



## Authorization for the establishment of foreign legal entities in the Mexican Republic intending to establish representative offices without income

### What does it consist of?

Authorization for foreign legal entities to establish representative offices without income in the Mexican Republic, provided that it does not involve the performance of commercial activities.

### To whom it is targeted?

Foreign legal entities which do not seek to carry out commercial activities in Mexico.

Note: To establish in Mexico, foreign legal entities are able to choose between two procedures: [Notice for the establishment of foreign legal entities in the Mexican Republic](#) and [Notice for the establishment of foreign legal entities in the Mexican Republic to provide services](#).

### Where is it conducted?

At the Direction of Legal Affairs and the Foreign Investment National Commission of the General Directorate of Foreign Investment, which is located in Insurgentes Sur 1940, 8<sup>th</sup> Floor, Florida, Alvaro Obregon, 01030, Mexico City. The reception hours are from Monday to Friday from 9:00 a.m. to 2:00 p.m.

It can also be carried out through the State Delegations and Sub-delegations of the Secretariat of Economy, which shall receive the request and shall send it to the Direction of Legal Affairs and the Foreign Investment National Commission.

Likewise, it can be submitted online via the System of Legal Affairs for Foreign Investment (<http://sajie.economia.gob.mx>), with a valid e-mail account and an *e.firma* (formerly known as advanced electronic signature).

### Which are the requirements?

1. Original and copy of the written request comprising: the name of the requesting foreign legal entity; name of legal representative; address to hear and receive notices; and, if applicable, the name of the persons who can receive them on behalf of the applicant; facts or reasons that motivated the request; details on the activity the company seeks to perform in Mexico (for example: identify

opportunities for selling, commercializing and distributing bottled water); place and date of the request; and, signature of the legal representative or person acting on behalf of the foreign legal entity.

The request shall indicate the possible address of the representative offices in Mexico, as well as the name of the person acting as the legal representative of the foreign company in Mexico, who may be different from who carried out the authorization. In case this information is missing in the request and the authorization is granted, foreign investors shall declare it within 20 business days after the authorization is granted.

2. Power of attorney granted before public notary in favor of the person acting on behalf of the applicant. If this power of attorney is granted abroad, it shall be legalized or apostilled, and if it has been written in language other than Spanish, it shall be translated into Spanish by a certified expert translator. The full text of the document must be translated, including the apostille. In the case the power of attorney is written simultaneously in Spanish and in other language, the translation is necessary for the sections written in language other than Spanish, such as the apostille.
3. Deed, articles of incorporation, certificate or any other instrument in which the incorporation of the foreign legal entity is recorded, such as the certificates of registration in commerce registers. These documents must be legalized or apostilled and when necessary, translated into Spanish by a certified expert translator.
4. Current bylaws, i.e., the rules governing the foreign legal entity. The bylaws must be legalized or apostilled and, if applicable, translated by a certified expert translator.
5. Receipt of payment of duties for the total of \$ 2,105.00 (Two thousand and one hundred five Mexican pesos 00/100 MXN). [See Payment of duties Section].
6. Other documents. If the foreign legal entity has had changes in its business name, has been merged or has gone through any other modification in its bylaws, it must submit the original and copy of the documents detailing these



modifications. Likewise, these documents shall be legalized or apostilled, and when applicable, translated by a certified expert translator.

The documents shall be submitted in original and copy. Prior collation, the originals, excluding the written request and the payment of duties, will be handed back to the applicant.

### **Maximum response time**

15 business days.

### **Payment of duties**

Article 72, Section V of the *Federal Law of Rights* sets the payment of duties at \$2,105.00 (Two thousand and one hundred five Mexican pesos 00/100 MXN). The payment is facilitated through the system [e5cinco](#) (see General Directorate of Foreign Investment).

### **Legal Foundation**

Articles 17, Section II and 17-A of the *Foreign Investment Law*, 21 of the *Regulation of the Foreign Investment Law and the Foreign Investments National Registry* and 2,736 of the *Federal Civil Code*.

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

1. In case the possible address of the representative offices and the name of the legal representative in Mexico is missing in the request, a written report containing this information shall be submitted to the Direction of Legal Affairs and of the Foreign Investment National Commission.
2. A written report about the start of operations of the representative offices shall be submitted to the Directorate of Legal Affairs and the Foreign Investment National Commission.

This authorization does not allow legal entities to carry out commercial activities.

### **Federal Registry of Procedures and Services**

[Code SE-02-10](#)