

Private Bank



## Guidelines for Completion of the Form W-8BEN-E and Foreign Account Tax Compliance Act (FATCA) Entity Classification Guide

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## Introduction

This document has two main sections as follows:

- Section One: Guidelines for Completion of the Form W-8BEN-E.
- Section Two: Foreign Account Tax Compliance Act (FATCA) Entity Classification Guide.

Please **DO NOT USE** this document if the entity completing the Form is an intermediary or flow through entity such as a partnership or grantor trust. In those cases, please refer to the Form W-8IMY.

**The following guidelines are provided for reference purposes and do not represent tax advice. Please consult with your tax or legal advisor should you need additional assistance in completing this Form.**

The Form W-8BEN-E should **only be completed by a non-U.S. entity**. This means:

- Corporations and partnerships cannot use this form if they are incorporated, formed, or otherwise organized in the U.S.
- Estates cannot use this form if the decedent was a U.S. person.
- Trusts cannot use this form if the trust is both subject to the control of a U.S. court and all substantial decisions of the trust are made by one or more U.S. persons.
- A non-U.S. entity which is disregarded from its sole owner cannot complete this form if that sole owner is a U.S. person.

Please note: the instructions for Form W-8BEN-E in this document are specific to the October 2021 version.

## Section One: Guidelines for Completion of the Form W-8BEN-E

### Details on Completing the W-8BEN-E Form

Please note: the instructions for Form W-8BEN-E in this document are specific to the October 2021 version.

#### Part I: Identification of Beneficial Owner

**Form W-8BEN-E**  
(Rev. October 2021)  
Department of the Treasury  
Internal Revenue Service

**Certificate of Status of Beneficial Owner for  
United States Tax Withholding and Reporting (Entities)**  
► For use by entities. Individuals must use Form W-8BEN. ► Section references are to the Internal Revenue Code.  
► Go to [www.irs.gov/FormW8BENE](http://www.irs.gov/FormW8BENE) for instructions and the latest information.  
► Give this form to the withholding agent or payer. Do not send to the IRS.

OMB No. 1545-1621

**Do NOT use this form for:**

- U.S. entity or U.S. citizen or resident . . . . . W-9
- A foreign individual . . . . . W-8BEN (Individual) or Form 8233
- A foreign individual or entity claiming that income is effectively connected with the conduct of trade or business within the United States (unless claiming treaty benefits) . . . . . W-8ECI
- A foreign partnership, a foreign simple trust, or a foreign grantor trust (unless claiming treaty benefits) (see instructions for exceptions) . . . W-8IMY
- A foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. possession claiming that income is effectively connected U.S. income or that is claiming the applicability of section(s) 115(2), 501(c), 892, 895, or 1443(b) (unless claiming treaty benefits) (see instructions for other exceptions) . . . . . W-8ECI or W-8EXP
- Any person acting as an intermediary (including a qualified intermediary acting as a qualified derivatives dealer) . . . . . W-8IMY

**Part I Identification of Beneficial Owner**

**1** Name of organization that is the beneficial owner

**2** Country of incorporation or organization

**3** Name of disregarded entity receiving the payment (if applicable, see instructions)

**4** Chapter 3 Status (entity type) (Must check one box only):

<input type="checkbox"/> Simple trust	<input type="checkbox"/> Tax-exempt organization	<input type="checkbox"/> Corporation	<input type="checkbox"/> Partnership
<input type="checkbox"/> Central Bank of Issue	<input type="checkbox"/> Private foundation	<input type="checkbox"/> Complex trust	<input type="checkbox"/> Foreign Government - Controlled Entity
<input type="checkbox"/> Grantor trust	<input type="checkbox"/> Disregarded entity	<input type="checkbox"/> Estate	<input type="checkbox"/> Foreign Government - Integral Part
<input type="checkbox"/> International organization			

If you entered disregarded entity, partnership, simple trust, or grantor trust above, is the entity a hybrid making a treaty claim? If "Yes," complete Part III. ☐ Yes ☐ No

#### 1. Name of Entity or Organization:

- Enter the full name of the legal entity that is the "Beneficial Owner."
- The entity name should conform to the name as shown in the formation document, including any amendments.
- Please do not use any abbreviations other than those commonly used to indicate the type of entity (e.g., S.A., A.G., etc.).

#### 2. Country of Incorporation or Organization:

- Enter the name of the country in which the legal entity was created, organized, incorporated or governed.
- Please do not abbreviate the country name.
- Note: If this country is the U.S., you ordinarily should not be completing a Form W-8, rather you should complete the Form W-9.

#### 3. Name of Disregarded Entity Receiving the Payment (if any): Does NOT apply to legal entities other than financial institutions.

#### 4. Chapter 3 Status:

- Mark the one box that applies.

- You should determine the classification of the legal entity based on U.S. tax principles.
- There are now two classifications for foreign government entities: an integral part of a foreign government or an entity that is controlled by a foreign government, as governed by Temporary Regulations section 1.892-2T.
  - An “integral part” of a foreign government is any person, body of persons, organization, agency, bureau, fund, instrumentality, or other body, however designated, that constitutes a governing authority of a foreign country. The net earnings of the governing authority must be credited to its own account or to other accounts of the foreign sovereign, with no portion inuring to the benefit of any private person. An integral part does not include any individual who is a sovereign, official, or administrator acting in a private or personal capacity.
  - A “controlled entity” of a foreign government is an entity that is separate in form from a foreign government or otherwise constitutes a separate judicial entity by meeting the following requirements: 1) It is wholly owned and controlled by a foreign sovereign directly or indirectly; 2) It is organized by the laws of the foreign sovereign it is owned by; 3) Its net earnings are credited to its own account or to other accounts of the foreign sovereign, with no portion of its income inuring to the benefit of any private person; and 4) Its assets vest in the foreign sovereign upon dissolution.

Please note, if the entity named on Line 1 is a hybrid entity claiming tax treaty benefits, you must tick the **YES** box.

<b>5</b>	Chapter 4 Status (FATCA status) (See instructions for details and complete the certification below for the entity's applicable status.)	
<input type="checkbox"/> Nonparticipating FFI (including an FFI related to a Reporting IGA FFI other than a deemed-compliant FFI, participating FFI, or exempt beneficial owner).		
<input type="checkbox"/> Participating FFI.		
<input type="checkbox"/> Reporting Model 1 FFI.		
<input type="checkbox"/> Reporting Model 2 FFI.		
<input type="checkbox"/> Registered deemed-compliant FFI (other than a reporting Model 1 FFI, sponsored FFI, or nonreporting IGA FFI covered in Part XII). See instructions.		
<input type="checkbox"/> Sponsored FFI. Complete Part IV.		
<input type="checkbox"/> Certified deemed-compliant nonregistering local bank. Complete Part V.		
<input type="checkbox"/> Certified deemed-compliant FFI with only low-value accounts. Complete Part VI.		
<input type="checkbox"/> Certified deemed-compliant sponsored, closely held investment vehicle. Complete Part VII.		
<input type="checkbox"/> Certified deemed-compliant limited life debt investment entity. Complete Part VIII.		
<input type="checkbox"/> Certain investment entities that do not maintain financial accounts. Complete Part IX.		
<input type="checkbox"/> Owner-documented FFI. Complete Part X.		
<input type="checkbox"/> Restricted distributor. Complete Part XI.		
<input type="checkbox"/> Nonreporting IGA FFI. Complete Part XII.		
<input type="checkbox"/> Foreign government, government of a U.S. possession, or foreign central bank of issue. Complete Part XIII.		
<input type="checkbox"/> International organization. Complete Part XIV.		
<input type="checkbox"/> Exempt retirement plans. Complete Part XV.		
<input type="checkbox"/> Entity wholly owned by exempt beneficial owners. Complete Part XVI.		
<input type="checkbox"/> Territory financial institution. Complete Part XVII.		
<input type="checkbox"/> Excepted nonfinancial group entity. Complete Part XVIII.		
<input type="checkbox"/> Excepted nonfinancial start-up company. Complete Part XIX.		
<input type="checkbox"/> Excepted nonfinancial entity in liquidation or bankruptcy. Complete Part XX.		
<input type="checkbox"/> 501(c) organization. Complete Part XXI.		
<input type="checkbox"/> Nonprofit organization. Complete Part XXII.		
<input type="checkbox"/> Publicly traded NFFE or NFFE affiliate of a publicly traded corporation. Complete Part XXIII.		
<input type="checkbox"/> Excepted territory NFFE. Complete Part XXIV.		
<input type="checkbox"/> Active NFFE. Complete Part XXV.		
<input type="checkbox"/> Passive NFFE. Complete Part XXVI.		
<input type="checkbox"/> Excepted inter-affiliate FFI. Complete Part XXVII.		
<input type="checkbox"/> Direct reporting NFFE.		
<input type="checkbox"/> Sponsored direct reporting NFFE. Complete Part XXVIII.		
<input type="checkbox"/> Account that is not a financial account.		
<b>6</b>	Permanent residence address (street, apt. or suite no., or rural route). <b>Do not use a P.O. box or in-care-of address</b> (other than a registered address).	
City or town, state or province. Include postal code where appropriate.		Country
<b>7</b>	Mailing address (if different from above)	
City or town, state or province. Include postal code where appropriate.		Country

## 5. Chapter 4 Status (FATCA Status):

- Mark the one box that applies and complete the Part of the Form associated with that FATCA status.
- To determine whether a particular FATCA status applies in your situation, please read the qualifications for that status as recited in the part of the Form associated with that status.
- If you need additional information, you should refer to Section Two of this document (the FATCA entity classification guide), the complete IRS instructions to Form W-8BEN-E, or consult your legal or tax advisor.

#### 6. Permanent Residence Address:

- Enter the permanent residence address of the entity identified on Line 1.
- The permanent residence address is the address in the country in which the entity claims to be a resident for purposes of the country's income tax.
- If the entity does not have a tax residence in any country, the permanent residence address is the location of the entity's principal place of business.

Please do not enter:

- The address of a financial institution (unless you are a financial institution providing your own address);
- A post office box; (unless that is the registered address of the entity)
- An in care of address. (unless that is the registered address of the entity)
- An address used solely for mailing purposes (provide on line 7)

If you enter an in care of address or a post office box you must provide a copy of a formation document confirming that this is the registered address of the entity. Generally, you will find the registered address to be included in the entity's Articles of Association, Certificate of Incorporation, or other legal entity governing document.

#### 7. Mailing Address:

- Please enter the address to which correspondence should be sent if this is different than the permanent residence address.
- If this is a U.S. address, please provide a copy of a formation document supporting that the entity is organized outside the U.S.

Part I Identification of Beneficial Owner (continued)		
8 U.S. taxpayer identification number (TIN), if required		
9a GIIN	b Foreign TIN	c Check if FTIN not legally required. . . . . <input type="checkbox"/>
10 Reference number(s) (see instructions)		
Note: Please complete remainder of the form including signing the form in Part XXX.		

**8. U.S. Taxpayer Identification Number:** If the entity named on Line 1 has a U.S. taxpayer identification number, please list it here.

#### 9. (a) GIIN:

- If the entity named on Line 1 has registered with the U.S. Internal Revenue Service as a Participating Foreign Financial Institution, a Reporting Model 1 FFI, a Reporting Model 2 FFI, a



Registered Deemed Compliant FFI (including a Sponsored FFI), or a Direct Reporting NFFE (including a Sponsored Direct Reporting NFFE ) please enter the Global Intermediary Identification Number ("GIIN") in the box for 9a.

- You must also provide your GIIN on line 9 if you are a nonreporting IGA FFI that is (1) treated as registered deemed-compliant under Annex II to an applicable Model 2 IGA or (2) a registered deemed-compliant FFI under the Regulations

**(b) Foreign TIN (Tax Identifying Number):**

- If the entity named on Line 1 has been issued a taxpayer identification number by the country in which it claims tax residence, enter the Foreign TIN in 9b. This box *must* be completed for all accounts maintained within the U.S.
- The only time you are not required to include a foreign taxpayer identification number is when the jurisdiction in which the entity is tax resident in does not issue taxpayer identification numbers or the entity is otherwise not required to obtain a taxpayer identification number. If that is the case, see box 9c.

**(c) Check if FTIN not legally required:**

- If you are an account holder as described for purposes of line 9b and you are not legally required to obtain an FTIN from your jurisdiction of residence (including if the jurisdiction does not issue FTINs), check this box.
- By checking this box you will be treated as having provided an explanation for not providing an FTIN on line 9b. If you wish to provide a further explanation, you may do so in the margins of this form or on a separate statement attached to this form.

- 10. Reference Number:** If the entity filing the Form W-8BEN-E is the single owner of a disregarded entity, use line 10 to identify the disregarded entity (by name) and thereby associate the Form with an account held by the disregarded entity. A disregarded entity is an entity that is disregarded as an entity separate from its single owner for U.S. tax purposes.





For country-specific information on LOB articles, please see the [IRS Tax Treaty Table on Limitations on Benefits \(LOB\) Articles](#).

If you have questions as to whether the entity is eligible to claim treaty benefits, please contact your legal or tax advisor.

- 15. Special Rates and Conditions:** This line is generally not applicable to treaty benefits under an interest or dividends article of a treaty. However, if the **entity named on Line 1 is a pension or tax-exempt entity that is claiming a special treaty rate** applicable specifically to a pension or tax-exempt organization or if a special rate would apply to the entity because of a status or condition particular to that type of entity – e.g., Japanese financial institution, please pay particular attention to determine whether this field is required. Additionally, this field is generally required for entities claiming treaty benefits on business profits or gains not attributable to a permanent establishment, including for a foreign partner that derives gain subject to tax under section 864(c)(8) upon the transfer of an interest in a partnership. This would include the transfer of publicly traded partnership (PTP) interest under section 1446(f).

Note 1: claims for treaty benefits on income other than interest or dividends from publicly traded securities will require either a U.S. taxpayer identification number be provided on Line 8 or a foreign taxpayer identification number be provided on Line 9b.

Note 2: claims for treaty benefits related to sections 1446(a) and 1446(f) require a U.S. taxpayer identification number be provided on Line 8.

Note 3: PTPs will generally have a permanent establishment in the US due to the nature of their business. In such cases, a foreign partner in a PTP will not satisfy the treaty requirements as their availability of treaty benefits depends on whether the particular PTP itself has a US permanent establishment.

#### **Parts IV - XXVIII: Chapter 4 Certifications**

Please review the Chapter 4 (FATCA) status claimed on Line 5. If the status claimed states “Complete Part...” then you must complete the section indicated. You should only complete the section corresponding to your claimed FATCA status. Please read the applicable certifications carefully and tick the appropriate boxes. In some instances, you may be required to fill in additional information. If you fail to provide the required additional documentation, your Form cannot be validated.

Please pay particular attention to the certifications if the entity named on Line 1 is a Nonreporting IGA FFI. In addition to ticking the box on Line 26, you must also indicate the applicable IGA country, whether it is a model 1 or model 2 IGA, and provide the specific category of FFI described in Annex II of the applicable IGA Agreement or the Treasury Regulations. If you are claiming a status under the Treasury Regulations, you must also reference the relevant regulations section on this line. If the entity named on Line 1 is a trustee documented trust or a sponsored entity, the name of the trustee or sponsor, and that party’s status as a U.S. or non-U.S. person must also be entered.

If you have questions as to whether the entity named on Line 1 meets the requirements stated in the certifications, please contact your legal or tax advisor.

#### **Part XXIX: Substantial U.S. Owners of Passive NFFE**

If you ticked Passive NFFE on Line 5 of Part I, and ticked box 40c in Part XXVI, you must provide the name, address, and TIN of each substantial U.S. owner. If you are providing details of controlling U.S. persons (as defined in an applicable IGA) to a Model 1 FFI or reporting Model 2 FFI with which you maintain an account, you must provide the name, address and TIN of any controlling U.S. person(s) in this section.

## Part XXX: Certification

To execute the Form W-8BEN-E and attest to the correctness and completeness of the information and representations provided on the Form, an authorized individual must sign the form and provide all the required information in the spaces indicated in Part XXX:

- a. Mark the box to certify that the signatory has capacity to sign for the entity identified on line 1. This line has now moved to above the signature line to become a part of the certification.
- b. Sign the form by hand
- c. Print the name of the signer
- d. Enter the date on which the Form is signed in a MM-DD-YYYY format

An individual who has capacity to sign a tax form on behalf of a corporation includes an officer or another individual authorized to sign the form by a board resolution or a tax power of attorney.

**Note on Electronic Signatures:** A withholding agent may allow you to provide this form with an electronic signature. The electronic signature must indicate that the form was electronically signed by a person authorized to do so (for example, with a time and date stamp and statement that the form has been electronically signed). Simply typing your name on the signature line is not an electronic signature.

## Additional Comments

Please deliver the completed Form W-8BEN-E to your Citi contact person by hand, postal service, courier, fax or email with the Form attached. If you deliver a paper Form to Citi, **you must provide us with the hand signed original and not a photocopy.**

Citi may contact you for additional information as it reviews the Form. If you receive such a request, please respond as promptly as possible to assist in making sure that your account is appropriately documented.

**As a reminder, these guidelines are provided for reference purposes only and do not represent tax advice. Please consult with your tax or legal advisor should you need additional assistance in completing the Form.**

## Section Two: Foreign Account Tax Compliance Act (FATCA) Entity Classification Guide

In order to comply with the requirements of the Foreign Account Tax Compliance Act ("FATCA"), Citi is required to collect a valid Form W-8 or other acceptable documentation from non-U.S. clients. A key step in completing the form involves determining the appropriate FATCA classification for the entity.

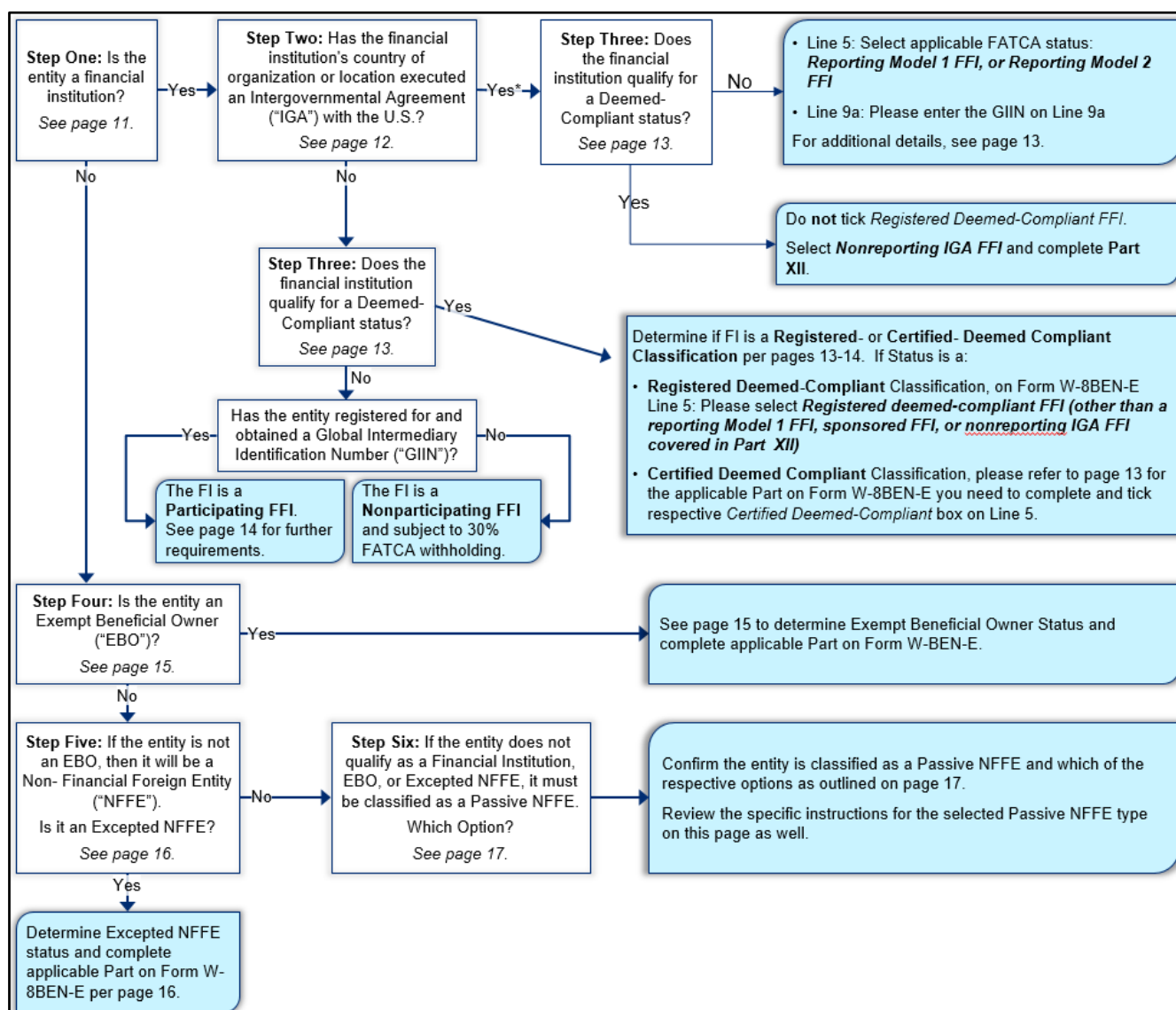
This guide is designed to provide useful guidance to assist in that determination process. However, it is not intended to be and should not be used as a substitute for reviewing the U.S. Treasury Regulations, an applicable Intergovernmental Agreement ("IGA"), or other relevant guidance.

**This document does not represent tax advice and should not be used as a substitute for obtaining qualified tax or legal guidance.**

### FATCA Entity Classification: Summary Guidance

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\*It is strongly recommended that you refer to local implementation guidance issued by local tax authority as well as the text of the IGA itself, for potential subtle classification differences which could impact the specific FATCA compliance responsibilities of the entity



### Step One: Is the entity a financial institution?

The FATCA definition of financial institution is very broad, and there are multiple types of financial institutions. If the entity named on Line 1 is engaged in the following types of businesses, the entity will be classified as a financial institution.

Type of FFI	Description
<b>Depository Institution</b>	Accepts deposits in the ordinary course of a banking or similar business, e.g., bank, credit union.
<b>Custodial Institution</b>	Holds financial assets for the account of others, e.g., broker dealer, clearing organization.
<b>Investment Entity</b>	Engages in trading, investing, managing or administering financial assets on behalf of customers. May also trade or invest in financial assets on its own behalf but be managed by an FFI - e.g., private equity fund.
<b>Specified Insurance Company</b>	Issues cash value insurance or annuity contracts. Institutions issuing only general insurance or term life insurance are NOT specified insurance companies and should proceed to Step 5 for NFFEs.
<b>Holding Companies / Treasury Centers</b>	Serves as holding company or treasury center for a commonly owned group that includes at least one FFI OR a treasury center which primarily enters into financial transactions with FFIs. Rules relating to these entities vary across jurisdictions, so please consult your local legal or tax advisor for further details.

Generally, institutions falling into one of the above categories are required to register with the IRS and commit to completing certain due diligence, withholding, reporting, and governance requirements in order to be considered FATCA compliant.

**If the entity is a financial institution, please proceed to Step Two. A special supplement specifically addressing Investment Entities is included at the end of this document.**

**If the entity is not a financial institution, please proceed to Step Four.**



**Step Two: If the entity is a financial institution, has its country of organization or location executed an Intergovernmental Agreement (“IGA”) with the U.S.?**

Financial institutions located in jurisdictions which have executed an Intergovernmental Agreement (“IGA”) with the U.S. will generally be classified as either Reporting Model 1 IGA FFIs or Reporting Model 2 IGA FFIs. If you are unsure as to whether a specific country has executed an IGA with the U.S. or whether it is considered to have an Agreement in Substance, please refer to <https://www.treasury.gov/resource-center/tax-policy/treaties/Pages/FATCA.aspx>. Financial institutions in countries with Agreements in Substance should also refer to the IRS website to confirm that the IGA is still listed as “having an IGA in Effect”. If so, a Financial Institution in a Model 1 IGA jurisdiction for example would generally classify itself as a Reporting Model 1 FFI as opposed to a PFFI.

If the entity is a financial institution in a Model 1 or Model 2 IGA jurisdiction, it is strongly recommended that you refer to any local implementation guidance issued by the local tax authority as well as the text of the IGA itself. These documents may provide for subtle classification differences which could impact the specific FATCA compliance responsibilities of the entity.

If the entity is tax resident in a country which has entered into an IGA, it is generally required to register on the IRS FFI Portal and obtain a GIIN. The applicable FATCA status once registered would be either **Reporting Model 1 FFI** or **Reporting Model 2 FFI**. Both of these statuses will require a GIIN to be included on the Form W-8BEN-E. Please enter the GIIN on Line 9a.

It is no longer permissible for sponsored entities to enter the sponsoring entity’s GIIN on line 9a. Effective January 1, 2017, certain sponsored entities need to obtain and include their own GIIN on line 9a.

**After determining whether the financial institution is resident in an IGA jurisdiction, please proceed to Step Three.**

### Step Three: Does the financial institution qualify for a Deemed-Compliant status?

Certain institutions are deemed to present a low risk of tax avoidance and therefore may have simplified FATCA compliance responsibilities.

**Is the institution located in a Model 1 or Model 2 IGA jurisdiction?** If yes **and** it qualifies for a Registered or Certified Deemed Compliant status under the regulations (per below tables), it should NOT tick Registered-Deemed Compliant FFI. Rather it should select **Nonreporting IGA FFI** and complete Part XII.

The remainder of this step and actions described within the tables are for those financial institutions that are not located in a Model 1 or Model 2 IGA jurisdiction but have a Deemed-Compliant status accordingly.

### Registered Deemed-Compliant Institutions

**Registered deemed-compliant institutions** are required to register and obtain a GIIN. The chart below lists the various types of registered deemed-compliant institutions. Please note that the descriptions included are general and that there are a number of specific requirements which must be met for each status. An entity that would potentially qualify for one of these statuses is encouraged to seek legal or tax advice to understand whether it would in fact qualify, as well as what the ongoing compliance requirements would be for the status.

#### Registered Deemed-Compliant Classifications:

Status	Next Steps:
<b>Financial Institution with a Local Client Base</b> - Certain financial institutions licensed as a financial institution in their country of operation where at least 98% of financial accounts by value are held by residents of its country of formation.	
<b>Non-Reporting Member of a Participating FFI group</b> - An affiliate of a Participating FFI group which either closes reportable accounts or transfers them to another FFI in its group.	These entities must register on the IRS FFI Portal and obtain a GIIN in order to be considered FATCA compliant.
<b>Restricted Funds</b> - An investment entity which includes prohibitions on investors which are U.S. persons, NPFFIs / NPFIs, and Passive NFFEs with substantial U.S. owners.	The entity would tick <b>Registered deemed-compliant FFI (other than a reporting Model 1 FFI, sponsored FFI, or nonreporting IGA FFI)</b>
<b>Qualified Credit Card Issuer</b> - An FFI solely because of issuing credit cards. The FFI must implement specific requirements around refunding credit balances in excess of \$50,000.	

### Certified Deemed Compliant Institutions

**Certified deemed-compliant institutions** are only required to certify their compliance with the specific requirements for each status. Please note that the descriptions included are general and that there are a number of specific requirements which must be met for each status. An entity that would potentially qualify for one of these statuses is encouraged to seek legal or tax advice to understand whether it would in fact so qualify.

The following schedule details the specific certified deemed-compliant statuses as well as the appropriate Part of the Form W-8BEN-E to complete.

## Certified Deemed-Compliant Classifications:

If Status Is:	Then:
<b>Nonregistering Local Bank</b> - Operates solely as a bank and does not have a fixed place of business outside its country of incorporation.	Refer to <b>Part V</b> of the Form W-8BEN-E.
<b>FFI with only Low-Value Accounts</b> - An FFI other than an investment entity that does not have accounts with balances exceeding \$50,000 and its assets do not exceed \$50 million in value.	Refer to <b>Part VI</b> of the Form W-8BEN-E.
<b>Sponsored, Closely Held Investment Vehicle</b> - An investment entity with less than 20 owners which has entered an agreement for a sponsor to manage its FATCA compliance responsibilities.	Refer to <b>Part VII</b> of the Form W-8BEN-E.
<b>Limited Life Debt Investment Entity</b> - Certain securitization vehicles designed to hold debt until maturity or the liquidation of the vehicle.	Refer to <b>Part VIII</b> of the Form W-8BEN-E.
<b>Certain Investment Entities that do not Maintain Financial Accounts</b> - Institution which provides investment advice or management and does not maintain financial accounts for clients.	Refer to <b>Part IX</b> of the Form W-8BEN-E.

## Financial Institutions that do not qualify for Deemed-Compliant Status

If the institution qualifies as a financial institution and is not a Model 1 or Model 2 IGA FI, or one of the above Deemed-Compliant statuses, it will be required to register as a **Participating FFI (“PFFI”)** and comply with specific due diligence, reporting, and withholding obligations in order to be considered FATCA compliant.

If the institution does not register and comply with these requirements, it will be classified as a **Nonparticipating FFI**. Nonparticipating FFIs will be subject to 30% FATCA withholding on certain payments and details regarding payments to the entity may be reported to or exchanged with the U.S. tax authorities.

#### Step Four: The entity is not an FFI. Is the entity an Exempt Beneficial Owner (“EBO”)?

Both the FATCA regulations and the IGAs provide that certain types of entities are considered exempt beneficial owners. This is a chart of the types of entities which would qualify as EBOs and instructions on what section of the Form W-8BEN-E to complete. Please note that the descriptions included are general and that there are a number of specific requirements which must be met for each status. An entity that would potentially qualify for one of these statuses is encouraged to seek legal or tax advice to understand whether it would in fact qualify for such status.

##### Exempt Beneficial Owners:

If Status Is:	Then:
<b>Governmental Organization:</b> A non-U.S. governmental entity not engaged in commercial financial activity, e.g., Ministry of Finance, Embassy, Consulate.	Complete <b>Part XIII.</b>
<b>International Organization:</b> International or supranational organization where income does not benefit private persons, e.g., World Health Organization.	Complete <b>Part XIV.</b>
<b>Central Bank:</b> The principal authority for issuing a government's currency - e.g., Bank of England.	Complete <b>Part XIII.</b>
<b>Retirement Plans:</b> Generally funds designed to provide retirement or health benefits to current or former employees - e.g., pension plans, termination indemnity plans. Plans generally need to qualify as broad participation, narrow participation retirement plans, plans similar to U.S. Section 401(a) plans, or treaty preferred plans.	Complete <b>Part XV.</b>
<b>Entity Wholly Owned by EBOs:</b> Investment entity where equity interest is owned by EBOs - e.g., certain pension plans.	Complete <b>Part XVI.</b>

If the entity is not an EBO, please proceed to Step Five.

**Step Five: If the entity is not an EBO, then it will be a Non- Financial Foreign Entity (“NFFE”). The first step is to determine if it is an Excepted NFFE.**

NFFEs are generally required to provide the name, address, and taxpayer identification number (“TIN”) of their substantial U.S. owners in order to be FATCA compliant. However, certain NFFEs are deemed to present a low risk of being used for tax avoidance purposes and have been classified as Excepted NFFEs. These Excepted NFFEs are detailed on the below chart, and are only required to complete the certifications in the indicated Section of the Form W-8BEN-E.

If the NFFE is tax resident in an IGA jurisdiction, NFFE statuses may be defined somewhat differently, and the Active NFFE status is used much more broadly than in the Treasury regulations. However, if using the Form W-8BEN-E, the entity **MUST** be able to make the required certifications for the selected status.

For your convenience, Citi has starred the two categories which are likely to be the most common examples of excepted NFFEs.

**Excepted NFFEs:**

<b>If Status Is:</b>	<b>Then:</b>
★ <b>Publicly Traded NFFE or Affiliate of Publicly Traded NFFE:</b> Stock of the entity or an affiliate is regularly traded on an established securities market.	Complete <b>Part XXIII</b> .
★ <b>Active NFFE:</b> Less than half of the entity's gross income for the preceding calendar year is passive and less than half of the assets held by the entity produce or are held for the production of passive income. Examples include restaurants, retailers, etc.	Complete <b>Part XXV</b> .
<b>Excepted Nonfinancial Entity in Liquidation or Bankruptcy:</b> The entity has not been engaged in business as a financial institution or Passive NFFE within the previous five years and has filed for liquidation or bankruptcy. The entity will be required to provide additional support for its claims if it remains in liquidation or bankruptcy for more than three years.	Complete <b>Part XX</b> .
<b>Excepted Territory NFFE:</b> An entity organized in a possession of the U.S. which is not a financial institution, and all of the owners of which are bona fide residents of the territory in which it is organized.	Complete <b>Part XXIV</b> .
<b>Excepted Nonfinancial Startup Company:</b> An entity formed within the previous two years which intends to operate as a business other than a financial institution.	Complete <b>Part XIX</b> .
<b>Excepted Inter-affiliate FFI:</b> An entity which is a member of an expanded affiliated group and does not maintain financial accounts for entities other than members of its expanded affiliated group and does not have a financial account or receive withholdable payments from entities other than members of its expanded affiliated group (excepting a depository account in its country of operation used to pay expenses).	Complete <b>Part XXVII</b> .
<b>Non-Profit Organization:</b> Certain entities established for religious, charitable, scientific, artistic, cultural, or educational purposes where income will not inure to the benefit of a private individual.	Complete <b>Part XXI</b> if 501(c); otherwise complete <b>Part XXII</b> .
<b>Excepted Non-Financial Group Entity:</b> A holding company, treasury center, or captive finance company which is a member of a non-financial group that is not a depository or custodial institution (other than for members of the entity's expanded affiliated group) and which does not function or hold itself out as an investment fund.	Complete <b>Part XXVIII</b> .

**If the entity does not qualify for any of these statuses, it must be classified as a Passive NFFE. Please proceed to Step Six.**



**Step Six: If the entity does not qualify as a Financial Institution, Exempt Beneficial Owner, or Excepted NFFE, it must be classified as a Passive NFFE.**

There are three options for Passive NFFEs, and these are detailed below.

**Passive NFFE:**

If Status Is:	Then:
<b>Passive NFFE</b>	<p>Complete Part XXVI. All Passive NFFEs must tick box 40a, then determine if there are substantial U.S. owners. If the Passive NFFE has no substantial U.S. owners, tick box 40b. If there are substantial U.S. owners, tick box 40c and provide the name, address, and TIN of each in in Part XXIX.</p> <p>Note: If the passive NFFE is making a claim under an IGA, these same instructions apply by substituting 'substantial U.S. owners' with 'controlling U.S. persons'.</p>
<b>Direct Reporting NFFE</b>	Provide your GIIN in Box 9a.
<b>Sponsored, Direct Reporting NFFE</b>	Complete Part XXVIII. Enter the name of the sponsoring entity on line 42, tick the box (line 43) AND provide your GIIN in Box 9a. .

**This guide is designed to provide useful guidance to assist in the determination process. However, it is not intended to be and should not be used as a substitute for reviewing the U.S. Treasury regulations, an applicable Intergovernmental Agreement ("IGA"), or other relevant guidance including local jurisdictional guidance.**

**If you still have questions regarding determining the FATCA status for an entity, Citi would encourage you to contact your local legal or tax advisor for guidance.**

## Investment Entities: Determining FATCA Classifications for Investment Entities

There are several FATCA statuses which may be applicable to investment entities. Investment entities will include funds, personal investment companies, and trusts among other entities. It is important that you review the details of each classification in order to determine the appropriate status of the entity. In order to determine the specific status, you will generally need to know the types of income the entity will receive as well as the types of assets held by the entity.

### FFI: Is the entity an FFI?

- a. Is at least half of the entity's gross income from stocks, bonds, commodities, and other financial assets;  
OR
- b. Is the entity professionally managed?

**Financial assets:** Includes typical portfolio investments, such as stocks and bonds. If a trust holds the stock of a PIC, that stock is a financial asset owned by the trust. Financial assets also include partnership interests, commodities, swaps, insurance contracts, and annuity contracts, but do not include assets of an active business, real estate, artwork and collectibles. Cash is not a financial assets, but tradable CDs are.

**Professional management:** Management by a financial institution. Examples include a trust with a financial institution trustee, a personal investment company that has appointed a discretionary investment manager, or a fund managed by a fund administrator.

**What type of FFI is the entity?** There are several FATCA classifications which may be applicable depending upon the specific facts of the entity.

The chart below details these classifications and provides some details regarding the specific requirements of the status as well as how the specific status should be reported on the Form W-8BEN-E.

Potential FFI Classifications	Instructions
<b>Trustee Documented Trust:</b> The trust is located in an IGA jurisdiction and has a trustee which is an FI which will complete all FATCA responsibilities for the trust.	Tick <b>Nonreporting IGA FFI</b> and complete <b>Part XII</b> .
<b>Sponsored Investment Entity - Model 1 or Model 2 IGA Jurisdiction:</b> The investment entity has entered into an agreement with a sponsor which will complete FATCA compliance on its behalf.	Tick <b>Nonreporting IGA FFI</b> and complete <b>Part XII</b> .
<b>Sponsored Investment Entity - Not Located in an IGA Jurisdiction:</b> The investment entity has entered into an agreement with a sponsor which will complete FATCA compliance on its behalf.	Tick <b>Sponsored FFI</b> and complete <b>Part IV</b> .
<b>Sponsored, Closely Held Investment Vehicle ("SCHIV") - Model 1 or Model 2 IGA Jurisdiction:</b> The investment entity has entered into an agreement with a sponsor which will complete FATCA compliance on its behalf. Twenty or fewer individuals own all of the debt and equity interests in the entity (excluding debt interests owned by FATCA compliant financial institutions and equity interests owned by another SCHIV).	Tick <b>Nonreporting IGA FFI</b> and complete <b>Part XII</b> .
<b>Sponsored, Closely Held Investment Vehicle ("SCHIV") - Not Located in an IGA Jurisdiction:</b> The investment entity has entered into an agreement with a sponsor which will complete FATCA compliance on its behalf. Twenty or fewer individuals own all of the debt and equity interests in the entity (excluding debt interests owned by FATCA compliant financial institutions and equity interests owned by another SCHIV).	Tick <b>Certified deemed-compliant sponsored, closely held investment entity</b> and complete <b>Part VII</b> .
<b>Owner Documented FFI ("ODFFI"):</b> An FFI which relies upon Citi to complete its FATCA requirements. No debt or equity can be held by a NPFFI / NPFI AND the ODFFI cannot be directly or indirectly owned by or related to another FFI unless that FFI is also an ODFFI.	Tick <b>Owner-documented FFI</b> , complete <b>Part X</b> , and provide owner reporting statement.



Owner-documented FFIs (“ODFFIs”) are required to provide an FFI Owner Reporting Statement as well as Forms W-8 and W-9 for the underlying beneficial owners of the ODFFI. Please contact your relationship manager to obtain a copy of the Form.

**NFFE: If the entity, is not an FFI, it is an NFFE. The next step is to determine whether it is an Excepted NFFE or a Passive NFFE.** If less than half of the entity’s income is passive income and less than half of the entity’s assets are held for the production of passive income, then the entity can qualify as an Active NFFE. It would tick the box for **Active NFFE** and complete Part XXV of the Form W-8BEN-E.

If the entity does not qualify as an Active NFFE, it may still qualify as an Excepted NFFE. Page 16 of this document provides details on these statuses. However, the majority of these entities will likely be classified as Passive NFFEs. These entities would tick the box for Passive NFFE and complete Part XXVI of the Form W-8BEN-E. If the Passive NFFE has substantial U.S. owners it must also complete Part XXIX of the Form W-8BEN-E.

A Passive NFFE may also choose to become a Direct Reporting NFFE or a Sponsored Direct Reporting NFFE. A Direct Reporting NFFE would be required to register with the IRS and obtain a GIIN. The Direct Reporting NFFE would then be required to annually report its substantial U.S. owners to the IRS or local tax authority if located in a Model 1 or Model 2 IGA jurisdiction. A Sponsored Direct Reporting NFFE would be required to enter into an agreement whereby a sponsor agrees to register and complete this reporting on behalf of the Direct Reporting NFFE.

**This document does not represent tax advice and should not be used as a substitute for obtaining qualified tax or legal guidance.**

## Appendix: Important Definitions

The definitions contained in this Appendix are derived from regulations published by the U.S. Department of Treasury and the Internal Revenue Service. The definitions used in a Model 1 IGA may contain differences from these definitions. If you are making a claim under the provisions of a Model 1 IGA, please refer to the provisions of the applicable IGA.

**Beneficial Owner:** The beneficial owner of income is generally the person who is required under U.S. tax principles to include the payment in gross income on a tax return. A person is not a beneficial owner of income, however, to the extent that person is receiving the income as a nominee, agent or custodian, or to the extent the person is a conduit whose participation in a transaction is disregarded.

**Foreign Person:** A foreign person includes a foreign corporation, a foreign partnership, a foreign trust, a foreign estate, and any other person that is not a U.S. person. Generally, a payment to a U.S. branch of a foreign person is a payment to a foreign person.

**Intergovernmental Agreement:** An Intergovernmental Agreement (IGA) means a Model 1 IGA or a Model 2 IGA entered into between the U.S. Department of Treasury and a foreign government or its designated authorities. For a list of jurisdictions treated as having in effect a Model 1 or Model 2 IGA, see <https://www.treasury.gov/resource-center/tax-policy/treaties/Pages/FATCA.aspx>

**Passive Income:** Unless otherwise excepted, the term passive income means the portion of gross income that consists of:

1. Dividends, including substitute dividend amounts;
2. Interest;
3. Income equivalent to interest, including substitute interest and amounts received from or with respect to a pool of insurance contracts if the amounts received depend in whole or part upon the performance of the pool;
4. Rents and royalties, other than rents and royalties derived in the active conduct of a trade or business conducted, at least in part, by employees of the NFFE;
5. Annuities;
6. The excess of gains over losses from the sale or exchange of property that gives rise to passive income described in 1-5 above;
7. The excess of gains over losses from transactions (including futures, forwards and similar transactions) in any commodities but not including any commodity hedging transaction described in Code section 954(c)(5)(a), determined by treating the entity as a controlled foreign corporation; or active business gains or losses from the sale of commodities, but only if substantially all the foreign entity's commodities are properly described in sub-paragraphs (1), (2) or (8) of Code section 1221(a);
8. Excess of foreign currency gains over foreign currency losses (as defined in Code section 988(b)) attributable to any section 988 transaction;
9. Net income from notional principal contracts as defined in Treasury Regulation section 1.1446-3(c)(1);
10. Amounts received under cash value insurance contracts; or
11. Amounts earned by an insurance company in connection with its reserves for insurance and annuity contracts.

**Specified U.S. Person:** A Specified U.S. Person is any U.S. person other than:

1. A corporation the stock of which is regularly traded on one or more established securities markets;
2. Any corporation that is a member of the same expanded affiliated group as a corporation described immediately above;
3. Any organization exempt from taxation under Code section 501(a);

4. An individual retirement plan as defined in Code section 7701(a)(37);
5. The United States or any wholly owned agency or instrumentality thereof;
6. Any State, the District of Columbia, any U.S. territory, any political subdivision of any of the foregoing, or any wholly owned agency of instrumentality of any one or more of the foregoing;
7. Any bank as defined in Code section 581;
8. Any real estate investment trust as defined in Code section 856;
9. Any regulated investment company as defined in Code section 851 or any entity registered with the Securities Exchange Commission under the Investment Company Act of 1940 (15 U.S.C. 80a-64);
10. Any common trust fund as defined in Code section 584(a);
11. Any trust that is exempt from U.S. tax under Code section 664(c) or is described in Code section 4947(a)(1);
12. A dealer in securities, commodities or derivative financial instruments (including notional principal contracts, futures, forwards and options) that is registered as such under the laws of the United States or any State;
13. A broker; and
14. Any tax-exempt trust under a Code section 403(b) plan or a Code section 457(g) plan.

**Substantial U.S. Owner:** A substantial U.S. owner means any specified U.S. person that:

- a. Owns, directly or indirectly, more than 10 percent (by vote or value) of the stock of any foreign corporation;
- b. Owns, directly or indirectly, more than 10 percent of the profits or capital interests in a foreign partnership;
- c. Is treated as an owner of any portion of a foreign trust under Code sections 671 through 679; or
- d. Holds, directly or indirectly, more than a 10 percent beneficial interest in a trust.

**U.S. Person:** A U.S. person includes:

- a. A U.S. citizen or resident alien;
- b. A corporation incorporated under the laws of the United States, a State or the District of Columbia;
- c. A partnership organized under the laws of the United States, a State or the District of Columbia;
- d. A trust if (1) a U.S. court is able to exercise primary supervision over the administration of the trust, and (2) one or more U.S. persons have authority to exercise control over all the substantial decisions of the trust.

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