

Filipino branch office registration

Client name

Address to be provided

Date: Tuesday, October 11, 2022

Invoice No: 2022 – 09 – xxx

Professional services for Philippines branch office setup (no travel)	Notes	Year 1 US\$	Year 2 US\$
Filipino branch office formation (without travel)	1.	4,550	600
Legal registered office and company secretary services	2.	2,800	2,800
Estimated Government branch office registration fees	3.	2,050	150
Multi-currency corporate bank account opening (without travel)	4.	4,950	0
Corporation tax and VAT registration services	5.	750	0
Professional passive nominee registered agent services	6.	5,800	5,800
Our project-management fee for a 5-month engagement	7.	4,510	0
Estimate of annual accounting & audit & tax filing fees	8.	0	7,970
Total Healy Consultants Group fees payable by instalments	9.	25,410	0
Estimate of Healy Consultants Group fees after 12 months	10.		17,320

The above services and fees represent the average Filipino requirements of our multi-national Clients'. I recommend you carefully read the notes in the following pages, to accurately and completely understand all services required by your Firm; eliminating the risk of unwanted fee surprises during the engagement.

Filipino branch office registration

Notes to invoice above

1. Within [2 months](#) from receipt of engagement fees and signed documents, Healy Consultants will complete Filipino branch office [registration](#). Before submitting a registration application to the [Securities and Exchange Commission](#), our Staff and Client will detail-discuss the important business set up considerations, detailed on [this webpage](#); and
2. In accordance with the Philippines [Republic Act No. 11232](#), each Branch office must maintain a legal registered office in Philippines. While the appointment of a company secretary is not legally required, in practice the Filipino Government and banks will frequently require for corporate documents to be certified by such individual. As always, Healy Consultants will supply these [professional services](#); and
3. This fee is an estimate of Government costs payable during your Firm's engagement. The fees payable to the Philippines for registration of a branch represent [1% of the initial capital](#) of a branch. Because the Government requires branches of overseas companies to have a minimum capital of US\$200,000, the Government fee will be in most cases US\$2,000. For transparency purposes, all Government fee payments will be supported by original receipts and invoices; and
4. Without bank signatory [travel](#), Healy Consultants Group will secure local multi-currency corporate bank account numbers for our Client. From the moment a complete application is submitted to the 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. 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 webpage](#), specially the due diligence documentation section. To maximize the probability of bank approvals, Healy Consultants 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.
5. In accordance with the Philippines [Tax Code](#), each branch office must register for tax at the [Bureau of Internal Revenue](#). VAT registration is also mandatory if the annual turnover of the branch exceeds US\$60,000 (PHP 3 million); and
 6. In accordance with [Sections 14.6 and 23 of the Philippines Corporation Code](#), every Philippines branch office shall appoint at least one individual country representative resident in the Philippines. If required, Healy Consultants Group will be pleased to provide your Firm with a passive nominee branch representative; and

Filipino branch office registration

7. Healy Consultants Group [project management fees](#) relate to time and resources dedicated to i) thoroughly research and plan Philippines branch office set up for our Clients specific business ii) devise strategies to minimise engagement period and complete the engagement [without travel](#) iii) collate and supervise the legalisation and attestation and translation of Client documents iv) weekly detailed engagement status updates to our Client v) ensure our Client complies with local regulations and legally owns and controls the new entity vi) ascertain the specific accounting, tax, legal and compliance considerations vii) find solutions to challenges that occur throughout the engagement; and
 8. Assuming the Filipino branch is actively trading, Healy Consultants Group in-house Compliance & Accounting & Tax Department will timely accurately and completely discharge the annual Filipino legal & accounting & [audit](#) & tax statutory reporting obligations. Unfortunately, branches of foreign companies are required to complete a statutory audit of their financial statements, unless the annual sales of their Group amount to less than US\$60,000. Consequently, most of our Clients request Healy Consultants Group to project-manage the [annual statutory audit](#). Refer to [this webpage](#) to better understand how our Staff will help your Firm; and
 9. All fees quoted in this sales invoice correspond to fees quoted on Healy Consultants Group's business [website](#). 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; and
 10. Assuming our Client re-engages Healy Consultants Group in 2023, this fee is an estimate of the fees [payable next year](#), 12 months after the date of BO registration in 2022; and
 11. Before branch registration is complete, the Filipino Government requires foreign companies to inject a minimum paid-up share capital of US\$200,000 into the Filipino corporate bank account. These funds can be used to pay for future business operating expenses. In addition, the Filipino Government requires our Client to purchase Government securities equivalent to US\$10,000. This security deposit will be refunded after successful de-registration of the branch. Depending on the specific nature of the business activities of the branch, the above amounts may be higher - if requested by the Government. If the branch office does not trade with Filipino residents, the minimum capital of the branch is only US\$1,000; and
 12. After Branch office registration, our in-house Accounting and Tax [Department](#) will help our multi-national Clients with the following [monthly & quarterly](#) statutory Government reporting obligations:
- | Statutory reporting obligations | When | Comments |
|--|-----------|-----------------------------|
| Withholding tax (BIR forms 1601-C and 0619E) | Monthly | For active businesses |
| VAT reporting | Monthly | If registered for VAT |
| Payroll reporting | Quarterly | For active staffed entities |
13. Over the coming months, you may need Healy Consultants Group support for i) [book-keeping](#) and ii) [monthly and quarterly](#) Government reporting and iii) [employee](#) matters;

Filipino branch office registration

14. Engage Healy Consultants Group 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; and
15. Refer to [this important web page](#) to read additional terms and conditions applying to this engagement;
16. Thank you for your business and we look forward to working closely with you over the coming weeks as we [project manage](#) your Filipino business [set up](#).

Best regards,

Aidan Healy

[Aidan Healy](#)

Healy Consultants Group

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