

**ANTITRUST**





## Antitrust

Our Antitrust practice is composed of an interdisciplinary group of lawyers with extensive experience in antitrust matters and in areas such as corporate and transactional law, mergers, acquisitions, real estate, civil litigation, commercial and administrative litigation, providing practical, comprehensive, efficient and effective advice on antitrust matters, in all operations and activities of our clients, especially in the manufacturing, automotive, energy, chemicals and insecticides, health, food & beverages, real estate, educational services, banking and financial services sectors.

We offer specialized advice on antitrust compliance, either through the analysis of transactions such as mergers, acquisitions, purchase and sale of shares, assets or joint venture agreements to determine the need for approval by the Federal Antitrust Commission ("COFECE"), coordinating and carrying out the notification of concentrations until obtaining the required authorizations, obtaining favorable opinions before COFECE and even providing assistance and accompaniment in investigation processes for monopolistic practices substantiated by the investigating authority of COFECE.

Our experience also includes advice on the special procedures set forth in the Federal Antitrust Law, such as the procedure of authorization to obtain licenses, concessions, permits and similar.

We also provide contractual analysis services and consultations regarding specific situations within our clients' business, in order to prepare opinions, memoranda and regulatory compliance guides containing possible risks identified in the matter, as well as recommendations to address, mitigate and eliminate them.

Our services also include attention, advice and accompaniment in connection with sanction procedures and means of defense against acts and omissions of the COFECE.

Additionally, we offer individualized training services for the specific needs of our clients and their shareholders, partners, employees, directors and officers, in order to keep them up to date on compliance with the applicable laws, for which our group prepares a series of materials and guides and provides the necessary training sessions, adapting to the specific case and attending to specific issues or queries.



## REPRESENTATIVE EXPERIENCE

### Concentrations

Advice on merger notification processes before the COFECE for the authorization of transactions, associations, agreements and other operations that, in accordance with the Federal Antitrust Law, require the authorization of the authority prior to their closing. Our advice includes the analysis of the obligation to have such authorization, gathering the necessary information according to the type of procedure, accompanying the merger notification process until the required authorizations are obtained and notification of closing.

Some of the relevant transactions in which we have actively participated and which have been authorized by the COFECE are:

- » Representation of a Japanese automobile manufacturer and a German automobile manufacturer to notify the formation of a joint venture for the manufacture of luxury automobiles in Mexico. In this transaction we actively participated in the negotiation and drafting of contracts, filing of the concentration notice before the COFECE, advice on other documents necessary for the operation of the plant, and considerations in matters of regulatory compliance in economic competition (international and national) to regulate the relationship between the parties in the joint venture and in their capacity as competitors.
- » Representation of an international chemical company in the notification of a multi-jurisdictional sale of shares and assets to a private equity fund, which transaction involved the sale of assets in 52 countries.
- » Represented a Chinese and a Japanese manufacturer in the notification of a transaction involving the purchase of assets in several jurisdictions, including an auto parts manufacturing plant in Mexico.
- » Representation of a client in the sale of a consumer products division of an international diversified technology company. The transaction involved the sale of two companies in Mexico, coordination in the filing of the merger notification, advice on foreign trade issues, and corporate restructuring of companies. Sánchez Devanny was the main advisor in the transaction, assisting the client in all aspects of the

acquisition. Other countries involved in the transaction were: New Zealand, Australia, Japan, Singapore, China, South Africa, United Kingdom, Portugal, Holland, France, Italy and Canada.

- » Representation of an international oil company throughout the transaction for the joint participation with a local group, to initiate joint operations in various activities of the hydrocarbons sector, assisting the client in obtaining the authorization of COFECE to carry out the transaction under the terms proposed.

## Investigations

Advice to clients involved in investigations for absolute and relative monopolistic practices, assisting in the reception and analysis of official notices issued by COFECE, analyzing them, identifying legal and antitrust risks, gathering and classifying information and documentation, and preparing and submitting responses to the requirements formulated by the authority, meetings and calls with authorities and clients, requesting extensions, until it is determined that they have been fully complied with. Appearing in sessions of the legal representatives of the clients before COFECE, in connection with the information and documents provided to the authority relating to the investigations.

Regarding our experience in the area of investigations, it is worth mentioning our recent counseling and active participation with clients of the Firm who were notified as third parties in investigations for absolute monopolistic practices in relevant markets such as the health and retail sectors. In these investigations, we not only took care of the fulfillment of the various requirements, gathering and organizing relevant information, but also analyzed the impact of the operations of such clients, their conduct, and how to foresee and mitigate possible risks, also participating in communications with the authority and appearing as legal representatives before the Direction of Investigations of the COFECE.

## Opinions

Analysis of diverse situations, operations and/or documents, in order to issue an opinion and recommendations under the legal perspective of economic competition in Mexico, including the following:

- » Review of contracts and clauses to verify that they comply with the competition provisions, practices and guidelines issued by the competent authority in Mexico.
- » Analysis of the corporate structures and joint ventures in which our clients participate to determine if they comply with the guidelines and provisions applicable to them, as well as with the sufficient policies regarding the exchange of information.
- » Analysis of the private bidding conditions issued by a client engaged in providing financial services in order to select an external provider for the transportation service of its employees. This opinion included several recommendations to avoid the risk of committing any practice that may be considered prohibited or risky under the applicable legislation.
- » Various legal opinions on the operations of clients with distribution schemes, maximum price fixing, unfair competition, regulated markets, among others.



## Materials

Preparation of regulatory compliance guides and didactic materials on several topics (both general and specific, including mergers, monopolistic practices, relative practices, information exchanges, means of dissemination of antitrust compliance, among others) according to the needs and functions of clients and their officers, directors and employees, regarding different aspects of antitrust matters in order to carry out antitrust training.

## Compliance

Preparation of internal policies and compliance guidelines, as well as the design and implementation of antitrust compliance programs tailored to the specific needs of our clients. Our advice stands out for the prevention of practices that may be considered contrary to the law for our clients and the implementation of mechanisms and protocols for action in situations of risk in antitrust matters.

## Favorable Opinions from COFECE

Advice to clients in obtaining favorable opinions issued by the COFECE, which are necessary to participate in tenders and bids, as well as in obtaining permits granted by various authorities.

Our Firm has collaborated in, among others:

- » Representation of a client in the procedure to obtain a favorable opinion from COFECE for the participation in an international public bidding for the concession of a port terminal for the development and operation of an oil storage terminal.
- » Representation of several clients in the energy sector to obtain cross participation authorizations in terms of the Hydrocarbons Law in force. In these cases the Firm provides advice to obtain a favorable opinion from COFECE and its integration in the file to be submitted to the Energy Regulatory Commission to obtain the respective authorization.

## Litigation

Advice on the preparation of arguments and evidence to defend the interests of our clients within administrative sanction proceedings processed by COFECE, in order to disprove the alleged non-compliance, actions or violations alleged. Likewise, preparation and implementation of defense strategies to protect our clients' interests through amparo proceedings against acts and omissions of the COFECE, as well as against amendments to antitrust regulations, either due to their entry into force or their application in specific cases.

In addition, we have extensive experience in amparo proceedings before the Courts and Collegiate Tribunals in Administrative Matters, Specialized in Economic Competition, Broadcasting and Telecommunications, with residence in Mexico City and Jurisdiction throughout the Republic.

## Our Antitrust Team

Our Antitrust Practice Group is composed of lawyers with extensive experience in Mexico and abroad, who have represented many clients in the development and conclusion of their domestic and international projects and operations, representing them before their counterparties and the COFECE.

### José Antonio Postigo-Uribe

Co-heads the Firm's Antitrust Practice Group and has more than three decades of experience with extensive knowledge in mergers and acquisitions, transactions and extensive knowledge of the energy sector.

José Antonio has extensive experience representing his national and international clients before the COFECE for the application of merger authorizations derived from the different transactions they carry out, and has advised them in other proceedings before such authority, as well as in matters of compliance with Mexican antitrust regulation.

### Marisol González-Echevarría

Marisol co-heads the Firm's Antitrust Practice Group. She has rendered advice in mergers and acquisitions, business transaction structuring, corporate restructuring, corporate planning, general corporate law, project finance and real estate. She has advised clients in the preparation of contracts and civil and commercial agreements.

She has advised clients in the incorporation of all kinds of companies and associations, as well as in the establishment of branches, acquisitions, sales, mergers, spin-offs, dissolution and liquidation of companies.

## Who we are

Sánchez Devanny is a leading Mexican law firm that provides full-service legal advice both to Mexican and international clients.

## More than attorney-client services

We build enduring client relationships that go beyond individual service contracts because we make every effort to understand our clients' businesses and expectations, to serve as an ally, and to provide complete, accessible and personalized advice. As a testament to these efforts, we continue to advise clients today who have trusted us with their legal matters since the firm was founded in 1996.

## Experience and creativity

Throughout the firm, we take pride in serving our clients with a combined approach of experience and creativity because we recognize that when you know how things are done it is easier to think outside the box. Our partners offer a wealth of experience, including in prior roles as in-house counsels at global companies and government agencies, and key roles within international law firms.

With offices in Mexico City, Monterrey, and Querétaro, as well as several strategic alliances worldwide, the firm is well-positioned to quickly and efficiently represent and respond to clients' needs, shortening the distance between us and our clients. Our services are delivered in an efficient, professional, cost effective and timely manner, keeping always in mind that, as lawyers, we are business facilitators for our clients and must maintain a proactive and preventive approach.

## Team

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Sánchez Devanny provides legal services in the areas of Corporate and M&A; Corporate and Project Finance; International Trade and Customs; Real Estate, Infrastructure and Hospitality; Tax; Labor, Social Security and Immigration; Corporate Governance and Regulatory Compliance; Energy and Natural Resources; Environmental; Life Sciences; Intellectual Property, Entertainment and Sports Law; Litigation and Alternative Dispute Resolution; Antitrust; Capital Markets; Private Wealth Management and Estate Planning; Administrative Strategic Litigation and Data Privacy and Information Technology to both public and private clients, especially in the automotive, retail, pharmaceutical, manufacturing, real estate and energy industries among others.