



**PALADINS OF LAW**  
*WIN With INtegrity*

# Corporate Secretary Services

Corporate Housekeeping and Compliance

Atty. Apollo X.C. S. Sangalang | 23 May 2023 | Sangalang & Gaerlan, Business Lawyers

# BASIC Corporate Secretary Services

## Corporate Housekeeping and Compliance - MONTHLY RATES

Monthly Retainer Fee (+ 12% VAT)	Ownership / Residence	Existence	Regulations
PhP2,500	100% Filipino Owned and 100% Residents	0 to 2 Years	Normal
PhP5,000	With Foreign Owners and/ or Non-Residents	0 to 2 Years	Normal
PhP5,000	100% Filipino Owned and 100% Residents	More Than 2 Years	Normal
PhP7,500	With Foreign Owners and/ or Non-Residents	More Than 2 Years	Normal
PhP10,000 - PhP25,000	-	-	Highly Regulated
PhP25,000 - PhP50,000	-	-	Code of Corporate Governance

# BASIC Corporate Secretary Services

Corporate Housekeeping and Compliance - DISCOUNTS (+ 12% VAT)

Monthly Retainer Fee	1 Year Fee	1 Year Fee with 1 Month Discount	2 Year Fee	2 Year Fee with 3 Months Discount
PhP2,500	PhP30,000	PhP27,500	PhP60,000	PhP52,500
PhP5,000	PhP60,000	PhP55,000	PhP120,000	PhP105,000
PhP7,500	PhP90,000	PhP82,500	PhP180,000	PhP157,500

# BASIC Corporate Secretary Services

## **Scope of Work** - Covered By Monthly Retainer Fee

- Lawyer from our Law Firm as Corporate Secretary PLUS...
- Paralegal from our Law Firm as Assistant Corporate Secretary
- Preparation of General Information Sheet (GIS) - Annually and Whenever Required by S.E.C.
- Preparation of Minutes of Meetings, Board Resolutions, and Secretary's Certificates
- Preparation of Supporting Documents to the Above Documents (*e.g. Notices, Proxies, etc.*)
- Preparation of Stock Certificates
- Maintenance of the Stock and Transfer Book and the Stock Certificates Book
- Legal Advice on Philippine Corporation Law and Basic S.E.C. Regulations on Corporations
- Compliance Services re: S.E.C. Monitoring Sheet Checklist (*KPI: No Delinquency*)

# ADDITIONAL Corporate Secretary Services

## Add-On Services NOT Covered By Monthly Retainer Fee

- Actual Attendance in any Corporate Meeting (*Online or In-Person*) e.g. Board Meetings, Stockholders' Meetings, Committee Meetings, Caucuses, etc.
- Transcription and Other Clerical Services
- Meeting Administration, Coordination and Support Services
- Delivery, Messengerial and Courier Services
- Representation, Facilitation, Correspondence and Liaison Services with S.E.C., B.I.R. and Other Government / Private Offices re: Corporate and Compliance Matters
- Other Extraordinary and/or Special Corporate Secretary Services, such as, Reconstitution of Lost Stock Certificates, etc.
- Stock Transfer Agent Services
- Training Services



# LEGAL and PARALEGAL Corporate Services

## Add-On Services NOT Covered By Monthly Retainer Fee

- Notary Public Services
- Resident Agent Services (*re: Foreign Corporations or Foreign-Owned Corporations*)
- Sale, Transfer, Assignment, Conveyance and Other Transactions re: Shares of Stock (*i.e. Transactions of Stockholders and Transactions Between / Among Stockholders*)
- Trusts and Other Agreements Between Nominees, Legal Owners, and Beneficial Owners (*i.e. Transactions Between the Real Stockholders and their Representatives or Agents*)
- Amendments to the Articles of Incorporation, By-Laws, and Capital Structure
- All Legal Advisory Services and Legal / Paralegal Services re: Securities Regulation Code, Code of Corporate Governance, and Other Laws
- Extensive (Legal) Research Services

# Corporate Legal and Paralegal Fees

**Add-On Services** - RATES (PER HOUR) + 12% VAT

- **PhP5,000** - Atty. Apollo X.C. S. Sangalang
- **PhP3,000** - Atty. Nathalie L. Pattugalan CPA
- **PhP2,000** - Atty. Nadine D. Racelis
- **PhP500** - Ms. Mikee B. Escueta
- **PhP500** - Mr. Hendrie R. Arizala
- **PhP500** - Ms. Virginia D. De Guzman
- **NOTE: All Out-of-Pocket Expenses (OPE) are for the account of the client**

# Corporate Legal and Paralegal Fees

## **Add-On Services** - **STARTING FIXED / FLAT RATES + 12% VAT**

- From **PhP10,000** - New Corporation Registration (*100% Filipino-Owned/Residents*)
- From **PhP10,000** - New One Person Corporation (OPC) Registration
- From **PhP20,000** - New Corporation Registration (*with Foreign Owners/Non-Residents*)
- From **PhP15,000** - Amendment of Articles of Incorporation
- From **PhP15,000** - Amendment of By-Laws
- From **PhP30,000** - Change in Capital Structure
- From **PhP95,000** - Registration Statement (*re: Securities Regulation Code*)
- **NOTE: All Out-of-Pocket Expenses (OPE) are for the account of the client**



# Other Related Services (New Corporation)

## **Add-On Services** - VARIABLE RATES - Depending on Scope of Work

- Review of Lease Contract and/or Office Construction Contract
- B.I.R. Registration, and Approval / Printing of Official Receipts / Invoices
- L.G.U. Registration (Mayor's Permit / Business Permit and Barangay Clearance)
- Social Welfare Registration (S.S.S., Pag-ibig Fund, and PhilHealth)
- Occupation Safety and Health Standards Registration (D.O.L.E. - Rule 1020)
- Trademark Registration (I.P.O.)
- Investment Registration and Incentive Application (P.E.Z.A., B.O.I., S.B.M.A., C.D.C., etc.)
- Tax Exemption Application (B.I.R.)
- Procurement of Secondary / Special Licenses, Permits, Clearances and Registrations
- Investor Visa and Work Visa / Permit Application
- **NOTE: All Out-of-Pocket Expenses (OPE) are for the account of the client.**

# Other Related Services (Board Membership)

**Add-On Services** - VARIABLE RATES - Depending on Scope of Work

- **Nominee Director Services:**

- You may appoint one or several of our lawyers and paralegals as member/s of your board of directors/trustees to act as your representative/s, agent/s, and proxy/ies, as well as your legal counsel/s during corporate meetings.

- **Independent Director Services:**

- You may offer **Atty. Apollo X.C. S. Sangalang** an opportunity to actually invest in a minority stake in your corporation and an assured seat in your board of directors/trustees as an independent director representing minority shares/interests (as well as your external stakeholders) pursuant to globally-accepted best practices on good corporate governance and responsible corporate citizenship. An independent director cannot act as your counsel or consultant.

- **NOTE: All Out-of-Pocket Expenses (OPE) are for the account of the client.**



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# Sangalang & Gaerlan, Business Lawyers

**CORPORATE SERVICES UNIT**

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