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### Fees and Procedures for Deregistration of a Representative Office in Beijing

#### **Summary**

This quotation applies to situations where a foreign entity intends to close down its representative office in Beijing, China and that no special licence or permit is required to deregister.

Our fees for handling the deregistration of a representative office in Beijing, China are RMB25,000 up and our fees cover the services listed in Section 1(1) of this quotation. Our service fees, however, do not include the audit fees and the official deregistration related charges of the representative office.

The materials required include incorporation documents and chops of the representative office, accounting books for the latest three years, original lease agreement of the office space used by the representative office and others. A list of the materials is detailed in Section 3 of the quotation.

The whole process for the deregistration of a representative office in Beijing, China takes around 6 months. It should however be noted that most of the procedures are subject to approval granted by the government departments and therefore some of the procedures may take longer than expected.

If, due to the limitation of foreign investor company's principal business activities, the deregistration of representative office requires to deregister special licence or permit, we may need to adjust our fees and the time required may need to be extended accordingly.

### 1. Deregistration Cost

(1) Our Service Fees

Our fees for handling the deregistration of a representative office in Beijing, China is RMB25,000 up. In particular, our fees cover the following services:

- (1) Preparation of deregistration application documents;
- (2) Application for tax clearance and deregistration with tax bureau;
- (3) Application for deregistration with Customs House;
- (4) Application for deregistration of Certificate of Registration;
- (5) Application for closing RMB basic bank account

If, due to the limitation of foreign investor company's principal business activities, the deregistration of representative office requires to deregister special licence or permit, we may need to adjust our fees accordingly.

(2) Official Filing Fees

Our service fees stated in Section 1 (1) do not cover any official filing fees. The estimated official filing fees shall be around RMB1,500. The official fees are estimated on the premise that there is no tax repayment or overdue fine incurred.

(3) Liquidation Audit Fees

Our service fees stated in Section 1 (1) do not include the liquidation audit fees. We could arrange the issuance of audit report in case it is required by tax authorities and our fees shall be quoted based on the volume of transactions of the RO in the latest three years.

(4) Tax Filing Fees

During the liquidation and tax clearance period, the RO shall file tax return in due course until the tax deregistration is officially approved by the competent tax bureaus. Our service fee for monthly tax filing is RMB500. Under current practice, after the month the RO's account is closed, it shall need to take at least an extra six months to prepare the deregistration documents and complete the tax deregistration procedures. For this reason, we will charge six-month's tax filing fees (in total: RMB3,000). Any shortfall will be billed after completion of deregistration of the WFOE.

(5) Translation Costs

Our service fees stated in Section 1 (1) do not cover translation costs for translating the documents prepared by you from English to Chinese or translation of registration documents from Chinese to English. If so required, we will charge an extra amount of RMB300 per page of A4 size paper for the translation services. In case the translation is done by client directly, we will charge RMB60-180 per page of A4 size paper as proof reading service fees.

All the fees quoted above do not include the Value Added Tax and Surcharges of 5% if Chinese tax invoice (Fapiao) is required.

## A summary of the fees and costs is provided in Schedule 1 to the quotation.

## 2. Payment Terms and Methods

Upon receipt of your order, we will issue an invoice to you for your settlement. We require full payment in advance.

If China or Taiwan official tax invoice is required, Value-Added Tax or Business Tax at the prevailing rate in the respective jurisdiction will be charged.

## 3. Required Documents and Materials

The following materials are required for the purpose of application for deregistration of a representative office in Beijing, China:

- (1) Original Certificate of Registration;
- (2) The representative card of Chief Representative and general representative (if any);
- (3) Original Bank Account Opening Permit;
- (4) Original Organizational Credit Code Certificate;
- (5) Other bank stuffs;
- (6) Common chop of RO;
- (7) Financial chop of RO;
- (8) Personal Seal of Chief Representative;
- (9) Original lease agreements;
- (10)Full set photocopy of the passport of Chief Representative;
- (11)All the books and voucher prepared for the latest three years;
- (12) Tax returns for the latest three years;
- (13) Other documents required by relevant Chinese government authorities.

# 4. Estimated Time Frame

It is estimated that the whole deregistration process would take around 6 months, subject to the schedule of the investor and also the approval by the various registration authorities in Beijing. The table below shows the estimated time frame for each of the steps for the deregistration.

Step	Description	Who is Responsible	Working Days			
Preliminary						
1	Preparation of deregistration required documents	Investor	Investor's schedule			
2	Preparation of deregistration application documents	Kaizen	5-7			
Application for Deregistration						
3	Application for tax clearance and deregistration with tax bureau	Kaizen	4-5 months			
4	Application for deregistration with Customs House	Kaizen	1			
5	Application for deregistration of Certificate of Registration	Kaizen	5-7			
6	Application for closing RMB basic bank account	Kaizen	10-15			
	Around 6 Months					

#### 5. How to Start

- (1) We will sign an engagement letter with you;
- (2) You pay the service fees to us;
- (3) You provide the required materials to us;
- (4) We prepare the application forms and relevant documents after receipt of required documents;
- (5) We deliver the documents to you for signing;
- (6) You return the duly signed documents to us;
- (7) We submit the documents to relevant government authorities concerned application as stated in Section 4;
- (8) The whole procedures are completed and deregistration feedback documents are forwarded to you.

If you wish to obtain more information or assistance, please visit the official website of Kaizen CPA Limited at <u>www.kaizencpa.com</u> or contact us through the following and talk to our professionals: Email: <u>info@kaizencpa.com</u>, <u>enquiries@kaizencpa.com</u> Tel: +852 2341 1444

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### Schedule 1 – Summary of Costs for Deregistration of a RO in Beijing

A summary of costs related to the deregistration of a representative office in Beijing, China are listed in the table below:

Item	Description	Amount (RMB)
1	Service fees for RO deregistration (Note 1)	25,000 up
2	Official filing fees for RO Registration (Note 2)	1,500
3	Disbursements	500
4	Tax filing for six months (Optional)	3,000
5	Liquidation Audit (Optional)	TBA
6	Translation fees (Optional)	TBA
	TOTAL	30,000 up

#### Note:

- 1. If, due to the limitation of foreign investor company's principal business activities, the deregistration of representative office requires to deregister special licence or permit, Kaizen will handle the application and our fees will be quoted upon request.
- 2. The government fee ia an estimated amount. We will collect it before the commencement of services and any shortfall will be billed after completion of registration of the representative office.
- 3. If Chinese tax invoice is required, a Value Added Tax and Surcharges of 5% would be applicable.