

E-2 COMPANY REGISTRATION CHECKLIST

REQUIRED ITEMS

1. **Description of U.S. company's business activities.** Please include press releases, press mentions, website address, brochures and other promotional and descriptive literature about the U.S. business (to the extent available).
2. **Detailed business plan of the company.** This should include an explanation of the objectives for setting up a U.S. office and a discussion of the market, competition, pricing, funding, hiring plans (specify positions, and when they will be filled), etc.
3. **Five-year financial projection.** This should contain projected expenses and profits, estimates of all relevant and foreseeable balance sheet items, and expenses such as salaries. The plan must verify the capacity of the enterprise to realize a profit within a maximum of five years.

Note: This is only a requirement for newly created enterprises or those in existence for 2 years or less. It is optional for those enterprises which have previously qualified in E status or which have been in existence in the United States for more than 2 years.

- A. **Breakdown of startup costs.** Costs necessary for the business to become operational.
- B. **U.S. hiring projections.** Total number of anticipated hires for the U.S. office (including U.S. workers and transfers from abroad) during the first year of operations. Please also provide a hiring plan/schedule for each position.
- C. **Organizational chart showing organizational hierarchy.** This should include all anticipated hires for the U.S. office (including U.S. workers and transfers from abroad) during the first year of operations. Please indicate job titles and employee names where possible, as well as a hiring schedule for each position.

INFORMATION ON THE U.S. COMPANY OWNERSHIP

4. **Nationality of the company/evidence of controlling interest.** At least 50% of the U.S. company shares must be owned by an entity or individual sharing the same nationality as the alien requiring an E-2 visa. If the ownership is traced to another corporate entity (such as a holding or parent company rather than an individual), you must also trace the ownership of the holding company(ies) to the beneficial individual owners.
 - A. **Description of the ownership of the enterprise.** A chart showing the ownership relationships showing the links between the U.S. company and the foreign company, including any intermediary entities or holding companies, will be helpful.

- B. **Documentation evidencing the ownership relations described above.** This may include copies of the front and back of the stock certificates for the U.S. business, with a copy of the official stock ledger, and/or board minutes authorizing the sale of stock to the parent or affiliate company. If the chain of ownership includes intermediary entities, include legal evidence of ownership within the chain. The documentation should clearly evidence the number of all outstanding shares and their ownership.
- C. **Copies of passport biographic pages of individual company shareholders (must account for at least 50% of overall ownership).** Color copies are preferred. Ownership by U.S. citizens and permanent residents do not count towards foreign ownership.

Note: If any shareholders are public companies, please let us know. Additional requirements may apply.

INFORMATION ON RELATED BUSINESSES

- 5. **Information on the corporate parent/related businesses, if applicable.** For entrepreneurs, this may include information on companies previously founded.
 - Official name of the company
 - Address, telephone number, and fax number of the corporate headquarters
 - Year and place of establishment
 - Current number of employees
 - A. **Copy of founding/incorporation documents.** Please let us know if you need us to arrange for an English translation.
 - B. **Copy of latest financial statements.** Please let us know if you need us to arrange for an English translation.
 - C. **Marketing/publicity material.** Press releases, press mentions, website address, brochures and other promotional and descriptive literature about the parent/related company (to the extent available).
 - D. **Organizational chart.** Showing the names and job titles of employees.
 - E. **For entrepreneurs:** Any press material relating to the founder.

INFORMATION ON U.S. INVESTMENT

- 6. **Investment into the U.S company.** There is no set minimum for the amount that needs to be invested into the U.S. company. However, based on our experience we recommend that at least \$150,000 be invested, of which at least \$30,000 - \$50,000 must be spent on purchases and payments.

- A. **An explanation of the source of investment funds** (personal savings, sale of personal property, etc.) and how they were accumulated (we may request copies of tax returns, documentation of sale, etc.).
 - B. **Documentation of any loans.** Loans secured by the assets of the company cannot be used.
 - C. **Documentation of cash contribution made by investor(s).** Including documentation of debit/credit showing funds leaving investor(s)'s bank accounts and being deposited into the U.S. company's bank account. The documents need to identify account holder/company names. Typically, we submit copies of Wire Advice sent to the Sender (funding source) and Recipient (US company). These need to show the name of the account holder, the amount being transferred, and the recipient's account name, as well as the name of the sending/receiving bank.
 - D. **Nationality documentation for all treaty country investors,** if there are external or multiple funding sources.
7. **Evidence of investment into the U.S. company.** Note that all payments and purchases must be accounted for in the financial statements. If you anticipate making major purchases we recommend that you send us your documents after the payments have cleared so that we can include documentation of it in our filing. The reporting period used for the financial statements, bank statements, investment spreadsheets and payment records should all match.
- A. **Spreadsheet of all money spent by, or on behalf of, the U.S. company.** Note: all payments and purchases must be accounted for in the U.S. company financial statements. If you anticipate making major purchases we recommend that you send us your documents after the payments have cleared so that we can include documentation of it in our filing. The reporting period used for the financial statements, bank statements, investment spreadsheets and payment records should all match.

The document should have separate columns for date, amount, payee, paying account (if not paid by the business account of the U.S. company, it should indicate who made the payment), and an explanation of what the payment was for (e.g. "advertising").

- You can include payments made using foreign or personal accounts on behalf of the business before it was established. Items and services purchased must be accounted for in the U.S. company's financial statements to the extent possible.
- You may include travel expenses if you can document that these were business expenses. Please provide an explanation ("travel by Mr./Ms. Xxx to attend industry conference in Washington DC from 1/2/2010 – 1/6/2010").

We will require documentation for all payments in the forms of cancelled checks, bank statements and other records as described below. These should cover payments made for:

- Purchases of office furniture, computer equipment, supplies, etc.
 - Business license fees, professional services (attorneys, accountants, etc.), insurance, payroll services, and other business expenses such as consultants and services, travel, marketing, research, incorporation costs, etc.
- B. Documentation for all of above payments** in the form of invoices, receipts, cancelled checks, bank/credit card statements or other payment records.
- C. Copies of U.S. corporate bank account and credit card statements** used to make purchases and payments since account opening. If any payments were made on behalf of the U.S. company by a related company or individual, please provide copies of account statements.

INFORMATION ON THE U.S. COMPANY

- 8. U.S. office lease.** To the extent possible, we recommend a lease covering at least a year and a higher deposit amount. Minimum \$500 rent with \$2,000 deposit and one-year lease.
- A. Copy of the office lease agreement.**
 - B. Payment records for security deposit and rent payments** (cancelled check/receipt.)
 - C. Photos of the office space**, if possible.
- 9. Latest U.S. financial statements.** This is separate from business projections mentioned at Item 3. Amounts noted for various expense items, etc. need to be consistent with the amounts noted on the list of purchases and documented through payment records. This needs to be prepared in accordance with U.S. accounting rules, and should include:
- Statement of Cash Flows
 - Income Statement
 - Balance Sheets
- A. Latest U.S. corporate tax returns**, if any. This may not apply to start-ups.
 - B. U.S. payroll records**, if any. This may not apply to start-ups.
 - C. Any market research reports** prepared in connection with the business.
- 10. Copies of signed company founding documents**, articles of incorporation, initial board minutes, bylaws, etc. These may be requested from your corporate attorney.

- A. **For companies in California:** State of California Certificate of Qualification and Statement and Designation by Foreign Corporation. This may be requested from your corporate attorney.
 - B. **Copy of business license, registrations, permits.** These may be requested from your corporate attorney.
 - C. **Federal Employer ID Number (FEIN) assignment letter.** These may be requested from your corporate attorney.
11. **List of prospective clients** and any related documentation/correspondence/agreements.
12. **Copy of agreements** with vendors, consultants, service providers, etc.
13. **List of all personnel**, including consultants and outsourced workers (please specify). Please provide names and job titles for each. For foreign nationals, indicate nationality and date/type/place/place of visa issuance.