

Shenzhen, China

Rooms 1203-06, 12/F.
Di Wang Commercial Centre
5002 Shennan Road East
Luohu District, Shenzhen
T: +86 755 8268 4480

Shanghai, China

Room 603, 6/F., Tower B
Guangqi Culture Plaza
2899A Xietu Road
Xuhui District, Shanghai
T: +86 21 6439 4114

Beijing, China

Room 303, 3/F.
Interchina Commercial Bldg.
33 Dengshikou Street
Dongcheng District, Beijing
T: +86 10 6210 1890

Taipei, Taiwan

Room 303, 3/F.
142 Section 4
Chung Hsiao East Road
Daan District, Taipei
T: +886 2 2711 1324

Singapore

3/F., 36B
Boat Quay
Singapore 049825
T: +65 6438 0116

New York, USA

202 Canal Street
Suite 303, 3/F.
New York
NY 10013, USA
T: +1 646 850 5888

Fees and Procedures for Share Transfer for Beijing WFOE

Unless otherwise indicated, the WFOE mentioned in this quotation refer to a limited liability company formed and registered in Beijing, China in accordance with China Company Law and related regulations and wholly owned by one or more foreign companies or individuals.

Summary

The quotation applies to situations where the shareholder of a Beijing WFOE intends to transfer parts or all of its shares to another foreign investor and that no special licence or permit or other change is required.

Our fees for handling the share transfer for a WFOE in Beijing, China are RMB10,000 and our fees cover the services listed in Section 1(1) of this quotation. Our service fees, however, do not include the payment of official change filing charges.

The materials required include legalised identity/incorporation documents of the new shareholder, share transfer agreement and others. A list of the materials is detailed in Section 3 of the quotation.

The whole process for share transfer for a WFOE in Beijing, China takes 6 to 8 weeks. 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 special licence or permit or other extra change is required, we may need to adjust our fees and the time required may need to be extended accordingly.

1. Change Cost

(1) Our Service Fees

Our fees for handling the share transfer for a WFOE in Beijing, China are RMB10,000. In particular, our fees cover the following services:

- (1) Preparation of change application documents (Excluded share transfer agreement);
- (2) Application for share transfer with BAMR;
- (3) Application for MOFCOM registration;
- (4) Application for shareholder change with tax bureau;
- (5) Application for the change of foreign exchange registration particulars;
- (6) Application for shareholder change with bank

If special licence or permit or other extra change is required, we may need to adjust our fees accordingly.

(2) Official Filing Fees

The fees quoted in Section 1 (1) above do not cover official filing fees to be paid to different government departments and the official filing fees are estimated to be around RMB1,500, assuming no special license or permit is required.

(3) Legalisation Fees

Our fees stated above also do not cover the legalization of the identity/incorporation documents of the shareholder/member of the Beijing WFOE. Kaizen is able to arrange the legalisation of the aforesaid documents for company registered in Hong Kong, Singapore, Taiwan, British Virgin Islands, Cayman Islands and Bermuda and a few other countries. Fees for legalisation will be quoted upon request.

(4) 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.

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 share transfer for a WFOE in Beijing, China:

- (1) One set of legalized identity documents/incorporation documents of the new shareholding company;
- (2) Business Licenses (original and duplicates);
- (3) Articles of Association
- (4) Bank Account Opening Permit;
- (5) Organizational Credit Code Certificate;
- (6) Company Seal of the Beijing WFOE;
- (7) Other documents or information temporarily required by registration authorities.

4. Estimated Time Frame

It is estimated that the whole change process would take around 6 to 8 weeks, subject to the approval by the various registration authorities in Beijing. The table below shows the estimated time frame for each of the steps for the change.

Step	Description	Who is Responsible	Working Days
Preliminary			
1	Legalization of identity/incorporation documents of the new shareholding company	Investor	Investor's schedule
2	Preparation of WFOE's certificates and licenses	Investor	Investor's schedule
3	Other documents	Investor	Investor's schedule
Application for Share Transfer			
4	Application for share transfer with BAIC	Kaizen	5-7
5	Application for MOFCOM registration	Kaizen	3
6	Application for shareholder change with tax bureau	Kaizen	3
7	Application for the change of foreign exchange registration particulars	Kaizen	7-10
8	Application for change of shareholder with bank	Kaizen	10-15
Around 6-8 Weeks			

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 and change of various certificates as stated in Section 4;
- (8) The whole procedures are completed and certificates are forwarded to you.

If you wish to obtain more information or assistance, please visit the official website of Kaizen CPA Limited at www.kaizencpa.com or contact us through the following and talk to our professionals:

Email: info@kaizencpa.com, enquiries@kaizencpa.com

Tel: +852 2341 1444

WhatsApp/Line/Wechat: +852 6114 9414, +86 152 1943 4614

Skype: kaizencpa

Schedule 1 – Summary of Costs for Share Transfer for Beijing WFOE

A summary of costs related to share transfer for a Beijing WFOE with no requirements of special license in Beijing, China are listed in the table below:

Item	Description	Amount (RMB)
1	Service fees for share transfer for Beijing WFOE (Note 1)	10,000
2	Official filing fees (Note 2)	1,500
3	Disbursements	500
4	Legalization Fees (Optional)	TBA
5	Preparation of share transfer agreement (Optional)	TBA
6	Translation Fee (Optional)	TBA
TOTAL		12,000

Note:

1. If special licence or permit needs to be updated due to the share transfer, Kaizen will handle the change application and our fees will be quoted upon request.
2. The government fees are estimated on the premises that no speical license or permit is required. We will collect it before the commencement of services and any shortfall will be billed after completion of the change.
3. Item 4 to 6 will only be incurred if we are being engaged for such services.
4. If Chinese tax invoice is required, a Value Added Tax and Surcharges of 5% would be applicable.