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# Instructions for Form W-8EXP

(Rev. October 2023)

## Certificate of Foreign Government or Other Foreign Organization for United States Tax Withholding and Reporting

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

### Future Developments

For the latest information about developments related to Form W-8EXP and its instructions, such as legislation enacted after they were published, go to [IRS.gov/FormW8EXP](https://www.irs.gov/FormW8EXP).

### What's New

**Purpose of form.** This section has been revised to provide additional background on the withholding regimes that may apply to payments to foreign entities and the exemptions to withholding that may be claimed with Form W-8EXP. These revisions are not intended to be substantive changes.

**Qualified foreign pension funds.** These instructions have been updated to reflect final regulations published in December 2022 (87 FR 80042) regarding qualified foreign pension funds and claiming an exemption to withholding under section 1445.

**Non-private foundation status.** The instructions to line 13c have been updated for revisions to the supporting information required for an entity qualifying under section 501(c)(3) to represent that it is not a foreign private foundation. These revisions generally relate to modifications to Rev. Proc. 92-94, 1992-2 C.B. 507 (previously referenced in these instructions) that were made in Rev. Proc. 2017-53, 2017-40 I.R.B. 263.

## General Instructions

### Purpose of Form

If you receive certain types of income, you must provide Form W-8EXP to:

- Establish that you are not a U.S. person;
- Claim that you are the beneficial owner of the income for which Form W-8EXP is given; and
- Claim a reduced rate of, or exemption from, withholding as a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or a government of a U.S. territory.

In addition, a withholding qualified holder under section 1445 may use a Form W-8EXP to establish that it is treated as a non-foreign person and claim an exemption to withholding pursuant to section 897(l) (relating to qualified foreign pension funds).

**Withholding rules.** Foreign persons are subject to U.S. tax at a 30% rate on payments they receive from U.S. sources that consist of:

- Interest (including certain original issue discount (OID));
- Dividends;
- Rents;
- Royalties;
- Premiums;
- Annuities;
- Compensation for, or in expectation of, services performed;
- Substitute payments in a securities lending transaction; or
- Other fixed or determinable annual or periodical gains, profits, or income.

This tax is imposed on the gross amount paid and is generally collected by withholding under section 1441 or 1442 on that amount. Certain payments made to foreign private foundations are instead subject to tax at a 4% rate under section 1443.

Under chapter 4, withholdable payments made to a foreign entity are generally subject to withholding at a 30% rate unless the entity has established an exemption to withholding based on a valid chapter 4 status.

Gain or loss of a foreign person on the disposition of a U.S. real property interest (USRPI) is taken into account as if the gain or loss is effectively connected with a U.S. trade or business under section 897. The transferee is generally required to withhold tax from the amount realized under section 1445. Certain distributions by qualified investment entities (QIEs) that are attributable to the disposition of USRPIs are also subject to withholding under section 1445. Gain or loss of a foreign person that is a qualified holder (as defined in Regulations section 1.897(l)-1(d)) on the disposition of a USRPI or on a portion of a distribution from a qualified investment entity that is attributable to the disposition of USRPIs is exempt from tax under section 897 and from withholding under section 1445. The amount realized by a foreign partnership all the interests of which are held by qualified holders (a withholding qualified holder as defined in Regulations section 1.1445-1(g)(11)) on the disposition of a USRPI or a distribution from a QIE that is attributable to the disposition of USRPIs is exempt from withholding under section 1445.

Foreign persons are also subject to tax at graduated rates on income they earn that is considered effectively connected with a U.S. trade or business. If a foreign person holds an interest in a partnership that conducts a U.S. trade or business, the foreign person is considered to be engaged in a U.S. trade or business. The partnership is

required to withhold tax under section 1446(a) on the foreign person's allocable share of the partnership's effectively connected taxable income (ECTI). A foreign person that directly or indirectly disposes of an interest in a partnership that conducts a U.S. trade or business may have gain treated as effectively connected income under section 864(c)(8). Under section 1446(f), the transferee purchasing that partnership interest is generally required to withhold a tax equal to 10% of the amount realized.

**Exemptions to withholding.** In general, payments to a foreign government (including a foreign central bank of issue wholly owned by a foreign sovereign) from investments in the United States in stocks, bonds, other domestic securities, financial instruments held in the execution of governmental financial or monetary policy, and interest on deposits in banks in the United States are exempt from tax under section 892 and exempt from withholding under sections 1441 and 1442. Payments other than those described above, including income derived in the United States from the conduct of a commercial activity, income received from a controlled commercial entity (including gain from the disposition of any interest in a controlled commercial entity), and income received by a controlled commercial entity, do not qualify for exemption from tax under section 892 or exemption from withholding under sections 1441 and 1442. See Temporary Regulations section 1.892-3T. In addition, certain distributions to a foreign government from a real estate investment trust (REIT) may not be eligible for relief from withholding and may be subject to withholding at 21% (35% for distributions made before January 1, 2018) of the gain realized. For the definition of "commercial activities," see Temporary Regulations section 1.892-4T.

In general, payments to an international organization from investment in the United States in stocks, bonds and other domestic securities, interest on deposits in banks in the United States, and payments from any other source within the United States are exempt from tax under section 892 and exempt from withholding under sections 1441 and 1442. See Temporary Regulations section 1.892-6T. Payments to a foreign central bank of issue (whether or not wholly owned by a foreign sovereign) or to the Bank for International Settlements from obligations of the United States or of any agency or instrumentality thereof, or from interest on deposits with persons carrying on the banking business, are also generally exempt from tax under section 895 and exempt from withholding under sections 1441 and 1442. In addition, payments to a foreign central bank of issue from bankers' acceptances are exempt from tax under section 871(i)(2)(C) and exempt from withholding under sections 1441 and 1442.

Payments to a foreign tax-exempt organization of certain types of U.S. source income are also generally exempt from tax and exempt from withholding. Gross investment income of a foreign private foundation, however, is subject to withholding under section 1443(b) at a rate of 4%.

Payments to a government of a territory of the United States are generally exempt from tax and withholding under section 115(2).

To establish eligibility for exemption from 30% tax and withholding under sections 892, 895, 501(c), or 115(2), a

foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. territory must provide a Form W-8EXP to a withholding agent or payer with all necessary documentation. The withholding agent or payer of the income may rely on a valid Form W-8EXP to treat the payment, credit, or allocation associated with the Form W-8EXP as being made to a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. territory that is exempt from withholding at the 30% rate (or, where appropriate, subject to withholding at a 4% rate).

For purposes of section 1445, a withholding qualified holder may establish an exemption from tax under section 897 by providing a Form W-8EXP to a withholding agent or transferee. A withholding qualified holder is not exempt from withholding under section 1441 or 1442 by virtue of its status as a withholding qualified holder.

For purposes of section 1446(a), a partner may provide a Form W-8EXP to reduce its ECTI subject to withholding if it is a:

- Foreign tax-exempt organization (under section 501(c)) receiving an allocable share of income that is not includible under sections 512 and 513, or
- Qualified holder under section 1445 receiving an allocable share of income subject to section 897. See Regulations section 1.1446-1(c)(2)(ii)(G).

In addition chapter 4 requires withholding agents to identify the chapter 4 status of payees receiving withholdable payments to determine whether withholding applies under chapter 4. Under chapter 4, certain foreign governments, foreign central banks, international organizations, and foreign entities described in section 501(c) (other than an insurance company described in section 501(c)(15)) are not subject to withholding under chapter 4. A withholding agent may request this Form W-8EXP to establish your chapter 4 status and avoid withholding.

Chapter 4 also requires participating foreign financial institutions (FFIs) and certain registered deemed-compliant FFIs to document entity account holders in order to determine their chapter 4 status regardless of whether withholding applies to any payments made to the entities. If you maintain an account with an FFI and have a chapter 4 status shown in Part I, line 4 of this form, provide this Form W-8EXP when requested by the FFI in order to document your chapter 4 status.

**Additional information.** For additional information and instructions for the withholding agent, see the [Instructions for the Requester of Forms W-8 BEN, W-8 BEN-E, W-8 ECI, W-8 EXP, and W-8 IMY](#).

**Who must provide Form W-8EXP.** You must give Form W-8EXP to the withholding agent or payer if you are:

- A foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. territory receiving an amount subject to withholding under sections 1441 through 1443 or a withholdable

payment subject to chapter 4, or are such an entity maintaining an account with an FFI requesting this form;

- A withholding qualified holder claiming an exemption to withholding under section 1445;
- A foreign tax-exempt organization claiming an exemption to withholding under section 1446(a) on your allocable share of ECTI that is not includible under section 512 and section 513 for purposes of computing unrelated business taxable income;
- A qualified holder claiming an exemption to withholding under section 1446(a) on its allocable share of ECTI that is income subject to section 897; or
- Otherwise establishing your status as a non-U.S. person (for an entity permitted to use this form under applicable regulations).

**When not to use Form W-8EXP.** Do not use Form W-8EXP if you are:

- Not a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. territory receiving amounts subject to withholding under sections 1441 through 1443 claiming the applicability of section 115(2), 501(c), 892, 895, or 1443(b). Instead, provide Form W-8BEN-E, or Form W-8ECI. For example, if you are a foreign tax-exempt organization claiming a benefit under an income tax treaty, provide Form W-8BEN-E.
- Receiving a withholdable payment from a withholding agent requesting this form and you do not have a chapter 4 status identified in Part I, line 4 of this form.
- Acting as an intermediary (that is, acting not for your own account, but for the account of others as an agent, nominee, or custodian). Instead, provide Form W-8IMY.
- Receiving income that is effectively connected with the conduct of a trade or business in the United States. Instead, provide Form W-8ECI, when applicable.
- A tax-exempt organization receiving unrelated business taxable income subject to withholding under section 1443(a). Instead, provide Form W-8BEN-E or Form W-8ECI (as applicable) for this portion of your income.
- A foreign partnership, a foreign simple trust, a foreign complex trust, or a foreign grantor trust. Instead, provide Form W-8ECI, W-8BEN-E, or Form W-8IMY. However, a foreign grantor trust is required to provide documentation of its grantor or other owner for purposes of section 1446. See Regulations section 1.1446-1. In addition, a foreign partnership may use this form to establish its status as a withholding qualified holder exempt from withholding under section 1445.
- A foreign partnership receiving a payment subject to withholding under section 1445 and you don't qualify as a withholding qualified holder under section 1445 because not all of your partners are qualified holders. In such a case, see Regulations section 1.1445-3 for procedures to obtain a withholding certificate to reduce withholding.
- A foreign partnership claiming an exemption or adjustment to withholding under section 1446(f) on an amount realized on the transfer of an interest in a partnership.

**Giving Form W-8EXP to the withholding agent.** Do not send Form W-8EXP to the IRS. Instead, give it to the person who is requesting it from you. Generally, this

person will be the one from whom you receive the payment (including the transferee of a USRPI), who credits your account, or a partnership that allocates income to you. Generally, a separate Form W-8EXP must be given to each withholding agent.

Give Form W-8EXP to the person requesting it before the payment is made, credited, or allocated to you or your account. If you qualify for an exemption to tax, but do not provide this form, the withholding agent may have to withhold tax at the highest applicable rate. If you receive more than one type of income from a single withholding agent, the withholding agent may require you to submit a Form W-8EXP for each different type of income.

**Expiration of Form W-8EXP.** Generally, a Form W-8EXP remains in effect indefinitely until a change of circumstances makes any information provided on the form incorrect. In some cases, however, Form W-8EXP will remain valid only for a period starting on the date the form is signed and ending on the last day of the third succeeding calendar year. For example, a Form W-8EXP provided on February 15, 2022, by a controlled entity of a foreign government would be subject to the 3-year validity period and thus would expire on December 31, 2025, for sections 1441 through 1443 purposes. For more exceptions to the indefinite validity period, see:

- Regulations section 1.1441-1(e)(4)(ii) for sections 1441 through 1443 purposes,
- Regulation section 1.1445-5(b)(3)(ii)(B)(3) (2 years) for 1445 purposes,
- Regulation section 1.1446-1(c)(2)(iv) for section 1446 purposes, and
- Regulations section 1.1471-3(c)(6)(ii) for chapter 4 purposes.

**Change in circumstances.** If a change in circumstances makes any information on the Form W-8EXP you have submitted incorrect, you must notify the withholding agent within 30 days of the change in circumstances and you must file a new Form W-8EXP or other appropriate form. A withholding qualified holder that fails to qualify as a withholding qualified holder due to a change in circumstances must notify the relevant entity before any further dispositions or distributions. See Regulations section 1.1445-5(b)(3)(ii)(B)(3).

## Definitions

**Amounts exempt from tax under section 895.** Section 895 generally excludes from gross income and exempts from U.S. taxation income a foreign central bank of issue receives from obligations of the United States (or of any agency or instrumentality thereof) or from interest on deposits with persons carrying on the banking business unless such obligations or deposits are held for, or used in connection with, the conduct of commercial banking functions or other commercial activities of the foreign central bank of issue.

**Amounts exempt from tax under section 892.** Only a foreign government or an international organization as defined below qualifies for exemption from taxation under section 892. Section 892 generally excludes from gross income and exempts from U.S. taxation income a foreign government receives from investments in the United

States in stocks, bonds, or other domestic securities; financial instruments held in the execution of governmental financial or monetary policy; and interest on deposits in banks in the United States of monies belonging to the foreign government. Income of a foreign government from any of the following sources is not exempt from U.S. taxation.

- The conduct of any commercial activity.
- A controlled commercial entity.
- The disposition of any interest in a controlled commercial entity. For the definition of “commercial activity,” see Temporary Regulations section 1.892-4T.

Section 892 also generally excludes from gross income and exempts from U.S. taxation income of an international organization received from investments in the United States in stocks, bonds, or other domestic securities and interest on deposits in banks in the United States of monies belonging to the international organization or from any other source within the United States.

**Amounts subject to withholding.** Generally, an amount subject to withholding under sections 1441 through 1443 is an amount from sources within the United States that is fixed or determinable annual or periodical (FDAP) income. FDAP income is all income included in gross income, including interest (as well as OID), dividends, rents, royalties, and compensation. FDAP income does not include most gains from the sale of property (including market discount and option premiums), as well as other specific items of income described in Regulations section 1.1441-2 (such as interest on bank deposits and short-term OID).

For purposes of sections 1445 and 1446(f), the amount subject to withholding is generally the transferor's amount realized.

For purposes of section 1446(a), the amount subject to withholding is the foreign partner's allocable share of the partnership's ECTI.

An amount subject to chapter 4 withholding is an amount of U.S. source FDAP income that is also a withholdable payment as defined in Regulations section 1.1473-1(a) to which an exception does not apply under chapter 4. The exemptions from withholding or taxation provided for under chapter 3 are not applicable when determining whether withholding applies under chapter 4. For exceptions applicable to the definition of a withholdable payment, see Regulations section 1.1473-1(a)(4) (exempting, for example, certain nonfinancial payments).

**Beneficial owner.** For payments other than those for which a reduced rate of, or exemption from, withholding is claimed under an income tax treaty, 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. In the case of amounts paid that do not constitute income, beneficial ownership is determined as if the payment were income.

Foreign partnerships, foreign simple trusts, and foreign grantor trusts are not the beneficial owners of income paid to the partnership or trust. The beneficial owners of income paid to a foreign partnership are generally the partners in the partnership, provided that the partner is not itself a partnership, foreign simple or grantor trust, nominee, or other agent. The beneficial owners of income paid to a foreign simple trust (that is, a foreign trust that is described in section 651(a)) are generally the beneficiaries of the trust, if the beneficiary is not a foreign partnership, foreign simple or grantor trust, nominee, or other agent. The beneficial owners of income paid to a foreign grantor trust (that is, a foreign trust to the extent that all or a portion of the income of the trust is treated as owned by the grantor or another person under sections 671 through 679) are the persons treated as the owners of the trust. The beneficial owners of income paid to a foreign complex trust (that is, a foreign trust that is not a foreign simple trust or foreign grantor trust) is the trust itself.

The beneficial owner of income paid to a foreign estate is the estate itself.

These beneficial owner rules apply primarily for purposes of withholding under sections 1441 and 1442. The rules also generally apply for purposes of section 1446, with a few exceptions. See Regulations section 1.1446-1 for instances where the documentation requirements of sections 1441 and 1442 differ from section 1446.

For purposes of completing Form W-8EXP, a foreign partnership that is a withholding qualified holder under section 1445 should be identified as the beneficial owner.

**Chapter 3.** Chapter 3 means chapter 3 of the Internal Revenue Code (Withholding of Tax on Nonresident Aliens and Foreign Corporations) under sections 1441 through 1464.

**Chapter 4.** Chapter 4 means chapter 4 of the Internal Revenue Code (Taxes to Enforce Reporting on Certain Foreign Accounts). Chapter 4 contains sections 1471 through 1474.

**Commercial activities.** For purposes of chapter 4, commercial activities are financial activities of a type engaged in by an insurance company, custodial institution, or depository institution (including the act of accepting deposits). An exempt beneficial owner will not be considered exempt for chapter 4 purposes with respect to payments derived from an obligation held in connection with a commercial financial activity. See Regulations section 1.1471-6(h), including limitations on the scope of a commercial financial activity. For purposes of chapter 3, commercial activities are described in Temporary Regulations section 1.892-4T.

**Controlled commercial entity.** A controlled commercial entity is an entity engaged in commercial activities described in Temporary Regulations section 1.892-4T (whether conducted within or outside the United States) if the foreign government holds (directly or indirectly):

- Any interest in the entity which (by value or voting power) is 50% or more of the total of such interests in the entity, or

- A sufficient interest (by value or voting power) or any other interest in the entity which provides the foreign government with effective practical control of the entity.

For this purpose, an entity means a corporation, a partnership, a trust (including a pension trust), and an estate. A partnership's commercial activities are attributable to its general and, subject to Proposed Regulations section 1.892-5(a)(5), limited partners for purposes of determining whether the partner is a controlled commercial entity for purposes of section 892. The partnership's commercial activities will result in the partnership having to withhold tax under section 1446 on commercial income that is the ECTI allocable to a foreign government partner.

**Note.** A foreign central bank of issue will be treated as a controlled commercial entity only if it engages in commercial activities within the United States.

**Chapter 4 status.** The term chapter 4 status means a person's status as a U.S. person, [specified U.S. person](#), [foreign person](#), [participating FFI](#), [deemed-compliant FFI](#), restricted distributor, [exempt beneficial owner](#), nonparticipating FFI, [territory financial institution](#), excepted nonfinancial foreign entity (NFFE), or passive NFFE. See Regulations section 1.1471-1(b) for the definitions of these terms.

**Deemed-compliant FFI.** Under section 1471(b)(2), certain FFIs are deemed to comply with the regulations under chapter 4 without the need to enter into an FFI agreement with the IRS. However, certain deemed-compliant FFIs are required to register with the IRS and obtain a Global Intermediary Identification Number (GIIN). These FFIs are referred to as **registered deemed-compliant FFIs**. See Regulations section 1.1471-5(f).

**Exempt beneficial owner.** An exempt beneficial owner means a person that is described in Regulations section 1.1471-6 and includes a foreign government, a political subdivision of a foreign government, a wholly owned instrumentality or agency of a foreign government or governments, an international organization, a wholly owned agency or instrumentality of an international organization, a foreign central bank of issue, a government of a U.S. territory, certain retirement funds, and certain entities wholly owned by one or more exempt beneficial owners. In addition, an exempt beneficial owner includes any person treated as an exempt beneficial owner under an applicable [Model 1 IGA](#) or [Model 2 IGA](#) (defined later).

**Financial institution.** A financial institution generally means an entity that is a depository institution, custodial institution, investment entity, or an insurance company (or holding company of an insurance company) that issues cash value insurance or annuity contracts. See Regulations section 1.1471-5(e).

**Foreign central bank of issue.** A foreign central bank of issue is a bank that is by law or government sanction the principal authority, other than the government itself, to issue instruments intended to circulate as currency. Such a bank is generally the custodian of the banking reserves of the country under whose law it is organized. The Bank

of International Settlements is treated as though it were a foreign central bank of issue.

A foreign central bank of issue must provide Form W-8EXP to establish eligibility for exemption from withholding for payments exempt from tax under either section 892 or section 895.

**Foreign financial institution (FFI).** An FFI generally means a foreign entity that is a financial institution.

**Foreign person.** A foreign person includes a nonresident alien individual, foreign corporation, foreign partnership, foreign trust, foreign estate, foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. territory, and any other person that is not a U.S. person. It also includes a foreign branch or office of a U.S. financial institution or U.S. clearing organization if the foreign branch is a qualified intermediary. Generally, a payment to a U.S. branch of a foreign person is a payment to a foreign person.

**Foreign government.** For chapter 3 purposes, a foreign government includes only the integral parts or controlled entities of a foreign sovereign as defined in Temporary Regulations section 1.892-2T. See Regulations section 1.1471-6(b) for definitions of integral part and controlled entity that apply for chapter 4 purposes.

An integral part of a foreign sovereign, in general, 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 benefiting any private person.

A controlled entity of a foreign sovereign is an entity that is separate in form from the foreign sovereign or otherwise constitutes a separate juridical entity only if:

- It is wholly owned and controlled by the foreign sovereign directly or indirectly through one or more controlled entities.
- It is organized under the laws of the foreign sovereign by which it is owned.
- 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.
- Its assets vest in the foreign sovereign upon dissolution.

A controlled entity of a foreign sovereign also includes a pension trust defined in Temporary Regulations section 1.892-2T(c) and may include a foreign central bank of issue to the extent that it is wholly owned by a foreign sovereign.

A foreign government must provide Form W-8EXP to establish eligibility for exemption from withholding for payments exempt from tax under section 892 or for purposes of establishing its status as an exempt beneficial owner.

**Intergovernmental agreement (IGA).** An IGA means a Model 1 IGA or a Model 2 IGA. For a list of jurisdictions treated as having in effect a Model 1 or Model 2 IGA, see

the list of jurisdictions at [home.treasury.gov/Policy-Issues/Tax-Policy/Foreign-Account-Tax-Compliance-Act](https://www.treasury.gov/Policy-Issues/Tax-Policy/Foreign-Account-Tax-Compliance-Act).

**A Model 1 IGA** means an agreement between the United States or the Treasury Department and a foreign government or one or more agencies to implement FATCA through reporting by FFIs to such foreign government or agency thereof, followed by automatic exchange of the reported information with the IRS. An FFI in a Model 1 IGA jurisdiction that performs account reporting to the jurisdiction's government is referred to as a **reporting Model 1 FFI**.

**A Model 2 IGA** means an agreement or arrangement between the United States or the Treasury Department and a foreign government or one or more agencies to implement FATCA through reporting by FFIs directly to the IRS in accordance with the requirements of an FFI agreement, supplemented by the exchange of information between such foreign government or agency thereof and the IRS. An FFI in a Model 2 IGA jurisdiction that has entered into an FFI agreement with respect to a branch is a participating FFI, but may be referred to as a **reporting Model 2 FFI**.

**International organization.** For purposes of chapter 3, an international organization is any public international organization entitled to enjoy privileges, exemptions, and immunities as an international organization under the International Organizations Immunities Act (22 U.S.C. 288-288(f)). In general, to qualify as an international organization, the United States must participate in the organization pursuant to a treaty or under the authority of an Act of Congress authorizing such participation.

Any organization that qualifies as an international organization under chapter 3 also qualifies as an international organization under chapter 4.

For purposes of chapter 4, an international organization also includes any intergovernmental or supranational organization that is comprised primarily of foreign governments, that is recognized as an intergovernmental or supranational organization under a foreign law similar to 22 U.S.C. 288-288(f) or that has in effect a headquarters agreement with a foreign government, and whose income does not inure to the benefit of private persons.

**Participating FFI.** A participating FFI is an FFI that has agreed to comply with the terms of an FFI agreement with respect to all branches of the FFI, other than a branch that is a reporting Model 1 FFI or a U.S. branch. The term participating FFI also includes a reporting Model 2 FFI and a QI branch of a U.S. financial institution, unless such branch is a reporting Model 1 FFI.

**Qualified controlled entity.** A qualified controlled entity is a trust or corporation created or organized under the laws of a foreign jurisdiction, all of the interests of which are held by one or more qualified foreign pension funds directly or indirectly through one or more qualified controlled entities.

**Qualified foreign pension fund.** A qualified foreign pension fund is a person that satisfies the requirements of section 897(l) and Regulations section 1.897(l)-1.

**Qualified holder.** A qualified holder is a qualified foreign pension fund (including a part of a qualified foreign

pension fund) or a qualified controlled entity that satisfies the requirements of either Regulations section 1.897(l)-1(d)(2) or Regulations section 1.897(l)-1(d)(3).

**Qualified investment entity.** A qualified investment entity is a person described in section 897(h)(4).

**Specified U.S. person.** A specified U.S. person is any U.S. person other than a person identified in Regulations section 1.1473-1(c).

**Substantial U.S. owner.** A substantial U.S. owner (as described in Regulations section 1.1473-1(b)) means any specified U.S. person that:

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

**Territory financial institution.** The term territory financial institution means a financial institution that is incorporated or organized under the laws of any U.S. territory. However, an investment entity that is not also a depository institution, custodial institution, or specified insurance company is not a territory financial institution.

**Withholdable payment.** The term withholdable payment means an amount subject to withholding for purposes of chapter 4 as described in [Amounts subject to withholding](#), earlier. Also see Regulations section 1.1473-1(a) for the definition of withholdable payment.

**Withholding agent.** Any person, U.S. or foreign, that has control, receipt, custody, disposal, or payment of U.S. source FDAP income subject to chapter 3 or 4 withholding is a withholding agent. The withholding agent may be an individual, corporation, partnership, trust, association, or any other entity, including (but not limited to) any foreign intermediary, foreign partnership, and U.S. branches of certain foreign banks and insurance companies.

**Withholding qualified holder.** The term withholding qualified holder means a qualified holder (under Regulations section 1.897(l)-1(d)), and a foreign partnership all of the interests of which are held by qualified holders (under Regulations section 1.897(l)-1(d)), including through one or more partnerships.

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## Specific Instructions

### Part I — Identification of Beneficial Owner

Before completing Part I, complete the Worksheet for Foreign Governments, International Organizations, and Foreign Central Banks of Issue, later, to determine whether amounts received are or will be exempt from U.S. tax under section 892 or 895 and exempt from withholding under sections 1441 and 1442. Use the results of this worksheet to check the appropriate box on line 3 and in Part II. Do not give the worksheet to the withholding agent. Instead, keep it for your records.

**Line 1.** Enter the full name of the organization.

**Line 2.** Enter the country under the laws of which the foreign government or other foreign organization was created, incorporated, organized, or governed.

**Line 3.** Check the one box that applies (unless you are also documenting yourself as a withholding qualified holder under section 1445). A foreign central bank of issue (wholly owned by a foreign sovereign) should check the "Foreign government" box. If you are a foreign private foundation, you should check the "Foreign private foundation" box rather than the "Foreign tax-exempt organization" box. If you are providing this form to claim an exemption to withholding under section 1445 as a qualified foreign pension fund that is a qualified holder (within the meaning of Regulations section 1.897(l)-1(e)(11)) or as a foreign partnership, all of the interests of which are held by qualified holders, including through one or more partnerships, you should check the "Withholding qualified holder under section 1445" box. See Regulations section 1.1445-1(g)(11). For purposes of completing this Form W-8EXP, a foreign partnership that is a withholding qualified holder should identify itself as the beneficial owner.

If you are providing this form to document yourself as a withholding qualified holder under section 1445 and for purposes of sections 1441-1443 or section 1446, check the "Withholding qualified holder under section 1445" box and the one box that otherwise applies to your status. In all other cases, only one box should be checked.

**Line 4.** Check the one box that applies to your chapter 4 status (if necessary). You are required to provide a chapter 4 status if you are the payee of a withholdable payment or hold an account with an FFI requesting this form. See Regulations section 1.1471-3(a) for the definition of a payee for purposes of chapter 4. By checking a box on this line, you are representing that you qualify for this classification and, if you are claiming a status as an exempt beneficial owner, that you are the beneficial owner of the payments to which this form relates for purposes of chapter 4.



*For certain chapter 4 statuses, you are required to complete an additional line on this form certifying that you meet the conditions of the status indicated on line 4 (as defined under Regulations section 1.1471-5 or 1.1471-6 or an applicable IGA). Make sure you complete the required portion of this form before signing and providing it to the withholding agent.*



*If you do not certify as to your chapter 4 status, this Form W-8EXP will not be valid for purposes of chapter 4 if you receive a withholdable payment at any time in the future. For example, if you do not certify as to your chapter 4 status because the only payments you receive from the withholding agent are with respect to grandfathered obligations described in Regulations section 1.1471-2(b), then you will be required to resubmit Form W-8EXP and certify to your chapter 4 status if you receive a withholdable payment in the future. You may consider certifying to your chapter 4 status even if not required in order to avoid resubmitting Form W-8EXP to the withholding agent. See [Expiration of Form W-8EXP](#), earlier.*

**Line 5.** The permanent address of a foreign government, international organization, or foreign central bank of issue is where it maintains its principal office. For all other organizations, the permanent address is the address in the country where the organization claims to be a resident for tax purposes. Do not show the address of a financial institution, a post office box, or an address used solely for mailing purposes unless such address is the only permanent address you use and it appears as your registered address in your organizational documents.

**Line 6.** Enter the mailing address only if it is different from the address shown on line 5.

**Line 7.** A U.S. taxpayer identification number (TIN) means an employer identification number (EIN). A U.S. TIN is generally required if you are claiming an exemption or reduced rate of withholding based solely on your claim of tax-exempt status under section 501(c) or private foundation status. Use Form SS-4 to obtain an EIN.

**Line 8a.** If the organization has registered with the IRS as a participating FFI (including a reporting Model 2 FFI), registered deemed-compliant FFI (including a reporting Model 1 FFI), or a direct reporting NFFE, provide your GIIN. For payments made prior to January 1, 2015, a Form W-8EXP provided by a reporting Model 1 FFI need not contain a GIIN. For payments made prior to January 1, 2016, a sponsored direct reporting NFFE may provide the GIIN of its sponsoring entity.

**Line 8b.** If you are providing this Form W-8EXP to document yourself as an account holder (as defined in Regulations section 1.1471-5(a)(3)) with respect to a financial account (as defined in Regulations section 1.1471-5(b)) that you hold at a U.S. office of a financial institution (including a U.S. branch of an FFI) and you receive U.S. source income reportable on a Form 1042-S associated with this form, you must provide on line 8b the foreign TIN (FTIN) issued to you by the jurisdiction in which you are a tax resident identified on line 5 unless:

- Your jurisdiction of residence is identified on the List of Jurisdictions That Do Not Issue Foreign TINs at [IRS.gov/Businesses/Corporations/List-of-Jurisdictions-That-Do-Not-Issue-Foreign-TINs](https://www.irs.gov/Businesses/Corporations/List-of-Jurisdictions-That-Do-Not-Issue-Foreign-TINs); or
- You properly identified yourself as a foreign government, foreign central bank of issue, international organization, or government of a U.S. territory on line 3.

If you are providing this form to document a financial account described above but you do not enter an FTIN on line 8b, and you are not a foreign government, foreign central bank of issue, international organization, or government of a U.S. territory, you must provide the withholding agent with an explanation of why you have not been issued a TIN (including if the jurisdiction does not issue TINs). For this purpose, an explanation is a statement that you are not legally required to obtain a TIN in your jurisdiction of tax residence. The explanation may be written on line 8b, in the margins of the form, or on a separate attached statement associated with the form. If you are writing the explanation on line 8b, you may shorten it to "not legally required." Do not write "not applicable."



If you are providing this form to certify your status as a withholding qualified holder under section 1445 and did not provide an EIN on line 7, provide your FTIN on line 8b.

**Line 9.** This line may be used by the filer of Form W-8EXP or by the withholding agent to whom it is provided to include any referencing information that is necessary or useful to the withholding agent in carrying out its obligations. For example, a filer may use line 9 to include the name and number of the account for which the filer is providing the form.

## Part II — Qualification Statement for Chapter 3 Status

**TIP** *You are not required to complete a chapter 3 qualification statement if you are submitting this form to document your chapter 4 status and are not receiving a payment that is subject to withholding under chapter 3. However, in such a case, you may also provide Form W-8BEN-E to document your chapter 4 status.*

**Line 10.** All foreign governments claiming the applicability of section 892 must check box 10a as well as box 10b or box 10c, whichever applies. Enter the name of the foreign sovereign's country on line 10b (if the entity is an integral part of a foreign government) or on line 10c (if the entity is a controlled entity of a foreign government). A foreign central bank of issue (wholly owned by a foreign sovereign) should check box 10c.

**Line 11.** Check this box if you are an international organization. By checking this box, you are certifying to all the statements made in line 11.

**Line 12.** Check this box if you are a foreign central bank of issue for purposes of chapter 3 (see definitions) not wholly owned by a foreign sovereign. By checking this box, you are certifying to all the statements made in line 12.

**Line 13.** If you are a foreign tax-exempt organization, you must attach a statement setting forth any income that is includible under section 512 in computing your unrelated business taxable income.

**Box 13a.** Check this box if you have been issued a determination letter by the IRS. Enter the date of the IRS determination letter.

**Box 13b.** Check this box if you do not have an IRS determination letter, but are providing an opinion of U.S. counsel concluding that you are an organization described in section 501(c).

**Box 13c.** If you are a section 501(c)(3) organization, check this box if you are not a private foundation. You must attach to the withholding certificate an affidavit setting forth sufficient facts concerning your operations and support to enable the IRS to determine that you would be likely to qualify as an organization described in section 509(a)(1), (2), (3), or (4) rather than as a private foundation.

The affidavit must be based on information from your latest accounting year, identify the type of section 501(c)(3) organization (for example, charitable, religious, educational), and be signed by one of your principal

officers. The affidavit must include information on your financial support if you are claiming public charity status under sections 509(a)(1) and 170(b)(1)(A)(vi) or section 509(a)(2). See [Publication 557, Tax-Exempt Status for Your Organization](#), for information on determining whether you are a public charity or private foundation.

In lieu of providing information in an affidavit concerning your operations, support, and financial information (when applicable), you may satisfy this requirement by referencing the opinion of U.S. counsel provided in accordance with Box 13b of these instructions when the opinion:

- Concludes that you qualify under section 509(a)(1), (2), (3), or (4); and
- Meets the requirements of current written advice rendered for a public charity equivalency determination in [Rev. Proc. 2017-53, 2017-40 I.R.B. 263](#).

**TIP** *If the opinion of U.S. counsel satisfies the above requirements, you may check this box despite that it references only the affidavit on this form.*

An opinion of counsel or affidavit must be renewed if there has been a change in facts relevant to your tax-exempt status under section 501(c) or your public charity status under section 509.

**Box 13d.** Check this box if you are a section 501(c)(3) organization and you are a private foundation described in section 509.

**Line 14.** Check this box if you are a government of a U.S. territory. By checking this box you are certifying to the statements made in line 14.

**Line 15.** Check the applicable box if you are a withholding qualified holder. By checking one of these boxes, you are certifying to the statement made in either line 15a or line 15b, as applicable.

## Part III — Qualification Statement for Chapter 4 Status

**TIP** *You are not required to complete a chapter 4 qualification statement if you are not the payee of a withholdable payment or are not an accountholder holding an account with an FFI requesting this form.*

**Line 16.** Check this box to indicate that you are treated as a nonreporting FFI under an applicable IGA (and as defined in the IGA). You must identify the applicable IGA by entering the name of the jurisdiction that has the applicable IGA in effect with the United States. You must also provide the withholding agent with the class of entity described in Annex II of the IGA applicable to your status. If you are an FFI treated as a registered deemed-compliant FFI under an applicable Model 2 IGA, you must provide your GIIN in the space provided.

**Line 17.** Check this box if you are a territory financial institution. By checking this box, you are certifying to the statement in line 17.

**Line 18.** Check this box if you are a foreign government, government of a U.S. territory, or foreign central bank of issue as defined for purposes of chapter 4 (see

Regulations section 1.1471-6). By checking this box, you are certifying to the statement made in line 18.

**Line 19.** Check the applicable box if you are an exempt retirement plan of a foreign government as defined for purposes of chapter 4. By checking one of these boxes, you are certifying to the statement made in either line 19a or line 19b, as applicable.

**Line 20.** Check this box if you are a 501(c) organization other than an insurance company described in section 501(c)(15). By checking this box, you are certifying to the statement made in line 20.

**Line 21.** Check box 21a if you are passive NFFE. If you do not have any substantial U.S. owners, check box 21b. If you have any substantial U.S. owners, you must provide a statement with the information set forth on line 21c.

**Line 22.** Check this box if you are a sponsored direct reporting NFFE. Provide the name of your sponsoring entity in the space provided. By checking this box, you are certifying to the statement made in line 22.

## Part IV — Certification

Form W-8EXP must be signed and dated by an authorized official of the foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, government of a U.S. territory, or withholding qualified holder, as appropriate. By signing Form W-8EXP, the authorized representative, officer, or agent also agrees to provide a new form within 30 days following a change in circumstances that makes any certification made on the form incorrect (unless no future payments will be made to the organization by the withholding agent). The authorized representative, officer, or agent must also check the box to certify that he or she has the capacity to sign for the organization.

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 into the signature line is not an electronic signature.

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**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 provide 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 will vary depending on individual circumstances. The estimated average time is: **Recordkeeping**, 7 hr., 10 min.; **Learning about the law or the form**, 5 hr., 42 min.; and **Preparing and providing the form**, 8 hr., 27 min.

If you have comments concerning the accuracy of these time estimates or suggestions for making this form simpler, we would be happy to hear from you. You can send us comments from [IRS.gov/FormComments](https://www.irs.gov/FormComments). You can write to the Internal Revenue Service, Tax Forms and Publications, 1111 Constitution Ave. NW, IR-6526, Washington, DC 20224. Do not send Form W-8EXP to this office. Instead, give it to your withholding agent.

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# WORKSHEET FOR FOREIGN GOVERNMENTS, INTERNATIONAL ORGANIZATIONS, AND FOREIGN CENTRAL BANKS OF ISSUE

Keep for Your Records 

*(Do not give to the withholding agent.)*

Complete this worksheet to determine whether amounts received are or will be exempt from U. S. tax under section 892 or section 895 and exempt from withholding under sections 1441 and 1442.

- Foreign governments and foreign central banks of issue, start with question 1.
- International organizations, go directly to question 6.

	Yes	No
<b>FOREIGN GOVERNMENT</b>		
<b>1 a</b> Is the foreign government an integral part of a foreign sovereign (see <b>Definitions</b> )? ..... (If "Yes," go to question 4. If "No," answer question 1b.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>b</b> Is the foreign government a controlled entity of a foreign sovereign (see <b>Definitions</b> )? ..... (If "Yes," answer question 2a. If "No," go to question 7a.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>2 a</b> Is the controlled entity a foreign central bank of issue (see <b>Definitions</b> )? ..... (If "Yes," answer question 2b. If "No," go to question 3.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>b</b> Is the foreign central bank of issue engaged in commercial activities within the United States? ..... (If "Yes," answer question 7a. If "No," go to question 4.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>3</b> Is the controlled entity engaged in commercial activities anywhere in the world? ..... (If "Yes," income is <b>not</b> exempt from tax under section 892 and may be subject to withholding. <b>Do not</b> complete Form W-8EXP for such income. Instead, complete Form W-8BEN-E or W-8ECI. If "No," answer question 4.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>4</b> Does the foreign government or foreign central bank of issue (wholly owned by the foreign sovereign) receive income directly or indirectly from any controlled commercial entities or income derived from the disposition of any interest in a controlled commercial entity (see <b>Definitions</b> )? ..... (If "Yes," income is <b>not</b> exempt from tax under section 892 and may be subject to withholding. <b>Do not</b> complete Form W-8EXP for such income. Instead, complete Form W-8BEN-E or W-8ECI. If "No," answer question 5.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>5</b> Is any of the income received by the foreign government or foreign central bank of issue (wholly owned by the foreign sovereign) from sources other than investments in the United States in stocks, bonds, other domestic securities (as defined in Temporary Regulations section 1.892-3T(a)(3)), financial instruments held in the execution of governmental financial or monetary policy (as defined in Temporary Regulations section 1.892-3T(a)(4) and (a)(5)), or interest on deposits in banks in the United States? ..... (If "Yes," income is <b>not</b> exempt from tax under section 892 and may be subject to withholding. <b>Do not</b> complete Form W-8EXP for such income. Instead, complete Form W-8BEN-E or W-8ECI. If "No," check the appropriate box on <b>line 10</b> of Form W-8EXP.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>INTERNATIONAL ORGANIZATION</b>		
<b>6</b> Is the international organization an organization in which the United States participates pursuant to any treaty or under an Act of Congress authorizing such participation and to which the President of the United States has issued an Executive Order entitling the organization to enjoy the privileges, exemptions, and immunities provided under the International Organization Immunities Act (22 U.S.C. 288, 288e, 288f)? ..... (If "Yes," check the box on <b>line 11</b> of Form W-8EXP. If "No," income may be subject to withholding. <b>Do not</b> complete this form for such income. Instead, complete Form W-8BEN-E or W-8ECI.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>FOREIGN CENTRAL BANK OF ISSUE</b>		
<b>7 a</b> Is the entity, whether wholly or partially owned by the foreign sovereign, a foreign central bank of issue? ..... (If "Yes," answer question 7b. If "No," income is <b>not</b> exempt from tax under section 895 and may be subject to withholding. <b>Do not</b> complete Form W-8EXP for such income. Instead, complete Form W-8BEN-E or W-8ECI.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>b</b> Is the income received by the foreign central bank of issue from sources other than obligations of the United States (or any agency or instrumentality thereof) or from interest on deposits with persons carrying on the banking business? ..... (If "Yes," income is <b>not</b> exempt from tax under section 895 and may be subject to withholding. <b>Do not</b> complete Form W-8EXP for such income. Instead, complete Form W-8BEN-E or W-8ECI. If "No," answer question 7c.)	<input type="checkbox"/>	<input type="checkbox"/>
<b>c</b> Are the obligations of the United States (or any agency or instrumentality thereof) or bank deposits owned by the foreign central bank of issue held for, or used in connection with, the conduct of commercial banking functions or other commercial activities by the foreign central bank of issue? ..... (If "Yes," income is <b>not</b> exempt from tax under section 895 and may be subject to withholding. <b>Do not</b> complete Form W-8EXP for such income. Instead, complete Form W-8BEN-E or W-8ECI. If "No," check the box on <b>line 12</b> of Form W-8EXP.)	<input type="checkbox"/>	<input type="checkbox"/>