

Anthony

Hong Kong

Date: Friday, May 25, 2018

Invoice No: 2018 – 02 – 003

Company Reg. No.: 201623711R

Professional services for <u>Japan</u> Bitcoin LLC (without travel)	Notes	Year 1 US\$	Year 2 US\$
Japan LLC incorporation fees (without travel)	1.	5,950	0
Assistance to locate office premises in Japan	2.	950	0
Estimate of Japan Government registration fees	3.	525	0
Japan cryptocurrency bank account opening fees (without travel)	4.	7,950	0
Tax and VAT registration fees	5.	950	0
Estimate of annual accounting and tax fees	6.	0	2,300
Total fees payable before company registration	7.	16,325	
Estimate of total Healy Consultants Group PLC fees payable after 12 months	8.		2,300

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

 Healy Consultants Group PLC' fees to efficiently and effectively complete Japan company registration within <u>six weeks</u> (click link) by i) choosing the optimum regulatory license for our Client's business activities; ii) reserving a company name with <u>Legal Affairs Bureau</u>; iii) settling our accountant and lawyer fees and iv) preparing a high quality company incorporation application for <u>Legal Affairs Bureau</u>;

All <u>engagement fees</u> (click link) are agreed and paid up front and agree to the fees published on our country web pages. There are no hidden fees, surprises or ambushes throughout the engagement. All engagement deadlines are agreed up front in the form of a <u>detailed project plan</u>, mapping out <u>deliverables</u> by week throughout the engagement term;



Every week during the engagement, Healy Consultants Group PLC will email our Client a <u>detailed status update</u>. Our Client is immediately informed of engagement problems together with solutions. Your dedicated engagement manager is reachable by phone, sms, Skype, <u>WhatsApp</u>, live chat, <u>Viber</u> and email and will communicate in your preferred language;

- 2. Before company incorporation is complete, the Japanese Government must review and approve a lease agreement for office premises. If your Firm requires this service from Healy Consultants Group PLC, our one-time fee amounts to US\$950. The monthly rent thereafter will be paid independently and directly to the landlord by our Client. An estimate of such a rental for a space of 10 sqm for one employee is US\$1,700 per month;
- 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) reserving the company name with <u>Legal Affairs Bureau</u>; ii) preparation of LLC's articles of incorporation; iii) notarizing all company documents and iv) notification of stock acquisition to the <u>Bank of Japan</u>. Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid;
- 4. Healy Consultants Group PLC will be pleased to open a Japan bitcoin friendly corporate bank account without our Client needing to travel in a minimum of <u>8 weeks</u>. It is a time-consuming task, Healy Consultants Group PLC will shelter our Client from the administrative challenges. As you can appreciate, it is a difficult task to obtain Bitcoin bank account approval when shareholders, directors and bank signatories reside overseas. Healy Consultants Group PLC will prepare a business plan for the bank to optimize the probability of corporate bank account approval. Depending on our Client business and nationality, there is a 40% probability the banks will request a bank signatory to travel 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 for the corporate bank account opening, Healy Consultants Group PLC will refund our Client US\$950;

If our Client is not comfortable with only a Japan bitcoin corporate bank account, Healy Consultants Group PLC will be pleased to open <u>an international corporate bank account</u> (click link) outside of Japan. Examples include New York, Germany, Liechtenstein, Austria, 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, BNP Paribas, Emirates NBD, Bank of China, ANZ bank, Standard Bank, UBS, Credit Suisse;



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

Global banks <u>continue to tighten</u> 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 at least 6 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;

Because of the nature of our Client business, there is a 25% probability the bank in-house Legal and Compliance Department will reject the Bitcoin corporate bank account application. In the unfortunate event this occurs, Healy Consultants Group PLC will immediately discuss alternative corporate bank account solutions (click link);

Furthermore, Healy Consultants Group PLC expects the bank's risk department to request additional <u>due</u> <u>diligence</u> from our Client's business including i) specific license; ii) proof of business globally and iii) additional KYC information on our Client's business and place of residency. We assume our Client provides most of this information within one week;

Depending on our Client's business and nationality, there is a 25% probability the bank officer will request a set of corporate documents to be certified by the local registered agent, apostilled, translated or legalized with the nearest Bank Country Embassy. In such case, Healy Consultants Group PLC estimates the corporate bank account opening will be delayed with up to two business weeks. Following appropriate attestation of signatures, bank due diligence and corporate bank account opening forms, our Client couriers signed corporate bank account opening set required by the bank to our preferred address; and determination.

- 5. In accordance with <u>Japan Companies Act</u>, each entity must register for corporate tax at the <u>National Tax</u> <u>Bureau</u>;
- 6. For an active trading company, these <u>accounting and tax</u> 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. For a dormant company, Healy Consultants Group PLC fees are only US\$950;



- 7. All fees quoted in this invoice correspond to fees quoted <u>on Healy Consultants Group PLC' website</u>. Please review this invoice carefully to identify errors. During the rush of the business day, it is possible that Healy Consultants Group PLC 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;
- 8. 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;

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- 9. 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 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 Group PLC completes the engagement faster and more easily than expected, Healy Consultants Group PLC is happy to refund some fees to our Client;
- 10. While appointment of a resident director is not required by Law, Japanese banks will require the entity to have at least one resident director in Japan. Consequently, . To efficiently and effectively secure corporate bank account approval in a timely manner, we recommend our Clients to appoint a professional passive nominee as resident director, who will also visit the branch of our Client's preferred Japanese bank. Healy Consultants Group PLC will i) assist our Client to find a professional passive nominee resident director and ii) complete KYC review on the nominee and iii) supply a qualify draft nominee agreement to make sure the interests of our Clients are well protect and iv) aggressively and skillfully negotiate with the bank to ensure only our Client's staff are appointed as bank signatories of the account. Our one time fee for this service is US\$4,950. If the banks do not require to appoint a resident director before confirming interest to board our Client's business, Healy Consultants will be happy to refund this fee. Otherwise, our Client should also budget an additional US\$3,950 per month in nominee fees, payable directly to the nominee. independently of Healy Consultants Group PLC;
- 11. In accordance with Japan Companies Act, the minimum share capital of a Japanese LLC company is US\$1. However in order to employ foreigners and smooth the incorporation process, it is recommended to have a minimum capital of US\$50,000. To optimize engagement efficiency and minimize delays, Healy Consultants Group PLC is happy to deposit these funds on behalf of our clients;
- 12. If required, Healy Consultants Group PLC will be pleased to assist your firm to secure employee visa approvals. Our fee is US\$5,950 for the first employee, US\$4,950 for the second employee, US\$3,950 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 Group PLC' 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;
- 13. Engage Healy Consultants Group PLC 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;
- 14. If our Client and Healy Consultants Group PLC properly plan this engagement. our Clients will **not** have to travel during this engagement. Healy Consultants Group PLC will efficiently and effectively and aggressively complete company 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 Group PLC office;



15. Depending on our Client's business and nationality, the Japan 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 engagement fees. However, the Government enjoys ultimate power of approval of company registrations and business licenses;

- 16. Depending on our Client business and nationality, the Japan Government may require a special regulatory license to carry on your business in the country. Once engaged, Healy Consultants Group PLC will prepare a i) quality business plan and ii) spend 1 week liaising with the Japan Government to confirm if a specific business regulatory license is required. Because your Japan company will be involved in financial investments, asset management and Bitcoin trading, there is a 75% probability that the Japan Government will request your Firm to secure a business license. If this happens, there will be a delay of minimum 6 weeks in the engagement and there will be additional project management fees starting from US\$8,950. Healy Consultants Group PLC will negotiate license exemption. However, the Government enjoys ultimate power of approval of company registrations and business licenses. In the event that the company is licensed, it is possible the Japan authorities consider your Japan company as tax resident in Japan and therefore subject to corporate income tax;
- 17. If our Client requires non-resident nominee shareholder and director <u>services (click link)</u>, Healy Consultants Group PLC 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 non-resident nominee director and shareholder amounts to US\$6,600 per annum. Being the sole shareholders and sole director of a Client's company exposes Healy Consultants Group PLC to reputation, litigation and financial risk;
- 18. Monthly, quarterly and mid-year Government tax obligations include monthly and quarterly payroll reporting, VAT and corporation tax return filing. If you need our help, Healy Consultants Group PLC can complete monthly Government reporting for a monthly fee of US\$860. Healy Consultants Group PLC 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) submission of monthly employee payroll reporting;
- 19. During the engagement, shareholders and directors' documents may need to be translated into the local language; before the Government and Bank approves company 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 Group PLC 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;

- 20. Some of our Clients' require an <u>immediate country solution</u>. With this strategy, within a day Healy Consultants Group PLC can supply our Client i) an existing dormant Japanese company number and ii) an already approved Japanese 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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- 21. 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 Group PLC help to clarify your local and international annual tax reporting obligations;



- 22. As stipulated on our <u>business website</u> 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;
- 23. Healy Consultants Group PLC will only incorporate your company after 75% of <u>due diligence</u> <u>documentation</u> is received by email. Healy Consultants Group PLC will only open a corporate bitcoin 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 <u>Legal and Compliance Department</u> (click link) 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 <u>due diligence documentation</u>;
- 25. 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;
- 26. Some of our Clients' engage Healy Consultants Group PLC to <u>recruit (click link)</u> local employees. We have a lot of experience in this area and we are quite skilled at securing quality candidates for our Clients'.
- 27. Some of our Clients' prefer to pay Healy Consultants Group PLC fees by instalments (click link);

Thank you for your business and we look forward to working closely with you over the coming weeks as we project manage (click link) your Japan business set up engagement.

Best regards

Aidan Healy

Aidan Healy

 Business owner

 Healy Consultants Group PLC Group

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