

Russia fast nominee LLC Invoice

Client to provide

Address to be provided

Date: Friday, November 23, 2018

Company Reg. No.: 921530

Invoice No: 2018 – 11 – 015p

Professional services for Russia fast nominee LLC	Notes	Year 1 US\$	Year 2 US\$
Russia nominee fast company formation fees	1.	7,500	0
Legal registered office fees	2.	1,100	1,100
Estimate of Russia Government registration fees	3.	110	0
Tax and VAT registration fees	4.	750	0
Russian corporate bank account opening fees	5.	4,950	0
Project management fees for six-month engagement	6.	4,350	0
Healy Consultants Group PLC passive nominees for 6 months	7.	9,950	0
Assistance to secure a work permit for our Client's preferred director	8.	3,950	0
Corporate structure changes including new bank signatory (with travel)	9.	4,580	0
Estimate of annual accounting and tax fees	10.	3,500	3,500
Total Healy Consultants Group PLC fees payable this month	11.	40,740	0
Estimate of total Healy Consultants fees payable after 12 months	12.		4,600

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 Group PLC's fees to legally register our Clients' Russian LLC with Healy Consultants Group PLC temporary professional, passive nominee shareholders and directors and bank signatory. Within [six 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 Russia sales invoice template;

Our fee also includes: **i)** choosing the optimum regulatory license for our Client's business activities; **ii)** reserving a company name with [EGRUL](#); **iii)** settling our accountant and lawyer fees and **iv)** preparing a high quality company incorporation application for [EGRUL](#);

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 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 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 together with solutions. In your preferred language, your dedicated engagement Project Manager can communicate via phone, Skype, WhatsApp, Viber, sms, WeChat, Telegram, QQ, Facebook Messenger or Line Messenger;

2. In accordance with the [Federal Law on Limited Liability Companies 08.02.1998 \(click link\)](#), a Russian company shall as from the date of its incorporation have a legal registered office in Russia, to which all official Government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants Group PLC Russia business office will be the registered office address for your Russia 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. 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)** reserving the company name; **ii)** obtain the certificate of incorporation from the [Unified Centre of State Register of Legal Entities](#) (EGRUL); **iii)** register for [Social Insurance Fund](#) and **iv)** register with [Federal Tax Office](#). Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid;
4. In accordance with the [Tax Code of the Russian Federation](#), each resident company needs to register for tax and VAT at the [Federal Tax Service](#);
5. Healy Consultants PLC will be pleased to open a Russia corporate [bank account](#), without your travel. It is a time-consuming task, Healy Consultants will shelter our Client from the administrative challenges. As you can appreciate, it is a challenging task to secure corporate bank account approval through a newly formed company, when shareholders, directors and bank signatories reside overseas.

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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 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 20% probability the banks will request beneficial owners and future bank signatories 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 Russia for corporate bank account opening, 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' 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 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. See also note below for further details on timelines for bank signatory changes. 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;

6. Healy Consultants Group PLC project management fees relate to time and resources dedicated to:
 - a. thoroughly research and plan Russia business set up for our Client;
 - b. devising strategies to **i)** minimise the total engagement period **ii)** complete the engagement without our Client's representatives travelling **iii)** avoid the need for a [Russian shareholder](#) and **iv)** avoid the need for a specific regulatory license;
 - c. agreeing the optimum corporate structure with our Client;
 - d. submitting a high-quality company incorporation application to [EGRUL](#) (click link);
 - e. choosing the optimum regulatory license for our Client business activities (if required);
 - f. injecting the paid up share capital on our Client's behalf;
 - 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;

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m. determining the local and international tax obligations of the new entity, including corporate income tax, payroll taxes, withholding tax and sales taxes.

7. In accordance with [Federal Law on Limited Liability Companies 08.02.1998 \(click link\)](#), all Russian companies must have at least **i)** 1 shareholder and **ii)** 1 director of which one needs to be resident in Russia. Appointment of Healy Consultants Group PLC professional, passive nominee shareholders and directors and bank signatory enables our Client to **i)** sales invoice customers within one month and **ii)** sign contracts and lease premises.

If required, Healy Consultants will be pleased to provide our Clients with a full package of passive professional nominee services for four months. Our fee is US\$9,950 for this service for six months for one director and one shareholder. Our fee to provide only a country resident director or one resident shareholder is [US\\$9,950](#) per appointee per annum;

8. Every bank signatory of a Russian corporate bank account must hold a Russian work visa. Consequently, we recommend our Clients' to appoint a resident director who will also be the bank signatory. Thereafter, Healy Consultants will help our Client secure a Russian work visa for our Client. If required, Healy Consultants will be pleased to assist your firm obtain business visa approvals. Our fee is US\$4,950 for the first employee, US\$3,950 for the second employee, US\$2,950 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;
9. Following business set up completion, Healy Consultants Group PLC assists our Client appoint their preferred shareholders and directors and the bank signatory. Depending on our Client business and nationality, this process can take up to 4 months;

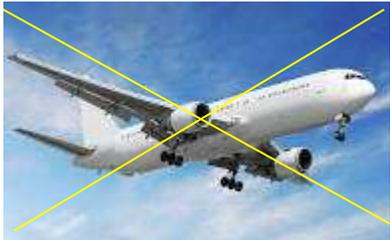
This fee covers Healy Consultants' professional fee to assist our Client secure the amended company statutes. This includes our fee to draft and submit applications to the Public Notary for their legalization and to [Unified Centre of State Register of Legal Entities \(EGRUL\)](#) to **i)** seek approval for share purchase **ii)** change company name **iii)** change business activity **iv)** change director and company shareholder. Our Client's new director will need to be present in front of the Public Notary to sign the legal forms, no exceptions. All of the changes made will be reflected on the amended company statutes. Appointing new and resigning old shareholders and directors is a complex, lengthy process; exacerbated by inefficient Government Departments;

Before the Russian 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 will shelter our Client from the administrative challenges.

Unfortunately, only Director(s) of companies can become a bank signatory of a Russian bank account. Consequently, all bank signatories are required to obtain work permit in Russia. All Russian banks will also request the bank signatory to sign in front of the bank officer. Consequently, travel to Russia is compulsory, no exceptions. Healy Consultants Group PLC will prepare a business plan for the bank to optimize the probability of corporate bank account approval. This is the hardest part of the engagement;

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Realistically and so you can plan your business, our Client will be able to log into e-banking within 7 weeks from the time Healy Consultants supplies the corporate bank account number to you, as outlined on our [web page](#);

10. For an active trading company, these [accounting and tax](#) fees are an estimate of Healy Consultants 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 will more accurately advise accounting and tax fees. For a dormant company, Healy Consultants fees Group PLC are only US\$950; 
11. 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;
12. 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 company registration;
13. 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 and more easily than expected, Healy Consultants is happy to refund some fees to our Client;
14. In accordance with the [Federal Law on Limited Liability Companies 08.02.1998 \(click link\)](#), the minimum share capital requirement for a Russian LLC is US\$300 (or equivalent of RUB10,000). These funds must be deposited to a local corporate bank account before company incorporation is complete. To optimize engagement efficiency and minimize delays, Healy Consultants is happy to deposit these funds on behalf of our clients;
15. In accordance with the [Federal Law on Limited Liability Companies 08.02.1998 \(click link\)](#), every Russian company director must have a russian work permit. It takes at least 4 months to secure work permit approval. To efficiently and effectively secure company registration in a timely manner, most of our Clients request Healy Consultants to appoint a temporary nominee resident director. If required, Healy Consultants resident director service fee amounts to US\$9,950 per annum;
16. 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 and aggressively complete company registration and corporate bank account opening in a timely manner without our Client's 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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17. Russian LLC's with assets of RUB60 million or annual income over RUB400 million are required to undergo an annual audit and file annual audit reports with the Russian [Federal Tax Service](#);
18. Monthly, quarterly and mid-year Government tax obligations include **i)** monthly payroll reporting and **ii)** monthly and quarterly VAT and corporation tax return filing. If you need our help, Healy Consultants can complete monthly Government reporting for a monthly fee of US\$960. 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 **iv)** monitor monthly profit levels to minimize tax **v)** submission of monthly employee payroll reporting;
19. 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;
20. 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 will assist our Client secure license approval. There may be additional fees for this service;
21. 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 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;
22. 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 Russia company number and **ii)** an already approved Russia 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;
23. Some of our Clients engage Healy Consultants 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';
24. 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;
25. 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;



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26. 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 the Client's original due diligence documentation is received by courier;
27. 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 may revert to our Client to ask for more up to date [due diligence documentation](#);

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

Best regards,

Aidan Healy

Aidan Healy

[Business owner](#)

Healy Consultants Group

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