



Healy Consultants



Fast nominee LLC business set up

Our Client

Address to be provided

Date: Tuesday, June 27, 2017

Company Reg. No.: 921530

Invoice No: 2017 – 01 – 053z

Professional services for Colombia fast nominee LLC (no travel)	Notes	Year 1 US\$	Year 2 US\$
Colombia nominee fast company formation fees (without travel)	1.	8,550	1,200
Company legal registered office fees for 12 months	2.	1,100	1,100
Tax and VAT registration fee	3.	750	0
Colombia corporate bank account opening fees (without travel)	4.	3950	0
Estimate of Colombia Government registration fees	5.	40	0
Passive, professional nominees (1 shareholder and 1 director)	6.	16,000	12,000
Corporate structure changes including new bank signatory	7.	3,850	0
Monthly, quarterly and half-yearly tax reporting fees for 6 months	8.	3,960	0
Estimate of annual accounting and tax fees	9.	0	2,300
Project-management fees for a 4 month engagement	10.	3,950	0
Total Healy Consultants fees payable this month	11.	42,150	0
Estimate of total Healy Consultants fees payable after 12 months	12.		16,600

Note: I recommend you carefully read the notes within the attached draft invoices to confirm and understand all services required by our Client, eliminating the risk of unwanted fee surprises during the engagement;

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Notes to invoice above:

1. Healy Consultants Group PLC's fees to legally register our Client's Colombia LLC with our temporary professional, passive nominee [shareholders and directors](#) and bank signatory. Within [two weeks \(click link\)](#), my team and I will email you **i)** a company registration number **ii)** a corporate bank account number **iii)** a city center business address **iv)** a tax number and **iv)** a proforma Colombia sales invoice template complying with Colombia company law;

Within [two weeks](#), our Client can legally conduct business in Colombia; including **i)** issue sales invoices to local customers **ii)** sign customer and supplier contracts **iii)** sign a lease agreement for long term physical office and warehouse premises **iv)** and hire local and expatriate employees including secure employment visa approval;

All engagement fees are agreed and paid up front and agree to the fees published on our country [web pages](#) (click link). Consequently, there are no hidden fees nor surprises nor 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 Group PLC emails our Client a detailed email engagement [status update](#). our Client is immediately informed of engagement problems and solutions. In your preferred language, your dedicated Engagement Project Manager will communicate with you via phone, Skype, WhatsApp, Viber, sms, WeChat, Telegram, QQ, Facebook Messenger or Line Messenger;

2. In accordance with [Colombia Law](#), a company shall as from the date of its incorporation have a registered office in Colombia, to which official government communications and notices may be addressed. To comply with this requirement, Healy Consultants' Colombia office will be the registered office address for your company. 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;
3. In accordance with [Colombia Law](#), each entity must register for corporate tax and VAT with the Dirección de Impuestos y Aduanas Nacionales ([DIAN](#)). Usually, it takes [1 week](#) to secure tax numbers;

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4. Healy Consultants Group PLC will be pleased to open a Colombia corporate [bank account](#), without your travel. It is a time-consuming task, Healy Consultants will shelter our Client from the administrative hurdles. As you can appreciate, it is a challenging task to secure corporate bank account approval through a newly formed company;

At the beginning of the engagement, Healy Consultants Group PLC will secure corporate bank account approval using our professional, passive nominee shareholder, director and bank signatory. We will prepare a quality business plan for the bank; to optimize the probability of corporate bank account approval. Following completion of Colombia business set up, our Client will appoint their preferred shareholders and directors and bank signatory;

Depending on our Client business and nationality, there is a 40% probability the banks will request beneficial owners and future bank signatories to travel to Colombia for a one hour bank interview. Healy Consultants Group PLC will try its best to negotiate with the bank for a travel exemption. If our Client must travel to Colombia for bank account signatory change, Healy Consultants will refund our Client US\$950;



The banks enjoy ultimate power of approval of corporate bank account applications. Consequently, guaranteed success is outside of Healy Consultants Group PLC's control. What is inside our control is the preparation and submission of a high-quality bank application; maximizing the likelihood of approval;

Global banks continue to tighten corporate bank account opening procedures, their internal compliance departments completing more thorough due diligence of Clients. Consequently, our Client should expect the bank account approval period to take at least 4 weeks. See also note below for further details on timelines for bank signatory changes. Furthermore, global banks now might also require evidence of proof of business, including sales contracts or lease agreement;

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5. This fee is an estimate of government costs payable during our Clients' engagement. All Government fee payments will be supported by original receipts and invoices. Examples of government costs include register the company with the **i)** [Registry of Commerce](#); **ii)** obtaining taxpayer ID number from [DIAN](#); **iii)** registering the company with the [Family Compensation Fund](#), the [Governmental Learning Service](#) and the [Colombian Family Institute](#); **iv)** registering the company's employees for health coverage, pension and severance fund and **v)** registering the company with the Administrator of Professional Risks. Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid;
6. In accordance with [Colombia Law](#), all Colombia companies must have **i)** 1 shareholder and **ii)** 1 director who needs to be resident in Colombia. Appointment of Healy Consultants Group PLC professional, passive [nominee shareholder](#) and [director](#) (click links) and bank signatory enables our Client to **i)** sales invoice customers within 4 weeks and **ii)** sign contracts and lease premises;

If required, Healy Consultants Group PLC will be pleased to provide our Client with a full package of passive professional nominee services. Our fee is US\$16,000 for this service, with shareholder for four months (until the corporate structure is successfully changed) and one resident director for one year. Our monthly fee is US\$1,000 per nominee national shareholder, resident director or legal representative. Our fee to only provide a country [resident director](#) is US\$12,000 per annum;

7. Following business set up completion, Healy Consultants Group PLC assists our Client appoint their preferred shareholders and directors and bank signatory. Depending on our Client business and the efficiency of the Government and bank Departments, this process can take up to 2 months. This is the hardest part of the engagement;

This fee covers Healy Consultants professional fee to assist our Client secure the amended memorandum and articles of association. This includes our fee to draft and submit applications to the [Registry of Commerce](#) to **i)** seek approval for share purchase **ii)** change company name **iii)** change business activity **iv)** change director and company shareholder. All of the changes made will be reflected on the amended memorandum and articles of association. Appointing new and resigning old shareholders and directors is a complex, lengthy process; exacerbated by inefficient Government Departments;

Before the Colombia bank approves our Clients' preferred bank signatory, the bank in-house Legal and Compliance Department will request additional Know Your Customer documents. Change of corporate structure and of bank signatory is a time-consuming task, but Healy Consultants Group PLC will shelter our Client from this administrative burden;

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Realistically and so you can plan your business, our Client will be able to log into e-banking within 6 weeks from the time Healy Consultants Group PLC completes corporate structure change, as outlined on this [web page \(click link\)](#);

8. Monthly and quarterly Government tax obligations include **i)** payroll and personal income tax reporting on behalf of employees (if any) **ii)** monthly VAT returns and payments **iii)** quarterly report over the use of the invoice book and **iv)** quarterly corporate tax provisional payments. If you need our help, Healy Consultants Group PLC can complete monthly Government reporting for a monthly fee of US\$660. For the first 6 months' post company registration, Healy Consultants Group PLC will timely and accurately complete this statutory task.

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 VAT returns and **iv)** monitor monthly profit levels to minimize annual tax **v)** submission of monthly employee payroll reporting. If required, to minimize monthly costs, Healy Consultants Group PLC will assist our Client recruit a local in-house accountant to remotely complete this monthly task.

9. For an active trading company, these [accounting and tax](#) fees are an estimate of Healy Consultants Group PLC fees to efficiently and effectively discharge your annual company accounting and tax obligations. Following receipt of a set of draft accounting numbers from your company, Healy Consultants Group PLC will more accurately advise accounting and tax fees;



10. Healy Consultants Group PLC project management fees relate to time and resources dedicated to:
- thoroughly research and plan Colombia business set up for our Client;
 - devising strategies to **i)** minimise the total engagement period **ii)** complete the engagement without our Client travelling **iii)** avoid the need for a Colombia [national shareholder](#) and **iv)** avoid the need for a specific regulatory license;
 - agreeing the optimum corporate structure with our Client;
 - submitting a high-quality company incorporation application to the [Registry of Commerce](#);
 - choosing the optimum regulatory license for our Client business activities (if required);
 - injecting the paid up share capital on our Clients' behalf;
 - collating and supervising the legalisation and attestation and translation of Client documents;

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- h.** weekly detailed engagement [status updates](#) to our Client and weekly Friday conference calls;
 - i.** payment of retainer fees to multiple local lawyers and accountants;
 - j.** ensuring our Client complies with local regulations and legally owns and controls the new entity;
 - k.** ascertain the specific accounting, tax, legal and compliance considerations;
 - l.** finding solutions to [challenges that occur](#) throughout the engagement;
 - m.** determining the local and international tax obligations of the new entity, including corporate income tax, payroll taxes, withholding tax and sales taxes.
- 11.** All fees quoted in this invoice correspond to fees quoted on Healy Consultant Group PLC's [business website](#). 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;
- 12.** Assuming our Clients re-engage Healy Consultants Group PLC in year 2, this fee is an estimate of the fees payable next year, 12 months after the date of company registration;
- 13.** Some of our Clients engage Healy Consultants Group PLC to [recruit](#) local employees. We have a lot of experience in this area and we are quite skilled at securing quality candidates for our Clients;
- 14.** The fees quoted in this sales invoice today, are a prediction of the fees required to efficiently and timely complete this engagement. If during the engagement Healy Consultants Group PLC 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 Group PLC is happy to refund some fees to our Client;
- 15.** During company registration, the minimum paid up share capital of US\$1 must be injected into the local corporate bank account or capital account. The paid-up share capital may vary depending on our Client's business. To optimize engagement efficiency and minimize delays, Healy Consultants Group PLC is happy to deposit these funds on behalf of our Client;
- 16.** Depending on our Client's business and nationality, the Government may require a special regulatory license to carry on your business in the country. Healy Consultants Group PLC will assist our Client secure license approval. There may be additional fees for this service. However, the

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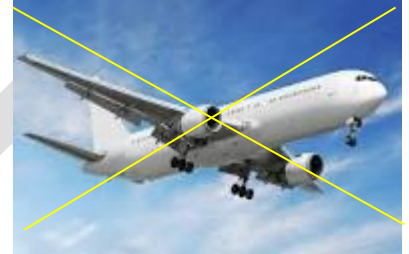
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Government enjoys ultimate power of approval of company corporate structure changes and business licenses;

17. If our Client and Healy Consultants Group PLC properly plan this engagement, our Clients' directors and shareholders will ***not*** have to travel during this engagement. Healy Consultants will efficiently complete company registration, corporate bank account opening; and change of corporate structure and bank signatory in a timely manner without our Client's presence. Instead, our Client will need to **i)** sign and get documents legalized in the Colombian embassy in their country of origin and **ii)** courier the originals to Healy Consultants Group PLC office;



18. In accordance with the [Colombia Company Act](#), each Colombia LLC must have at least one legal representative ordinarily resident in Colombia. To minimize complexity, Healy Consultants recommends our Client appoint a Colombia staff members already in Colombia. If our Client is uncomfortable with this strategy, Healy Consultants will provide nominee Supervisory and Legal Representative. Our annual fee for the same is US\$12,000 per nominee;

19. If required, Healy Consultants Group PLC will be pleased to assist your Firm to secure employee [visa](#) approvals. Our fee is US\$4,950 for the first employee, US\$3,950 for the second employee, US\$1,950 per employee thereafter. Our employee visa fees include 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 Group PLC's 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;

20. During the engagement, shareholders and directors documents may need to be translated into Spanish, before the Government and Bank approves corporate structure changes and bank account signatory change respectively. Consequently, our Client should budget for possible additional translation and embassy atestation fees. Either our Client or Healy Consultants can complete this administrative task;

As always, Healy Consultants Group PLC 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;

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21. As stipulated on our [business website](#) and in section 3 of our engagement letter, Healy Consultants Group PLC will only commence the engagement following **i)** settlement of our fees and **ii)** completion and signing of our legal engagement letter;
22. To assist our Client to minimize foreign exchange costs, we offer the payment in US\$ € £ A\$ S\$. Kindly let me know in which currency your Firm prefers to settle our fees and I will send an updated invoice, thank you;
23. Healy Consultants Group PLC will only incorporate your company after 75% of [due diligence documentation](#) is received by email. Healy Consultants Group PLC will only open a corporate bank account after 100% of the Client's original due diligence documentation is received by courier;
24. During the annual renewal engagement with our Client, our in-house Legal and Compliance Department reviews the quality and completeness of our Client file. Consequently, Healy Consultants Group PLC may revert to our Client to ask for more up to date [due diligence documentation](#);
25. Engage Healy Consultants Group PLC to [project manage \(click link\)](#) the set up of your business in every country on the planet. We are the best in the [world \(click link\)](#) at what we do and we are a one-stop-shop for [the A to Z \(click link\)](#) of every country engagement;
26. Thank you for your business and we look forward to working closely with you over the coming months as we [project manage \(click link\)](#) our Clients' Colombia business set up;

Best regards,

Aidan Healy

Aidan Healy

[Business owner](#)

Healy Consultants Group PLC

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