

Labuan Securities Business Invoice

Client to provide

Company Reg. No.: 921530

Address to be provided

Date: Monday, April 27, 2020

Invoice No: 2018 – 010 – 007z

Professional services rendered for Labuan LLC (without travel)	Notes	Year 1 US\$	Year 2 US\$
Labuan LLC company formation fees (without travel)	1.	3,900	1,570
Company secretary and legal registered office fees	2.	1,100	1,100
Estimate of Government registration fees	3.	400	400
International corporate bank account opening fees (without travel)	4.	4,950	0
Labuan IBFC securities licensing fees	5.	1,850	1,500
Securities license project management fees	6.	7,950	0
Estimate of accounting and tax fees	7.	0	2,300
Total Healy Consultants fees payable this week	8.	20,150	0
Estimate of total Healy Consultants fees payable after 12 months	9.		6,870

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 Labuan company registration within [three weeks \(click link\)](#) by **i)** choosing the optimum regulatory license for our Client's business activities **ii)** reserving a company name with [Labuan FSA](#) **iii)** settling our accountant and lawyer fees and **iv)** preparing a high quality company incorporation application for [Labuan FSA](#);

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 second day during the engagement, we email our Client a [detailed email engagement 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;

[Effective 1 January 2019](#), all Labuan entities including those engaging in **i)** holding company activities **ii)** banking business **iii)** distribution and service centre business **iv)** finance and leasing **v)** fund management **vi)** headquarters business **vii)** insurance **viii)** intellectual property holding and **ix)** shipping are required to fulfil economic substance requirements by employing local staff, leasing a physical office, and incurring an adequate amount of annual operating expenditure in Labuan;

2. In accordance with [Article 93 \(1\) of the Malaysia Offshore Companies Act 1990](#), each Labuan Company must appoint a company licensed agent, who may be a natural person or a body corporate, but the company agent must be resident in Labuan. Healy Consultants will be the legal Labuan Company Licensed Agent and our annual responsibilities include **i)** preparation and filing of the annual return; **ii)** securely maintaining company records; **iii)** liaising with the Labuan Government on behalf of our Client; **iv)** legal filing of changes of company structure; and **v)** ensuring company record compliance with local company law;

In accordance with [Article 85 \(1\) of the Malaysia Offshore Companies Act 1990](#), a Company shall as from the date of its incorporation have a legal registered office in Labuan, to which all official Government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants Group PLC will supply a Labuan office as the registered office address for your company. Thereafter, this address will be used to receive Government correspondence including **i)** Annual Tax Return **ii)** Notice of changes in Labuan Company Law **iii)** Notice of liquidation of company. 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 with the [Labuan Registrar of Companies](#) **ii)** preparation of company deeds and articles of association; Following engagement completion, Healy Consultants will refund our Client any excess of funds received over actual Government costs paid. All third party and

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government fees associated with legalization of company and/or individual documents will be borne by our Client;

4. To secure multi-currency corporate bank account approvals for our Client's company, Healy Consultants Group PLC strategy is as follows:

- ✓ Healy Consultants Group PLC will prepare a quality business plan for our Client's review then use the same to **i)** secure multiple banks' confirmation they welcome a formal application from our Client's business and **ii)** maximize the probability of successful multi-currency corporate bank account approvals;
- ✓ At the time of company incorporation, we recommend to keep [the corporate structure simple](#) (click link) by appointing our Client's preferred individual shareholder(s) and director(s) and bank signatories - no corporate entity, nominee, trust, or tax haven holding company;
- ✓ Our Client to appoint individuals who could timely travel to meet multiple local and international banks, if the banks' Compliance Departments require the same before releasing multiple multi-currency corporate bank account numbers. If travel is required, our Firm will refund US\$950 and action [this travel policy](#);
- ✓ Before, during and after bank meetings, the bank's In-house Legal and Compliance Department may revert multiple times for additional documentation and information from each **i)** bank signatory / director / UBOs of the companies as well as **ii)** our Client's business and transactions;
- ✓ If some banks decline to board our Client's business, Healy Consultants Group PLC will immediately inform our Client and action backup banking solutions;
- ✓ All going well in an average of three months following application submission, Healy Consultants Group PLC secures multiple multi-currency corporate bank account numbers for our Client's company;
- ✓ Thereafter, Healy Consultants Group PLC or the banks will courier mails and e-banking details to the bank signatory, who is expected to activate the internet bank account, if needed with Healy Consultants Group PLC's assistance;
- ✓ After corporate bank account numbers are secured and, if required, Healy Consultants Group PLC to assist our Client to appoint more new shareholders and directors. However, the banks will usually only approve them as bank signatory after a face to face meeting and review and approval of a bank signatory application;

For each bank, our Firm will prepare a quality tailored business plan; to optimize the probability of corporate bank account approval. Each corporate bank account opening fee is [US\\$4,950](#) (click link). 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 newly formed companies when shareholders, directors and bank signatories reside overseas;

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Depending on the nationality of the UBO, shareholders, bank signatories, and directors and the nature and value of the business assets and transactions, it is wise to expect that **i)** corporate bank account approvals will take an average of three months from the date of company registration and receipt of all KYC documentation and **ii)** multiple banks will request the directors AND bank signatories to travel for a one hour interview with the bank officer, before bank account opening. Refer to the notes below for more detailed important information about each corporate bank account opening procedures and requirements;

While Healy Consultants Group PLC will be glad to assist our Client to open multiple corporate bank accounts, it is challenging and time consuming to open corporate bank accounts for businesses when shareholders, directors and bank signatories do not live in the country where the bank account is being applied for. Consequently, it will take us an average of twelve weeks to open each corporate bank account, counting from receipt of all required KYC documentation. Healy Consultants Group PLC will prepare a business plan for the bank to optimise the probability of corporate bank account approval;

During the corporate bank account opening process, it is common for each bank's in-house Legal and Compliance Department to request additional due diligence documents from potential customers including but not limited to **i)** regulatory licenses **ii)** proof of business globally and in home country including evidence of contracts, invoices and agreements with local Clients and **iii)** additional KYC information on our Client's business and place of residency, including nature and volume of transactions. We assume our Client will provide most of this information within one week;

Because global interest rates are low, international banks make little profit from current accounts. Consequently, international banks' appetite for new multi-currency corporate bank account opening applications is low. Therefore, global banks are more likely to reject new multi-currency corporate bank account opening applications. Because of the above, customer demand for new corporate bank accounts is very high. As a result, international banks choose vanilla customers that tick all the boxes of a low risk Client. For example, most banks will only welcome multi-currency corporate bank account opening applications from a company registered in the same country, with local staff and office premises;

When dealing with international banks, the front office bank officer (Relationship Manager) is willing to help Healy Consultants Group PLC and our multi-national Clients. The realistic role of this bank officer is to collect information and ensure an accurate and complete multi-currency corporate bank account opening application is submitted to the bank in-house Legal and Compliance Department;

Unfortunately, the bank in-house Legal and Compliance Department has ultimate power of approval over new multi-currency corporate bank account applications. This Department is extremely risk adverse and often lacks commercial reality. Furthermore, the in-house Legal and Compliance Department does not speak to customers nor to Healy Consultants Group PLC. All communications must go through the front office bank officer. Consequently, quality Clients do not get a chance to communicate directly with the bank decision makers - a chance to properly explain their business and the risks the bank perceives;

Global banks enjoy 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

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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. As a result, our Client should expect the bank account approval period at least two months, and on average three months;

During the engagement, banks will revert to Healy Consultants Group PLC and our Client to request additional KYC information, including **i)** details of existing business setup **ii)** reason for opening bank accounts in the specific jurisdiction **iii)** list of suppliers and Clients in the jurisdiction **iv)** lease agreement and **v)** proof of net worth from the shareholders and evidence the same are complying with their local taxation reporting obligations. As always, Healy Consultants Group PLC will liaise with the bank to secure exemption from these requirements;

While Healy Consultants Group PLC will try its best to negotiate with the bank for a travel exemption unfortunately some banks may request both the foreign directors and bank signatories to travel, for a one-hour interview before the bank account numbers are issued. If the banks also request Healy Consultants Group PLC nominees to travel, there will be an additional fee of US\$5,950 per trip payable to cover the flight and hotel and other trip disbursements;

All banking charges, certifications and translations and other third-party fees incurred during the corporate bank account opening process are to be borne by our Client, never by the nominees. These additional fees are to be payable in advance of any disbursement;

Healy Consultants Group PLC will supply the banks with the proof of addresses and other due diligence supplied by our Client. Hopefully they will accept the same and do not revert requesting additional documents; From our side we will relentlessly negotiate for banks waivers. Healy Consultants Group PLC expects the bank's risk department to request additional [due diligence](#) from our Client's business and from the bank signatory, directors, shareholders and UBOs. We assume our Client will timely supply this information and supporting documents or there will be engagement delays;

5. Investment advisory businesses in Labuan require a specific financial services license known as a [Securities License](#). The Labuan Financial Services Authority charges a fee of US\$350 to assess the application, plus an annual license fee of US\$1,500. All government fees exceeding our estimate are borne by our Client;

Within three months, Healy Consultants Group PLC will aggressively and skilfully negotiate licensing approval by **i)** thoroughly planning the engagement including preparing a business plan **ii)** submitting a high quality [securities licensing application](#) to the Labuan FSA **iii)** weekly communicating with Labuan FSA to secure approval **iv)** solving problems as they occur and **iv)** timely collating additional documents supplied by our Client and supplying the same to multiple Government departments;

All going well, I expect there is a 70% probability the Labuan FSA will approve a license. However, Labuan FSA enjoys ultimate power of approval of licensing exemption 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 application for licensing application that maximizes the likelihood of approval. As you can appreciate, it is a difficult task to obtain approval from FSA for a

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newly formed company, when the entity's shareholders and directors and bank signatories reside overseas.

Depending on the nationality of our Client, the profile of his customers and the nature of his business model, there is a 90% probability will revert to require the business to implement **i)** an AML/CFT program and KYC procedures and other regulatory documentation listed in notes below **ii)** secure a legal opinion from a lawyer (our Client should budget for third party fees of approximately US\$9,000 for such opinion) and **ii)** evidence of qualifications from all directors and senior managers of the entity. If so, Healy Consultants will be pleased to assist our Client comply with the same, but additional engagement fees will apply;

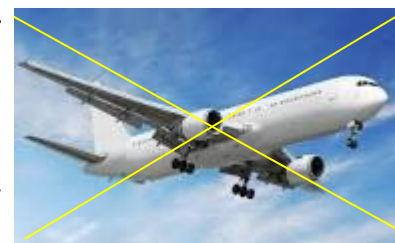
6. Healy Consultants Group PLC project management fees relate to time and resources dedicated to:
- a. thoroughly research and plan Labuan financial license business set up for our Client;
 - b. devising license application strategies to **i)** minimise the total engagement period **ii)** complete the engagement without our Client travelling and **iii)** avoid the need for an additional regulatory approvals;
 - c. Negotiate with [Financial Services Authority](#) to secure **i)** lower level of share capital obligations and **ii)** avoid the need for a resident [director or shareholder](#);
 - d. agreeing the optimum corporate structure with our Client;
 - e. submitting a high-quality license application to the [Financial Services Authority](#);
 - f. choosing the optimum regulatory license for our Client's business activities;
 - g. injecting the paid up share capital on our Client's behalf (of required);
 - h. collating and supervising the legalisation and attestation and translation of Client documents;
 - i. weekly detailed engagement [status updates](#) to our Client and weekly Friday conference calls;
 - j. payment of retainer fees to multiple local lawyers and accountants;
 - k. ensuring our Client complies with local regulations and legally owns and controls the new entity;
 - l. ascertain the specific accounting, tax, legal and compliance considerations;
 - m. finding solutions to [challenges that occur](#) throughout the engagement;
 - n. determining the local and international tax obligations of the new entity, including corporate income tax, payroll taxes, withholding tax and sales taxes.
7. 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 are only US\$950;



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8. 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;
9. Assuming our Clients re-engage Healy Consultants, this fee is an estimate of the fees payable next year, 12 months after the date of company registration;
10. In accordance with [Article 85 \(1\) of the Malaysia Offshore Companies Act 1990](#), the minimum issued share capital is US\$1. However, [MYR150,000](#) (approx. US\$37,000) of capital reserves are required to obtain a securities license as a financial advisory business;
11. Prior to licensing, all securities business companies are required to prepare and submit to the Labuan FSA **i)** a risk assessment and Anti-Money Laundering and Countering Financing of Terrorism (AML/CFT) Program and **ii)** terms and conditions sheet. If needed, Healy Consultants will be pleased to assist our Client to prepare such documents, for a fee of US\$7,950. If necessary, Healy Consultants Group PLC will also require multiple lawyers to review the AML/CFT program and the T&Cs sheet. However, lawyers' fees and other third-party fees (if any) are excluded from Healy Consultants Group PLC's fees;
12. While reviewing securities license application for your business, there is an 50% probability the [Financial Services Authority](#) will request evidence of appointment of **i)** qualified directors **ii)** a qualified compliance officer and **iii)** an AML auditor and **iv)** technical supervisor;

If required and for additional fees, Healy Consultants will **i)** source multiple quality candidates and **ii)** submit the candidates to our [recruitment process](#) (click link) **iii)** aggressively and skilfully negotiate their consulting terms and conditions **iv)** minimize annual fee requests by asking them to share roles and **v)** supply you a detailed comparison table; comparing and contrasting each candidate for your final interview;
13. All directors of a financial intermediary company must be "fit and proper" persons, with relevant work experience and qualifications in the financial intermediary business. The local authorities will require evidence of the same during its licensing review;
14. 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 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' office;
15. If required, Healy Consultants will be pleased to assist your firm obtain Malaysia business [visa](#) approvals. Our fee is US\$5,250 per person and 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



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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;

16. If our Client requires nominee [services \(click link\)](#), Healy Consultants will be pleased to assist. Our fee for professional, passive nominee corporate shareholder amounts to US\$2,100 per annum. Our fee to be both nominee director and shareholder amounts to US\$8,600 per annum. Being the sole shareholders and sole director of a Client's company exposes Healy Consultants to reputation, litigation and financial risk;
17. During the engagement, shareholders and directors' documents may need to be translated into the local language before the government and bank approve 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;
18. 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';
19. 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;
20. 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;
21. 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;
22. 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;
23. 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](#);
24. Some of our Clients' prefer to pay Healy Consultants fees by [instalments \(click link\)](#);

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25. To assist our Clients minimize Forex costs, we offer the payment in SG\$, Euro, Pound or US\$. Kindly let me know in which currency your Firm prefers settling our fees and I will send an updated invoice, thank you;

26. 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:

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

Best regards

Aidan Healy

Aidan Healy

[Business Owner](#)

Healy Consultants Group

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