

SCHEDULE M-3 (Form 1120-F)

Net Income (Loss) Reconciliation for Foreign Corporations With Reportable Assets of \$10 Million or More

OMB No. 1545-0126

2007

Department of the Treasury Internal Revenue Service

Attach to Form 1120-F. See separate instructions.

Name of corporation

Employer identification number

- A Has the corporation reported taxable income on Form 1120-F, page 3, using a treaty provision to attribute business profits to a U.S. permanent establishment under rules other than section 864(c)?
B Did the corporation prepare a non-consolidated, worldwide, certified audited income statement for the period?
C Did the corporation prepare a non-consolidated, worldwide income statement for the period?
D Did the corporation prepare certified audited income statement(s) for the set(s) of books reported on Form 1120-F, Schedule L?

Part I Financial Information and Net Income (Loss) Reconciliation (see instructions)

- 1 Is the corporation a foreign bank as defined in Temporary Regulations section 1.882-5T(c)(4)?
2a Enter the income statement period: Beginning / / Ending / /
b Has the corporation's income statement been restated for the income statement period entered on line 2a?
c Has the corporation's income statement been restated for any of the 5 income statement periods preceding the period on line 2a?

- 3 Is any of the corporation's stock publicly traded on any exchange, U.S. or foreign?
4 Non-consolidated net income (loss) in U.S. dollars from the income statement source identified in line 1
5a Net income from includible disregarded foreign entities not included on line 4 (attach schedule)
5b Net loss from includible disregarded foreign entities not included on line 4 (attach schedule)
5c Net income from includible disregarded U.S. entities not included on line 4 (attach schedule)
5d Net loss from includible disregarded U.S. entities not included on line 4 (attach schedule)
6 Net income (loss) from foreign locations not included on line 4 (attach schedule)
7a Net income of non-includible entities (attach schedule)
7b Net loss of non-includible entities (attach schedule)
8 Adjustments to intercompany transactions (attach schedule)
9 Adjustments to reconcile income statement period to tax year (attach schedule)
10 Other adjustments to reconcile to amount on line 11 (attach schedule)
11 Adjusted financial net income (loss) of non-consolidated foreign corporation. Combine lines 4 through 10

Table with 2 columns: Line number and description. Rows include 4, 5a, 5b, 5c, 5d, 6, 7a, 7b, 8, 9, 10, 11.

Name of corporation

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**Part II Reconciliation of Net Income (Loss) per Income Statement of Non-consolidated Foreign Corporations With Taxable Income per Return** (see instructions)

Income (Loss) Items	(a) Income (Loss) per Income Statement (optional)	(b) Temporary Difference	(c) Permanent Difference	(d) Other Permanent Differences for Allocations to Non-ECI and ECI	(e) Income (Loss) per Return (optional)
1 Gross receipts . . . . .					
2 Cost of goods sold (attach schedule) . . . . .					
3a Dividends from foreign entities . . . . .					
b Dividends from U.S. entities . . . . .					
c Substitute dividend payments received . . . . .					
4a Interest income excluding interest equivalents . . . . .					
b Substitute interest payments received . . . . .					
c Interest equivalents not included on line 4b . . . . .					
5 Gross rental income . . . . .					
6 Gross royalty income . . . . .					
7 Fee and commission income . . . . .					
8 Income (loss) from equity method corporations . . . . .					
9 Net income (loss) from U.S. partnerships . . . . .					
10 Net income (loss) from certain foreign partnerships (attach schedule) . . . . .					
11 Net income (loss) from other pass- through entities (attach schedule) . . . . .					
12 Items relating to reportable transactions (attach details) . . . . .					
13 Hedging transactions . . . . .					
14a Mark-to-market income (loss) under section 475(a) . . . . .					
b Mark-to-market income (loss) under section 475(e) . . . . .					
c Mark-to-market income (loss) under section 475(f) . . . . .					
15 Gain (loss) from certain Section 988 transactions . . . . .					
16a Interest income from global securities dealing . . . . .					
b Dividends from global securities dealing . . . . .					
c Gains (losses) and other fixed and determinable, annual, or periodic income from global securities dealing not included on lines 16a and 16b . . . . .					
17 Sales versus lease (for sellers and/or lessors) . . . . .					
18 Section 481(a) adjustments . . . . .					
19 Unearned/deferred revenue . . . . .					
20 Original issue discount, imputed interest, and phantom income . . . . .					
21a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities . . . . .					
b Gross capital gains from Schedule D, excluding amounts from pass- through entities . . . . .					
c Gross capital losses from Schedule D, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses . . . . .					

Name of corporation	Employer identification number
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**Part II Reconciliation of Net Income (Loss) per Income Statement of Non-consolidated Foreign Corporations With Taxable Income per Return** (see instructions) *(continued from page 2)*

Income (Loss) Items	(a) Income (Loss) per Income Statement (optional)	(b) Temporary Differences	(c) Permanent Differences	(d) Other Permanent Differences for Allocations to Non-ECI and ECI	(e) Income (Loss) per Return (optional)
<b>21d</b> Net gain/loss reported on Form 4797, line 17, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses . . . . .					
<b>e</b> Abandonment losses . . . . .					
<b>f</b> Worthless stock losses (attach details) . . . . .					
<b>g</b> Other gain/loss on disposition of assets other than inventory . . . . .					
<b>22</b> Capital loss limitation and carryforward used . . . . .					
<b>23</b> Gross effectively connected income of foreign banks from books that do not give rise to U.S. booked liabilities . . . . .					
<b>24</b> Other income (loss) items with differences (attach schedule) . . . . .					
<b>25 Total income (loss) items.</b> Combine lines 1 through 24 . . . . .					
<b>26 Total expense/deduction items</b> (from Part III, line 33) . . . . .					
<b>27</b> Other items with no differences . . . . .					
<b>28 Reconciliation totals.</b> Combine lines 25 through 27 . . . . .					

**Note.** Line 28, column (a), must equal the amount on Part I, line 11, and column (e) must equal Form 1120-F, page 3, line 29.

**Part III Reconciliation of Net Income (Loss) per Income Statement of Foreign Corporations With Return**

Expense/Deduction Items	(a) Expense per Income Statement (optional)	(b) Temporary Differences	(c) Permanent Differences	(d) Other Permanent Differences for Allocations to Non-effectively Connected Income	(e) Deduction per Tax Return (optional)
<b>1</b> U.S. current income tax expense . . . . .					
<b>2</b> U.S. deferred income tax expense . . . . .					
<b>3</b> Non-U.S. current income tax expense (other than foreign withholding taxes) . . . . .					
<b>4</b> Non-U.S. deferred income tax expense . . . . .					
<b>5</b> Non-U.S. withholding taxes . . . . .					
<b>6</b> Compensation with section 162(m) limitation . . . . .					
<b>7</b> Salaries and other base compensation . . . . .					
<b>8</b> Stock option expense . . . . .					
<b>9</b> Other equity-based compensation . . . . .					
<b>10</b> Meals and entertainment . . . . .					
<b>11</b> Fines and penalties . . . . .					
<b>12</b> Judgments, damages, awards, and similar costs . . . . .					
<b>13</b> Pension and profit-sharing . . . . .					
<b>14</b> Other post-retirement benefits . . . . .					
<b>15</b> Deferred compensation . . . . .					

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**Part III Reconciliation of Net Income (Loss) per Income Statement of Foreign Corporations With Return**  
(continued from page 3)

Expense/Deduction Items	(a) Expense per Income Statement (optional)	(b) Temporary Differences	(c) Permanent Differences	(d) Other Permanent Differences for Allocations to Non-effectively Connected Income	(e) Deduction per Tax Return (optional)
<b>16</b> Charitable contributions . . . . .					
<b>17</b> Domestic production activities deduction . . . . .					
<b>18</b> Current year acquisition or reorganization investment banking fees, legal and accounting fees . . . . .					
<b>19</b> Current year acquisition/reorganization other costs . . . . .					
<b>20</b> Amortization/impairment of goodwill . . . . .					
<b>21</b> Amortization of acquisition, reorganization, and start-up costs . . . . .					
<b>22</b> Other amortization and impairment write-offs . . . . .					
<b>23</b> Depreciation . . . . .					
<b>24</b> Bad debt expense . . . . .					
<b>25</b> Purchase versus lease (for purchasers and/or lessees) . . . . .					
<b>26a</b> Interest expense per books (attach schedule) . . . . .					
<b>b</b> Interest expense under Regulations section 1.882-5 (from Schedule I (Form 1120-F), line 23) . . . . .					
<b>c</b> Regulations section 1.882-5 allocation amount subject to deferral or disallowance (from Schedule I (Form 1120-F), line 24d) . . . . .			(            )		
<b>d</b> Substitute interest payments . . . . .					
<b>e</b> Interest equivalents (e.g., guarantee fees) not included on line 26d . . . . .					
<b>27</b> Substitute dividend payments . . . . .					
<b>28</b> Fee and commission expense . . . . .					
<b>29</b> Rental expense . . . . .					
<b>30</b> Royalty expense . . . . .					
<b>31</b> Expenses allocable to effectively connected income under Regulations section 1.861-8 from home office or other books that do not give rise to U.S. booked liabilities (from Schedule H (Form 1120-F), line 21) . . . . .					
<b>32</b> Other expense/deduction items with differences (attach schedule) . . . . .					
<b>33 Total expense/deduction items.</b> Combine lines 1 through 32. Enter here and on Part II, line 26 . . . . .					