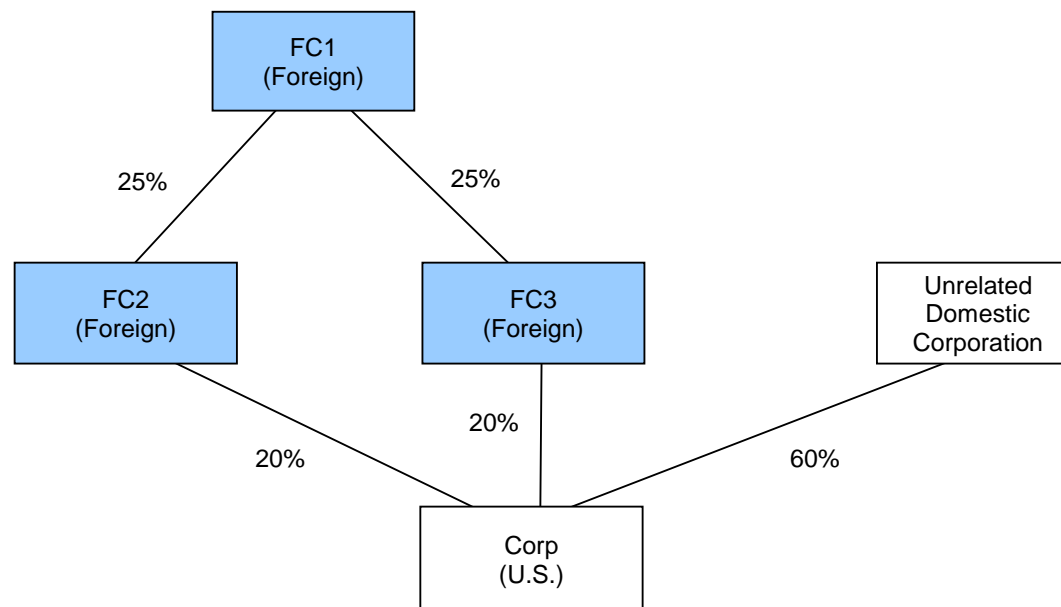


Reg. 1.6038A-1(m)  
Example 3

**Form 5472: <25% Foreign Shareholder**

Copyright © 2015 Andrew Mitchel LLC  
International Tax Services  
www.andrewmitchel.com



FC1 owns 25 percent of total voting power in each of FC2 and FC3. FC2 and FC3 each own 20 percent of the total voting power of Corp, a domestic corporation. The remaining stock of Corp is owned by an unrelated domestic corporation. Neither FC2 nor FC3 is engaged in a U.S. trade or business. Under section 318(a)(2)(C) and Reg. 1.6038A-1(e), FC1 constructively owns its proportionate share of the stock of Corp owned directly by FC2 and FC3. Thus, FC1 is treated as constructively owning five percent of Corp through each of FC2 and FC3 or a total of 10 percent of the Corp stock. Consequently, Corp is not a reporting corporation because no 25 percent shareholder exists.

[HUNDREDS of additional charts at www.andrewmitchel.com](http://www.andrewmitchel.com)