



sánchez  
devanny®









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difference is in attitude  
is in professionalism is in  
proximity is in quality of  
service is in passion and  
creativity is in immediate  
response is in working  
to make a difference is in





# A beginning of distinction

In 1996, Jorge Sánchez Devanny founded our law firm in Mexico City. Three years later, José Ángel Eseverri Ahuja came on board and, in 2001, Robert W. Chandler opened our office in Monterrey. In 2014, Sánchez Devanny Querétaro became our third office in the country.

This is one way to tell our story. The other is to simply say that, from the firm's first day, all of us at Sánchez Devanny are moved by the same passion: to do things as they have never been done before.

We are convinced that professionalism, prestige, and experience must come together with creativity, originality, and innovation.

It is all about setting the pace, about leading instead of following.

In Sánchez Devanny **distinction is our signature.**

sánchez  
devanny®

Many talents, a single firm committed to providing the quality of service and immediate response that make the difference.

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## Practices

- Corporate and M&A
- Corporate and Project Finance
- Financial Institutions and Services
- International Trade and Customs
- Real Estate, Infrastructure and Hospitality
- Tax
- Private Wealth Management and Estate Planning
- Labor, Social Security and Immigration
- Corporate Governance and Regulatory Compliance
- Energy, Natural Resources and Environmental
- Life Sciences
- Intellectual Property, Entertainment and Sports Law
- Data Privacy and Information Technology
- Litigation and Alternative Dispute Resolution
- Antitrust

we are moved by the same passion:  
to do things as they have never been done before.



## Corporate and M&A

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- Integral advice on mergers, acquisitions, investment and divestment transactions, corporate and group restructurings, liquidations, sale and purchase of entities and assets, spin-offs, due diligence and regulatory compliance reviews (including for the sale of companies), privatizations and joint ventures.
- Design and implementation of structures for mergers and acquisitions.
- Structure and formation of private equity funds and advice on the implementation of mergers and acquisitions and transaction financing.
- Preparation of the necessary documentation, whether contractual, corporate, or administrative, for the execution and implementation of agreements and commercial transactions.
- Counsel clients on transactions relating to government procurement, including supply and service contracts with all government entities, and bidding procedures by federal, state and municipal government agencies.
- Advice on the preparation and maintenance of corporate records, including general shareholders' meetings and granting of powers of attorney.
- Advice on, and documentation and implementation of, all types of corporate actions such as capital increase, capital decrease, spin-off, merger, and transformation, including change of nationality.
- Advice on Public Private Partnerships (PPP), including to service providers, developers, financial entities, infrastructure project operators and the government.

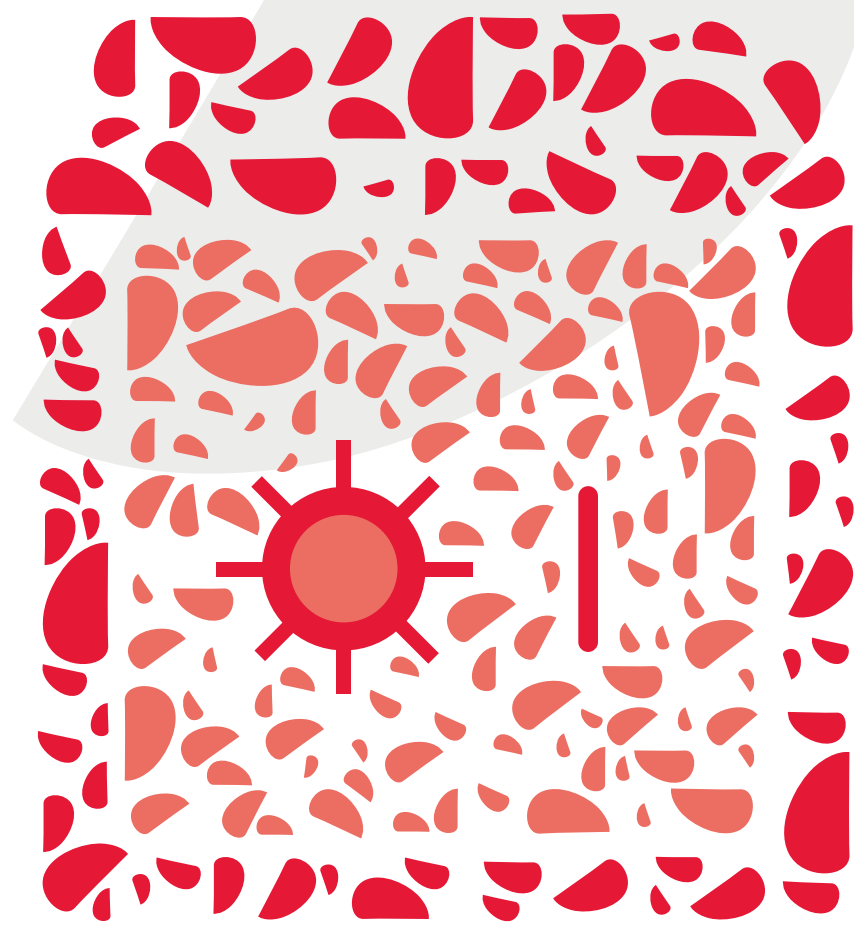


each client is unique,  
as is each success.

## Corporate and Project Finance

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- Advice on infrastructure projects and project finance, including structuring, documenting and implementing contracts and collateral with private and public parties, coordination of international projects, advice and expertise in Mexican laws, including trade and customs.
- Advice on the drafting, application and structuring of Public Private Partnerships (PPP) legislation and financing of PPP projects.
- Advice on energy sector projects, especially with regards to developing renewable energy sources within the Mexican and other Latin American legal frameworks and financing of the projects.
- Assistance with corporate and acquisition financing.
- Advice on intragroup financing structuring.
- Expertise in industry sectors, including security, roads and transportation, real estate, general infrastructure, water treatment, manufacturing, and automotive.
- Advice on financing and implementation of finance contracts in complex transactions as well as in day to day matters.
- Assistance with vendor and supplier financing.
- Advice on commercial banking and credit facilities.
- Assistance with the restructure of stock exchange listed bonds.
- Advice on capital and debt placements in the securities and over-the-counter market.
- Representation in work outs & debt restructuring transactions.



different aptitudes,  
the same attitude.



## Financial Institutions and Services

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- Advice on regulations and related matters regarding financial entities and non-bank banks, their operations and products.
- Advice on strategic affiliations, business models to diversify products and development of investment strategies.
- Establishment of financial institution relationships in the nature of local and foreign currency non-credit transactional and fiduciary operations.
- Advice on investment and/or portfolio due diligence, rescheduling and restructuring (including divestitures), for financial entities and any type of lending or financing entities.
- Assistance with establishing eligibility, conformity, and rating for retail operations.

many talents,  
one single firm.



## International Trade and Customs

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- Preparation of tailor made strategic planning for international trade operations.
- Legal advice on customs and international trade matters, including:
  - Tariff classification.
  - Customs valuation.
  - Anti-dumping and countervailing duties.
  - Analysis of Free Trade Agreements and rules of origin.
  - Compliance with tariff and non-tariff regulations and restrictions.
- Exhaustive support to local and foreign investors operating under Mexico's various export incentive programs (IMMEX, ALTEX) and duty relief programs (PROSEC, Rule 8).
- Assistance with customs and administrative audits and tailoring of compliance policies.
- Advice and training on customs and international trade matters.
- Representation before Mexican authorities in settlement or compliance correction processes.
- Representation in customs litigation.
- Advice and litigation regarding customs and trade regulations.
- Advice on market studies and target profiling.

our people,  
our most important asset.



## Real Estate, Infrastructure and Hospitality

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- Real estate acquisition, sales, and rental in Mexico through various legal and financial mechanisms.
- Realty title searches.
- Advice on compliance with land settlement regulations, urban development and zoning, contracting of public services, acquisition of all types of real estate and infrastructure permits and licenses including permits for drilling water wells.
- Advice, negotiation and drafting of all types of lease agreements, including leases built to suit.
- Advice on, and negotiation and drafting of, all types of construction contracts, including lump sum, turn-key, and infrastructure.
- Analysis and advice on small agricultural realty (*ejidos*) ownership changes.
- Acquisition of subsidies, advice on processes for the acquisition of concessions, and participation in public bids for the exploitation of natural resources.
- Negotiation and preparation of agreements for the acquisition and lease of Mexican real estate by foreigners, including beach and border zone trusts.

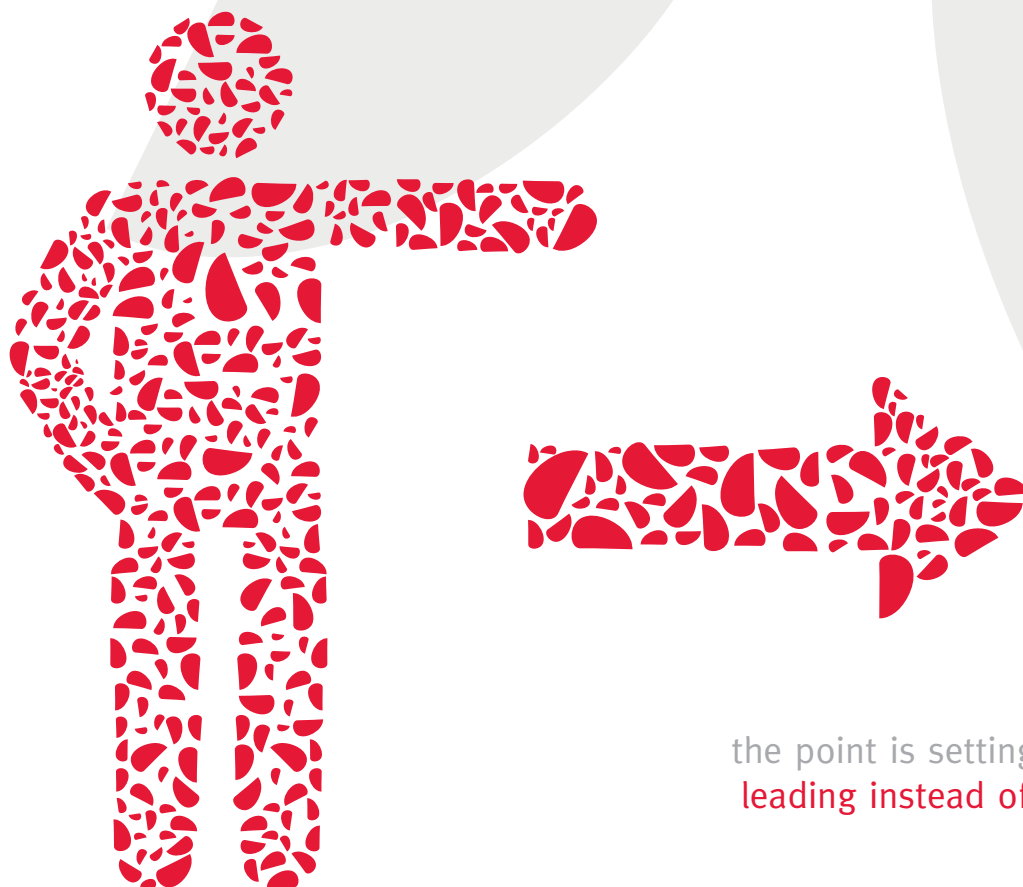


the close personal attention  
that distinguishes us.

# Tax

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- Federal and local tax optimization for new or existing operations and expansion projects.
- Tax planning for acquisitions and divestitures.
- Advice on national and international corporate reorganizations.
- Application of international treaties to tax matters.
- Advice on transfer pricing, including planning, consulting, and defense.
- Tax planning for intangibles and e-commerce.
- Tax efficient financial planning and derivatives.
- Advice on private letter tax rulings.
- Lobbying regarding tax initiatives before federal and local government administrations and Congress.
- Advice and defense in federal and local tax audits.
- Tax litigation at all levels against tax determinations (taxes, fees, surcharges, interests, encumbrances) made by the federal, state and municipal authorities.
- Constitutional protection (amparo) lawsuits against laws or acts of authorities considered unconstitutional (i.e., encumbrances or tax audit visit orders).
- Litigation against assessments issued by the Social Security (IMSS) and Mandatory Employee Housing (INFONAVIT) authorities.
- Administrative litigation at all levels before administrative and judicial authorities whether federal, state or municipal.



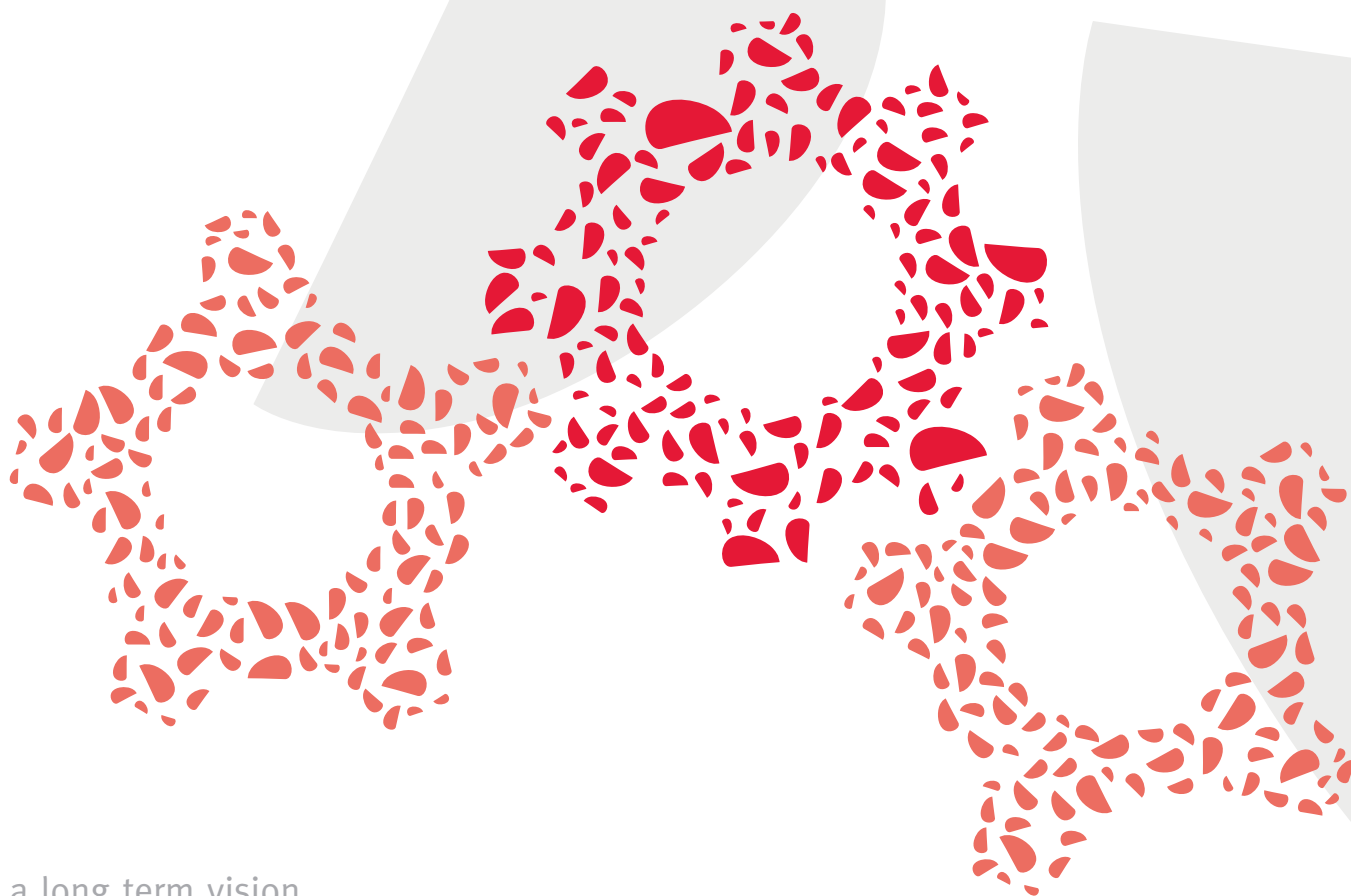
the point is setting the pace,  
leading instead of following.



## Private Wealth Management and Estate Planning

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- Tax and legal planning of high net-worth individuals concerned with the transfer of their domestic and international assets.
- Design of cross-border successions and estates.
- Design and due diligence of Mexican, US, and international trusts, and vehicles to determine their compliance with applicable tax rules.
- Drafting of Mexican trusts for succession and estate planning.
- Review of worldwide asset allocation to ensure tax efficiency and compliance.
- Drafting of testamentary instruments to govern transfer of assets to younger generations in domestic and cross-border settings.
- Assistance to foreign counsel with the design and drafting of foreign estate planning vehicles, including foreign trusts and personal holding companies.
- Drafting of family codes of conduct and succession protocols.



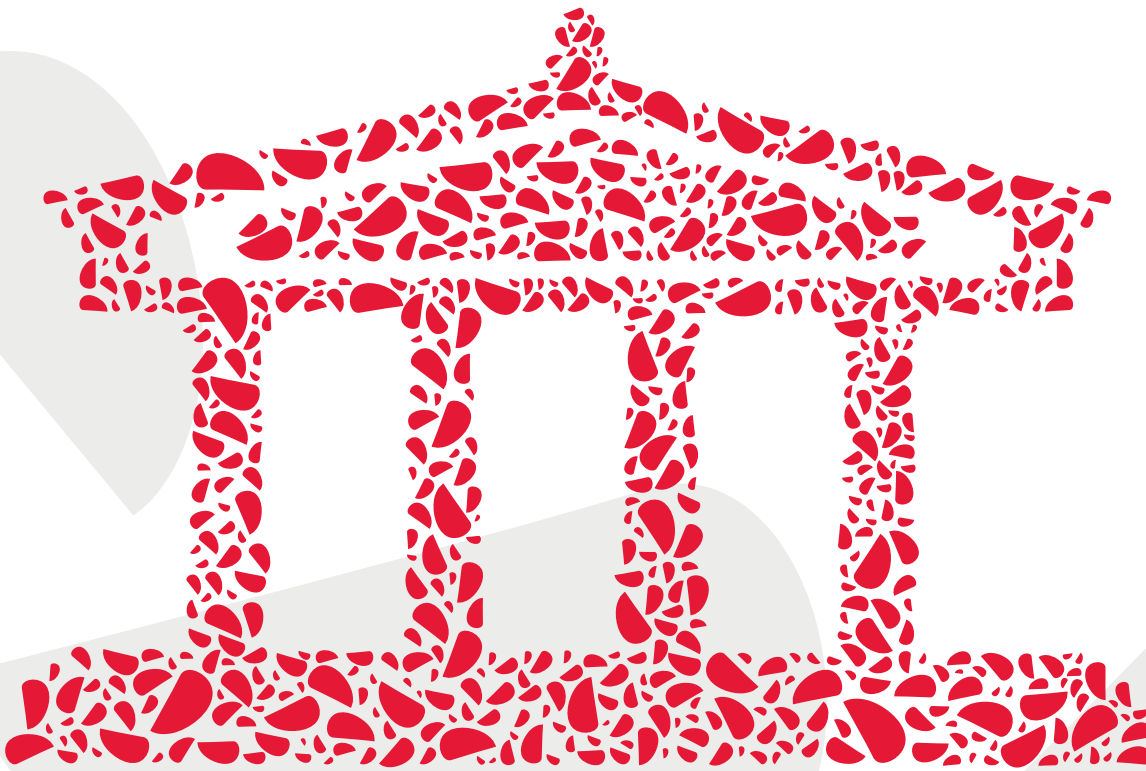
a long term vision  
without boundaries.

## Labor, Social Security and Immigration

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- Support to HR departments with on-going matters including employment agreements, terminations, and fringe benefit planning.
- Attendance at labor claims before federal and local conciliation and arbitration boards throughout Mexico.
- Negotiation, execution, litigation and termination of collective-bargaining agreements throughout Mexico for companies with different labor unions and labor environments.
- Advice on the design and establishment of labor structures to achieve labor, tax and operational advantages, including costs efficiencies, asset protection and competitive edge.
- Advice to corporations to minimize the economic impact of employer contributions to Mexican Social Security Institute (IMSS), Mandatory Employee Housing (INFONAVIT) and Retirement Fund System (SAR).
- Defense of clients from tax assessments issued by the IMSS, INFONAVIT and SAR.
- Handling and processing of immigration documentation for top-level executives and their families.
- Lobbying for the amendment of labor legislation, including the federal statute, regulations and criterion by administrative and judicial authorities.
- Resolution of controversies related to foreign employees before the National Immigration Institute.

you can break the mold  
but never the rules.



## Corporate Governance and Regulatory Compliance

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- Advice on Mexican anti-corruption regulations and their civil, administrative, and criminal implications, as well as on international anticorruption regulations such as the US Foreign Corruption Practices Act (FCPA) and the UK Bribery Act.
- Advice on the design, implementation, and evaluation of client tailored corporate compliance models.
- Advice on the selection and training of personnel in charge of corporate governance and regulatory compliance programs.
- Counsel on compliance and/or regulatory audits and their legal implications in connection with M&A and commercial agreements, as well as in internal vetting procedures for distributors, agents and service providers.
- Legal advice on anti-money laundering (AML) laws and regulations and their civil, administrative, and criminal implications, including design, implementation, and evaluation of internal reporting procedures and legal training for management and in-house AML compliance officers.
- Preparation and registration of contracts regarding products subject to regulation, and advice in connection with product promotion and liability.
- Advice on compliance (including Official Mexican Standards (NOM)) and on administrative proceedings, inspections, litigation, and negotiation of resolutions, including sanctions, closures, and product seizures.



understanding is the first step  
towards assisting.

## Energy, Natural Resources and Environmental

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- Advice on energy projects, both conventional and renewable, including due diligence, M&A, joint ventures, liquidations, financing, and drafting of contracts for engineering, procurement, and construction (EPC); independent power production (IPP); small production (PP); operation and maintenance (O&M); power purchase agreements (PPA); public works financing (OPF); and Public Private Partnerships (PPP).
- Advice on the acquisition of federal, state, and municipal permits for the development of energy projects.
- Litigation regarding tax, labor, administrative and other legal matters for energy and mining entities, including environmental matters.
- Tax planning and labor scheme structuring for energy and mining companies.
- Legal advice on corporate governance, bidding processes, and capital market access.
- Assistance with regulatory and environmental matters, including securing permits and authorizations from government agencies, such as clean-industry certification from the Federal Environmental Protection Agency (PROFEPA) and those issued by the National Water Commission (CONAGUA) and the International Boundary and Water Commission.
- Legal advice on matters related to the securing and renewal of mining concessions and procedures before the federal, state and local authorities.



our results bring us close to our clients  
even if we are miles away.



## Life Sciences

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- Advice regarding regulation (including Mexican Official Standards (NOM) or Mexican Standards (NMX), contracting, internal auditing, and implications on M&A processes regarding pharmaceutical products and related substances; restricted substances; medical devices (including nuclear safeguards); products posing health risks for humans, animals, or plants; food and beverages; dietary supplements; cosmetic products; tobacco products; and alcoholic beverages.
- Advice on requirements for manufacturing, supply, distribution, marketing, importation, and advertising of products subject to health requirements and acquisition of permits, authorizations, notices, and registrations before health authorities.
- Advice on prohibited acts in sales of pharmaceuticals, medical devices, and other products by government related doctors or other health personnel.
- Advice on clinical trials and research related to human advice on animal health.
- Representation in litigation related to pharmaceuticals, medical devices, food and beverages, tobacco, and cosmetics.
- Lobbying and negotiation with authorities regarding amendments or changes to applicable provisions.
- Advice on requirements regarding animal processing premises including federal standard slaughterhouses.
- Drafting and negotiation of agreements for industries subject to regulatory compliance including: raw material processing, manufacturing, hosting, supply, licensing, marketing, and distribution.

same manner of being, same manner of doing:  
Sánchez Devanny.

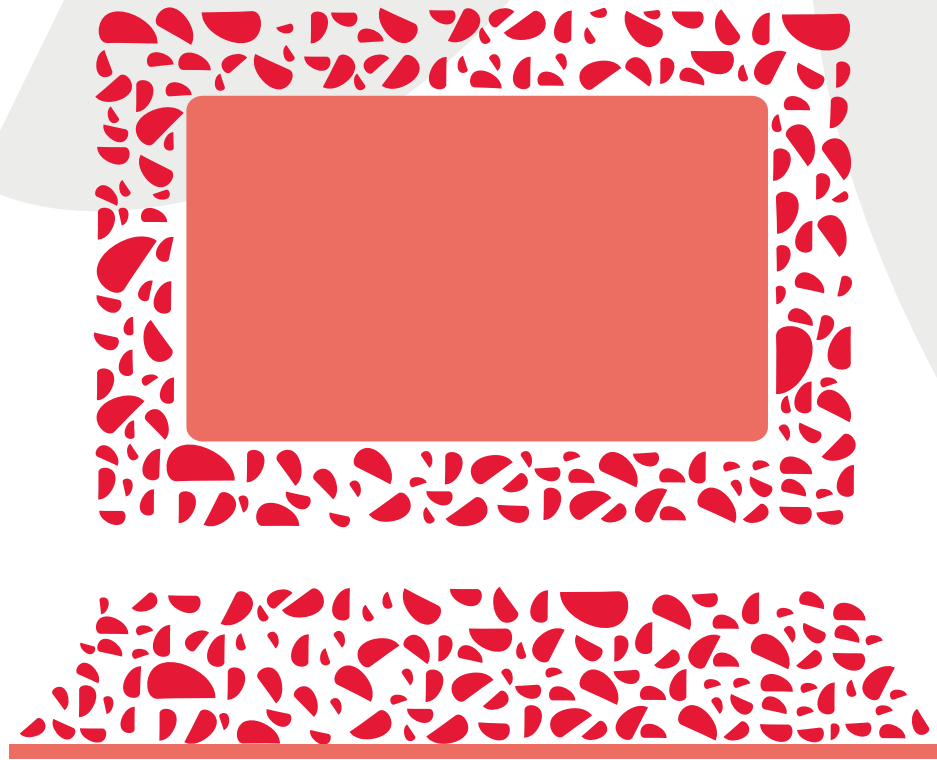


## Intellectual Property, Entertainment, and Sports Law

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- Advice on IP protection, including registration of works of authorship and artistic names, periodic publications, database and computer program protection, and digital environment protection.
- Drafting of contracts regarding authorship and related rights, including, licensing, software development, hosting, outsourcing, distribution, strategic alliances, and co-branding.
- Development of tax efficient IP management strategies.
- Advice on the transfer of IP in contracts and in transactions such as mergers, spin-offs, divestitures, and change of corporate name.
- Advice on IP aspects of radio, television, film-making, and printing laws.
- Advice on IP and industrial property in the pharmaceutical industry.
- Assistance with directives regarding the use of IP in electronic commerce.
- Filing, defense, and prosecution of patents, trademarks, copyrights, utility models and designs.
- Advice on franchise agreements, and defense of disputes arising from them.
- Research and development (R&D), trade secrets, and other confidential information protection.
- Litigation regarding IP, industrial property, and franchises.
- Protection of privacy, image, and reputation rights, and moral damage claims.
- Advice on sports law and on professional sports' contracts.
- Domain name portfolio management and advice on the exercise and defense of the rights involved.

experience backs us,  
creativity drives us.



## Data Privacy and Information Technology

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- Analysis and evaluation of the Federal Law for the Protection of Personal Data in Possession of Private Entities and its regulations, especially with regards to its implications on individuals and companies who handle personal data, confidential information, and trade secrets in Mexico.
- Assistance with the implementation of data privacy regulation, including the privacy notice design and internal compliance policies and directives.
- Assistance with the development and implementation of information security policies for effective safeguarding of confidentiality, classification, and information coding, including development of codes of conduct and best practices for the monitoring and use of electronic and corrective media, implementation of preventive and corrective measures, and electronic signature.
- Training for effective compliance with personal data and information security regulations.
- Representation in administrative proceedings relating to personal data and information security, such as “ARCO rights” enforcement and imposing sanctions and fines.
- Advice on guidelines regarding electronic commerce activities and internet use; electronic commerce contracts; research, development and transfer of information technology; data processing; hosting; and distribution.
- Advice on the development of e-commerce platforms and on IT operations, including software development, outsourcing, licensing, hosting, and co-branding.



before we can grow in number of clients,  
our clients need to grow.

## Litigation and Alternative Dispute Resolution

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- Audit and review of all documents supporting the client's commercial and credit operations (purchase and sell agreements, purchase orders, and policies) to ensure enforceability.
- Analysis and improvement of company protocols to reduce payment and delivery default risks.
- Mediation and conciliation procedures before beginning a judicial or arbitration process.
- Execution of extrajudicial strategies for collections and contractual compliance.
- General consultation with in-house counsels regarding litigation, contractual compliance, enforceability of clauses, etc.
- Preliminary analysis to determine the feasibility of collection through exhaustive search of goods that could be attached.
- Representation in all kinds of civil, commercial, family, administrative, agrarian, insolvency, and constitutional disputes (*amparo*).
- Representation in disputes derived from contracts, commercial relations, public bids, leasing, negotiable instruments (e.g., promissory notes), insolvency and bankruptcy procedures, debt restructuring, family and civil relations, mortgages, and *ex parte* proceedings.
- Assistance with the service, acknowledgement, and execution of notices, citations, and resolutions issued abroad in accordance with Mexican and International Law (including the Hague Convention).
- Expert legal advice on Mexican Law for judicial and arbitration proceedings abroad.
- Involvement in arbitration procedures as parties or arbitrators.

when response time is short,  
relationships are long term.





## Antitrust

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- Representation of local and foreign clients before the Federal Competition Commission (antitrust authority in Mexico).
- Advice regarding the proceedings and investigations of absolute monopolistic practices, including the immunity or penalty reduction program.
- Advice on and the concentration, preparation, and filing of notices regarding mergers, acquisitions, corporate restructurings, and subscriptions.
- Advice on compliance with Mexican antitrust policies, including basic training for employees to ensure compliance with basic antitrust laws.
- Advice on establishing internal policies in compliance with antitrust laws, including audits to ensure compliance and detection of risks in regards to pricing policies, contracts with providers and clients.
- Advice to clients on their interactions with competitors.

# decreasing distances

Each and every one of our clients receives the close, personal attention that **distinguishes us** from the rest. It doesn't matter where they are or where we are—that distance is shrinking day by day.

That is why we not only have offices in Mexico City, Monterrey and Querétaro but also strategic alliances that allow us to attend to business across the globe.

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Sánchez Devanny

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