



Corporate Secretarial Services (China)

*Unless stated otherwise below, services include (i) application forms for each Task, (ii) a List of all the documents required to be submitted to the government along with the application forms, and (iii) submission the completed forms and required documents for processing and registration with the relevant government agencies, including Ministry of Commerce, Administration of Industry and Commerce, Quality Inspection Bureau, Tax Bureau, State Administration of Foreign Exchange, Statistic Bureau.

*If any of the following items are not located in Beijing or Shanghai, additional fees may be charged to cover the charges of local filing agents who will coordinate with Pamir to complete those items locally. These fees cannot be determined until the location is provided because local requirements and practices vary.

Each customer will be solely responsible for completing the required forms, and providing all other required documents on the Documents List.

No.	Task	
Corporate Secretarial Services		
1.	Set up of PRC Company	
	Formation of a Wholly Foreign-Owned Enterprise (“WFOE”) for Manufacturing, Consulting or Trading Business <ul style="list-style-type: none"> • Foreign Investment Approval by Ministry of Commerce (“MOC”) • Business License Issued by Administration of Industry and Commerce (“AIC”) • Tax Registration Certificate Issued by Tax Bureau • Organization Code Certificate Issued by Quality Supervision and Inspection Bureau (“QSIB”) • Foreign Exchange Registration Certificate by State Administration of Foreign Exchange (“SAFE”) • Articles of Association provided by Pamir (“AOA”) • Statistic Certificate Issued by Statistic Bureau • Financial Registration Certificate Issued by Finance Bureau • Customs Registration Certificate Issued by Customs • Financial Chop, Company Chop and Legal Representative Chop 	
	<i>Additional permits and certificates are required for certain businesses such as food related business, restaurant, telecommunication etc.</i> <i>[Special permits and certificates may be required for the client’s particular industry. These requirements are specific to the client’s industry and location, so it is not possible to provide a fee quotation until we are provided details about the client’s particular situation]</i>	
	Additional Services Related to Company Set-up Available at Client’s Request: <ul style="list-style-type: none"> • Advise on Corporate Structuring Related to Incorporation of PRC 	

	Company, including Consultation on Tax Matters, Devising Business Scope, Answer Inquiries on Restricted Industries and Regulations Compliance, and Offshore Structuring.	
	<ul style="list-style-type: none"> • Coordinate with Other Service Providers, Such as Accountants, Environmental Engineers, Customers' Lawyers, etc. 	
	<ul style="list-style-type: none"> • Provide a Form of PRC Labor Contract for General PRC Staff Employees 	
	<ul style="list-style-type: none"> • Prepare Tailored PRC Labor Contract for Executive Employees such as General Managers and Deputy Managers, Presidents and CEOs, CFOs, Vice Presidents, etc. 	
	<ul style="list-style-type: none"> • Provide a Form of PRC Labor Policy Manual 	
	<ul style="list-style-type: none"> • Conduct Trademark Search 	
	<ul style="list-style-type: none"> • Conduct Trademark Registration 	
	<ul style="list-style-type: none"> • Provide a Form of Bilingual Trademark License Agreement 	
	<ul style="list-style-type: none"> • Provide a Form of Bilingual Confidentiality and Non-Disclosure Agreement 	
2.	Basic Corporate Secretarial Services Package <ul style="list-style-type: none"> • Maintenance of Company's Statutory Books • Arrange for Mandatory Statutory Filings in accordance with local requirements • Arrange for and Prepare Necessary Documents for Annual General Meeting of Shareholders • Arrange for and Prepare Necessary Documents for Annual General Meeting of Board of Directors • Provision of Regular Update/Status Reports on Corporate Secretarial Services Issues • Timely Informing of Due Dates and Deadlines 	
3.	Provision of Registered Address (Domiciliation) <i>[Chinese companies are required to have a physical address which may be subject to random inspection]</i>	
4.	Assist to Secure Office Space Rental (introduce real estate agent. Clients are responsible for their own agent fee; actual fee will depend on size of office, facilities and administrative support required)	
5.	Prepare or Review Lease Agreement	
6.	Provision of a Nominee Director	
7.	Provision of a Nominee Shareholder	
8.	Provision of a Corporate Secretary/Legal Representative	
9.	Serve as Company Supervisor The Company Supervisor cannot be legal representative, director, or any senior officer of the Company.	
10.	Change of Company Registered Address (Apply to MOC, AIC, Tax Bureau, QSIB, SAFE, Statistic Bureau, Finance Bureau, Customs)	
11.	Change of Company Director (Apply to AIC)	
12.	Change of Company Supervisor (Apply to AIC)	

13.	Change of Company General Manager (Apply to AIC)	
14.	Change of Company a Corporate Secretary/Legal Representative (Apply to MOC, AIC, Tax Bureau, QSIB, SAFE, Statistic Bureau, Finance Bureau, Customs)	
15.	Provision of Documentation Relating to Board of Directors Meeting	
16.	Preparation of a Shareholders' Resolution	
17.	Preparation of a Board of Directors' Resolution	
18.	Preparation of a Proxy/Power of Attorney	
19.	Preparation and/or Execution of a Standard and/or a Non-Standard Multi-Page loan agreement	
20.	Preparation and/or Execution of Multipage Finance Documents	
21.	Preparation of Standard and/or Non-Standard More Complicated Multi-Page Loan Agreements	
22.	Amendment(s) to Articles of Association (AOA) <ul style="list-style-type: none"> • Prepare Amendment to AOA • Prepare Board Resolution 	
23.	Increase Registered Capital (Cash) <ul style="list-style-type: none"> • Apply to MOC, AIC, SAFE • Prepare Amendment to AOA • Prepare Feasibility Study Report • Prepare Board and Shareholder Resolutions • Coordinate with Accountant for Capital Verification Report 	
24.	Decrease Registered Capital <ul style="list-style-type: none"> • Apply to MOC, AIC • Prepare Amendment to AOA • Prepare Board and Shareholder Resolutions • Arrange and Attend Appointments with Governmental Officials on Customer's Behalf to Answer Inquiries Relating to Customer's Applications, and Coordinate with Customer to Gather Information Needed for Attending Such Appointments 	
25.	Change of PRC Company Name (Apply to MOC, AIC, Tax Bureau, QSIB, SAFE, Statistic Bureau, Finance Bureau, Customs)	
26.	File for Change of Business Scope <ul style="list-style-type: none"> • Apply to MOC, AIC, Tax Bureau • Prepare Amendment to AOA • Advise on How to Properly Draft Change of Business Scope 	
27.	File for Change of Shareholder's Name (Apply to MOC, AIC)	
28.	Share Transfer(s) (Between Foreign Shareholders)	

	<ul style="list-style-type: none"> • Apply to MOC AIC • Prepare Amendment to AOA • Prepare Board and Shareholder Resolutions • Prepare Equity Transfer Agreement • Arrange and Attend Appointments with Governmental Officials on Customer's Behalf to Answer Inquiries Relating to Customer's Filing, and Coordinate with Customer to Gather Information Needed for Attending Such Appointments. 	
29.	Dividend Distribution	
30.	Provision of Documentation Relating to Extraordinary Shareholders' or Board of Directors Meeting	
31.	Assisting with Legalization	
32.	Open Local Bank Account with a Chinese Bank	
33.	Forwarding of All Correspondence to the Designated Contact Persons (if relevant)	
	Accounting Services	
1.	Provision of Accounting Bookkeeping Services (Monthly Fee)	
2.	Provide Annual Accounting and Annual Audit Services, including Preparing Annual Audit Report	
3.	File Annual Audit Report and Attend Annual Joint Inspection and Audit with Governmental Agencies (Local Branch of MOC AIC, QSIB, Tax Bureau, SAFE, Statistic Bureau)	
	Other Services	
1.	Establishment of a Foreign-Invested Commercial Enterprise ("FICE") for Domestic Retail and Trading Business <ul style="list-style-type: none"> • FICE Approval by MOC • Business License Issued by AIC • Tax Registration Certificate Issued by Tax Bureau • Organization Code Certificate Issued by QSIB • Foreign Exchange Registration Certificate Issued by SAFE • AoA provide by Pamir • Statistic Certificate Issued by Statistic Bureau • Financial Registration Certificate Issued by Finance Bureau • Customs Registration Certificate Issued by Customs • Financial Chop, Company Chop and Legal Representative Chop 	
2.	Establishment of a Representative Office (Rep Office can be used for quality control, after-sales service, marketing but with no direct contracting power) <ul style="list-style-type: none"> • Rep Office Registration Certificate Issued by AIC • Tax Registration Certificate Issued by Tax Bureau • Organization Code Certificate Issued by QSIB • Statistic Certificate Issued by Statistic Bureau 	

	<ul style="list-style-type: none"> • Foreign Exchange Registration Certificate Issued by SAFE • Customs Registration Certificate Issued by Customs • Financial Chop, Company Chop and Chief Representative Chop 	
3.	Registration of a Branch Office (Apply to AIC)	
	<i>Additional Services by Pamir at Customer's Request:</i>	
	<ul style="list-style-type: none"> • Arrange and Attend Appointments with Governmental Officials on Customer's Behalf to Answer Inquiries Relating to Customer's Filing, and Coordinate with Customer to Gather Information Needed for Attending Such Appointments. 	
4.	Deregistration of a Branch Office (Apply to AIC)	
	<i>Additional Services by Pamir at Customer's request:</i>	
	<ul style="list-style-type: none"> • Arrange and Attend Appointments with Governmental Officials on Customer's Behalf to Answer Inquiries Relating to Customer's Filing, and Coordinate with Customer to Gather Information Needed for Attending Such Appointments. 	
5.	Registration for Equity Pledge (Apply to AIC)	
	<i>Additional Services by Pamir at Customer's request:</i>	
	<ul style="list-style-type: none"> • Prepare Equity Pledge Agreement 	
6.	Deregistration of Equity Pledge (Apply to AIC)	
7.	Corporate Liquidation	
	*Corporate liquidation of Chinese companies is an extremely complicated process. Our fee stated here is for services limited only to provision of application forms for liquidation, a Documents List for documents required to be submitted with the application, and submission of the application and documents to the relevant authorities.	
	<i>Additional Services Available at Client's Request:</i>	
	<ul style="list-style-type: none"> • Advisory Services on Corporate Liquidation of Chinese Companies 	
	<ul style="list-style-type: none"> • Prepare Applications, Board Resolutions, Shareholders Resolutions, Power of Attorney, and other Related Documents 	
	<ul style="list-style-type: none"> • Coordinate with Customer's Accountant 	
	<ul style="list-style-type: none"> • Arrange and Attend Appointments with Governmental Officials on Customer's Behalf to Answer Inquiries Relating to Customer's Filing, and Coordinate with Customer to Gather Information Needed for Attending Such Appointments. 	