

每家美国公司（无论其总部位于美国或还是属于外国公司的子公司）都必须完成美国商务部经济分析局（BEA）的2014年美国境外投资基准调查（“BE-10调查”），即使其仅仅拥有一家外国关联企业。2015年5月29日这一截止日对于需要提交将近50张表格的公司而言即将到来。然而，BEA表示其很可能会允许合理的延长期限的请求，只要其在申报截止日前收到该请求。

Every US company, whether it is headquartered in the US or is a subsidiary of a foreign company, must complete a US Department of Commerce Bureau of Economic Analysis (BEA) 2014 Benchmark Survey of US Direct Investment Abroad (“BE-10 Survey”), if it has even just one foreign affiliate. The May 29, 2015 deadline is fast approaching for companies that are required to submit fewer than 50 forms. However, BEA has indicated that it will likely grant reasonable requests for an extension, so long as the request is received before the applicable deadline.

BEA通过多种不同的调查收集有关美国投资的数据。尽管诸多调查是在BEA联系美国公司后才需答复，但受BE-10调查申报要求规制的美国公司无论是否被联系均需要提交一份答复。

BEA collects data on US investment through a variety of surveys. While many of these surveys only require a response if the US company is contacted by BEA, US companies subject to the reporting requirements of the BE-10 Survey are required to submit a response whether or not they are contacted.

BE-10调查要求每五年进行一次。美国实体，指住所在美国或受美国司法管辖的任何实体（定义很宽泛，包括众多类型的实体），如果其在2014财政年度内有任何外国关联企业，则必须提交一份BE-10报告。如果该美国实体直接或间接拥有或控制某外国法人企业至少10%的投票权的有表决权的股票，或在某外国非法人企业中享有同等权益，那么该美国实体将被认定为已拥有“外国关联企业”。

The BE-10 Survey is required every five years. A US person, meaning any person (defined broadly to include many types of entities) resident in the US or subject to the jurisdiction of the US, must file a BE-10 report if it had a foreign affiliate at any time during the US person's 2014 fiscal year. A US person is considered to have had a “foreign affiliate” if it had direct or indirect ownership or control of at least 10% of the voting stock of an incorporated foreign business enterprise, or an equivalent interest in an unincorporated foreign business enterprise.

如果美国公司未能提交BE-10报告，那么其将受到处罚。此类处罚根据情况的不同，包括罚款、有期徒刑和/或要求公司遵守申报要求的禁令救济。但是，公司很少因疏忽性过错而被施以上述惩罚。

There are penalties for a US company's failure to submit a BE-10 report. These penalties can include fines, imprisonment and/or injunctive relief requiring the company to comply with the filing requirements, depending on the circumstances. However, such penalties are rarely imposed on companies that make inadvertent mistakes.

对那些需要申报将近50张表格的美国实体而言，BE-10报告的截止日期为2015年5月29日。

For a US person required to file fewer than 50 forms, the BE-10 report is due no later than May 29, 2015.

## **有关在美外商投资申报要求的提醒**

### **Reminder of Filing Requirements for Foreign Investments in the US**

BEA还管理在美新增外商直接投资的调查（“BE-13调查”），且无论美国实体是否被BEA联系，其都必须在下述情形时进行申报：（1）建立了在美的外商直接投资关系，或（2）其外国母公司在美国存续的关联企业新建了一家美国法人实体、扩大了在美运营或收购了美国的商业企业。此外，与BE-10调查类似，BEA管理在美外商直接投资的基准调查（每五年一次），亦称之为“BE-12调查”。最近的一次BE-12调查于2012年财政年度结束。

The BEA also administers the Survey of New Foreign Direct Investment in the United States (“BE-13 Survey”), and reporting is required whether or not a US entity is contacted by BEA. US entities must report if (1) a foreign direct investment in the United States relationship is created or (2) an existing US affiliate of a foreign parent establishes a new US legal entity, expands its US operations or acquires a US business enterprise. Additionally, similar to the BE-10 Survey, BEA administers a benchmark survey of foreign direct investment in the US, known as the “BE-12 Survey,” every five years. The last BE-12 survey covered the fiscal year ending in 2012.

特此提醒，外商在美投资还受制于其他通报、申报及合规要求，包括：

As a reminder, foreign investment in the US is subject to other notice, clearance and compliance requirements, including:

- 向美国海外投资委员会进行通报；
- Notice to the Committee on Foreign Investment in the United States;
- 向国防部国防安全局申请减少或取消该美国公司中的外资所有权、控制权或影响力的批准；以及
- Clearance with the Department of Defense's Defense Security Service to mitigate or negate foreign ownership, control and influence for cleared US companies; and
- 向国防贸易控制委员会通报从事防务用品或防务服务的美国公司。
- Notice to the Department of State's Directorate of Defense Trade Controls for US companies engaged in defense articles or defense services.

如果您就此类申报要求需要更多信息或有任何疑问，请联系以下人士：

For further information or if you have questions about these reporting requirements, please contact one of the individuals listed in this publication.

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