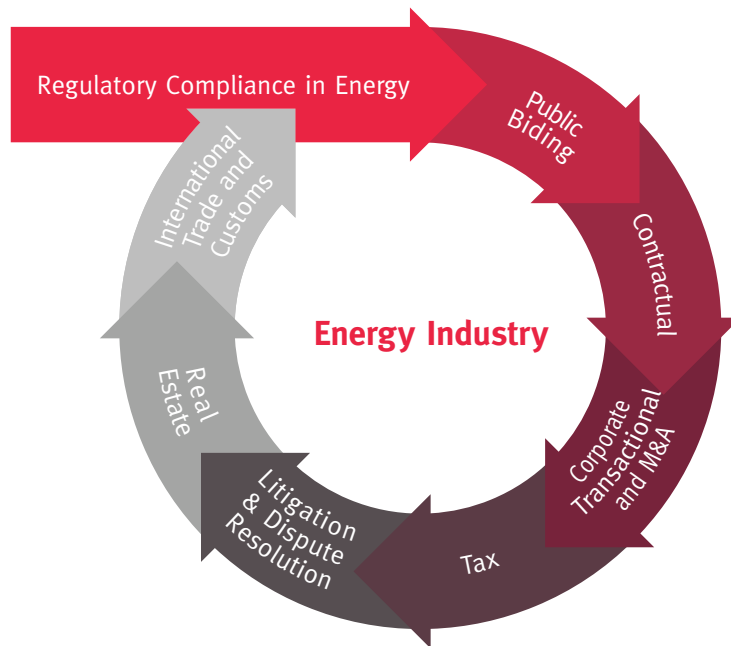




## Energy Industry Practice

Our Energy Industry Practice Group is a multidisciplinary group of lawyers who, for more than 20 years, have provided practical and effective advice in the key legal areas for clients in the energy sector. As a multidisciplinary group, we are in a unique position to provide the different players in the energy industry comprehensive legal analysis that is sensitive to the peculiarities of their businesses, including advice on Mexico's energy reform, its implications, and the multiple business opportunities it brings. We offer specialized counsel in the Regulatory Compliance in Energy, Public Bidding, Contractual, Corporate Transactional and M&A, International Trade and Customs, Real Estate, Tax and Litigation & Dispute Resolution areas.



Our advice to the Energy Industry comprises counsel in both Oil & Gas and Electricity (including renewables).

### Oil & Gas

Advice on regulatory matters, public bids, procurement, public and private contracting and hydrocarbon projects (upstream, midstream and downstream), including exploration, production, natural gas importation, transportation, distribution, and storage, as well as commercialization and first hand sale of oil-based products and petrochemicals. We provide advice on every regulatory, contractual, transactional, tax, international trade and customs, real estate and litigation aspect affecting industry participants and act as counsel on contracting with the National Hydrocarbons Commission (CNH), For-Profit State Companies and private sector participants.

### Electricity (including renewables)

Advice on electric energy projects, both conventional and renewable, including legal and tax structuring, regulatory, due diligence, mergers and acquisitions, joint ventures, access to land, real estate issues, public bids, procurement, financing; preparation and negotiation of contracts in general, and in particular PPA, EPC, and O&M contracts, administrative and commercial litigation and arbitration processes. Advice on all legal aspects on projects and activities under the new Electricity Industry Act, its regulations and legacy legal framework, including activities and transactions in the Wholesale Electricity Market.

## Our team

Our Energy Industry team is made up of attorneys with extensive experience in the sector, and with relationships and contacts in governmental offices and public associations related to Energy matters such as the Ministry of Energy, Energy Regulatory Commission (CRE), National Hydrocarbons Commission (CNH), For-Profit State Companies, Association of International Petroleum Negotiators (AIPN), among others.

**José Antonio Postigo Uribe:** José Antonio co-heads the firm's Energy Industry Group. He has advised clients investing in those areas historically open to private participation, especially in gas distribution, developing wind farms, solar projects, cogeneration plants, self-supply schemes, biddings with the CFE (Federal Electricity Commission) and independent producer schemes. He also advises clients entering the new wholesale electricity market such as generators, suppliers, traders and final users. José Antonio also advises clients in oil and gas matters, including set up of business in Mexico, structuring investments, bidding processes, processes with PEMEX and gas and other fuel supply and sale. Also represents companies active in the midstream and downstream sector. Following the enactment of the historic 2013 constitutional reform that created an open energy market in Mexico, José Antonio has led the creation of a multidisciplinary industry group within the firm to help clients take advantage of the new opportunities opened up by these reforms.

**Gerardo Prado Hernández:** Gerardo co-heads the Energy Industry Group. He is a member of our corporate and transactional group and is based in the Monterrey office. He acted as Managing Partner of the firm from 2012 to 2014. Gerardo is active on the Bajío region with energy related projects, in particular with renewable ones (wind power, solar and co-generation). He is a member of the Energy Cluster in Nuevo Leon and actively participates in its Renewable Energy Task Force. Gerardo has lead multiple energy and infrastructure related projects in northern Mexico, including solar projects, cogeneration facilities, self-supply projects and has represented foreign and domestic companies in multiple bidding processes with the CFE (Federal Electricity Commission) and PEMEX. Gerardo has ample experience leading teams to provide comprehensive legal services to clients in the energy sector.

**Guillermo Villaseñor Tadeo:** Guillermo co-heads the Energy Industry Group and member of our tax group based in Mexico city. His expertise relates to corporate tax planning, M&A, and transfer pricing legal analyses. Guillermo has represented and assisted multinational companies in complex cross-border tax litigation resulting from transfer pricing adjustments, cost-sharing arrangements, multinational restructures, and potential re-characterization of intercompany payments. Guillermo is Chair of the Legal and Tax Committee of the Canadian Chamber, and Vice-Chair of the Tax Committee of the American Chamber of Commerce in Mexico. Member of the International Fiscal Association, and Officer of the International Tax Committee of the American Bar Association, Section of International Law.

**Alfonso López Lajud:** Alfonso heads the Civil and Commercial Litigation and Alternative Dispute Resolution practice group, representing

clients before courts and arbitration tribunals. Alfonso is also part of the Energy Industry Group, for dispute resolution and land acquisition on energy projects. He has extensive experience in the constitutional remedy process (amparo) and has participated in several commercial arbitrations, as well as in international legal proceedings. He has more than 16 years of experience practicing law and has participated as counsel and litigator before federal and local courts throughout Mexico. His practice includes participation in several insolvency and bankruptcy proceedings before federal courts, as well as out-of-court restructuring transactions. He is fluent in English and Spanish. Alfonso is a member of the Ilustre y Nacional Colegio de Abogados de México (INCAM), Transatlantic Association of Restructuring and Insolvency Group (TARIG), Association of International Petroleum Negotiators (AIPN) and Asociación Jurídica Mexicano Libanesa Al Muhami.

**José Alberto Campos-Vargas:** Has extensively advised domestic and foreign clients in connection with import and export procedures of all kinds of goods required for oil and gas exploration, extraction and related activities including those goods considered as “sensitive” among which are steel pipes, valves, aircraft, vessels and ships, specialized vehicles, etc. as well as their change of regime or destruction. Has advised clients in the electric industry in connection with the importation of all kinds of goods, machinery, equipment required for the construction of power production plants and related equipment including solar panels, wind turbines, steam turbines and related materials. Has advised strategic customs and foreign trade planning for clients in connection with import / export alternatives of goods for applicable lesser rates for importation of goods and diminished import costs. He has also advised clients in connection with the requirement to import and / or export electric energy as well as oil and gas products or other fuels as well as advantages arising in this regard from free trade agreements executed by Mexico.

## Representative Experience in the Energy Industry Practice

- Advised and represented a U.S. photovoltaic projects group in the electricity tenders held by CENACE.
- Advised Mexican group on all legal and regulatory matters, structuring and establishment of two cogeneration projects.
- Advised a Swedish-American group on all energy related legal matters for the structuring and implementation of energy and natural gas supply schemes to ensure the client’s supply from private power generators and natural gas traders in the new energy markets.
- Advised a U.S. - Mexican group in the implementation of various new business schemes to supply CNG and LNG in Mexico, including design of corporate, regulatory and tax structures for the implementation of several projects, distribution/supply schemes under the new Mexican legal framework.
- Advised automotive manufacturing company on controversies with certain suppliers under self-supply schemes and with technical and regulatory issues related to the current power supply in different manufacturing plants, including the analysis and structuring of schemes to secure power and natural gas supply required for the operation of a joint manufacturing plant.
- Advised a Spanish group on starting up operations in Mexico as a new competitor in the recently opened oil products and gasolines market, including preparation and negotiation of contracts required for client’s operations.
- Advised one of the largest independent commodities (crude oil and oil products) traders in the world on the analysis of different scenarios and business models to purchase, transport, process, store and export crude oil from private contractors or PEMEX’s partners in Mexico. Additionally, provided advice on the sale of LNG to the CFE and the importation of LNG into Mexico.
- Helped a Mexican subsidiary of a U.S. group in obtaining a registration as “Qualified User” with the Regulatory Energy Commission and securing a power purchase agreement with a qualified supplier.
- Advised a Mexican company in all legal matters related to the proceedings to obtain a registration as “Qualified User” with the Regulatory Energy Commission and helping on its transition to taking its power supply directly from the new market.
- Advised an international group of companies in contractual matters and the implementation of surface exploration business model, and procedures before the authorities to perform surface exploration activities.
- Advised and represented a Spanish group in several public bid procedures for natural gas distribution areas.
- Advised a Japanese group on schemes to secure power and natural gas required for the operation of its plants in Mexico.
- Advised a Mexican-Canadian group on compliance of its activities with the new Mexican legal framework for midstream activities, including processes for transportation and sale permits before the Energy Regulatory Commission.
- Advised one of the world’s largest international automotive companies on reconfiguration of its energy supply structure for Mexican operations, by substituting the existing Power Purchase Agreement structure with private generators with a new structure and provider.
- Advised a Mexican pipeline manufacturing and civil works company specialized in pipeline manufacturing and civil works on the engineering, procurement and construction of a natural gas pipeline system of approximately 75 kilometers in length and 30 inches in diameter in the States of Tabasco and Chiapas, Mexico.
- Advised an international manufacturing client in all energy related legal matters for the structuring and implementation of an energy supply scheme to insure the client’s energy supply from private generators or the eventual wholesale market.
- Represented a multinational energy company in the development of a wind farm in Honduras, including the negotiation of the engineering, procurement and construction contract (EPC) and the maintenance contract for the project.

- Advised a Spanish group on the development of four wind farm projects in Oaxaca, including corporate, real estate, regulatory, contractual and permitting.
- Advised on the possible sale of a wind farm industrial park in Oaxaca, including reviews of regulatory compliance matters, contracts with the agricultural farmers in the area, and issues regarding land leases and easements.
- Advised on the establishment of a cogeneration plant project, including legal and tax structure design, energy regulatory, labour strategy, drafting of contracts and negotiations with suppliers, and construction and development legal matters.
- Advised one of the world's largest equipment and power systems manufacturers on structuring a power purchase agreement to ensure the client's energy supply from a private generator.
- Advised a client in contractual and regulatory matters related to an administrative procedure initiated before the National Hydrocarbons Commission to obtain an authorization to perform surface exploration activities, allowing the client to obtain geologic information regarding the location of hydrocarbons in the Gulf of Mexico.
- Advised a client on the structuring and implementation of a project for the establishment of CNG service stations throughout Mexico under the new Mexican legal framework for the natural gas and electricity industry. This advice included sophisticated corporate and regulatory structuring, and M&A counsel, and will further include real estate, regulatory, labor, tax and foreign trade legal consulting.
- Advised a worldwide developer of power projects regarding public bids by the Mexican Federal Electricity Commission (CFE) for the design, financing, construction, installation and operation of several power plants in the Mexican Republic under the independent power producer regime.
- Represented an international power generation and energy storage company in the due diligence process and initial planning for the acquisition of an existing project in Zacatecas, including review of all corporate, real estate, energy regulatory, and contractual matters.
- Advised clients in the automotive industry in connection with requirements to carry out importation of natural gas through pipelines;
- Advised clients in the gasoline and fuel industry in connection with customs and import requirements for products bound for the automotive industry through temporary and definitive importation;
- Advised clients in the wind energy industries in connection with import operations for complete wind generators to be installed in Mexico through turn key agreements. Advice included the tariff classification of complete windmills imported in parts, tariff and non tariff requirements and customs structure for the importation by an entity operating under a turn key structure;
- Advised diverse entities engaged in oil drilling operations to carry out the temporary importation under duty and VAT free procedures of submersible and semi submersible naval crafts in connection with the procedures and requirements to carry out these kind of operations;
- Advised clients engaged in the operation of submersible and semisubmersible naval crafts in connection with the destruction procedures for damaged vessels temporarily imported into Mexico;
- Advised clients in connection with customs and VAT regime for supply of vessels located within Mexican exclusive economic zone when these are used for oil and gas exploration and exploitation.

## Team and Location

**José Antonio Postigo-Uribe** - Partner  
japostigo@sanchezdevanny.com

**Alfonso López-Lajud** - Partner  
alopez@sanchezdevanny.com

**Gerardo Prado-Hernández** - Partner  
gph@sanchezdevanny.com

**Guillermo Villaseñor-Tadeo** - Partner  
gvillaseñor@sanchezdevanny.com

**José Alberto Campos-Vargas** - Partner  
jacampos@sanchezdevanny.com

### Mexico City:

Av. Paseo de las Palmas #525 Piso 6  
Col. Lomas de Chapultepec, 11000  
Ciudad de México  
T. +52 (55) 5029 8500

### Querétaro:

Blvd. Bernardo Quintana #7001  
Torre 1 Oficina 1109  
Col. Centro Sur, 76090, Querétaro, Qro.  
T. +52 (442) 296 6400

### Monterrey:

José Clemente Orozco #335  
Piso 4 Despacho 401  
Col. Valle Oriente, 66269  
San Pedro Garza García N.L.  
T. +52 (81) 8153 3900

**sánchez devanny**  
www.sanchezdevanny.com



Sánchez Devanny refers to Sánchez - Devanny Eseverri, S.C., a leading Mexican law firm that provides full-service legal advice both to Mexican and international clients.

This publication contains general information only and is just for informative purposes. Sánchez Devanny is not rendering legal advice or services by means of this publication. To obtain legal advice or services and before making any decision or taking any action that may affect your business you should consult a qualified professional advisor.

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, Natural Resources and Environmental; Life Sciences; Intellectual Property, Entertainment and Sports Law; Litigation and Alternative Dispute Resolution; Antitrust; Financial Institutions and Services; Private Wealth Management and Estate Planning and Data Privacy and Information Technology to both public and private clients, especially in the automotive, retail, pharmaceutical, manufacturing, real estate and energy industries.