General Resolution which extends the criteria set forth in the application of article 17 of the Foreign Investment Law regarding the establishment of foreign legal entities in Mexico.

On the margin, a seal bearing the national coat of arms that reads: Estados Unidos Mexicanos (United Mexican States).- Comisión Nacional de Inversiones Extranjeras (Foreign Investment National Commission).

GENERAL RESOLUTION WHICH EXTENDS THE CRITERIA SET FORTH IN THE APPLICATION OF ARTICLE 17 OF THE FOREIGN INVESTMENT LAW REGARDING THE ESTABLISHMENT OF FOREIGN LEGAL ENTITIES IN MEXICO.

The Foreign Investment National Commission, in exercise of the powers conferred by article 26, section IV of the Foreign Investment Law, and

WHEREAS

That article 17 of the Foreign Investment Law states that foreign legal entities intending to engage in business acts on a regular basis in the Mexican Republic, and foreign legal entities to which Article 273 of the Civil Code for the Federal District regarding local jurisdiction and, for the Mexican Republic regarding federal jurisdiction refers, who intend to establish in the Republic, if they are not regulated by different laws other than the said Code, must obtain authorization from the Secretariat of Economy.

That this precept applies without prejudice to the provisions of international treaties and conventions of which Mexico is a party;

That article 13 of the Commercial Code states that foreigners shall be free to trade as agreed in treaties with their respective nations;

That on August 8, 2012, the General Resolution was published in the Official Gazette of the Federation, establishing the criteria for the application of article 17 of the Foreign Investment Law regarding the establishment of foreign legal entities in Mexico, exempting it from the obligation to obtain authorization referred to in article 17 of the Foreign Investment Law, to foreign legal entities incorporated in accordance with 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, Republic of Uruguay, Japan and Republic of Peru;

That in accordance with the General Agreement on Trade in Services concluded within the framework of the World Trade Organization; Mexico undertook to accord to services and service providers of any other Member, in respect of all measures affecting the provision of services, a treatment no less favorable than that provided to its own similar services or similar service providers;

That for the purposes of the General Agreement on Trade in Services, commercial presence means any type of commercial or professional establishment, though, among other means, the creation or maintenance of a branch or representative office within the territory of a Member in order to provide a service;

That the authorization referred to in article 17 of the Foreign Investment Law is a requirement that applies only to the establishment in Mexico of foreign legal entities;

That the simplification constitutes a measure that favors the conditions for doing business in the Mexico, and

That by means of an opinion of the members of the Foreign Investment National Commission, it was decided to issue the following:

GENERAL RESOLUTION WHICH EXTENDS THE CRITERIA SET FORTH IN THE APPLICATION OF ARTICLE 17 OF THE FOREIGN INVESTMENT LAW REGARDING THE ESTABLISHMENT OF FOREIGN LEGAL ENTITIES IN MEXICO.

FIRST.- Foreign legal entities wishing to establish themselves in the Mexican Republic to provide a service, constituted in accordance with the laws of the Members of the World Trade Organization included in Annex 1 to this Resolution, are not obliged to obtain authorization referred to in Article 17 of the Foreign Investment Law, as long as they present, through their legal representative or attorney, a written statement under oath in which they declare that:

(i) their bylaws and other incorporation instruments are not contrary to public order, and must provide the main activity that they intend to carry out in the Mexican territory, which should be in accordance with the provisions of the Foreign Investment Law;

(ii) have been incorporated in accordance with the laws of their country of origin;
in the case of persons referred to in section I of article 17 of the Foreign Investment Law, that said persons shall be established in the Mexican Republic or have an agency or branch therein, must provide the corresponding address; and

in the case of persons referred to in section II of article 17 of the Foreign Investment Law, 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.

SECOND.- For purposes of registration in the Public Registry of Commerce referred to in articles 24 of the Commercial Code and 251 of the General Law of Commercial Companies, with regard to the authorization established in article 17 of the Foreign Investment Law, it is enough to present the mentioned document, containing the stamp and date of receipt, as well as the corresponding foil given by the Secretariat of Economy.

THIRD.- This General Resolution is issued only for the purposes indicated and without prejudice to the provisions of the laws and other applicable legal provisions.

TRANSITORY PROVISIONS

FIRST.- This General Resolution will enter into force the day after its publication in the Official Gazette of the Federation.

SECOND.- General Resolution establishing the criteria for the application of article 17 of the Foreign Investment Law regarding the establishment of foreign legal entities in Mexico, published in the Official Gazette of the Federation on August 8, 2012, remains in force.

Once the content of the “General Resolution expanding the criteria established for the application of article 17 of the Foreign Investment Law relative to the establishment of foreign legal entities in Mexico” has been discovered and analyzed, it will come into force on the following day after its publication in the Official Gazette of the Federation, in my capacity as President of the Foreign Investment National Commission, I hereby grant my approval to said Resolution, in the terms set forth.

Sincerely,

Mexico City, April 8, 2014.- The President of the Foreign Investment National Commission, Ildefonso Guajardo Villarreal.- Signature.

Annex 1

GENERAL RESOLUTION WHICH EXTENDS THE CRITERIA SET FORTH IN THE APPLICATION OF ARTICLE 17 OF THE FOREIGN INVESTMENT LAW REGARDING THE ESTABLISHMENT OF FOREIGN LEGAL ENTITIES IN MEXICO.

1. Republic of Albania
2. Federal Republic of Germany
3. Republic of Angola
4. Antigua and Barbuda
5. Kingdom of Saudi Arabia
6. Republic of Argentina
7. Republic of Armenia
8. Australia
9. Republic of Austria
10. Kingdom of Bahrain
11. People's Republic of Bangladesh
12. Barbados
13. Kingdom of Belgium
14. Belize
15. Republic of Benin
16. Republic of Bolivia
17. Republic of Botswana
18. Federative Republic of Brazil
19. Sultanate of Brunei
20. Republic of Bulgaria
21. Burkina Faso (formerly Upper Volta)
22. Republic of Burundi
23. Republic of Cape Verde
24. State of Cambodia
25. Republic of Cameroon
26. Canada
27. Republic of Chad
28. Republic of Chile
29. People's Republic of China
30. Republic of Cyprus
31. Republic of Colombia
32. Republic of Congo
33. Republic of Korea
34. Republic of Costa Rica
35. Republic of Cote d'Ivoire
36. Republic of Croatia
37. Republic of Cuba
38. Kingdom of Denmark
39. Republic of Djibouti
40. Commonwealth of Dominica
41. Republic of Ecuador
42. Arab Republic of Egypt
43. Republic of El Salvador
44. United Arab Emirates
45. Republic of Slovenia
46. Kingdom of Spain
47. United States of America
48. Republic of Estonia
49. Republic of Macedonia
50. Russian Federation
51. Republic of Fiji
52. Republic of the Philippines
53. Republic of Finland
54. French Republic
55. Gabon Republic
56. Republic of Gambia
57. Georgia
58. Republic of Ghana
59. Grenada
60. Republic of Guatemala
61. Republic of Guinea
62. Republic of Guinea-Bissau
63. Cooperative Republic of Guyana
64. Republic of Haiti
65. Hellenic Republic
66. Republic of Honduras
67. Hong Kong Special Administrative Region
68. Republic of Hungary
69. Republic of India
70. Republic of Indonesia
71. Ireland
72. Republic of Iceland
73. Solomon Islands
74. State of Israel
75. Italian Republic
76. Jamaica
77. Japan
78. Hashemite Kingdom of Jordan
79. Republic of Kenya
80. State of Kuwait
81. Kingdom of Lesotho
82. Republic of Latvia
83. Principality of Liechtenstein
84. Republic of Lithuania
85. Grand Duchy of Luxembourg
86. Republic of Madagascar
87. Macau Special Administrative Region
88. Malaysia
89. Republic of Malawi
90. Republic of Maldives
91. Republic of Mali
92. Republic of Malta
93. Kingdom of Morocco
94. Republic of Mauritius
95. Islamic Republic of Mauritania
96. Republic of Moldova
97. Republic of Mongolia
98. Republic of Montenegro
99. Republic of Mozambique
100. Republic of the Union of Myanmar
101. Republic of Namibia
102. Federal Democratic Republic of Nepal
103. Republic of Nicaragua
104. Federal Republic of Nigeria
105. Republic of Niger
106. Kingdom of Norway
107. New Zealand
108. Sultanate of Oman
109. Kingdom of the Netherlands
110. Islamic Republic of Pakistan
111. Republic of Panama
112. Papua New Guinea
113. Republic of Paraguay
114. Republic of Peru
115. Republic of Poland
116. Portuguese Republic
117. State of Qatar
118. United Kingdom of Great Britain and Northern Ireland
119. Central African Republic
120. Czech Republic
121. Democratic Republic of Congo
122. Lao People’s Democratic Republic
123. Dominican Republic
124. Slovak Republic
125. Republic of Kyrgyzstan
126. Romania
127. Republic of Rwanda
128. Federation of Saint Kitts and Nevis
129. Sovereign State of Samoa
130. St. Lucia
131. St. Vincent and the Grenadines
132. Republic of Senegal
133. Sierra Leone
134. Republic of Singapore
135. Democratic Socialist Republic of Sri Lanka
136. Republic of South Africa
137. Kingdom of Sweden
138. Swiss Confederation
139. Suriname
140. Republic of Seychelles
141. Kingdom of Swaziland
142. Kingdom of Thailand
143. Distinguished Customs Territory of Taiwan, Penghu, Kinmen and Matsu (Chinese Taipei)
144. United Republic of Tanzania
145. Republic of Tajikistan
146. Kingdom of Tonga
147. Republic of Trinidad and Tobago
148. Republic of Tunisia
149. Republic of Turkey
150. Ukraine
151. Republic of Uganda
152. European Union
153. Eastern Republic of Uruguay
154. Republic of Vanuatu
155. Bolivarian Republic of Venezuela
156. Socialist Republic of Vietnam
157. Republic of Zambia
158. Republic of Zimbabwe