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Australia Company Incorporation Package #AULLC03
Incorporation plus Nominee Director Company Secretary plus Registered Office
plus Corporate Bank Account

Australia private company (limited by shares) incorporation package for entrepreneurs who can NOT provide their own Company Secretary and Registered Office and who needs a corporate bank account in Australia.

1. Scope of Services of Australia Company Registration Package

(1) Australia Company Pre- & Post- Incorporation

- (a) Name availability check/Name reservation
- (b) Preparation of memorandum & articles of the company and other incorporation documents
- (c) Preparation of registration forms
- (d) Professional & Filing Fees
- (e) Certificate of incorporation
- (f) Preparation of compliance documents, including corporate seal, share certificates, register and minutes book
- (g) Minutes of first board meeting
- (h) Resolution to open a bank account

(2) Corporate Secretarial Service

Though the law does not require the appointment of company secretary, we highly recommend that one is appointed so as to make sure that the company does not miss the deadline of filing various returns. Kaizen can act as the named Company Secretary for your Company to comply with Australia Securities and Investment Commission (ASIC) requirements.

- (a) ASIC Compliance Alert & Reminders
- (b) Named Company Secretary registered with ASIC for 12 months
- (c) Forwarding mails and messages from ASIC

(3) Public Officer

A public officer is a company's representative to the ATO and is responsible for the company's obligations under Section 252 of the INCOME TAX ASSESSMENT ACT 1936. The public officer is responsible for the company complying with the act and is also liable for the same penalties as the company if there are any violations.

A public officer does not need to be appointed as part of the company formation. However, the ATO must be notified of the appointment within 3 months of the new company carrying on a business or deriving income. The penalties for not doing this are severe and currently amount to AUD110 a day.

(4) The ASIC Agent

Kaizen can act as the ASIC Agent for your Company, our services including:

- (a) Annual company renewal notice;
- (b) Change company details on behalf of the business owner, ex officer/shareholder's name, address, shares, or deregistration a company.

(5) Registered Office/Business Address

Kaizen provides a Registered Address, which can be used for registered business address for the registration of your company. The address can be used on business cards, letterheads or any other official documents.

Whenever mails arrive, Kaizen provides notification via email and information of sender of the mails will be provided. For every batch of mails forwarded, Kaizen will charge a handling fee of AUD5 plus postage.

(6) ABN, TFN and GST Registration

Kaizen will handle the application for Australian Business Number, Tax Filing Number and registration of Goods and Services Tax (GST) after the company is duly registered.

(7) Provision of Nominee Local Director

Kaizen will provide an Australia local resident to act as one of the director of the company.

(8) Australia Bank Account

Kaizen will provide assistance to open corporate bank account with any one of the following three banks in Sydney, Australia:

- (a) Common Wealth Bank of Australia
- (b) Westpac Banking Corporation
- (c) St George Bank

Please note the bank requires all directors to visit their branch personally for the purpose of due diligence.

Total Package: AUD12,860

The fee quoted above includes registration fee paid to ASIC, but excludes before delivery charge. The amount of courier charge will be advised upon confirmation of delivery address.

2. Time of Billing and Payment Methods

Upon receipt of your order, we will issue an invoice together with detailed wiring transfer instructions to you for your settlement. We require full payment in advance.

3. Step by Step Guide to Register Your Hong Kong Company Through Kaizen

When you engage Kaizen to incorporate an Australian company, please follow the procedures described below.

- (1) Clients place an order for incorporation with Kaizen and provide the documents and information required to Kaizen by email or fax or post.
- (2) Kaizen performs a name availability search with ASIC. After confirmation of the availability of the proposed name, Kaizen then prepares incorporation documents and then arranges to have the documents signed by the directors and secretary.
- (3) Kaizen then arranges with client to sign the incorporation documents. Client could come to our offices to sign the incorporation documents. In the case that clients could not come to our offices, Kaizen could arrange to deliver the incorporation documents to you for your signing. The original duly signed incorporation documents must then be returned to Kaizen for filing.
- (4) Kaizen then files duly signed incorporation documents with the ASCI for registration. If it goes smoothly, ASIC will issue the Certificate of Incorporation in a couple of working days.
- (5) Kaizen collects the Certificate of Incorporation from ASIC and proceeds to place an order for manufacturing of company seal and chop and printing of Memorandum and Articles of Association (the whole set of documents together is known as company kit).
- (6) Kaizen arranges to deliver to you the Company Kit. The whole registration process is then completed. All the documents evidencing the legal existence of the Company is contained in the Company Kit and those items are what we returned to you after the Company is duly registered.
- (7) Finally, Kaizen arranges the client to go to Australia to open the corporate account. Our local staff in Australia will accompany the clients to visit the bank.

4. Time Frame to Incorporate

Step	Description	Day
1	Clients provide the required materials for registration to Kaizen	Clients' schedule
2	Kaizen prepare the registration application documents	1
3	Kaizen receives the duly signed incorporation documents from client	Clients' schedule
4	Kaizen delivers the duly signed Memorandum and Articles of Association to ASIC for registration	1
5	ASIC issues the Certificate of Incorporation	1
6	Kaizen collects the Certificate of Incorporation from Companies Registry	1
7	Kaizen prepares the company kit	4
8	Kaizen delivers the company kit to Clients	7
9	Clients visit Australia to open bank account	Clients' schedule
10	Processing of bank account opening	Bank's schedule
11	Application for ABN, TFN and registration of GST	28

Normally, the whole registration procedures could be completed in 3-4 weeks and it takes another week to deliver the company kit to the clients. The GST registration will take around 28 working days.

5. Materials Required for Incorporation of Australia Company and Setting up of Bank Account

- (1) Materials required for Company Registration
 - (a) Proposed company name in English only;
 - (b) One photocopy of passport and residential addresses proof (such as utility bill or telephone bill) in respect of each shareholder and director; if shareholder is another corporation, please provide Certificate of Incorporation and registered office;
 - (c) Amount of share capital, percentage of shareholdings if more than one shareholder. Unless otherwise advised, the amount of issued capital will be AUD100;
 - (e) Basic background information of the new company, such as the principal business activities, the products to be traded or services to be provided, the location of suppliers and customers, the expected turnover of the first year etc.

- (2) Materials required for Bank Account Opening
 - (a) Director's passport with a valid period more than two years;
 - (b) Company registration documents;
 - (c) Tax registration certificate.

6. Registration Documents Returned to Client after Registration

- (1) Original copy of Certificate of Incorporation;
- (2) 3 printed copy of Memorandum and Articles of Association (sample Memorandum and Articles of Association);
- (3) 10 copies of blank share certificate;
- (4) One statutory book (members register, directors register and share register);
- (5) One Common Seal;
- (6) Duplicate copy of documents filed with ASIC in relation to the appointment of directors, secretary, location of registered office and one duly completed share certificate for each of the shareholders.

7. Annual Maintenance and Compliance

After a company is officially registered in Australia, it is required to comply with the maintenance requirements such as appointing a Public Officer, updating books of accounts and filing of tax returns. We list below some of the maintenance services that we provide and the related fees for your information.

Item	Description	Amount (AUD)
1	Updating books of accounts	100/ Hour
2	Applying for a Substituted Accounting Period for Tax and reporting to align with the parent company if eligible	700
3	Applying for an audit exemption if eligible	700
4	Advising on employer obligation including workers compensation, superannuation, Payroll Tax, Fringe Benefits Tax and annual reporting requirement	750
5	Preparation of Business Activity Statements (BASs), reconciling the BASs with the final details as lodged with the annual tax return and ensuring compliance with the Goods and Services Tax legislation	From 550 per BAS
6	Preparation of Annual Financial Statements ready for audit	From 3,000 per annum plus
7	Preparation of annual Fringe Benefits Tax returns.	From 900 per annum
8	Provision of payroll services including new employee forms, Tax File Number declarations as required by the ATO (Note 1)	One off setup fee 200; 140 for the 1st employee and then 70 for additional employees
9	Advising expatriate employees including benefits of exempt fringe benefit entitlements and temporary visa tax concessions	From 1,600
10	Advice on Thin Capitalisation and Transfer Pricing	From 1,500

Notes:

1. In respect of our payroll services, there will be a one off setup fee of AUD200 per employee including collecting TFN declaration and default super fund form and a monthly fee of AUD140 for the 1st employee and then 70 for additional employees. Our fees for the provision of payroll services including new employee forms, Tax File Number declarations as required by the ATO. In particular, our fees cover the following detailed list of services:

Monthly:

- (1) Review and update annual leave and sick leave records
- (2) Process payroll
- (3) Process any commission payments
- (4) Email pay slips
- (5) Advise you of net pay to be made to employees
- (6) Bank account
- (7) Lodge monthly IAS report and provide to you for
- (8) payment to the ATO

Quarterly:

- (1) Produce superannuation reports.
- (2) Process superannuation payment quarterly through super fund.
- (3) Advise you of net superannuation payment to be made to super fund.

Yearly:

- (1) Annual bonus calculation and processing
- (2) Annual payroll reconciliation
- (3) Process individual payment summaries and distribute same to employees
- (4) Process company payment summary and send same to the ATO

The above does not include special work in relation to employee termination calculation, complex reimbursement, bonus scheme or employee share plan calculations etc.

Should you have any questions regarding the fees quoted or procedures stated in the article or wish to obtain more information, please browse our official website www.bycpa.com or send email to enquiries@bycpa.com, or call and talk to our professional consultants.

Kaizen's Services:

- ❖ Hong Kong company registration, book-keeping, auditing and tax filings
- ❖ China company registration, book-keeping and tax filings
- ❖ Singapore company registration, book-keeping, auditing and tax filings
- ❖ Corporate and individual income tax planning
- ❖ Offshore company registration and maintenance
- ❖ Trademark registration