

Gabon Nkok Special Economic Zone LLC Invoice

Client to provide

Company Reg. No.:

Address to be provided

Date: Wednesday, August 29, 2018

Invoice No: 2018 – 10 – 003

Professional services for Gabon Nkok SEZ (without travel)	Notes	Year 1 €	Year 2 €
Gabon SEZ company formation fees (without travel)	1.	8,500	5,630
Assistance to secure commercial or warehousing space in Nkok SEZ	2.	1,950	0
Estimated Government registration fees	3.	975	200
Corporate bank account opening fees (without travel)	4.	4,950	0
Tax and VAT registration fees	5.	750	0
Project-management fees for a 4-month engagement	6.	3,500	0
Assistance with securing Single Window Clearance facility approval	7.	2,500	0
Estimate of annual accounting and tax fees	8.	0	2,300
Total Healy Consultants Group PLC fees payable this month	9.	23,125	0
Estimate of total Healy Consultants Group PLC fees payable after 12 months	10.		8,130

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 all notes 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 fees to efficiently and effectively complete Gabon SEZ registration within [seven weeks \(click link\)](#) by **i)** choosing the optimum M&AA for our Client's business activities; **ii)** reserving a SEZ company name with [Development and Management Authority \(GSEZ\)](#); **iii)** settling our accountant and lawyer fees and **iv)** preparing a high quality company incorporation application with the [Single Window Clearance facility](#) for approval by the [\(GSEZ\)](#);

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 Group PLC 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 the [Nkok SEZ Master Plan](#), the Nkok SEZ Authority requires all companies to reserve a plot of land for office, warehousing or industrial use. If your Firm requires this service from Healy Consultants Group PLC, our one-time fee to supply physical office or warehousing space solutions amounts to €1,950. The monthly rent thereafter will be paid independently and directly to the Gabon Nkok SEZ Authority by our Client. An estimate of such rental for a space is approximately €10 per sq. m per year, and the rental terms are six months' rental as security and six months' rent in advance. Another alternative is to purchase land within the SEZ. An estimate of such purchase is **i)** €75 per sq. m. for industrial space and **ii)** €110 per sq. m. for commercial or residential space;
3. This fee is an estimate of Gabon Government fees payable during your Firm's engagement. All government fee payments will be supported by original receipts and invoices. Examples of Government costs include **i)** filling a prior declaration of foreign investment to the [Minister of Finance](#) for investment projects exceeding €150,000; **ii)** reserving the company name with the [CDE](#); **iii)** preparing by-laws and [Public Notary Declaration](#) of Subscriptions and Payments and **iv)** fees charged by the Clerk for application filing with the Commercial Court and publication of the notice of company formation in the [legal journal \(Gazette\)](#). Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid;
4. Healy Consultants Group PLC will be pleased to open a Gabon [corporate bank account](#) for a free zone company, without travel, with [Citibank](#), [Ecobank](#) or other reputable bank available in the country. It is a time consuming task, but 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 a newly formed company, when shareholders and directors and bank signatories reside overseas. Healy Consultants Group PLC will prepare a business plan for the bank to optimize the probability of corporate bank account approval. Depending on our Client business and nationality, there is a 40% probability the banks will request a bank signatory to travel 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 must travel to Gabon for corporate bank account opening, Healy Consultants Group PLC will refund our Client €950;

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If our Client is not comfortable with only an Gabon corporate bank account, Healy Consultants Group PLC will be pleased to open [an international corporate bank account](#) (click link) outside of Gabon. 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;

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 from submission of a quality complete application. 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. The banks also enjoys 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 the preparation and submission of a high quality bank application that maximizes the likelihood of approval;



5. In accordance with Gabon tax regulations, each entity must register for corporate tax and VAT at the [Direction Générale des impôts - Gabon](#) (DGI). Healy Consultants Group PLC will be happy to assist you with tax and VAT registration for a one time fee of €750;
6. Healy Consultants Group PLC [project management fees](#) relate to time and resources dedicated to:
 - a. thoroughly research and plan Gabon free zone business set up for our Client;
 - b. devising strategies to **i)** minimise the total engagement period, **ii)** complete the engagement without our Client travelling, **iii)** avoid the need for a Gabon [national 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 the Nkok [Development and Management Authority \(GSEZ\)](#);
 - e. choosing the optimum regulatory license for our Client's business activities (if required);
 - f. collating and supervising the legalisation and attestation and translation of Client documents;
 - g. weekly detailed engagement [status updates](#) to our Client and weekly Friday conference calls;
 - h. payment of retainer fees to multiple local lawyers and accountants;
 - i. ensuring our Client complies with local regulations and legally owns and controls the new entity;
 - j. ascertain the specific accounting, tax, legal and compliance considerations;
 - k. finding solutions to [challenges that occur](#) throughout the engagement;
 - l. determining the local and international tax obligations of the new entity, including corporate income tax, payroll taxes, withholding tax and sales taxes.
7. In order to operate a special economic zone company in Gabon Nkok, a foreign investor needs to secure a specialized [operating permit](#) by applying with the [Single Window Clearance facility](#), operated by the [Development and Management Authority \(GSEZ\)](#). Healy Consultants Group PLC will be please to assist our Client secure such operating permit. Our fees to secure this permit amounts to €2,500 (excluding third party fees);

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Our Client should budget for third party fees during this application process, such as (but not restricted to) (GSEZ) administration fees, notary/Embassy fees, and Government licensing fees. Our Client should budget for additional Government fees when buying land and obtaining utility installations on the ground;

Healy Consultants Group PLC' operating license renewal fees amount to €2,000. In the unfortunate event that the [Development and Management Authority \(GSEZ\)](#), will increase their operating license renewal fees, Healy Consultants Group PLC will revert to our Client with an updated proposal;

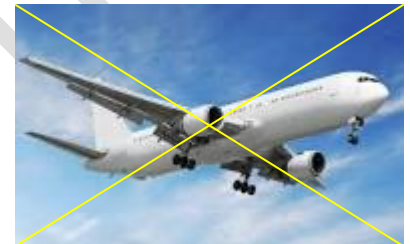
To increase probability of securing the above operating permit with [Development and Management Authority \(GSEZ\)](#), Healy Consultants Group PLC recommends our Client include in the corporate structure an individual with experience in business administration or import/export manufacturing management. If our Client does not have a staff member meeting these requirements, Healy Consultants Group PLC will be pleased to supply [professional passive nominee services](#). Our standard fee for the same amounts to €7,950 per year per nominee;

8. For an active trading free zone company, these [accounting and tax](#) fees are an estimate of Healy Consultants Group PLC 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 Group PLC will more accurately advise accounting and tax fees. For a dormant company, Healy Consultants Group PLC fees are only €950;
9. All fees quoted in this invoice correspond to fees quoted [on Healy Consultants Group PLC' website](#). Please review this invoice carefully to identify errors. During the rush of the business day, it is possible that Healy Consultants Group PLC 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. Assuming our Clients re-engage Healy Consultants Group PLC in year 2, this fee is an estimate of the fees payable next year, 12 months after the date of company registration;
11. 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;
12. 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;
13. In accordance with the [Nkok SEZ Guidelines](#), there is no minimal share capital required for companies incorporated within Nkok SEZ. For manufacturing companies, Healy Consultants Group PLC however recommends a minimum capital of at least €100,000. This amount must be channelled through the company's capital account no later than 12 months after incorporation. To optimize engagement efficiency and minimize delays, Healy Consultants Group PLC is happy to assist our Clients with transferring these funds;



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14. Depending on the nature of the business of our Client, there is a 75% probability that the relevant Gabon Nkok SEZ authority will require our Client to provide **i)** a feasibility study and **ii)** an environmental impact study (EIS) investment project. If needed, Healy Consultants Group PLC can **i)** prepare a quality business plan to secure confirmation of interest from multiple Gabon SEZ authorities and thereafter, **ii)** prepare and submit a quality feasibility study and EIS to our Client's preferred zone. Additional fees will apply for these services. After review of the documents, the FTZ authority will also confirm business setup capital including **i)** exact type of foreign investment certificate required **ii)** paid-up capital required to secure the same **iii)** manufacturing permits and licenses to be secured;
 15. Depending on the specific nature of the business of our Client, the SEZ authority and the Gabon Government can require our Client to obtain a specific manufacturing license before our Client is legally allowed to commence manufacturing operations. If needed, Healy Consultants Group PLC will be happy to assist our Client to **i)** prepare and collate all the required due diligence documents, **ii)** obtain and prepare all the required application forms and **iii)** submit a quality manufacturing license application with the relevant authority. Additional fees will apply for these services;
 16. If our Client and Healy Consultants Group PLC properly plan this engagement, our Clients will ***not*** have to travel during this engagement. Healy Consultants Group PLC 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 Group PLC office;
 17. If required, Healy Consultants Group PLC will be pleased to assist your firm to secure [employee visa](#) approvals. Our fee is €4,950 for the first employee, €2,950 for the second employee, €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 Group PLC's 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. Monthly and annual Government tax obligations include **i)** monthly payroll reporting and **ii)** monthly VAT and **iii)** annual corporation tax return filing. If you need our help, Healy Consultants Group PLC can complete monthly Government reporting for a monthly fee of €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)** monitor monthly profit levels to minimize annual tax **v)** submission of monthly employee payroll reporting;
 19. 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](#);



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- 20.** 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 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 **iii)** official translator fees. 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;

- 21.** 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 corporate shareholder amounts to €2,100 per annum. Our fee to be both 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 Group PLC to reputation, litigation and financial risk;
- 22.** It is important our Clients are aware of their personal and corporate tax obligations in their country of residence and domicile; and they will fulfill those obligations annually. Let us know if you need Healy Consultants Group PLC help to clarify your local and international annual tax reporting obligations;
- 23.** Some of our Clients request Healy Consultants Group PLC 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 Group PLC;
- 24.** To assist our Clients to minimize foreign exchange costs, we offer the payment in SG\$, Euro, Pounds or € . 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 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;
- 26.** Healy Consultants Group PLC will only incorporate your company after 75% of [due diligence documentation](#) is received by email. Healy Consultants Group PLC will only open a corporate bank account after 100% of the Client's original due diligence documentation is received by courier;
- 27.** Some of our Clients require an [immediate country solution](#). With this strategy, within a day Healy Consultants Group PLC can supply our Client **i)** an existing dormant Gabon company number and **ii)** an already approved Gabon 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.



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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 Gabon SEZ corporate structure.

Best regards,

Aidan Healy

Aidan Healy

[Business owner \(click link\)](#)

Healy Consultants Group PLC Group

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