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- 1. CLIENT NAME of <address>, a company registered in the U.K., hereby appoints Healy Consultants Pte. Ltd. (hereafter known as "Healy Consultants") to assist with their Lebanon business set up requirements;
- 2. This Service agreement provides a framework for Healy Consultants and CLIENT NAME to establish mutually acceptable engagement terms and conditions that will ensure our Client receives a standard of customer service which is commensurate with their expectations and needs. Please sign and date at the bottom of every page;
- **3.** Healy Consultants and our Lebanon affiliate office agrees to provide CLIENT NAME the following services:
  - a. Lebanon company incorporation and corporate bank account opening;
  - b. Secure low cost office space in Lebanon together with employee residence/work visas;
- Additional services Healy Consultants will be pleased to provide include i) trademark registration ii) annual accounting and tax and iii) any other business service required by CLIENT NAME or its Lebanon subsidiary;

#### **Quick summary**

- 5. Healy Consultants estimates the remaining engagement cost will be US\$16,780. Refer to the **Appendix One** to view detailed engagement invoice;
- 6. Healy Consultants estimates total engagement period to be **14 weeks** as per below. Refer to the **Appendix two** to view detailed engagement plan:
  - Company incorporation 7 weeks;
  - Registration Government Authorities 2 weeks
  - Work permits approval 5 weeks
  - Total engagement period 14 weeks;

**Client initials** 



## **Engagement Strategy Agreement**

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#### Lebanon company incorporation

- Healy Consultants will assist CLIENT NAME incorporate a wholly foreign owned Lebanon Limited Liability Company (S.A.R.L) with a minimum of i) three shareholders and one director and ii) one legal advisor iii) one auditor (if applicable) iv) paid up share capital of US\$ 3,500;
- 8. There is no requirement for i) any type of license or government permit for CLIENT NAME activities in Lebanon or ii) to appoint a local shareholder or director;
- 9. Before the Government will legally approve company incorporation, CLIENT NAME must i) deposit US\$3,500 into a Lebanon corporate bank account and ii) sign a 12 month lease agreement. Healy Consultants will assist CLIENT NAME efficiently and effectively complete these tasks including opening a Lebanon corporate bank account and providing a virtual lease agreement to CLIENT NAME;
- 10. During the process of incorporation a CLIENT NAME appointee will be required to travel to Lebanon i) to sign the draft Company's By-Laws or Articles of Association in front of a Public Notary or before the Head Clerk of the Trade Register and ii) to open a corporate bank account. A legalized authorization letter should be prepared and carried by the appointee during his visit to Lebanon. Kindly refer to Appendix Five to see a template of this authorization letter. The appointee must stay in Lebanon for a minimum of 2 days to complete these formalities;
- 11. To secure a one year lease agreement for office premises, CLIENT NAME has two options i) share a physical premises with HSBC or ii) use Healy Consultants virtual office until your employees have time to find the optimum office premises. Healy Consultants monthly fee is US\$1,450 to provide a virtual lease agreement to satisfy the Lebanon Government business set up requirements. Alternatively some of our Clients request Healy Consultants to locate permanent office premises for their staff. Our one-time fee for this service is US\$4,950;
- 12. Within two months after legal company registration, CLIENT NAME Lebanon must apply for commencement of activity at the Ministry of Finance or it will be subject to a fine worth LBP 2,000,000 (US\$ 1,325). Healy Consultants will be happy to do same on CLIENT NAME Lebanon's behalf.

**Client initials** 



## Engagement Strategy Agreement

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#### **Banking considerations**

- 13. Healy Consultants will be pleased to open a corporate bank account with <u>HSBC</u> or <u>Citibank</u>. It is a time consuming task and Healy Consultants will shelter our Client from the administrative challenges. The bank will request a bank signatory to travel for a one hour bank interview. Healy Consultants recommends this bank meeting transpire during CLIENT NAME's visit to Lebanon for incorporation form signing;
- 14. Lebanon banks provide online banking services, corporate credit and debit card services and corporate term deposits. Healy Consultants will be happy to activate the internet banking on our client's behalf (if required);
- **15.** The bank signatory of the Lebanon Company will be appointed by a CLIENT NAME director's resolution. This director's Resolution must be legalized;
- 16. CLIENT NAME must deposit a minimum paid up share capital of LBP 5,000,000 (US\$3,500). A Capital Contribution Certificate will be issued by the bank and shown to the Court of Commerce to continue with the legal company incorporation;
- 17. The Middle East banks enjoy ultimate power of approval of corporate bank account applications. Consequently, guaranteed success is outside of Healy Consultants control. What is inside our control is the preparation and submission of a high quality bank application that maximizes the likelihood of approval. To date, we enjoy a 100% approval record;
- 18. Global banks continue to tighten corporate bank account opening procedures, their internal compliance departments completing more thorough due diligence of Clients. Consequently, our Clients should expect the bank account approval period to take up to 4 weeks. Furthermore, global banks now require evidence of proof of business in the country where the corporate bank account will be, including sales contracts or lease agreement;
- 19. Full repatriation of capital and profits overseas in foreign currency is allowed in Lebanon. There are no currency controls in Lebanon nor is central bank approval required for overseas remittances;

**Client initials** 

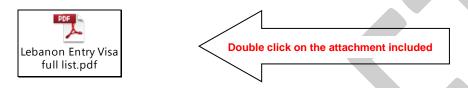


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#### **Business Migration and Labor**

#### Multi-entry business visa

20. <u>Entry visa I:</u> A free visa valid one month and renewable up to three months is granted at the airport and the frontier offices to a vast number of nationalities, including US and UK citizens. Kindly refer to the inserted PDF file for the full list of countries:



There are no restrictions on the frequency of visits to Lebanon.

21. Entry visa II: A valid visa up to eleven months term is granted at the airport and all border centers to the Businessmen, Directors/General Managers, Employers, Physicians, Engineers and Lawyers possessing a valid residence in the Gulf Cooperation Council Countries (Bahrain, Kuwait, Oman, Qatar, Saudi Arabia, UAE) and Jordan provided that the term of the granted visa doesn't exceed the validity of the concerned person's passport and residence.

#### Employee residence work permit

- 22. The number of work permits each company can sponsor is dependent upon the business activity and the size of the Lebanon office space. Following company incorporation and registration with the National Social Security Fund, Healy Consultants can secure the required number of employee work permits;
- 23. Once the Lebanon entity is incorporated, Healy Consultants will i) obtain documents from the employees that require a work permit (for documents list refer Appendix Four) ii) obtain prior approval from the Ministry of Labor iii) apply for work permits and iii) register employees at the National Social Security Fund. Once Healy Consultants obtains all the documents, the process will take up to 3 weeks;

**Client initials** 



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- 24. Every foreigner seeking entry to Lebanon to practice a certain profession or work, with or without pay, is required to obtain a prior approval from the Ministry of Labor. The foreigner shall apply abroad, through the official Lebanese mission or an authorized representative of the concerned person in Lebanon. Healy Consultants will be pleased to assist with the same.
- 25. If the foreigner applicant is a salary earner, the employer is required to submit to the Ministry of Labor an application wherein he declares his approval to send for the foreign worker. The application must be supported by documents and instruments, which corroborate the contents of the foreigner's application, as well as a labor contract certified by a notary public in Lebanon or by one of the Lebanese Diplomatic Corps accredited abroad.
- 26. Any foreigner who obtains a prior approval from the Ministry of Labor, is required to apply for a work permit at the Ministry within a maximum period of ten days as of the date of his/her entry to Lebanon. The Ministry may revoke the prior approval if the foreigner fails to arrive to Lebanon within a maximum period of three months from the date of approval. The work permit may be granted and renewed for a maximum period of two years from the date of its issuance. If the renewal application has not been filed within at least one month prior to the expiry of its validity, it shall automatically be considered null and void, and the foreigner shall be without a work permit and subject to all measures and sanctions mentioned in the laws and regulations in force.
- 27. The work permit may be granted and renewed for a maximum period of two years from the date of its issuance. If the renewal application has not been filed within at least one month prior to the expiry of its validity, it shall automatically be considered null and void, and the foreigner shall be without a work permit and subject to all measures and sanctions mentioned in the laws and regulations in force.

28. Healy Consultants will be pleased to assist CLIENT NAME obtain work permit approvals. Our fee is US\$2,950 per person and includes preparation of a quality work permit application and submitting to the correct Government immigration officers. The Government enjoys ultimate power of approval of work permit applications. Consequently, guaranteed success is outside of Healy Consultants control. What is inside our control is the preparation and submission of a high quality immigration visa application that maximizes the likelihood of visa approval. To date, we enjoy a 100% approval record;

**Client initials** 



## Engagement Strategy Agreement

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#### Other interesting information

- 29. Every company with more than 15 employees must send a copy of its working regulations to the Ministry of Labor. The regulations must incorporate the Labor Law guidelines and must be ratified by the Ministry of Labor.
- 30. The ideal expat and local ratio in Lebanon is 1 foreigner to 3 local employees.
- **31.**All employers in Lebanon are required to register their employees at the National Social Security Fund within one month from the start of operations, and are required to pay social security contributions on their behalf.
- **32.** For the sickness and maternity scheme, the contribution rates are 7% for employers and 2% for employees. Only employers make contributions to the family allowances and end-of-service indemnity schemes. The contribution rates are 6% and 8.5%, respectively.
- **33.**Non-Lebanese employees do not need to be registered with the Social Security National Fund if their contracts are signed outside Lebanon and if they can prove that they enjoy social security benefits in their home country similar to the benefits granted in Lebanon.
- 34. Healy Consultants will assist CLIENT NAME Lebanon to recruit staff in Lebanon under the optimum employment terms and conditions. Whilst Lebanon labor law has become more flexible recently, it is important CLIENT NAME is aware of certain difficulties, such as proving before the Lebanon authorities the necessity of hiring foreigners instead of Lebanese workers.
- 35. All visa matters stated are subject to changes, as per Lebanon government policy;

**Client initials** 



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#### Legal and compliance and accounting and taxation considerations

- 36. Before the government approves company incorporation, CLIENT NAME Lebanon must show a signed lease agreement for a working office space to the Court of Commerce. Healy Consultants will be pleased to assist with securing permanent office premises for a one-time fee of US\$4,950. Typically, clients should budget between \$20,000 to \$25,000 per annum for a permanent Lebanon office;
- 37. Some of our Clients request Healy Consultants to provide temporary shared office space for 6 months until our Client finds their preferred business address. If your Firm requires this service from Healy Consultants, our monthly fee amounts to US\$1,450;
- **38.** Healy Consultants will be happy to assist our client register international and Lebanon patents and trademarks (if required);
- **39.** Each Lebanon limited liability company is required to designate a Lebanese lawyer with yearly retainer fees before Bar Association.
- **40**. A Lebanon limited liability company must have an auditor to be appointed by the Court of Commerce following its registration if:

> the company's capital exceeds LBP 30,000,000 (US\$ 20,000); or

> the company's annual turnover is expected to exceed LBP 750,000,000 (US\$ 500,000);

- **41.**CLIENT NAME is required to submit annual consolidated financial statements for independent auditing and tax reporting. Healy Consultants will be happy to effectively discharge CLIENT NAME Lebanon's reporting requirements;
- 42. A Lebanon company is subject to corporate tax on profits of any business carried on in Lebanon at a flat rate of 15% of its business income.
- **43.** There is a 10% capital gains tax derived from the disposal of tangible and intangible assets and financial instruments.

**Client initials** 





## Engagement Strategy Agreement

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- 44. There is a 10% withholding tax on dividends and interests paid to a resident or non-resident entity unless the tax is reduced under a tax treaty;
- **45**. There is 7.5% withholding tax on royalties paid to a non-resident entity, unless the rate is reduced under a tax treaty;
- 46. Payroll tax is applied on tax brackets ranging between 2% for the lowest bracket to 20% for the bracket in excess of USD 80,000 a year. The employer withholds these amounts from the salary and remits the tax to the authorities on a quarterly basis;

#### Other considerations

- 47. This is the first draft of the Strategy Agreement, awaiting CLIENT NAME amendments with track changes. As the engagement evolves, it may be necessary for either to party to insert additional terms and conditions. For example, a new service is required or a new solution should be documented;
- 48. Healy Consultants preferred mode of communication is email, followed by phone discussions. Therefore, we recommend you maintain a secure, reliable email account and frequently check for updates from Healy Consultants;
- 49. If during the engagement, Healy Consultants realizes the company incorporation is more complex than anticipated, requiring large investment of time, my Firm will revert to request additional fees;
- 50. The terms and conditions outlined in this agreement may be amended by either party with the written permission of the other party as the engagement progresses ;

**Client initials** 



## Engagement Strategy Agreement

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#### Our client expectations

- 51. Healy Consultants will liaise with the relevant Lebanon government and local bodies to incorporate a Lebanon company, including The Court of Commerce, Ministry of Finance, Bar Association, Ministry of Labor, Ministry of Justice, Municipalities Office and National Social Security Fund.
- 52. Healy Consultants will professionally manage CLIENT NAME's engagement and tenaciously seek solutions and alternatives should problems arise. Healy Consultants will provide CLIENT NAME with regular detailed email engagement status updates informing them of progress during the engagement term, usually every third day;
- 53. Healy Consultants will use all reasonable endeavors to keep client information confidential. Healy Consultants, in accordance with its statutory obligations will protect personal information and personal data from unauthorized access, use or disclosure.

#### Healy Consultants expectations

- 54. CLIENT NAME will provide Healy Consultants the required due diligence information in timely manner, to enable my Firm efficiently and effectively complete the engagement. CLIENT NAME replies to Healy Consultants communications and requests in a timely manner;
- 55. CLIENT NAME settles our fees in a timely manner;

#### **Conclusion**

- 56. We, the person whose names appear below, declare and by our signature below, confirm that we are authorized to sign on behalf of the Entity we have ordered from Healy Consultants and we have read and agree to be bound by Healy Consultants terms of business outlined in this engagement letter and on Healy Consultants business website;
- **57.** We understand that we may have an obligation to report our interest in the company in personal tax returns and that income of the company may be imputed to us. We will take advice on and comply with our own legal obligations in this respect;

**Client initials** 



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- 58. The company will not be used for any criminal activity or other illegal purposes, whether fiscal or otherwise, in any jurisdiction and we understand that Healy Consultants may have an obligation to report any arrangement involving the proceeds of criminal conduct;
- 59. We have never been convicted of any criminal offence or the subject of an investigation by a governmental, professional or other regulatory or statutory body.

Name	<u>Signature</u>	<u>Date</u>
Steve Louw		
Aidan Healy		

**Client initials** 





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# Appendix One

#### Engagement Costs

Professional services rendered	Notes	Year 1 US\$
Lebanon S.A.R.L formation fees	1.	6,880
Lebanon company lawyer fees (estimated)	2.	7,000
Estimate of government fees	3.	4,950
Corporate bank account opening fees	4.	2,950
Retainer fee received on 03/04/2014 (£3,028)	5.	(5,000)
<b>Total</b> Healy Consultants fees required to complete the engagement	6.	16,780

**Note:** this invoice needs to be tailored for each Client. The above services and fees represent the average requirements of our Clients.

**Client initials** 



### Engagement Strategy Agreement

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#### Notes to invoice above

 This cost includes Healy Consultants fees to efficiently and effectively project manage our Clients engagement i) without our Client travelling and ii) our Client sending one courier to us. This fee also includes the time taken with our Clients to agree the optimum corporate structure, while legally minimising global taxation.

All engagement fees are agreed and paid up front. Consequently, there are no hidden fees or surprises or ambushes throughout the engagement. All engagement deadlines are agreed up front in the form of a detailed project plan, mapping out deliverables by week throughout the engagement term.

Every second day during the engagement, we email our Client a detailed status update. Our Client is immediately informed of engagement problems together with solutions. Your dedicated engagement manager is reachable by phone, skype, live chat and email and will communicate in your preferred language; Healy Consultants never gives up until we complete the engagement, regardless of the complexities or obstacles presented by banks and Governments;

2. In accordance with the Lebanon Code of Commerce, each Lebanon S.A.R.L must appoint a company lawyer, who must be a citizen of Lebanon and be registered at Beirut Bar Association. Our fee of US\$7000 is estimate for this service. Healy Consultants will be the Client's lawyer and our annual responsibilities include i) preparation and filing government reports ii) securely maintain company records and chop iii) liaise with the Lebanon Government on behalf of our Client and iv) conduct the legal filing of changes of company structure, etc.

3. This fee is an estimate of Government costs to complete your Firm's engagement. All Government fee payments will be supported by original receipts and invoices. Examples of Government costs include i) preparation of company bylaws and articles of association with Lebanon Court of Commerce ii) registering the company at the Ministry of Justice iii) paying the Commercial Registry fee iii) registering the company at the National Social Security Fund. All third party and government fees associated with legalization of company and/or individual documents will be borne by our Client;

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4. Healy Consultants will be pleased to open a corporate bank account. It is a time consuming task, Healy Consultants will shelter our Client from the administrative challenges. There is a 50% probability the banks will request a bank signatory to travel for a one hour bank interview. Healy Consultants will try its best to negotiate with the bank for a travel exemption. As you can appreciate, it is a difficult task to obtain bank account approval through a newly formed company, when shareholders and directors and bank signatories reside overseas. There will be a fee discount of US\$500 if you have to travel;

The Lebanon banks enjoy ultimate power of approval of corporate bank account applications. Consequently, guaranteed success is outside of Healy Consultants control. What is inside our control is the preparation and submission of a high quality bank application that maximizes the likelihood of approval. To date, we enjoy a 100% approval record;

Global banks continue to tighten corporate bank account opening procedures, their internal compliance departments completing more thorough due diligence of Clients. Consequently, our Clients should expect the bank account approval period to take up to 4 weeks. Furthermore, global banks now require evidence of proof of business in the country where the corporate bank account will be, including sales contracts or lease agreement;

- 5. Funds transfer received on 03/04/2014, thank you for your business;
- 6. All fees quoted in this invoice correspond to fees quoted on Healy consultant's <u>business</u> <u>website</u>. Please review this invoice carefully to identify errors. During the rush of a business day, it is possible Healy Consultants inadvertently made fee calculation errors, typing errors or omitted services or omitted historic fee payments from Clients. In the unfortunate event you identify invoice errors, please revert to me directly re the same. I apologize in advance if I or my staff made invoice errors;

7. The fees quoted in this invoice are an average of the fees of a typical Lebanon engagement. Only after going into detail with each individual client's business structure and needs, Healy Consultants can provide a custom tailored fee quotation. Unfortunately, government fees and procedures vary by industry by company. If during the engagement, Healy Consultants realizes the company incorporation is more complex than anticipated, requiring large investment of time, my Firm will revert to request additional fees;

**Client initials** 



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- 8. Before company incorporation is complete, the Lebanon government must review and approve a lease agreement for office premises. Some of our Clients request Healy Consultants to locate permanent office premises. Our one-time fee for this service is US\$4,950. Some of our Clients request Healy Consultants to provide temporary shared office space for 6 months until our Client finds their preferred business address. If your Firm requires this service from Healy Consultants, our monthly fee amounts to US\$1,450;
- To assist our Clients minimize Forex costs, we offer the payment in SG\$, Euro, Pound or US\$. Kindly let me know in which currency your Firm prefers settling our fees and I will send an updated invoice, thank you;
- 10. If our Client requires nominee services, Healy Consultants fee for corporate nominee director or corporate shareholder amounts to US\$1,800 per annum. Our fee for a non-resident individual nominee director or individual shareholder amounts to US\$3,600 per annum. Our fee for a country resident director or resident shareholder amounts to US\$18,500 per annum. When appointing a nominee Healy Consultants collects a refundable deposit of US\$1,100 per nominee;
- 11. If required, Healy Consultants will be pleased to assist your firm obtain work permit approvals. Our fee is US\$2,950 per person and includes preparation of a quality visa application and submitting to the correct Government immigration officers. The Government enjoys ultimate power of approval of visa applications. Consequently, guaranteed success is outside of Healy Consultants control. What is inside our control is the preparation and submission of a high quality immigration visa application that maximizes the likelihood of visa approval. To date, we enjoy a 100% approval record;
- 12. These accounting and tax fees amounts to US\$3,950 and are an estimate of Healy Consultants fees to efficiently and effectively discharge your Lebanon S.A.R.L company accounting, auditing and tax obligations. Following receipt of a set of draft accounting numbers from your Lebanon S.A.R.L Company, Healy Consultants will more accurately advise accounting and tax fees;
- **13**. The minimum share capital of a S.A.R.L company in Lebanon is US\$3,500 and must be deposited to the corporate bank account before company incorporation is complete;

**Client initials** 



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nts.com

- 14. As stipulated on our business website and in section 3 of our engagement letter, Healy Consultants will only commence the engagement following i) settlement of our fees and ii) completion and signing of our legal engagement letter;
- 15. Healy Consultants will only incorporate your company after 75% of due diligence documentation is received by email. Healy Consultants will only open a corporate bank account after 100% of Client due diligence documentation is received by courier;
- 16. To efficiently and effectively complete your engagement in a timely manner, we recommend your Firm transfers these funds to Healy Consultants corporate bank account. Thereafter, our Incorporation and Banking Team will aggressively advance your engagement, providing your Firm daily feedback as to engagement status. Healy Consultants corporate bank account details are outlined in the attached Adobe file, thank you. I would be grateful if you email us the bank transfer advice slip to enable my Accounting Department to accurately and timely identify bank receipts:

US\$ TT details _HK_ 1-8-08.pdf	Double click on the attachment included	
	Client initials	
		www.healyconsulta





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# Appendix Two

#### Detailed engagement procedures

No.	Procedures	Time
1.	Healy Consultants Compliance Team receives the required corporate and personal due diligence information from our Client, including all shareholders, directors, beneficial owners and bank signatories. Refer to embedded attachment:	Week 1
2.	Our Client signs Healy Consultants engagement letter and returns the original to our Singapore Head Office together with original due diligence documents;	Week 1
3.	Before Healy Consultants starts with company incorporation, CLIENT NAME must provide us the due diligence documents outlined in Appendix three. All documents must be in English, attested by a notary public and legalized by the Ministry of Foreign Affairs at the nearest Lebanon embassy;	Week 1
4.	Once Healy Consultants receives the legalized documents, our Firm will i) submit your application to secure incorporation pre-approval from the Trade Register in the Court of Commerce.	Week 1
5.	Our Client confirms the Lebanon corporate structure. Only then, Healy Consultants will proceed with company incorporation;	Week 2
6.	CLIENT NAME corporate documents are legalized with Ministry of Foreign Affairs and sent to Healy Consultants;	Week 2
	·	
	Client initials	





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7.	Healy Consultants will submit documents confirming the appointment of a legal advisor for CLIENT NAME Lebanon at the Bar Association. A government fee for the same is 0.1% of the Company's capital and a fixed sum of LBP 100,000 (US\$ 65).	Week 3
8.	CLIENT NAME appointee meets in Lebanon with our affiliate office to sign incorporation forms, Articles of Association and attend a HSBC or Citibank bank interview for account opening;	Week 3
9.	Client receives the account details and internet banking access and transfer the paid up share capital of LBP 5,000 000 (US\$ 3,500);	Week 5
10.	Bank issues a Certificate of deposit	Week 6
11.	CLIENT NAME supplies Healy Consultants with a lease agreement for their Lebanon office premises. If this is not possible, Healy Consultants will provide a virtual office for 12 months until CLIENT NAME finds their preferred location;	Week 6
12.	The legalized documents and the lease of agreement will be submitted to Ministry of Justice together along with the total amount of required fees;	Week 6
13.	CLIENT NAME Lebanon will be fully incorporated;	Week 7
14.	Healy Consultants will submit a notification of commencement of business activities to the Ministry of Finance in order to register for income tax and VAT;	Week 7
15.	Healy Consultants submits the registration forms to the National Social Security Fund;	Week 7
16.	If work permit application is required, Healy Consultants receives due diligence from each candidate and applies for initial three work visas;	Week 8
17.	Healy Consultants obtains prior approval from the Ministry of Labor;	Week 10

**Client initials** 



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18.	Healy Consultants applies for work permits;	Week 10
19.	Expected work permits approval	Week 13
20.	Healy Consultants sends our Client a Customer Satisfaction Survey to obtain frank and honest feedback as to how efficiently and effectively the engagement was completed together with the Company Kit containing the original company documents;	Week 14
21.	Client may then withdraw and deposit funds.	Week 14

**Client initials** 





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# Appendix Three

#### **Documents required for S.A.R.L incorporation**

- Articles of association;
- Commercial circulars;
- Minutes of the first general meeting of the partners;
- Registration application and a draft of the registration certificate to be issued;
- Document attesting the capital deposit;
- Partners' identity cards or passports;
- Documents evidencing that the company is entitled to occupy the premises where it exercises its activities.

#### a. Documents Required from the corporate shareholder;

- Copy of Commercial Registration Certificate;
- Copy of Memorandum or Articles of Association and its amendments (if any). The object/activity of the company must be mentioned and should have relation with the Lebanon business activities;
- Latest audited financial report if the company is at least one year old or Statement from auditor or government body stipulating no audit requirement;
- Certificate of incumbency or good standing;
- Board of Directors resolution to i) establish an office in Lebanon and ii) be a shareholder in the company and iii) to appoint the Director for the Lebanon Company. Healy Consultants will provide with a draft template;
- General Power of Attorney to Healy Consultants affiliate office to do all related matters to incorporate the company in Lebanon and represent the company in front of all the authorities. Healy Consultants will provide with a draft template;

**Client initials** 





# Engagement Strategy Agreement

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 General Power of Attorney for the Director of the Lebanon Company. Healy Consultants will provide with a draft template;

#### b. Requested documents for each individual director and shareholder;

- Passport Copies;
- Bank reference letter;
- Three months bank statements;
- CV;
- Two proof of address;
- The Ministry may ask for post-graduation certificate of at least one director or shareholder;

All documents must be in Arabic, attested by a notary public and legalized by the Ministry of Foreign Affairs and the nearest Lebanon embassy;

**Client initials** 





# **Engagement Strategy Agreement**

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# Appendix Four

#### Documents required for work permit application

#### c. <u>From an applicant</u>

- Original passport valid for a minimum period of 18 months showing date of entry to Lebanon
- Two passport size photographs for the appointee
- Medical examination reported on special AUB form

#### d. From the company

- Authorization letter from the company to the agent (Healy Consultants will provide draft template);
- A legalized letter form the Lebanon Company authorizing an appointee to sign all matters re visas. (Healy Consultants will provide draft template).

**Client initials** 





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# Appendix Five

In order to incorporate the company and establish the Lebanon bank account, it is necessary that a CLIENT NAME's appointee travels to Lebanon to sign the Articles of Association at the Ministry of Justice in front of a Public Notary and complete banking formalities for opening and operating the bank account. Healy Consultants Lebanon affiliate team will accompany this individual to all of these events. This person should plan to stay in Lebanon for a minimum of 2 days for this process;

Kindly refer to the inserted PDF file for the draft POA

POA.pdf	ble click on the attachment included	
	Client initials	
	ww	w.healyconsultants.com



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# Appendix Six

#### Potential engagement problems and solutions

<u>No</u>	<u>Problem</u>	Solution
1.	Our Client does not provide Healy Consultants the required information/documents in a timely manner. For example, the corporate shareholder information is not properly signed, attested and/or legalized.	Our Client speedily responds to Healy Consultants requests and efficiently provides my Firm the required information or immediately highlights problems with replying to requests
2.	The Lebanon Government advise they need additional information or documents, before approving a business license or completing company incorporation.	Healy Consultants will revert to our Client requesting additional information and documents.
3.	Unanticipated Lebanon laws governing CLIENT NAME Lebanon business, thus a delay in the incorporation process.	Healy Consultants will outline the proposed operations in the business plan and company articles to ensure issues are addressed at the earliest stage.
4.	Public holidays in Lebanon and Singapore cause unanticipated engagement delays	The engagement period is extended increasing the likelihood Healy Consultants will charge our Client additional project management fees.
5.	Political unrest either postpones or terminates the engagement	The engagement period is extended increasing the likelihood Healy Consultants will charge our Client additional project management fees. Where there is a termination of services due to external reasons, Healy Consultants will provide a refund for services not already rendered.
<mark>6</mark> .	During the engagement, Lebanon Government departments revert to Healy Consultants rejecting the business activities of our Client	Healy Consultants will revert to our Client to create a solution. There may be additional fees to efficiently and effectively complete the engagement





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7.	The Lebanon Government departments do not approve applications in a timely manner, causing material delays in the engagement completion date;	Healy Consultants will aggressively solve problems where possible. That said, Healy Consultants will not be responsible for the incompetence and inefficiency of Government departments. That said, Healy Consultants will aggressively supervise and liaise with third parties to ensure your engagement is efficiently and effectively advanced.
8.	Lebanon banking facilities will not open corporate accounts for the proposed business activity, shareholder nationality, or refuse to issue performance bonds;	The Lebanon banks enjoy ultimate power of approval of account applications. Consequently, guaranteed success is outside of Healy Consultants control. What is inside our control is the preparation and submission of a high quality bank application that maximizes the likelihood of approval. If a bank is deemed not possible, Healy Consultants will find alternative Lebanon banks more amenable.