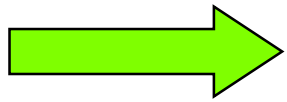




Professional Business Services Full Offer

- General
- The Estonian Tax System
- Economy, a safe and sounding business environment
- Business Services to companies wishing to move only their commercial activities in Estonia
- Business Services to companies wishing to move completely their activities in Estonia
- Price List and Payment terms



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- We are pleased to offer you our business consulting services.

- The scope of work is to offer consulting services in Estonia for tax optimization, legal and administrative management (sales support, order management, invoicing and marketing), for the incorporation and management of companies in Estonia. In this offer, services are offered separately for:
 - Business Services to companies wishing to move only their commercial activities in Estonia
 - Business Services to companies wishing to move completely their activities in Estonia

□ The two main goals of our services to our Clients are:

□ **Profit maximising**

- Estonia offers the best business environment both in terms of efficiency and an extremely competitive fiscal system via a low flat tax payable only if dividends are distributed to shareholders. For any company desiring to maximise its profit, there is the chance of moving in Estonia the Sales and Procurement, while leaving only the production in the country of origin, so that the biggest part of profit is generated in Estonia.

□ **Profit Security**

- Once your business is successfully launched in Estonia, we also offer the possibility of securing your profits against any possible geopolitical turmoil, through the creation of dedicated SICAV companies in Switzerland, with accounts in Switzerland, offering so a legal means to transfer your profits, in form of investment, into the most secure environment in the world. Never mind if anything happens in Estonia. Your profits remain safe and sound in Switzerland.



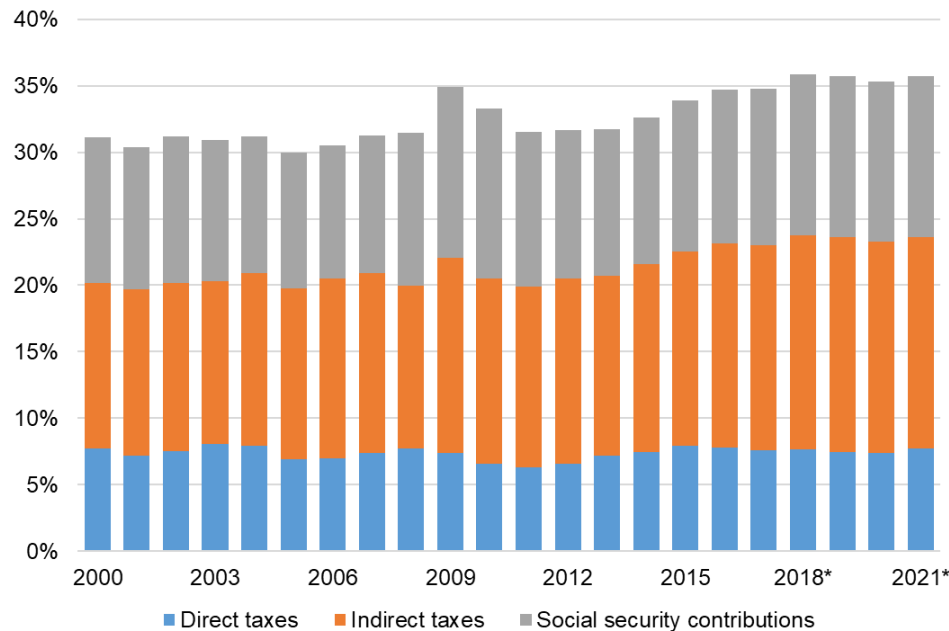
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- **The main principles of Estonian tax policy:**
 - **simple tax system**
 - **broad tax base, low rates**

- „The government’s goal is to shift the tax burden from taxation of income to taxation of consumption, use of natural resources and pollution of the environment. At the same time the system should remain simple and transparent with as few exceptions and differences as possible.“

□ Main tax rates

- Corporate income tax – 20% only on distributed profit. If profit is not distributed or it is re-invested in Estonia and/or abroad, the Corporate Income Tax is 0%
- Personal income tax – 20%
- Social tax – 33% (payable only by employer)
- Unemployment insurance payment – 1,6% payable by employee and 0,8% payable by employer
- Contribution to the mandatory funded pension system - 2% (payable by employee)
- Value added tax - 20% (standard rate), 9% (reduced rate)



Income tax (both Corporate and Personal)

- **Period of taxation:** a calendar year
- **Flat Tax rate: 20%**
- Decrease of the income tax rate (both for individuals and legal persons):

• Until the year 2004 –	26%
• Income of the year 2005 –	24%
• Income of the year 2006 –	23%
• Income of the year 2007 –	22%
• Income of the years 2008-2014 –	21%
• Since income of the year 2015 –	20%

□ Personal income tax

□ Increase of basic exemption (per year):

● Income of the year 2003 –	12 000 EEK (767 €)
● Income of the year 2004 –	16 800 EEK (1074 €)
● Income of the year 2005 –	20 400 EEK (1304 €)
● Income of the years 2006- 2007 –	24 000 EEK (1534 €)
● Income of the years 2008- 2010 –	27 000 EEK (1726 €)
● Income of the years 2011- 2014	1 728 €
● Income of the year 2015 –	1 848 €
● Income of the year 2016 –	2 040 €
● Income of the year 2017 –	2 160 € (2 832 €*)
● Income of the year 2018 –	6 000- 0 € (regressive)

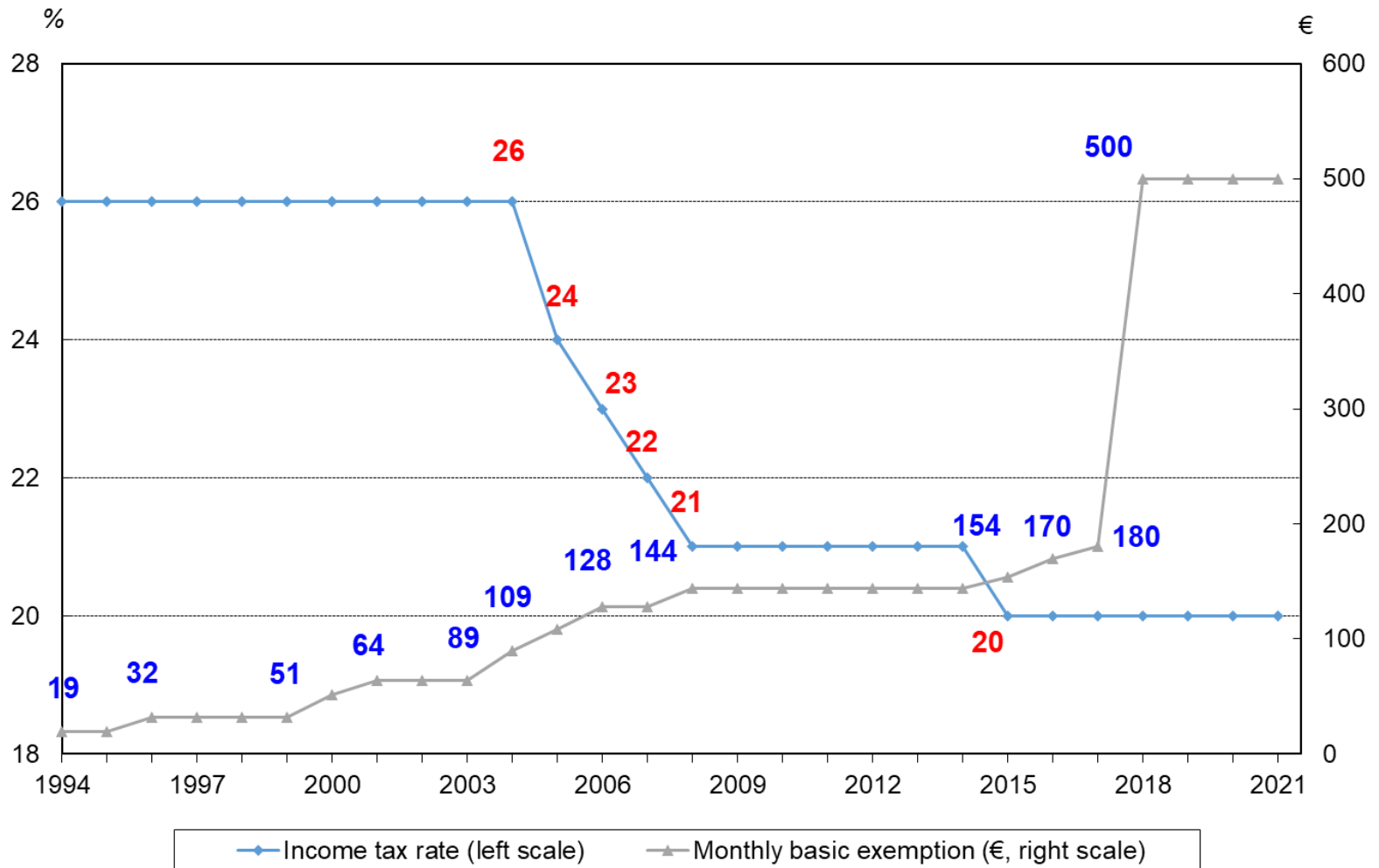
□ * Additional exemption for state pensions

□ Personal income tax

- Deductions from taxable income
 - Additional deductions for children starting from the second child 1848€ per year per child
 - Mortgage interest – 300€ per year
 - Training expenses
 - Gifts and donations
 - (mortgage interest, training expenses, gifts and donations together cannot exceed 50% of taxable income or 1200€ per year)
 - Payments for supplementary pension – 15% of income, but not more than 6000€ per year
 - Compulsory social insurance benefits

- Same benefits also available to an EU resident who earns 75% of income in Estonia.

Income Tax Reduction

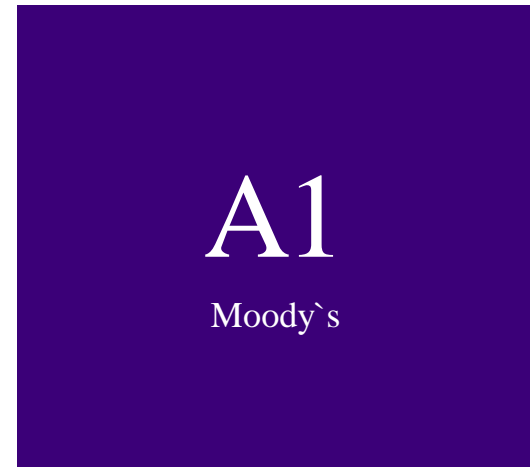


- **Corporate income tax**
- **Corporate tax reform in year 2000**
 - The moment of taxation of corporate income is postponed until the distribution of the profits
- **The system applies to:**
 - Estonian resident companies
 - - legal persons that are established pursuant to Estonian law
 - permanent establishments (PE) of non-resident companies
 - PE is an entity through which the business of a non-resident is carried out in Estonia

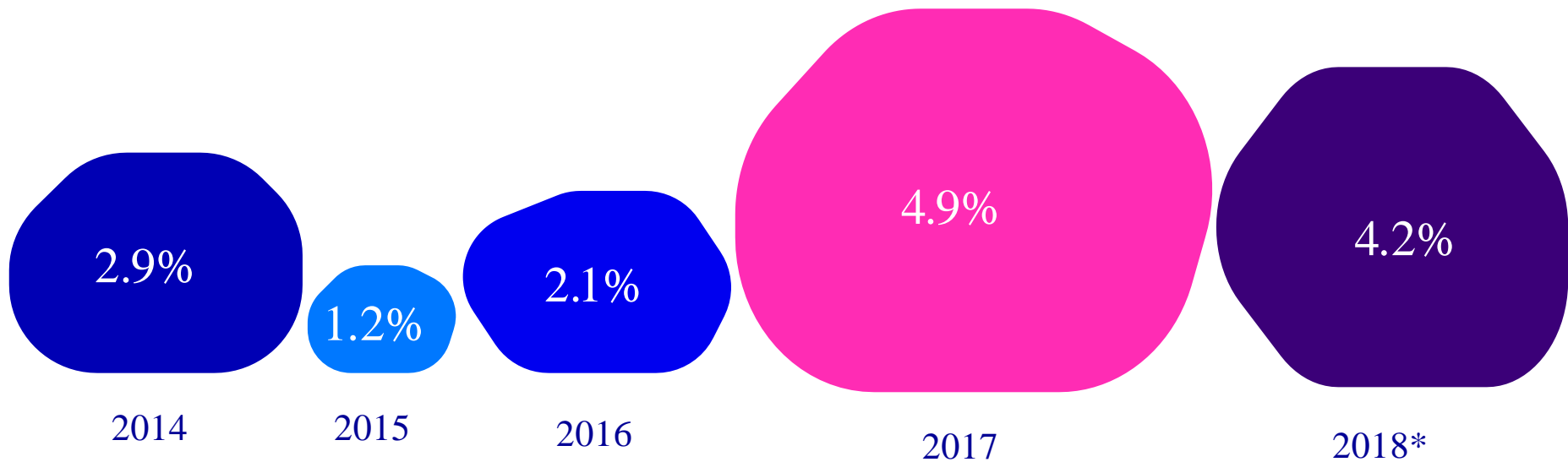
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credit ratings

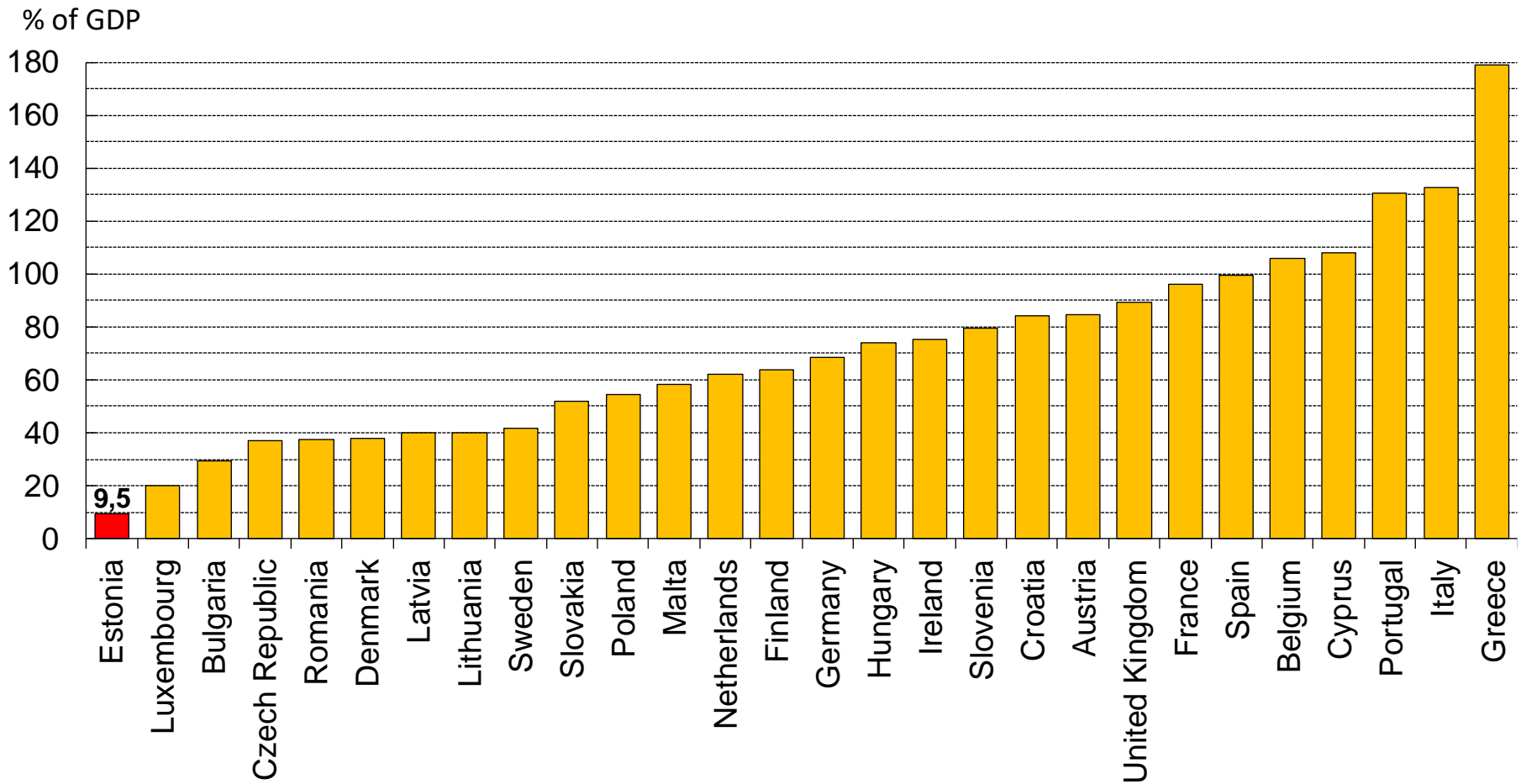


□ GDP Growth 2014–2018



Source: Bank of Estonia (March 2018)
* forecast

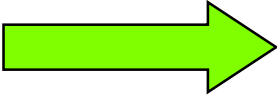
□ General Government debt in 2018



BEST TAX CODE ON 2014/2015/2016/2017/2018

□ 2018 Rankings

- For the fifth year in a row, Estonia has the best tax code in the OECD. Its top score is driven by three positive features of its tax code. First, it has a 20 percent tax rate on corporate income that is only applied to distributed profits. Second, it has a flat 20 percent tax on individual income that does not apply to personal dividend income. Third, its property tax applies only to the value of land rather than taxing the value of real property or capital.

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- During the period of consultancy, to be defined and in any case not less than two years, to companies wishing to manage only their commercial and/or procurement platform in Estonia, our company offers specific services and part of its structures such as :
 - Use of the meeting room in our Tallinn offices.
 - No. 1 dedicated telephone line.
 - No. 1 Fax line dedicated.
 - Internet connection
 - Secretary able to speak fluently in Italian, Estonian, Russian and English. Customer support also available in German, Spanish and French.

- In order to offer proper **Profit Maximising** in Estonia, we provide also the following services directly or with the help of local partners who have been working with us for 11 years:
 - Start-up management
 - Assistance for the opening of one or more companies in Estonia.
 - Assistance in opening bank accounts.
 - Legal and Fiscal Management
 - Accounting.
 - Billing.
 - VAT declaration and taxes.
 - Drafting and filing of financial statements.
 - Legal support where necessary.
 - Chief Executive Officer Service.
 - Commercial Management
 - Possible organization and management of a sales network in Western and Eastern Europe, Belarus, Russia and Azerbaijan.
 - Preparation of offers and direct management of final customers on behalf of the foreign branch in Estonia.
 - Order processing and procurement.
 - Marketing (branding, advertising and website creation or e-commerce portal) dedicated in Estonia in Italian, French, Spanish, German, Estonian, Russian and English languages.

- For Clients desiring to have also a very strong and fully legal system to secure the profits generated in Estonia (or elsewhere), we offer an extremely advanced financial scheme:

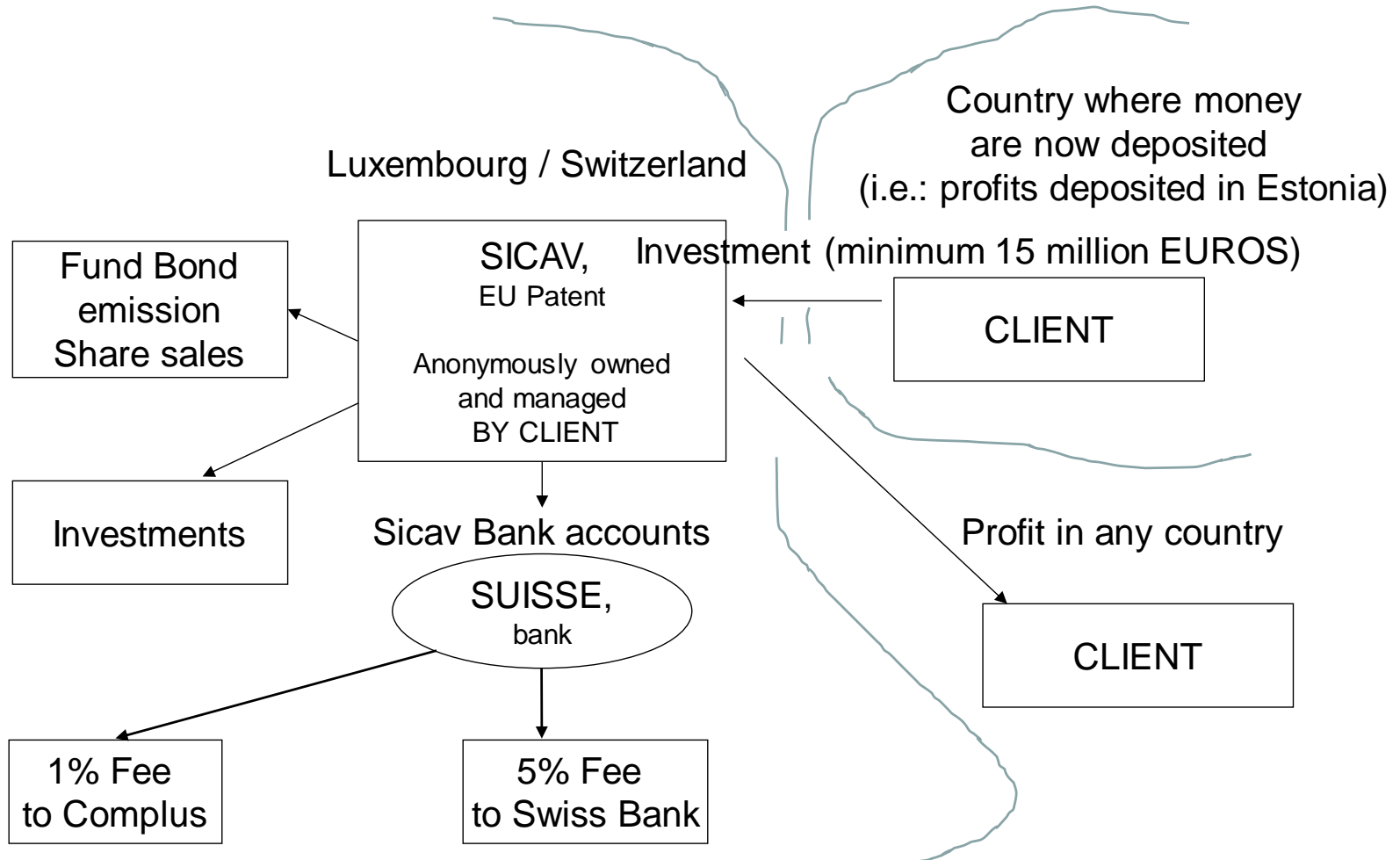
- **Securing Profits generated in Estonia (or elsewhere)**


- The Client needs to setup an advanced financial scheme in Europe in order to overcome the problem of securing profits and strict funds transfer rules. Complus Systems offers its legal and financial services proposing a proper advanced financial scheme based on the transfer of existing funds to a Swiss Business Bank and the opening of a suitable SICAV investment fund in Luxembourg or Switzerland.
- It is proposed to setup a private investment fund in Luxembourg or Switzerland called SICAV, which will be fully owned and managed anonymously by the Client. The SICAV will have its bank accounts based in Switzerland at a business bank. Complus Systems and the Swiss Business Bank will support the Client in setting up both the SICAV in Luxembourg/Switzerland and to open SICAV bank accounts in Switzerland as well at transferring existing funds at SICAV bank accounts in Switzerland.
- After the setup of SICAV and relative accounts, a total fee of 6% of the Client transferred funds will be paid by deducting such amount from the transferred funds to the destination set by Complus Systems. The 5% fee to the Swiss Business Bank, the 1% fee to Complus Systems, according to detailed indications which will be specified in a dedicated contract between the Client, the Swiss Business Bank and Complus Systems.

□ **Securing Profits generated in Estonia (or elsewhere)**

- All the costs due to setting up the SICAV and proper SICAV bank accounts in Switzerland are not included in the fee and shall be paid upfront to the Swiss Business Bank. The costs are indicated at next point.
- For the setting up of the whole proposed commercial and financial scheme, the cost is 350.000 EURO (ALL INCLUSIVE) to be paid in full to the Swiss Business Bank, upon signature of a proper contract and emission of suitable Commercial Invoice. The Client will have to come personally in Switzerland with its attorney in order to be guided through the entire process of contract signature, SICAV opening and accounts opening.
- Once the whole financial platform is set, the Client will transfer a minimum of 15 MIO EURO, as investment into the SICAV which the Client in reality fully owns and control anonymously.

Profit security Advanced financial scheme



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- During the period of consultancy, to be defined and in any case not less than two years, to companies wishing to partially or completely relocate their commercial and production activities, our company offers specific services:
 - Start-up management
 - Assistance for the opening of one or more companies in Estonia.
 - Assistance in opening bank accounts.
 - Search for suitable facilities (offices, warehouses, etc.)
 - Selection of local staff
 - Contracts preparation for the purchase or lease of facilities.
 - Contracts preparation for the personnel to be hired
 - Contracts with third parties
 - Legal and Fiscal Management
 - Accounting.
 - Billing.
 - VAT declaration and taxes.
 - Drafting and filing of financial statements.
 - Payroll management
 - Legal support where necessary.
 - Chief Executive Officer Service

□ Commercial Management

- Possible construction and management of a sales network in Eastern Europe, Belarus, Russia and Azerbaijan.
- Preparation of offers and direct management of final customers on behalf of the Italian branch in Estonia.
- Order management
- Project Management (planning and coordination of human resources and resources for articulated projects with the aid of adequate SW tools)
- Marketing (branding, advertising and website creation (or e-commerce portal) dedicated in Estonia in Italian, Estonian, Russian and English).
- Pre and post sales assistance.

- For Clients desiring to have also a very strong and fully legal system to secure the profits generated in Estonia (or elsewhere), we offer an extremely advanced financial scheme:

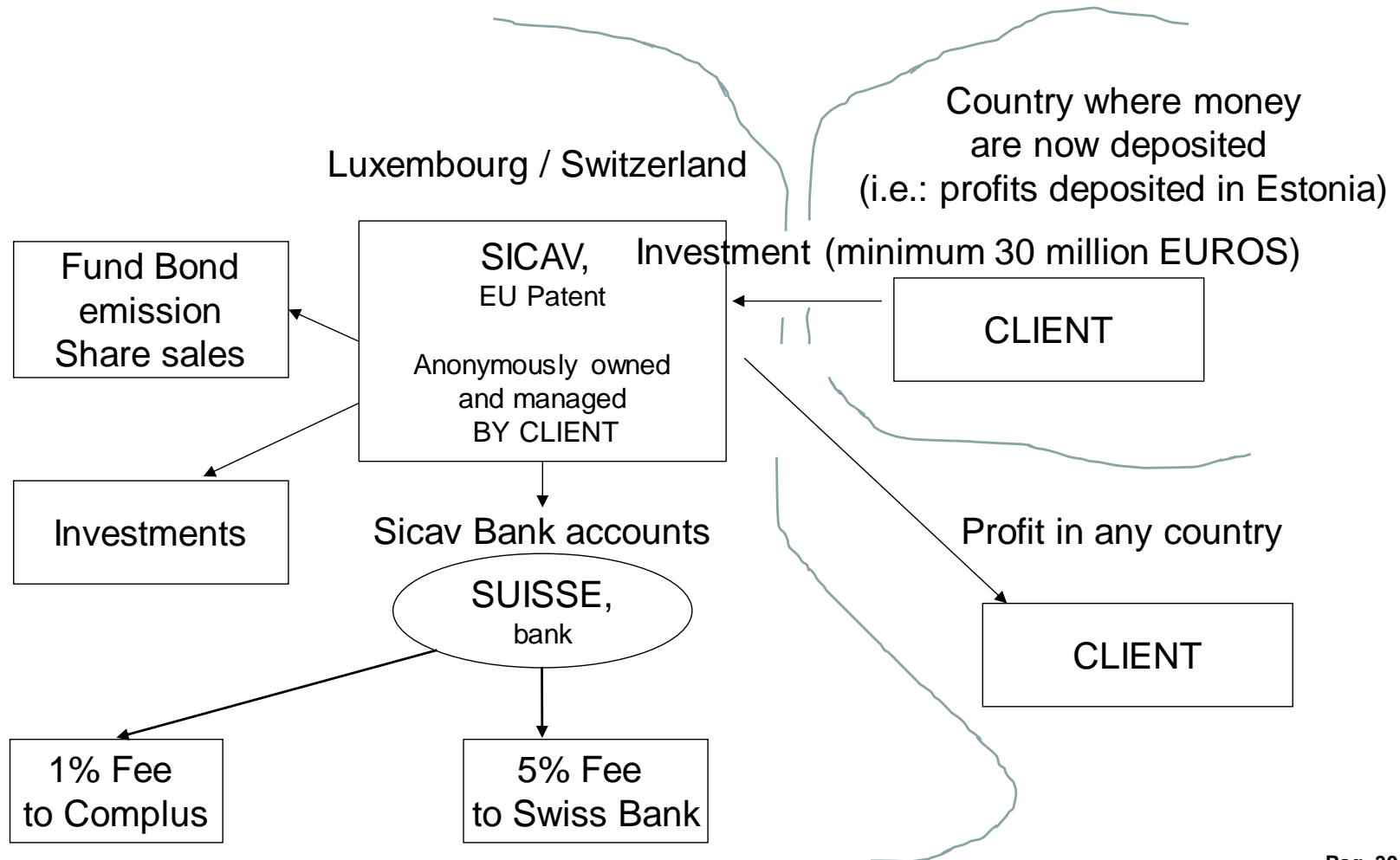
- **Securing Profits generated in Estonia (or elsewhere)**

- The Client needs to setup an advanced financial scheme in Europe in order to overcome the problem of securing profits and strict funds transfer rules. Complus Systems offers it's legal and financial services proposing a proper advanced financial scheme based on the transfer of existing funds to a Swiss Business Bank and the opening of a suitable SICAV investment fund in Luxembourg or Switzerland.
- It is proposed to setup a private investment fund in Luxembourg or Switzerland called SICAV, which will be fully owned and managed anonymously by the Client. The SICAV will have its bank accounts based in Switzerland at a business bank. Complus Systems and the Swiss Business Bank will support the Client in setting up both the SICAV in Luxembourg/Switzerland and to open SICAV bank accounts in Switzerland as well at transferring existing funds at SICAV bank accounts in Switzerland.
- After the setup of SICAV and relative accounts, a total fee of 6% of the Client transferred funds will be paid by deducting such amount from the transferred funds to the destination set by Complus Systems. The 5% fee to the Swiss Business Bank, the 1% fee to Complus Systems, according to detailed indications which will be specified in a dedicated contract between the Client, the Swiss Business Bank and Complus Systems.

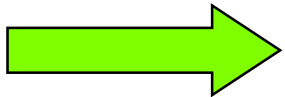
□ **Securing Profits generated in Estonia (or elsewhere)**

- All the costs due to setting up the SICAV and proper SICAV bank accounts in Switzerland are not included in the fee and shall be paid upfront to the Swiss Business Bank. The costs are indicated at next point.
- For the setting up of the whole proposed commercial and financial scheme, the cost is 350.000 EURO (ALL INCLUSIVE) to be paid in full to the Swiss Business Bank, upon signature of a proper contract and emission of suitable Commercial Invoice. The Client will have to come personally in Switzerland with its attorney in order to be guided through the entire process of contract signature, SICAV opening and accounts opening.
- Once the whole financial platform is set, the Client will transfer a minimum of 30 MIO EURO, as investment into the SICAV which the Client in reality fully owns and control anonymously.

Profit security Advanced financial scheme



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- **Each customer will pay monthly for services rendered as per regular invoice that our company will send at the beginning of each month.**

- **Within 10 days from the signing of the consulting contract and the issue of our invoice, the customer must pay 2 months in advance. At the end of the first month of activity, our company will send the invoice to the customer for the following month which must be paid within the 20th of the month as advance for the following month.**

- **Any expenses related to travel, meals, lodging and eventual representation expenses must be authorized and paid directly by the customer.**

- **The payment delay will automatically follow the imposition of an additional interest of 0.2% per day, which will be added to the next bill. In case of repeated delays in payments, our company reserves the right to immediately cease the provision of any service.**

- **A detailed price list is included in this presentation. With the exception of mandatory services, any other service can be selected separately.**

□ **Business Services to companies wishing to move only their commercial activities in Estonia:**

Mandatory Services	Fee
Start-up management: Bylaws, translation services, notary public, opening bank accounts, legal assistance (excluding payment of share capital). <ul style="list-style-type: none"> ○ Company address service 	6.500€ per each company. 1.500€ per year, per each company.
"Shared" secretary service (Italian, English, Estonian and Russian), dedicated telephone line (9 am-5pm) and dedicated Fax line.	1.200€ per month per company.
Shared meeting room (max 10 hours per month)	500€ per month per company.
Legal and Fiscal Assistance with the help of external partners	ca. 2.000€ per month per company.
Local CEO (with the appointment of a second member of the board from the Customer, with double digital signature on bank accounts)	2.000€ per month per company.
Internet Connection (100 Mb/s Wi-Fi or LAN)	100€ per month per company.
Optional Service	Fee
Commercial Management	
Organization and management of a sales network in Eastern Europe, Belarus, Russia and Azerbaijan.	€ 3,000 per month per company, excluding travel expenses, board and lodging.

□ **Business Services to companies wishing to move only their commercial activities in Estonia:**

Preparation of offers and direct management of final customers on behalf of the foreign branch in Estonia.	3.500€ per month per company, excluding travel expenses, board and lodging.
Order Processing	2.000€ per month per company
Marketing (branding, advertising and website creation or even e-commerce portal dedicated in Estonia in Italian, Estonian, Russian and English and its maintenance / update).	5.000€ per month per company

□ **Business Services to companies wishing to move completely their activities in Estonia**

Mandatory Services	Fee
Start-up Management: Bylaws, translation services, notary public, opening bank accounts, legal assistance (excluding payment of share capital).	6.500€ per company.
○ Search for suitable facilities (offices, warehouses, etc.)	3.000€ per company.
○ Selection of local staff	3.000€ per company.
○ Contracts for the purchase or lease of facilities.	150€ per contract.
○ Contracts relating to the personnel to be hired	150€ per contract.
○ Contracts with third parties	150€ per contract.
▪ Legal and Fiscal Management	4.500€ per month per company.
○ Accounting.	
○ Billing.	
○ VAT declaration and taxes.	
○ Drafting and filing of financial statements.	
○ Payroll management	
○ Legal support where necessary.	
Local CEO (with the appointment of a second board member of the customer, with double digital signature on bank accounts)	3.000€ per month per company.
Optional Services	Fee
Commercial Management	
Organization and management of a sales network in Eastern Europe, Belarus, Russia and Azerbaijan.	€ 3,000 per month per company, excluding travel expenses, board and lodging.
Preparation of offers and direct management of final customers on behalf of the foreign branch in Estonia.	€ 3,500 per month per company, excluding travel expenses, board and lodging.
Order Processing	2.000€ per month per company
Project Management (programming and coordination of human resources and resources for articulated projects with the aid of adequate SW tools).	10.000€ per month per company.

□ **Business Services to companies wishing to move completely their activities in Estonia**

Marketing (branding, advertising and creation of a website or e-commerce portal dedicated to Estonia in Italian, Estonian, Russian and English and its maintenance)	7.000€ per month per company.
Pre and post sales assistance.	10.000€ per month per company.