

Senegal Fast Nominee LLC Invoice

Our Client's name

Company Reg. No.: 268868

Our Client's address

Date: Monday, November 12, 2018

Invoice No: 2018 – 05 – 017p

Professional services for Senegal fast nominee LLC (no travel)	Notes	Year 1 US\$
Senegal nominee fast company formation fees (without travel)	1.	8,850
Company legal registered office fees for 6 months	2.	550
Tax and VAT registration fee	3.	950
Senegal corporate bank account opening fees (no travel)	4.	4,950
Estimate Senegal of Government registration fees	5.	1,550
Passive, professional nominees for 3 months	6.	2,950
Corporate structure changes including new bank signatory	7.	2,550
Project-management fees for a 3-month engagement	8.	2,550
Total Healy Consultants Group PLC fees payable this month	9.	24,900

Note: 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;

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Notes to invoice above:

1. Healy Consultants Group PLC's fees to legally register Our Client Senegal entity with our temporary professional, passive nominee [shareholders and directors](#) and bank signatory. Within 2 weeks, 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 **v)** a proforma Senegal sales invoice template complying with Senegal company law;

All engagement fees are agreed and paid up front and agree to the fees published on our country web pages. 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 [OHADA Uniform Act on Commercial Companies and Economic Interest Groups](#) (AUSCGIE), a company shall as from the date of its incorporation have a legal registered office in Senegal, to which all official government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants Group PLC will supply the registered office address of Our Client Senegal company. 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' affiliate office address](#) on invoices, contracts, websites and business cards. Because PSP licensing requires physical office space in most countries of the world, Healy Consultants Group PLC assumes Our Client will discontinue registered address services over the coming months, most likely in March 2019;
3. In accordance with Senegal regulations, each entity must register for corporate tax and VAT. Healy Consultants Group PLC will determine during the engagement whether Our Client entity can benefit from VAT registration exemptions;
4. Healy Consultants Group PLC will be pleased to open a Senegal corporate [bank account](#), without your travel. It is a time-consuming task; Healy Consultants Group PLC 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 Senegal business set up, Our Client will appoint their preferred shareholders and directors and bank signatory;

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 3 weeks from submission of a complete quality application. Similar timelines will apply for changes of bank signatories.

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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 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 staff must travel for bank account signatory change, Healy Consultants Group PLC will refund Our Client US\$1,250;

If required by the local Government, Healy Consultants Group PLC will also assist our Client to open a capital account in Senegal during the change of corporate structure process. This corporate bank account must be used to channel **i)** paid up share capital; **ii)** other funds invested in Tanzania and **iii)** all future earnings made in Senegal remitted abroad. The capital account may be used to convert US\$ or another foreign currency preferred by our Client;

Before releasing account numbers and allowing Our Client to receive funds on behalf of its customers, Our Client expects the bank's risk department to request additional [KYC](#), including **i)** license certificate; **ii)** evidence the company has a AML/CFT program and business continuity program; **iii)** evidence of qualifications of the directors and senior managers of the business and **iv)** additional KYC information on Our Client Group and its UBOs. Because of the nature of Our Client business, there is also a 20% probability the bank in-house Legal and Compliance Department close down the corporate bank account of the entity after the same starts trading. In the unfortunate event this occurs, Healy Consultants Group PLC will immediately discuss alternative corporate bank account [solutions \(click link\)](#). 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.

5. 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)** registering with the local tax authorities; **ii)** registering with Commercial Registry ([RCCM](#)) and **iii)** applying for a national index of enterprises and associations unique identification number ([NINEA](#)). Following engagement completion, Healy Consultants will refund our Client any excess of funds received over actual Government costs paid. This estimate excludes Government fee for the submission of a PSP license. During the engagement, Healy Consultants Group PLC will advise more accurately the exact fees payable for PSP licensing. Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid. If our estimate is below actual Government fees, Healy Consultants Group PLC will only proceed with submission of the licensing application after our Client settles complete actual Government fees payable;
6. Appointment of Healy Consultants Group PLC professional, passive [nominee shareholders](#) and [directors](#) (click links) and bank signatory enables Our Client to fast secure **i)** company numbers; **ii)** corporate bank account numbers and **iii)** tax registration numbers. To action this strategy, Healy Consultants Group PLC will be pleased to provide Our Client with a full package of passive professional nominee services for 3 months until the corporate structure is successfully changed. Our service fee for the same is US\$1,950;
7. Following business set up completion, Healy Consultants Group PLC assists Our Client appoint their preferred shareholders and directors and bank signatory including **i)** seek approval for share purchase; **ii)** change company name; **iii)** change business activity; **iv)** change director and company shareholder and **v)** secure an amended extract of commercial registrar reflecting all changes. Depending on Our Client staff nationality and the efficiency of the Government, this process can take up to 3 months;

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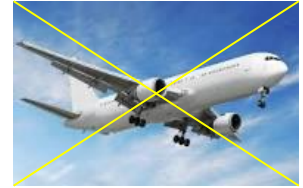
Before the Senegal bank approves Our Client's preferred bank signatory, the bank in-house Legal and Compliance Department will request additional Know Your Customer documents. Change of corporate structure and of bank signatory is a time-consuming task, but Healy Consultants Group PLC will shelter Our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

8. Healy Consultants Group PLC [project management](#) fees relate to time and resources dedicated to:
 - a. Setup a nominee LLC to meet Our Client requested timeframe;
 - b. Conduct thorough KYC on the nominee shareholders and directors;
 - c. devising strategies to **i)** minimise engagement period and **ii)** avoid need for a national shareholder;
 - d. collating and supervising the legalisation and attestation and translation of Client's documents;
 - e. weekly detailed engagement status updates to our Client and Friday conf calls;
 - f. payment of retainer fees to multiple local lawyers and accountants;
 - g. ensuring our Client complies with local regulations and legally owns and controls the new entity;
 - h. ascertain the specific accounting, tax, legal and compliance considerations;
 - i. finding solutions to challenges that occur throughout the engagement;
 - j. determining the local tax obligations of the business entity, including corporate income tax, withholding tax and sales taxes.
9. 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;
10. 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;
11. In accordance with Senegal company law, an LLC must appoint an auditor if the company **i)** employs more than 50 staff in Senegal; **ii)** has an annual turnover which exceeds US\$400,000 and **iii)** is registered with a share capital of more than US\$16,250;
12. In accordance with Senegal Company Law, the issued share capital of US\$2,000 must be deposited to the company bank account before company incorporation. To optimize engagement efficiency and minimize delays, Healy Consultants is happy to deposit these funds on behalf of our clients;

During the engagement, Healy Consultants Group PLC will determine the minimum capital requirement for **i)** entity registration and **ii)** regulatory licensing. In the meantime, we suggest Our Client to budget approximately US\$140,000 per country for these expenses. Before approving the licensing application, the Senegal Government will require evidence these funds have been injected and are maintained on the local corporate bank account of the entity. Additionally, the the Senegal Government can revert to require higher paid-up capital amounts at any time during the incorporation and licensing processes;

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13. If Our Client and Healy Consultants Group PLC properly plan this engagement, Our Client staff will **not** have to travel during this engagement. Healy Consultants Group PLC will efficiently and effectively and aggressively complete the engagement in a timely manner without our Client presence. Instead, our Client will need to **i)** sign and get documents legalized in their country's embassy and **ii)** courier the originals to Healy Consultants Group PLC office;



14. 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 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;
15. During the engagement, shareholders and directors documents may need to be translated into the local language before the Government approves the license certificate. 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 and **iii)** official translator fees;

16. If our Client requires non-resident nominee shareholder and director [services \(click link\)](#), 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;
17. If required, Healy Consultants Group PLC will be pleased to assist Our Client to secure employee visa approvals. Our fee is US\$8,950 for the first employee, US\$7,950 for the second employee, US\$6,950 per employee thereafter. During the engagement, Our Client should expect multiple times to revert for **i)** evidence the company has sufficient funds to pay the monthly salary of the work permit applicant for up to 1 year; **ii)** evidence the applicant has the qualifications for the position on offer; **iii)** evidence no local candidates were available to take over the role and **iv)** evidence the company business has a value added to the local economy (local income and expenses including job creations);

During the engagement, Healy Consultants Group PLC will also advise whether the Government applies expatriate to local quotas. 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;

18. 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;
19. 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;

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20. Depending on Our Client business and nationality, the Senegal 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;
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 [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;
23. Healy Consultants Group PLC will only proceed with the licensing of the company after 100% of [due diligence documentation](#) is received by email. Healy Consultants Group PLC will only submit a licensing application 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 \(click link\)](#) 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](#);
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;

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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 Senegal business set up engagement.

Best regards,

Aidan Healy

Aidan Healy

[Business owner](#)

Healy Consultants Group PLC

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