

## **Notice of establishment of foreign legal entities in the Mexican Republic**

### **What does it consist of?**

Foreign legal persons, constituted under the laws of the countries indicated in the following paragraph, who intend to establish themselves in the Mexican Republic, to carry out acts of commerce or to establish a representative office, are not obliged to submit authorization according to Article 17 of the *Foreign Investment Law*, as long as they submit written statement under protest of saying truth by which they declare the data indicated.

### **Who is it addressed to?**

To foreign legal persons constituted under the laws of the United States of America, Canada, Republic of Chile, Republic of Costa Rica, Republic of Colombia, Republic of Nicaragua, Republic of El Salvador, Republic of Guatemala, Republic of Honduras, Eastern Republic of Uruguay, Japan and the Republic of Peru.

### **Where is it done?**

In the General Directorate of Foreign Investment, through the Direction of Legal Affairs and the Foreign Investment National Commissions, located at Insurgentes Sur 1940, 8<sup>th</sup> Floor, Colonia Florida, Postal Code 01030, Mexico City. The reception times are Monday through Friday from 9:00 a.m. to 2:00 p.m.

Or, in the rest of the country in the Delegations and Sub-delegations of the Ministry of Economy, who will send their request to the Legal Affairs Department and the National Foreign Investment Commission.

Which are the requirements?

1. Writing and under oath, in original and copy, containing:
  - i. Name of the requesting foreign company;
  - ii. Name of the representative or who promotes on behalf of the company;
  - iii. Address to hear and receive notifications, and if applicable the persons who can receive them on behalf of the company;
  - iv. Statement under oath of:
    - a) Its social contract and other constitutive documents are not contrary to public order;
    - b) Indicate the main activity that they intend to carry out in the national territory (which must comply with the provisions of articles 5, 6, 7 and 8 of the *Foreign Investment Law*);
    - c) Have been constituted in accordance with the laws of their country of origin (indicate country);

- d) In the case of establishment in the Republic of an agency or branch (to carry out acts of commerce) provide the corresponding address; and,
  - e) In the case of the establishment of Representation Offices, that said persons shall have a representative domiciled in the place where they are going to operate, authorized to respond to the obligations they contract, and must provide the corresponding name and address.
  - v. Place and date of application; and,
  - vi. Autograph signature of the representative or person acting on his behalf.
2. Public instrument that shows the representation of the legal entity on behalf of the person who submits the notice, or, if applicable, power granted before a public notary duly legalized or apostilled.

If the documents are written in a language other than Spanish, must be translated into Spanish by an expert translator. The translation of the document must be complete, including the apostille. In case the power is written simultaneously in Spanish and in another language, the translation will be necessary on the parts written in a language other than Spanish, as is the case of the apostille.

### **Maximum response time**

Immediate

### **Rights payment**

No applicable.

### **Legal Foundation**

*General Resolution establishing the criteria for the application of article 17 of the Foreign Investment Law relating to the establishment of foreign legal entities in Mexico*, published in the Official Journal of the Federation on August 8, 2012.

Articles 17, fractions I and II and 17a of the *Foreign Investment Law*, 21 *Regulation of the Foreign Investment Law and the National Registry of Foreign Investments*, article 2,736 of the *Federal Civil Code*, 250 and 251 of the *General Law of Commercial Companies*.

### **What happens once the authorization is obtained?**

1. It is enough to present the mentioned document containing the stamp and date of receipt, as well as the corresponding folio granted by the Ministry of Economy, to register in the Public Registry of Commerce; or, if appropriate, establish the Representative Office in the Mexican Republic.



2. In case of foreign legal entities who intend to carry out acts of commerce, register in the National Registry of Foreign Investments.