

## Luxembourg SOPARFI (SA) business setup

To: Client' sname

Company Reg No.: 268868

Address

TRN.:100399843000003

Date: 3<sup>rd</sup> January, 2023

Invoice No: 23-02-03

Professional services for a <a href="#">Luxembourg SA</a> setup (without travel)	Notes	Year 1 €	Year 2 €
Luxembourg tax resident <a href="#">company incorporation</a> fees (without travel)	1.	16,600	0
Legal <a href="#">registered office</a> fees	2.	3,600	3,600
Capital tax payable to <a href="#">Luxembourg Government</a> and registration fees	3.	1,230	1,230
International <a href="#">corporate bank account</a> opening fees (without travel)	4.	4,950	0
VAT <a href="#">registration</a> fees	5.	1,650	0
Estimate of annual <a href="#">accounting and tax</a> fees	6.	0	5,870
<b>Total Healy Consultants Group fees payable</b>	7.	<b>28,030</b>	0
Estimate of Healy Consultants Group fees after <a href="#">12 months</a>	8.		10,700

The above services and fees represent the average 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.

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### Notes to invoice above

1. Healy Consultants Group's fees to complete Luxembourg company registration within [3 weeks](#) (click link) from receipt of engagement fees, signed forms and documents and deposit of share capital. Before submitting a quality company incorporation application to the [Chamber of Commerce](#) our Staff and our Client will detail-discuss the important considerations for the setup, as detailed on [this web page](#) (click link);
2. In accordance [Luxembourg Company Law 1915](#), requires each entity to maintain a legal registered office in Luxembourg. To comply with this statutory requirement, Healy Consultants Group will supply these [professional services](#); and
3. This fee is an estimate of government costs payable during the engagement. Refer to [this webpage](#) to understand more about the fees. 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/international multicurrency corporate bank account numbers for our Client's new Luxembourg SA. From the moment a complete application is submitted to the banks, it will take on average *two months* to secure bank account numbers. That said, with a specific payment institution we can engineer a quick turnaround time, whereby the PSP account can be open within an average of 1-2 weeks. Our Staff will complete the engagement without our Client's representative travel to the banks branch office. When [travel](#) is unavoidable, we refund €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 web page](#), specially the due diligence documentation section. To maximize the probability of bank approvals, Healy Consultants will:

- ✓ prepare a quality business plan, including expected inflow and outflow of funds; and
  - ✓ contact multiple banks to secure their written confirmation, welcoming a formal multi-currency corporate bank/PSP account opening application; and
  - ✓ weekly follow up with the bankers to aggressively and skilfully secure a timely multi-currency corporate bank/PSP account approval.
5. In accordance with Luxembourg law and if its expected annual turnover exceeds €25,000, each entity must register for corporate tax and VAT with the [Land Registration and Estates Department](#); Quarterly thereafter, our in-house Accounting and Tax [Department](#) will assist your subsidiary submit dormant or active VAT returns. Additional fees will apply;
  6. Assuming our Clients' subsidiary is active, this is an estimate of Healy Consultants Group's fees to timely accurately and completely discharge our multi-national Clients' annual legal, accounting and tax obligations according to [Luxembourg GAAP](#). Refer to this [web page](#) to better understand this important annual professional service. For a dormant inactive company, our fees are [only US\\$1,200](#). Accounts must be prepared according to Luxembourg GAAP;

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7. All fees quoted in this invoice correspond to fees quoted on Healy Consultants Group [website](#). Please review this invoice carefully to identify errors. During the rush of the business day, it is possible that Healy Consultants Group 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-engages Healy Consultants Group in Year 2, this is an estimate of fees payable [next year](#), 12 months after the date of company registration;
9. In accordance [Luxembourg Company Law 1915](#), the minimum share capital of a SARL Luxembourg company is approximately €12,500, which must be deposited in a capital bank account prior to incorporation. The share capital must be deposited from a SEPA corporate bank account. If our Client does not operate an EU SEPA corporate bank account, Healy Consultants Group will assist overcome this challenge;
10. After company incorporation, our in-house Accounting and Tax [Department](#) will help our multi-national Clients' with the following statutory Government reporting obligations:

No	Statutory obligations	When	Comments
1.	VAT returns	Quarterly	For both dormant and active companies
2.	Payroll reporting	Monthly	Monthly for all companies having employees
3.	Corporation tax reporting	Annual	For both, dormat and active companies
4.	Legal annual <a href="#">return</a>	Annual	For both, dormat and active companies

11. For an additional fee of €6,290 and to secure completion of the engagement in a timely manner, Mr. Aidan Healy or our local accountant or attorney will act as nominee shareholder, director and bank signatory for 3 months. With this nominee strategy, Healy Consultants Group expects to complete company registration and corporate bank account opening without **i)** an immediate need for our Client's legalized documents and **ii)** without our Client's employee travel. That said, there is a 15% probability Healy Consultants Group will need to revert to our Client during the engagement for corporate documents or the bank may request the bank signatory to travel;
12. Some of our Clients require an [immediate country solution](#). Within 1 week, Healy Consultants Group can supply our Client **i)** an existing dormant Luxembourg company number and **ii)** an already-approved dormant Luxembourg multi-currency corporate bank account and **iii)** a city center business address. Turnkey solutions are attractive to multi-national Clients' who wish to immediately close a country deal, sign a legal contract or invoice a customer;
13. Refer to [this important web page](#) to read additional terms and conditions applying to this country engagement.

Best regards,

*Aidan Healy*, Healy Consultants Group