical Publishers  | 525990 Other Financial Vehicles                                      |
| Wholesalers  | Stores   | 511130 Book Publishers  |  |
| Retail Trade   | Miscellaneous Store Retailers  | 511140 Database & Directory   | "Offices of Bank Holding Companies" and "Offices of Other Holding    |
|  | 453110 Florists  | Publishers  | Companies," are located under  |
| Motor Vehicle and Parts Dealers                                  | 453210 Office Supplies & Stationery                                    | 511190 Other Publishers<br>511210 Software Publishers                 | Management of Companies (Holding                                     |
| 441110 New Car Dealers<br>441120 Used Car Dealers                | Stores   | Motion Picture and Sound Recording                                    | Companies) on page 16.   |
| 441210 Recreational Vehicle Dealers                              | 453220 Gift, Novelty, & Souvenir                                       | Industries  | Real Estate and Rental and   |
| 441221 Motorcycle Dealers  | Stores<br>453310 Used Merchandise Stores                               | 512100 Motion Picture & Video   | Leasing  |
| 441222 Boat Dealers  | 453910 Osed Merchandise Stores 453910 Pet & Pet Supplies Stores        | Industries (except video  | Real Estate  |
| 441229 All Other Motor Vehicle                                   | 453920 Art Dealers   | rental)   | 531110 Lessors of Residential  |
| Dealers  | 453930 Manufactured (Mobile) Home                                      | 512200 Sound Recording Industries                                     | Buildings & Dwellings  |
| 441300 Automotive Parts,   | Dealers  | Broadcasting and Telecommunications                                   | 531114 Cooperative Housing   |
| Accessories, & Tire Stores                                       | 453990 All Other Miscellaneous Store                                   | 513100 Radio & Television   | 531120 Lessors of Nonresidential                                     |
| Furniture and Home Furnishings Stores                            | Retailers (including tobacco, candle, & trophy shops)                  | Broadcasting  | Buildings (except<br>Miniwarehouses)                                 |
| 442110 Furniture Stores  | Nonstore Retailers   | 513200 Cable Networks & Program                                       | 531130 Lessors of Miniwarehouses &                                   |
| 442210 Floor Covering Stores                                     | 454110 Electronic Shopping &   | Distribution  | Self-Storage Units   |
| 442291 Window Treatment Stores                                   | Mail-Order Houses  | 513300 Telecommunications   | 531190 Lessors of Other Real Estate                                  |
| 442299 All Other Home Furnishings                                | 454210 Vending Machine Operators                                       | (including paging, cellular, satellite, & other                       | Property   |
| Stores   | 454311 Heating Oil Dealers   | telecommunications)   | 531210 Offices of Real Estate Agents                                 |
| Electronics and Appliance Stores                                 | 454312 Liquefied Petroleum Gas   | Information Services and Data   | & Brokers<br>531310 Real Estate Property                             |
| 443111 Household Appliance Stores                                | (Bottled Gas) Dealers  | Processing Services   | Managers   |
| 443112 Radio, Television, & Other Electronics Stores             | 454319 Other Fuel Dealers<br>454390 Other Direct Selling               | 514100 Information Services   | 531320 Offices of Real Estate  |
| 443120 Computer & Software Stores                                | Establishments (including  | (including news syndicates, libraries, & on-line information          | Appraisers   |
| 443130 Camera & Photographic                                     | door-to-door retailing, frozen   | services)   | 531390 Other Activities Related to                                   |
| Supplies Stores  | food plan providers, party   | 514210 Data Processing Services                                       | Real Estate  |
| Building Material and Garden                                     | plan merchandisers, & coffee-break service                             | •   | Rental and Leasing Services  |
| Equipment and Supplies Dealers                                   | providers)   | Finance and Insurance   | 532100 Automotive Equipment Rental<br>& Leasing                      |
| 444110 Home Centers  | ·  | Depository Credit Intermediation                                      | 532210 Consumer Electronics &  |
| 444120 Paint & Wallpaper Stores                                  | Transportation and   | 522110 Commercial Banking   | Appliances Rental  |
| 444130 Hardware Stores<br>444190 Other Building Material         | Warehousing  | 522120 Savings Institutions<br>522130 Credit Unions                   | 532220 Formal Wear & Costume   |
| Dealers  | Air, Rail, and Water Transportation                                    | 522130 Credit Officials<br>522190 Other Depository Credit             | Rental   |
| 444200 Lawn & Garden Equipment &                                 | 481000 Air Transportation  | Intermediation  | 532230 Video Tape & Disc Rental<br>532290 Other Consumer Goods       |
| Supplies Stores  | 482110 Rail Transportation<br>483000 Water Transportation              | Nondepository Credit Intermediation                                   | Rental   |
| Food and Beverage Stores   | •  | 522210 Credit Card Issuing  | 532310 General Rental Centers  |
| 445110 Supermarkets and Other                                    | Truck Transportation<br>484110 General Freight Trucking,               | 522220 Sales Financing  | 532400 Commercial & Industrial                                       |
| Grocery (except Convenience) Stores                              | Local  | 522291 Consumer Lending   | Machinery & Equipment  |
| 445120 Convenience Stores  | 484120 General Freight Trucking,                                       | 522292 Real Estate Credit (including                                  | Rental & Leasing   |
| 445210 Meat Markets  | Long-distance  | mortgage bankers & originators)                                       | Lessors of Nonfinancial Intangible Assets (except copyrighted works) |
| 445220 Fish & Seafood Markets                                    | 484200 Specialized Freight Trucking                                    | 522293 International Trade Financing                                  | 533110 Lessors of Nonfinancial                                       |
| 445230 Fruit & Vegetable Markets                                 | Transit and Ground Passenger   | 522294 Secondary Market Financing                                     | Intangible Assets (except  |
| 445291 Baked Goods Stores  | Transportation   | 522298 All Other Nondepository  | copyrighted works)   |
| 445292 Confectionery & Nut Stores                                | 485110 Urban Transit Systems<br>485210 Interurban & Rural Bus          | Credit Intermediation   | Drofossional Scientific and  |
| 445299 All Other Specialty Food Stores                           | Transportation   | Activities Related to Credit  | Professional, Scientific, and  |
| 445310 Beer, Wine, & Liquor Stores                               | 485310 Taxi Service  | Intermediation 522200 Activities Polated to Credit                    | Technical Services   |
| Health and Personal Care Stores                                  | 485320 Limousine Service   | 522300 Activities Related to Credit<br>Intermediation (including loan | Legal Services   |
| 446110 Pharmacies & Drug Stores                                  | 485410 School & Employee Bus   | brokers)  | 541110 Offices of Lawyers<br>541190 Other Legal Services             |
| 446120 Cosmetics, Beauty Supplies,                               | Transportation   | Securities, Commodity Contracts,                                      | u u  |
| & Perfume Stores   | 485510 Charter Bus Industry<br>485990 Other Transit & Ground           | and Other Financial Investments and                                   | Accounting, Tax Preparation,<br>Bookkeeping, and Payroll Services    |
| 446130 Optical Goods Stores                                      | Passenger Transportation   | Related Activities  | 541211 Offices of Certified Public                                   |
| 446190 Other Health & Personal Care                              | Pipeline Transportation  | 523110 Investment Banking & Securities Dealing                        | Accountants  |
| Stores   | 486000 Pipeline Transportation   | 523120 Securities Brokerage   | 541213 Tax Preparation Services                                      |
| Gasoline Stations  | Scenic & Sightseeing Transportation                                    | 523130 Commodity Contracts Dealing                                    | 541214 Payroll Services  |
| 447100 Gasoline Stations (including convenience stores with gas) | 487000 Scenic & Sightseeing  | 523140 Commodity Contracts  | 541219 Other Accounting Services                                     |
| SS Simonos Stores with gds)                                      | Transportation   | Brokerage   | Architectural, Engineering, and                                      |
|  | I  |   | Related Services 541310 Architectural Services                       |
|  |  |   |  |