

Germany vintage shelf GmbH (LLC) Invoice

Client to provide

Company Reg. No.: 201623711R

Address to be provided

Date: Monday, June 10, 2019

Invoice No: 2019 – 05 – 003p

Professional services for <u>German</u> GmbH (without travel)	Notes	Year 1 €	Year 2 €
Germany aged shelf <u>company</u> fees (without travel)	1.	16,280	1,300
Legal <u>registered office</u> fees	2.	1,200	1,200
Estimated Germany <u>Government registration</u> fees	3.	1,500	0
German corporate <u>bank account</u> opening fees (without travel)	4.	4,950	0
Corporate structure changes including new shareholder/director	5.	2,950	0
<u>Project management</u> fees for a 2-month engagement	6.	2,330	0
Tax and VAT <u>registration</u> fees	7.	740	0
Estimate of annual <u>accounting and tax</u> fees	8.	0	2,300
Total Healy Consultants Group PLC fees payable this month	9.	29,950	0
Estimate of total Healy Consultants Group PLC fees payable after 12 months	10.		4,700

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 within the attached draft invoices to confirm and understand all services required by your Firm, eliminating the risk of unwanted fee surprises during the engagement;

Germany vintage shelf GmbH (LLC) Invoice

Notes to invoice above

1. Healy Consultants Group PLC's fees to supply our Client a dormant clean shelf German company; together with Government fees paid up to date. Historic annual accounting and tax and legal and audit obligations complete. Within 2 business weeks after fee settlement, my team and I will email you **i)** a company registration number **ii)** business premises solutions **iv)** a tax number and **iii)** a proforma Germany sales invoice template complying with Germany company law;

Following transfer of the corporate structure and bank account set up, our client can legally conduct international business through the Germany entity; including **i)** issue sales invoices to international 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](#) (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 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 German [Private Limited Law](#) (click link), a German company shall as from the date of its incorporation have a legal registered office in Germany, to which all official Government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants Group PLC Germany business office will be the registered office address for your Germany 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 Group PLC' office address](#) on invoices, contracts, websites and business cards;
3. This fee is an estimate of government costs payable during your Firm's engagement. All government fee payments will be supported by original receipts and invoices. Examples of government costs include **i)** approval of the new name with the chamber of commerce and industry; **ii)** ownership transfer application with the [German Trade Register](#) (click link) "Unternehmensregister"; **iii)** government license fee; **iv)** publication of the updated application in the Federal Gazette - "[Bundesanzeiger](#)"; Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid;

Healy Consultants Group PLC will be pleased to open a Germany corporate bank account without your travel. 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 bank account approval through a newly transferred company, when shareholders and 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.

Germany vintage shelf GmbH (LLC) Invoice

Depending on our Client business and nationality, there is a 20% probability the banks will request a bank signatory to travel for a one-hour bank interview. Personal travel to [Commerzbank](#) Munich increases the probability of approval with this high-quality bank.

Healy Consultants Group PLC will try its best to negotiate with the bank for a travel exemption. If our Client must travel to Germany for corporate bank account opening, Healy Consultants Group PLC will refund our Client €950;

If our Client is not comfortable with only a German corporate bank account, Healy Consultants Group PLC will be pleased to open [an international corporate bank account](#) (click link) outside of Germany. Examples include New York, Liechtenstein, Austria, Bulgaria, South Africa, Singapore, 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, Commerzbank, Bank of China, Erste bank, Standard Bank, UBS, Credit Suisse;

The banks enjoys ultimate power of approval of 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. To date, we enjoy a high approval record because of [our global banking relationships](#) and determination;

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;



4. Healy Consultants Group PLC assists our Client appoint their preferred shareholders and directors. Depending on our Client business and the efficiency of the Government and relevant Departments, this process can take up to 5 weeks. This is the hardest part of the engagement;

This fee covers Healy Consultants Group PLC professional fee to assist our Client secure the amended certificate of incorporation and M&AA. This includes our fee to draft and submit applications to the [German Trade Register](#) 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 articles of association. Appointing new and resigning old shareholders and directors is a complex, lengthy process;

Immediately after the change of corporate structure, our Client can legally conduct international business through the German company including **i)** issue sales invoices to local and international 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;

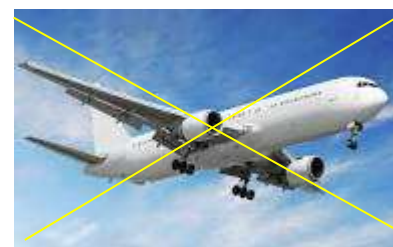
Germany vintage shelf GmbH (LLC) Invoice

5. Healy Consultants Group PLC [project management](#) fees relate to time and resources dedicated to:
- a. thoroughly research and plan German vintage shelf company transfer for our Client;
 - b. devising strategies to **i)** minimise the total engagement period and **iii)** avoid the need for a German [national shareholder](#);
 - c. agreeing the optimum updated corporate structure with our Client;
 - d. submitting a high-quality ownership transfer application to the [German Trade Register](#);
 - e. choosing the optimum licensing strategy for our Client's business activities, if such is required;
 - f. injecting the paid up share capital on our Client's behalf (if required);
 - g. collating and supervising the legalisation and attestation and translation of Client documents;
 - 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;
6. In accordance with [German Corporation Tax Law 1977](#) (click link), each entity must register for corporate tax and VAT at the [Federal Central Tax Office](#). This is a time-consuming task taking a minimum of 4 weeks to complete;
7. 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. For a dormant company, Healy Consultants Group PLC fees are €1,950;
8. All fees quoted in this invoice correspond to fees quoted on Healy Consultants Group PLC' [business website](#). Please review this invoice carefully to identify errors. During the rush of the business day, it is possible Healy Consultants Group PLC inadvertently made fee calculation errors, typing errors or omitted services. 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;



Germany vintage shelf GmbH (LLC) Invoice

9. 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;
10. In accordance with German [Private Limited Law](#) (click link), the issued share capital of €25,000 must be deposited to the company bank account before incorporation. To optimize engagement efficiency and minimize delays, Healy Consultants Group PLC is happy to deposit these funds on behalf of our clients;
11. If our Client requires nominee [services \(click link\)](#), Healy Consultants Group PLC will be pleased to assist. Our fee for corporate nominee shareholder amounts to €1,800 per annum. Our fee for a non-resident individual nominee director or shareholder amounts to €3,600 per annum. Our fee for a country resident director or shareholder amounts to €6,600 per annum.
12. 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;
13. Depending on our Client 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;
14. If required, Healy Consultants Group PLC will be pleased to assist your Firm obtain Germany business [visa](#) (click link) approvals. Our fee is €9,950 for one time assistance with employment visa. 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;
15. If our Client can travel to Germany, Healy Consultants Group PLC can complete company registration and corporate bank account opening within two weeks. If our Client cannot travel to Germany, Healy Consultants Group PLC can complete company registration and corporate bank account opening within five weeks. During this period, our Client must *i)* travel to their local German Embassy to legalize the director and shareholder documents *ii)* supply Healy Consultants Group PLC a power of attorney;
16. 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 €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;
17. 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;



Germany vintage shelf GmbH (LLC) Invoice

18. 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. In particular, USA Clients need to certify a power of attorney with their local Secretary of State, and not the local German Embassy;

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;

19. Some of our Clients' require an [immediate country solution](#). With this strategy, within a day Healy Consultants Group PLC can supply our Client **i)** an existing dormant Germany company number and **ii)** an already approved Germany 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;



20. 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;

21. 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;

22. 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 Group PLC may revert to our Client to ask for more up to date [due diligence documentation](#);

23. 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;

24. Some of our Clients' engage Healy Consultants Group PLC 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';

Germany vintage shelf GmbH (LLC) Invoice

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

Best regards,

Aidan Healy

Aidan Healy

[Business owner](#)

Healy Consultants Group PLC

Tel: (+65) 6735 0120 (direct)

Address: Oberhofer Platz 5, 12209 Berlin, Germany

Skype: healyconsultants

Confidentiality Notice

This transmission and accompanying files contain confidential information intended for a specific individual and purpose. This transmission is private and confidential. If you are not the intended recipient, you are hereby notified that any disclosure, copying or distribution or the taking of any action based on the contents of this information is strictly prohibited. Please contact the sender if you have received this mail and you are not the intended recipient.