



Jordan Branch Invoice

Client to provide

Company Reg. No.: 921530

Address to be provided

Date: Monday, February 27, 2017

Invoice No: 2016 – 10 – 003p

Professional services for <u>Jordan</u> Branch (without travel)	Notes	Year 1 US\$	Year 2 US\$
Jordan <u>branch formation</u> fees (without travel)	1.	14,750	3,500
Branch <u>legal registered office</u> fees for incorporation purposes	2.	2,950	2,950
Estimate <u>Government registration</u> , translation and attestation fees	3.	3,300	1,000
Post branch <u>Government registrations</u> and legal fees	4.	8,250	4,870
Jordan branch <u>bank account opening</u> fees (without travel)	5.	2,950	0
<u>Project management</u> fees for a 4-month engagement	6.	5,645	0
Obtain <u>TIN and sales tax registration</u> fees	7.	750	0
Estimate of annual <u>accounting and tax</u> fees	8.	0	2,300
Total Healy Consultants fees payable this month	9.	38,595	0
Estimate of total Healy Consultants fees payable after 12 months	10.		14,620

Note: this invoice needs to be tailored for each Client. The above services and fees represent the average requirements of our Clients. I recommend you carefully read the notes below to confirm and understand all services required by your Firm, eliminating the risk of unwanted fee surprises during the engagement;

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Notes to invoice above

1. Healy Consultants fees to efficiently and effectively complete Jordan branch registration within [5 weeks](#) by **i)** choosing the optimum regulatory license for our Client's business activities; **ii)** reserving a branch name with [Jordanian Chamber of Commerce](#) (JOCC); **iii)** settling our accountant and lawyer fees and **iv)** preparing a high quality branch registration application for [Jordan Ministry of Industry and Trade](#);

All [engagement fees](#) (click link) are agreed and paid up front and agree to the fees published on our country web pages. Consequently, there are no hidden fees, 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 week during the engagement, Healy Consultants will 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;

2. In accordance with [Jordan Company Law](#), an branch shall as from the date of its registration have a legal registered office in Jordan, to which all official government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants' Jordan office will be the registered office address for your branch. Thereafter, this address will be used to receive government correspondence including **i)** tax letters **ii)** notice of the legal annual return; and **iii)** all government communications. Most of our Clients wish to place [Healy Consultants' office address](#) on invoices, contracts, websites and business cards;

Immediately after legal branch registration, our Client must secure and certify by the [Greater Amman Municipality](#) a 12 months lease agreement for office premises in Amman. If this service is required to be provided by Healy Consultants, our fee for the same amounts to US\$2,950. The annual rental fee will be payable directly to the landlord. Healy Consultants the estimated annual fee for a one person office space amounts to US\$4,500;

3. This fee is an estimate of Jordan government, translation and attestation costs payable during your Firm's engagement. All the above mentioned fee payments will be supported by original receipts and invoices. Examples of Government costs include **i)** reserving the branch name with the [Ministry of Industry and Trade](#) or **ii)** paying the license fee. Following engagement completion, Healy Consultants will refund our Client any excess of funds received over actual Government costs paid;

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4. Immediately after the branch is legally registered, it is necessary to **i)** appoint a local legal firm and pay them an annual fee of US\$4,500 and **ii)** appoint a local independent audit firm. Healy Consultants Jordan affiliate office will be your legal firm during the first year and will conduct the mandatory post registration incorporations in Jordan;

Approximately US\$3,000 is required to complete registrations including **i)** securing a [Chamber of Commerce](#) Certificate; **ii)** secure Municipal approval for office premises; **iii)** obtain a Municipal License and **iv)** appoint an auditor of your Firm's choice. Only when our Client has chosen their first employee, Healy Consultants can assist our Client register for social security;

As always, Healy Consultants will negotiate with all third parties to eliminate or reduce additional engagement costs. For transparency purposes, all third party fee payments will be supported by original receipts and invoices. Examples of possible third party payments include **i)** embassy fees **ii)** notary public costs **iii)** official translator fees;

5. Healy Consultants will be pleased to open a Jordan corporate bank account without our Client travel. It is a time consuming task, and Healy Consultants will shelter our Client from the associated administrative challenges. As you can appreciate, it is a difficult task to obtain bank account approval through a newly formed branch when shareholders, directors and bank signatories reside overseas. Healy Consultants will prepare a business plan for the bank to optimize the probability of corporate bank account approval. Depending on our Client's business and nationality, there is a 20% 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. If our Client must travel to Jordan for corporate bank account opening, Healy Consultants will refund our Client US\$950;

If our Client is not comfortable with only a Jordanian corporate bank account, Healy Consultants will be pleased to open [an international corporate bank account](#) (click link) outside of Jordan. Examples include New York, Germany, Liechtenstein, Austria, Bulgaria, South Africa, Australia, London, South America or Dubai. All banks will be top tier banks in these countries with excellent internet banking services. Example of our global banking partners include HSBC, Standard Chartered Bank, Citibank, Barclays, Standard bank, ANZ bank, VTB bank, UBS, Credit Suisse;



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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. The 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 because of [our global banking relationships](#) and determination.

6. This cost includes Healy Consultants fees to thoroughly research and plan Jordan [business set up](#) for our Client including **i)** payment of retainer fees to multiple lawyers, accountants and other consulting firms; **ii)** preparing a detailed [project plan](#) with time lines; **iii)** time taken to determine the optimum Jordan corporate structure, including preparation of a detailed comparison table of entities; **iv)** ascertain the specific accounting, tax, [legal and compliance](#) considerations; **v)** finding solutions to [challenges that occur](#) throughout the engagement and **vi)** completing a detailed, 23-page [engagement strategy document](#) from all of the above;

This cost also includes Healy Consultant's fees to efficiently and effectively [project manage](#) and timely complete our Client's engagement including **i)** injecting the paid up share capital on our Client's behalf and **ii)** collating and supervising the legalisation and attestation of all documents **iii)** weekly detailed [engagement status updates](#) to our Client and **iv)** weekly Friday conference call and **v)** finding solutions to unexpected challenges throughout the engagement;

Healy Consultants project management fees also include the time taken to devise the strategies as to how to **i)** minimise the [engagement period](#) **ii)** complete the engagement without our Client travelling **iii)** avoid the need for a [local Jordan shareholder](#) **iv)** minimise tax using a Jordan freezone and **v)** avoid the need for a specific regulatory license;

The Jordan branch registration is a long and complicated process for foreign investors. Healy Consultants will liaise with multiple independent lawyers and accounting firms to ensure that **i)** your Firm complies with Jordan commercial regulations **ii)** your Firm's interests are well protected and **iii)** your Firm enjoys all possible tax benefits;

7. In accordance with Jordan Taxation Law, each entity must obtain a tax identification number (TIN) and register for sales tax (value added tax) at the [Ministry of Industry and Trade](#). This identification number can only be obtained after obtaining the Municipality approval from note 2;

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8. For an active trading branch, these [accounting and tax](#) fees are an estimate of Healy Consultants fees to efficiently and effectively discharge your annual branch accounting and tax obligations. Following receipt of a set of draft accounting numbers from your branch, Healy Consultants will more accurately advise accounting and tax fees. For a dormant branch, Healy Consultants fees are only US\$950;
9. All fees quoted in this invoice correspond to fees quoted [on Healy Consultants' website](#). Please review this invoice carefully to identify errors. During the rush of the business day, it is possible that 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;
10. Assuming our Clients' re-engage Healy Consultants in year 2, this fee is an estimate of the fees payable next year, 12 months after the date of branch registration;
11. Engage Healy Consultants to [project manage](#) business set up in every country on the planet. We are the best in the [world](#) at what we do, timely completing [the A to Z](#) of every country engagement;
12. In accordance with [Jordan Company Law](#), there is a money remittance to be issued by the mother company of approximately US\$70,650 and must be deposited to the branch bank account before the branch is fully registered. To optimize engagement efficiency and minimize delays, Healy Consultants is happy to deposit these funds on behalf of our clients;
13. Depending on our Client's business and nationality, the Jordanian Government may require a special regulatory license to carry on your business in the country. Healy Consultants will assist our Client secure license approval; there may be additional engagement fees. However, the Government enjoys ultimate power of approval of branch registrations and business licenses;
14. To assist our Clients to minimize foreign exchange costs, we offer the payment in SG\$, Euro, Pounds or US\$. Kindly let me know in which currency your Firm prefers to settle our fees and I will send an updated invoice, thank you;
15. Some of our Clients' engage Healy Consultants to [recruit \(click link\)](#) local employees. We have a lot of experience in this area and we are quite skilled at securing quality candidates for our Clients';



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16. A branch requires the appointment of a resident manager. If required, Healy Consultants will be pleased to act as your professional passive nominee manager. If our Client requires nominee non-resident shareholder and director [services \(click link\)](#), Healy Consultants will be pleased to assist. Our fee for professional, passive nominee non-resident corporate shareholder amounts to US\$2,100 per annum. Our fee to be both nominee non-resident director and shareholder amounts to US\$6,600 per annum. If your Firm requires a nominee resident shareholder, our fee amounts to US\$16,600. Being the sole shareholders and sole director of a Client's branch exposes Healy Consultants to reputation, litigation and financial risk;
17. If our Client and Healy Consultants properly plan this engagement, our Clients' will **not** have to travel during this engagement. Healy Consultants will efficiently and effectively complete branch registration and corporate bank account opening in a timely manner without our Client presence. Instead, our Client will need to **i)** sign and get documents legalized in the embassy in their country of origin and **ii)** courier the originals to Healy Consultants office;
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- A photograph of a commercial airplane in flight, with a large yellow 'X' drawn over it, indicating that travel is not required for this engagement.
18. If required, Healy Consultants will be pleased to assist your firm to secure employee [visa](#) approvals. Our fee is US\$3,950 for the first employee, US\$2,950 for the second employee, US\$1,950 per employee thereafter. Our employee visa fees 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;
19. Monthly, bi-monthly and mid-year Government tax obligations include **i)** monthly payroll reporting **ii)** bi-monthly sales and corporation tax return filing every two months and **iii)** monthly social security reporting. If you need our help, Healy Consultants can complete monthly Government reporting for a monthly fee of US\$1,160. Healy Consultants monthly support will include **i)** receive in dropbox the monthly invoices from our client **ii)** label monthly bank statement transactions **iii)** preparation and submission of sales tax returns and **iv)** monitor monthly profit levels to minimize annual tax **v)** submission of monthly employee payroll reporting;
20. During the annual renewal engagement with our Client, our in-house [Legal and Compliance Department \(click link\)](#) reviews the quality and completeness of our Client file. Consequently, Healy Consultants may revert to our Client to ask for more up to date [due diligence documentation](#);

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21. It is compulsory for every Jordan branch to appoint **i)** an independent local law firm and **ii)** a local audit firm. To minimize complexity, Healy Consultants recommends our Client to appoint Healy Consultants affiliate legal firm. Annually, our Client will pay this law firm an annual fee of US\$4,500. On your behalf, during the renewal, we will try to negotiate this fee downwards depending on the size of our Client business and local sales trading volume;
22. Branch business activities are **i)** limited to the ones stated in the license issued by the [Companies Control Department](#) and **ii)** the parent company's business activity. There is no specific limit placed on the number of employees a branch can employ, however this is subject to approval by the Ministry of Labor. The branch suffers a corporation tax of 10% and a branch can **i)** lease office premises and **ii)** issue sales invoice to Clients' and **iii)** sign local legal contracts. As always, the ultimate decision re trading activity and maximum number of employees' rest with the Government and therefore, guaranteed success is outside of our control.
23. The fees quoted in this invoice are a prediction of the fees required to efficiently and effectively complete this engagement in a timely manner. If during the engagement Healy Consultants realizes that the project is more complex than anticipated, requiring a large additional investment of time, my Firm will revert to request additional fees. If Healy Consultants completes the engagement faster than expected and more easily than expected, Healy Consultants is happy to refund some fees to our Client;
24. During the engagement, shareholders and directors' documents may need to be translated into the local Arabic language; before the Government and Bank approves branch registration and corporate bank account opening respectively. Consequently, our Client should budget for possible additional translation and embassy attestation fees. Either our Client or Healy Consultants can complete this administrative task;
- As always, Healy Consultants will negotiate with all third parties to eliminate or reduce additional engagement costs. For transparency purposes, all third party fee payments will be supported by original receipts and invoices. Examples of possible third party payments include **i)** embassy fees **ii)** notary public costs **iii)** official translator fees;
25. Some of our Clients' require an [immediate country solution](#). With this strategy, within a day Healy Consultants can supply our Client **i)** an existing dormant Jordan branch number and **ii)** an already approved Jordan corporate bank account number and **iii)** a business address. Turnkey solutions are attractive to those entrepreneurs who wish to immediately close a country deal, sign a contract or invoice a customer;



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26. It is important our Clients' are aware of their personal and corporate tax obligations in their country of residence and domicile. Let us know if you need Healy Consultants help to clarify your local and international annual tax reporting obligations. 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;

27. Healy Consultants will only incorporate your branch after 75% of [due diligence documentation](#) is received by email. Healy Consultants will only open a corporate bank account after 100% of the Client's original due diligence documentation is received by courier;

Thank you for your business and we look forward to working closely with you over the coming weeks as we engineer your Jordan corporate structure.

Best regards,

Aidan Healy

Aidan Healy

[Business owner](#)

Healy Consultants Group

Tel: (+65) 67350120 (direct)

Address: Building 11, Mamdouh Saryra Street, Amman, Jordan

Skype: healyconsultants

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