



Healy Consultants



Romania Representative Office Invoice

Client to provide

Company Reg. No.: 921530

Address to be provided

Date: Tuesday, March 29, 2016

Invoice No: 2014 – 10 – 003p

Professional services for <u>Romania</u> representative office (without travel)	Notes	Year 1 €	Year 2 €
Romania RO <u>company formation</u> fees (without travel)	1.	5,150	0
RO <u>legal registered office</u> fees	2.	1,100	1,100
Estimated Romania <u>Government registration</u> fees	3.	170	40
Romania RO <u>bank account opening</u> fees (without travel)	4.	2,950	0
Tax and VAT <u>registration</u> fees	5.	750	0
Estimate of annual <u>accounting and tax</u> fees	6.	0	2,300
Total Healy Consultants fees payable this month	7.	10,120	0
Estimate of Healy Consultants fees payable after 12 months	8.		3,440

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 fees to efficiently and effectively complete Romania representative office registration within [4 weeks](#) by **i)** choosing the optimum regulatory license for our Client's business activities; **ii)** reserving a representative office name with [Trade Registry Office](#); **iii)** settling our accountant and lawyer fees and **iv)** preparing a high quality RO incorporation application for [Trade Registry Office](#) and **v)** obtaining the RO license from [Ministry of Industry and Commerce](#) and from the Department of Foreign Trade;

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 will email our Client a [detailed status update](#). Our Client is immediately informed of engagement problems together with solutions. Your dedicated engagement manager is reachable by phone, Skype, live chat and email and will communicate in your preferred language;

2. In accordance with Romania [Company Law No. 31/November 17, 1990](#), a RO shall as from the date of its incorporation have a legal registered office in Romania, to which all official government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants' Romania office will be the registered office address for your representative office. 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. For transparency purposes, all government fee payments will be supported by original receipts and invoices. Examples of government costs include **i)** online name reservation with the [Trade Registry Office](#) ; **ii)** submit RO registration form physically to the [Trade Registry Office](#); **iii)** pay publication fee with the [Monitorul Oficial al Romaniei](#); and **vi)** obtain the RO license from [Ministry of Industry and Commerce](#). Following engagement completion, Healy Consultants will refund our Client any excess of funds received over actual Government costs paid;

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4. Healy Consultants will be pleased to open a Romania representative office bank account without our Client travel. It is a time consuming task, and Healy Consultants will shelter our Client from the associated administrative challenges. As you can appreciate, it is a difficult task to obtain bank account approval through a newly formed company when shareholders, directors and bank signatories reside overseas. Healy Consultants will prepare a business plan for the bank to optimize the probability of RO bank account approval. Depending on our Client's business and nationality, there is a 20% probability the banks will request a bank signatory 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 Romania for RO bank account opening, Healy Consultants will refund our Client €950;

If our Client is not comfortable with only a Romania RO bank account, Healy Consultants will be pleased to open [an international corporate bank account](#) (click link) outside of Romania. Examples include New York, Germany, Liechtenstein, Austria, Bulgaria, 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, Barclays, Standard bank, ANZ bank, VTB bank, UBS, Credit Suisse;

The banks enjoy ultimate power of approval of RO 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. To date, we enjoy a 100% approval record because of [our global banking relationships](#) and determination.

Global banks continue to tighten representative office 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 representative office bank account will be, including sales contracts or lease agreement;



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5. In accordance with [Romania Fiscal Code Law No. 571/2003](#), each entity must register for corporate tax at the [Ministerul Finantelor Publice](#);
6. For an active trading representative office, 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 representative office, Healy Consultants will more accurately advise accounting and tax fees. For a dormant RO, Healy Consultants fees are only €950;
7. 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;
8. 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;
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 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;
10. Engage Healy Consultants 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;
11. In accordance with Romania [Company Law No. 31/November 17, 1990](#), there is no issued share capital to be deposited to the company bank account during RO formation, however it is mandatory to provide certificate of good standing from the bank for the parent company;



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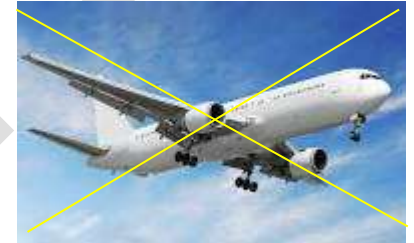


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12. Representative office business activities are limited to **i)** market research **ii)** promoting the business of the parent company and **iii)** supervising the trade of the parent company. A Representative office can employ an estimate maximum of 4 employees. The Representative office is free of corporation tax but the shareholder/s must pay annual tax. A Representative office can **i)** lease office premises but **ii)** cannot issue sales invoice to Clients' nor **iii)** sign local sales. A Representative office cannot import and export goods. The life of the Representative office is limited to the amount of years stated in the registration act.
13. 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 complete company registration and representative office 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 office;
14. In accordance with the [Company Law No. 31/November 17, 1990](#), each Romanian representative office must have at least one individual country representative in Romania. If required, Healy Consultants will be pleased to provide your firm with a professional nominee representative in Romania. Our estimated fee amounts to €6,600 per annum;
15. If our Client requires non-resident nominee shareholder and director [services \(click link\)](#), Healy Consultants will be pleased to assist. Our fee for professional, passive nominee non-resident corporate shareholder amounts to €2,100 per annum. Our fee to be both non-resident nominee director and shareholder amounts to €6,600 per annum. Being the sole shareholders and sole director of a Client's company exposes Healy Consultants to reputation, litigation and financial risk;
16. If required, Healy Consultants will be pleased to assist your firm to secure employee [visa](#) approvals. Our fee is €4,950 for the first employee, €3,950 for the second employee, €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;



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17. Monthly, quarterly and mid-year Government tax obligations include monthly and quarterly payroll reporting and annual tax return filing. If you need our help, Healy Consultants can complete monthly Government reporting for a monthly fee of €860. 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 tax returns and **iv)** submission of monthly employee payroll reporting;
18. Some of our Clients request Healy Consultants to provide temporary shared [office space](#) for 6 months until their preferred business premises is found. If your Firm requires this service, our one-time fee is €950. Monthly rental thereafter is paid directly to the landlord, independently of Healy Consultants;
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 representative office 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;
20. 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 Romania company number and **ii)** an already approved Romania 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;
21. Depending on our Client's business and nationality, the Romanian 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 engagement fees. However, the Government enjoys ultimate power of approval of company registrations and business licenses;



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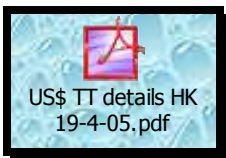


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22. It is important our Clients are aware of their personal and corporate tax obligations in their country of residence and domicile. Let us know if you need Healy Consultants help to clarify your local and international annual tax reporting obligations;
23. 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;
24. Healy Consultants will only incorporate your representative office after 75% of [due diligence documentation](#) is received by email. Healy Consultants will only open a representative office bank account after 100% of the Client's original due diligence documentation is received by courier;
25. 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 may revert to our Client to ask for more up to date [due diligence documentation](#);
26. 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;
27. Some of our Clients' engage Healy Consultants 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';
28. To efficiently and effectively complete your engagement in a timely manner, we recommend your Firm transfers these funds to Healy Consultants corporate bank account. Thereafter, our Incorporation and Banking Team will aggressively advance your engagement, providing your Firm daily feedback as to engagement status. I would be grateful if you email us the bank transfer advice slip to enable my Accounting Department to accurately and timely identify bank receipts:



[Double click on the attachment included here!](#)

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

Best regards,

Aidan Healy

Aidan Healy

[Business owner](#)

Healy Consultants Group

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