



Working globally with Colter Carswell & Asociados



COLTER
CARSWELL
& ASOCIADOS



Our Firm

At Colter Carswell, we provide a high quality service that goes beyond the mere performance and execution of a legal procedure or advisory. We seek to collaborate and work closely with our clients in order to act as a trusted business partner for their ventures in Mexico that can and will understand the full scope of their business model, resulting in an accurate and well-minded advisory.

We are a Monterrey based law firm specialized in Corporate and Commercial Law. With several years providing high quality legal advice to the most demanding national and foreign clients, the firm has accomplished an outstanding reputation among its competitors by following the principles of ethics and quality.

With offices in Monterrey and Guanajuato, Mexico, the firm is able to cover the most important industrial regions in the country through our attorneys whom are vastly prepared

to advise on innovative and complex legal matters, always following the most responsible and accurate course of action.

CC&A has acquired plenty of international presence by being a proud member of several global organizations such as the AM&AA and IR Global, but also by holding business affiliations with distinguished Accounting/Tax firms, covering most of the clients' needs in their ventures in Mexico.

Our Affiliations



Practice Areas

Corporate

- Incorporation
- Foreign investment and start-ups
- Restructuring and reorganisation
- Corporate law
- Shareholders' meetings
- Supervisory board meetings
- Capital markets law
- Joint-ventures and co-operations
- Corporate transactions

Employment

- Individual labour law
- Reorganisation and restructuring
- Corporate transactions and asset deals
- Collective bargaining agreements
- Works constitution law
- International assignments
- Termination agreements
- Immigration and ex-pats

International trade and intellectual property

- Customs and duty classification
- Import / export requirements
- Rules of origin / product liability
- Commercial and corporate law, banking and capital markets
- Maquiladora export program
- Regulatory and legal compliance
- Anti-dumping and countervailing
- IP/IT law, trademark law, copyright law

M&A

- Legal due diligence
- Termsheets / Letters of intent / NDA
- Sale and purchase agreements (Share and asset deal)
- Acquisition financing
- Antitrust law
- Joint ventures incl. shareholders' agreements
- Carve outs

Commercial

- Procurement contracts and purchase agreements
- Distribution agreements
- Utility contracts
- Inter-company agreements
- License agreements
- Service agreements
- Financing agreements
- Security agreements

Real Estate

- Deal structuring
- Legal due diligence
- Purchase and sale agreements
- Cooperation agreements
- Credit agreements
- Lease agreements
- Articles of association



Corporate and Commercial Law

Our members are fully capable of assisting the client's legal needs in every stage of their business to safeguard their interests from the company formation, until its sale, liquidation, or merge with other companies, regardless of the size of it.

We ensure that the client receives the best advice in relation to their commercial ventures in Mexico, executing our tasks with a high level of technical expertise and therefore minimizing any possible risk or liability that the company could encounter, and more importantly, giving the feeling of safety and reliability for clients that have yet initiated operations in our country or any other Latin American market.

Our range of services include:

- Incorporation of Legal Entities
- Bylaws modifications
- Drafting, review and/or the revoke of proxies
- Shareholders' meetings
- Elaboration, maintenance, and custody of the four Corporate Ledgers required by the Mexican Companies Law
- Registration of Deeds, Proxies, and Company Bylaws, among others, before the Public Registry of Commerce
- Legalization of national and foreign documents
- Joint Ventures
- Due Diligence
- Mergers & Acquisitions
- Purchase and Sale of Assets
- Contract negotiation, drafting and amending
- Company restructuring.
- Foreign Investment compliance
- Communications with Government Agencies
- Creation and management of Trusts



Contracts

Contract Law is the body responsible for enforcing agreements between the parties involved in a transaction, creating valid rights and obligations, as well as remedies for a breach on the terms of the contract.

Our main focus in this field is to couple with our clients' need to achieve their commercial objectives, thus, all the contracts we negotiate and draft are clear and fully binding for the parties involved, always ensuring that our clients' interests are protected in case of breach from the counterpart, as we know that a successful business relies in the execution of their contracts with their stakeholders.

We cannot guarantee the success of the business relation that arises from one of our contracts, but our negotiation skills and ability to draft the agreed terms on it, will locate your company in a favorable position in case of dispute resolution, maximizing the chances of a positive outcome.



Immigration Law

We provide our clients with all sort of legal services required by foreigners to properly establish themselves in the territory by obtaining all the immigration documents that allow them to legally stay, work, conduct business transactions, attend shareholders meetings, become members of a board in Mexico, or any other migratory query that could interfere and affect the client personally or commercially.



Corporate Governance

Good Corporate Governance is a key element when it comes to align the interest of the owners (shareholders) and the management of a company. It could be described as a set of flexible rules, principles and processes that promote transparency of a company's corporate structure in order to attract investors, to obtain preferential credits and insurance, prevent fraud or simply to secure a good corporate control over your business.

Commonly, this practice is associated with public and big-sized companies, but small ones can obtain plenty of benefits when they incorporate this principles into their corporate structure.

Our firm is able to offer this services as follows:

- Determining an adequate management of the company by analyzing and implementing a board of directors and committees according to the client's needs
- Adding or limiting the shareholders voting rights in order to improve its control and engagement over the management
- Creation or modification of internal policies
- Succession Planning



Intellectual Property

To protect ideas and obtain profits out them is not always the easiest task. It often requires guidance from experts in the field in order to exploit it at its full potential. In that sense, our firm has been handling IP matters for over 10 years, acquiring a significant business-oriented understanding of this field and securing plenty of successful cases.



International Trade

The firm gives advisory and represents their clients in matters related to the legal regulation of International Trade and Customs such as the elaboration of international sale contracts, CIF & FOB contracts, analysis of tariff classification for imports to Mexico, US and Canada. Also, the study of antidumping and countervailing duties, rules of origin, labeling, import and export fees, classification of preferential tariffs in accordance with international treaties such as the USMCA, tax refunds, VAT certifications and goods assurance procedures. We advise as well on several governmental programs like PROSEC, IMMEX and Shelter, to name some.



Labor / Employment Law

Businesses operating in Mexico must comply with a constantly amended Mexican labor legislation. For that reason, our firm dedicates special attention to study the complex relationship between employers and employees, and therefore, we are able to provide a full range of services regarding this controversial area of law.

We deal with individual and collective employment contracts, amendments, work rules, negotiations with workers unions, Social Security registrations before the *Instituto Mexicano del Seguro Social* (IMSS), mediation and litigation.

Contact

If you would like to discuss working together,
get in touch via any of the following:

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