

Japan shelf company solution

Client name

Address to be provided

Date: Monday, November 18, 2022

Invoice No: 2022-011-xxx

Professional services for Japanese shelf LLC setup (without travel)	Notes	2022 US\$
Japan shelf company fees (without travel)	1.	9,340
Annual legal registered office services for 12 months	2.	1,200
Assistance to locate physical office premises in Japan (onetime fee)	3.	950
Estimate of Government fees payable for the changes of corporate structure	4.	570
Japanese tax and VAT registration fees	5.	940
Japanese professional passive nominee resident director annual fees	6.	4,600
Corporate structure changes (directors, shareholders, business activities & name)	7.	3,950
Japanese multi-currency corporate bank account opening (without travel)	8.	4,950
Total Healy Consultants Group PLC fees payable by instalments	9.	26,500

Note: I recommend you carefully read the notes in the following pages; 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. Within [1 week](#) from receipt of engagement fees and [due diligence](#) documents, Healy Consultants Group PLC to supply our Client with **i)** a certificate of incorporation of a Japanese company shelf LLC and **ii)** other corporate documents of this entity that our Client will need to confirm all accounting and tax filing obligations have been historically completed.
2. The [Japan Companies Act, 2005](#) requires each entity to maintain a legal registered office in Japan. To comply with this statutory requirement, Healy Consultants Group PLC will supply this [professional service](#).
3. As requested by our Client, Healy Consultants Group PLC will assist our Client to source physical office space in Tokyo. Our one-time fee of US\$950 and our deliverable will be a table comparing and contrasting up to five office solutions available on the market. The monthly rent and security deposit thereafter will be paid independently and directly to the landlord by our Client, upon signature of the lease agreement.
4. 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.
5. As per the [Corporation Tax Act, 1965](#) each Japan business must register for corporation tax with the [National Tax Agency](#). All businesses are also required to register for Japanese VAT, unless annual turnover and paid-up share capital is both below ¥10mil (approx. US\$70,000).
6. While not legally required by the [Japan Companies Act](#), Japanese banks will frequently require the appointment of a resident director, before accepting the submission of a corporate bank account opening application. Consequently, most of our Clients request our Firm to supply them with a [professional passive nominee Japanese resident director](#), who will not be appointed as bank signatory. During the corporate bank account opening process, our team will negotiate for a waiver for this appointment. If we secure this waiver and there is no need to appoint a resident director, we will be happy to refund this fee to our Client.
7. Within three weeks from receipt of engagement fees and [due diligence](#) documents, Healy Consultants Group PLC will supply our Client with historical dormant clean bank statements. Realistically, our Client will only be able to start using the Japanese corporate bank account after the bank in-house Legal and Compliance Department approves the new bank signatory; and
8. Within three weeks from receipt of all signed transfer forms and certified due diligence documents in Tokyo, Healy Consultants Group PLC will transfer the Japanese shelf company to our Client's preferred shareholders and directors and **ii)** change the company name and business activities (if required). We will then supply an updated extract of commercial records reflecting these changes.
9. After completing the changes of corporate structures mentioned above and without [bank signatory travel](#), Healy Consultants Group PLC will secure Japanese multi-currency corporate bank account numbers for our Client's Japanese company. From the moment a complete application is submitted to the local banks, it will take on average [two months](#) to secure multi-currency corporate bank account numbers. In most cases, our Staff will complete the engagement without our Client's travel to the bank branch. When [travel](#) is unavoidable, we refund US\$950 to our Client.



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Multi-currency corporate bank account opening is the most [challenging](#) part of the engagement. Consequently, we apply our “[guaranteed bank account approval or your money back](#)” policy. To minimize engagement surprises and align all parties’ expectations, I recommend you read [this web page](#), specially the due diligence documentation section. To maximize the probability of bank approvals, Healy Consultants PLC will:

- ✓ prepare a business plan, including annual expected inflow and outflow of funds; and
- ✓ contact multiple banks to secure their written confirmation, welcoming a formal multi-currency corporate bank account opening application; and
- ✓ weekly follow up with the bankers to aggressively and skilfully secure a timely multi-currency corporate bank account approval.

10. All fees quoted in this sales invoice correspond to fees quoted on Healy Consultants Group PLC’s business [web site](#). Please review this invoice carefully to identify errors, including the embedded web links. During the rush of the business day, it is possible that our Staff inadvertently made fee calculation or typing errors, or omitted services or previous fee payments from our Clients. In the unlikely and unfortunate event you identify errors, please revert to us directly and we will immediately amend the invoice. I apologize in advance if I or my staff made invoice errors.

11. In accordance with the [Japan Companies Act](#), the minimum share capital of a Japanese GK is JPY1. However, we recommend a minimum paid-up share capital of US\$10,000 because this will simplify the incorporation process with the Registrar. If they plan to sponsor foreign employees for work permit, we recommend a higher amount of share capital, of US\$100,000 per employee sponsored. This capital to be paid-up before submission of the visa application to the Japanese authorities.

12. After company incorporation, consider engaging our in-house Accounting and Tax [Department](#) to help with the following [monthly & quarterly](#) and annual statutory Government reporting obligations:

Statutory reporting obligations	When	Comments
Audited financial statements	Annual	For active and dormant companies
Corporation tax return	Annual	For active and dormant companies
Payroll reporting	Monthly	For active staffed companies
VAT returns	Annual	Only if VAT registered

13. Refer to [this important web page](#) to read additional terms and conditions applying to this country engagement. 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. Thank you for your business and we look forward to working closely with you over the coming weeks as we transfer the Japanese shelf to your Firm.

Best regards, Aidan Healy [Business owner](#), Healy Consultants Group PLC