



Our ideas prevail

CANOSA | Abogados

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FIRM PROFILE

Canosa Abogados is a young law firm organized by lawyers who have consistently succeeded in every area of business law in Argentina for more than ten years.

We advise our clients in the process of drafting and negotiating modern commercial agreements, such as agency agreements, distribution agreements and franchising agreements. We also have ample experience in the drafting of agricultural trusts.

We provide advice to both local and international companies in connection with the development of their activities in Argentina. Our lawyers provide advice that is timely efficient, practical and usable. We are well known for our credibility, reliability and flexibility that allow our clients to make decisions fast and efficiently.

We have provided advice in many complex corporate transactions, such as mergers, spin-offs and transfers of going concerns, among others. In addition, we have participated in intricate banking and financial transactions, such as financial debt restructurings; indebtedness and stock issuances. In connection with this area of business law, we also carry out and help in the preparation and filing of the relevant reporting requirements and filings of public companies.

Our advice in connection with foreign investment has been recognized many times for being expeditious in connection with the resolution of the relevant issues that come about in the development of the activities relevant to the foreign transactions.

Our international trade department knows all the details of the antidumping and anti-subsidies filings and is accustomed with the rules and regulations of the World Trade Organization on international trade law.

We provide advice on a daily basis to foreign clients in all kinds of complex real estate transactions, such as the purchase of real estate and all the related matters in connection the regulations of the Argentine Central Bank and the notarial and corporate activities in connection with companies organized in foreign countries.

In addition, we have ample experience in intellectual property matters and we make all the filings before the relevant registration authorities of Argentina and Latin America in general.

STAFF

We are a group of young driven lawyers who have consistently succeeded in different fields of the Argentine legal market. Our characteristic is that we provide our clients with advice that is timely efficient, practical and usable.

At Canosa Abogados, integrity, ethical standards and honesty are values reflected by each and all of the members of our organization.

*Javier Canosa
Hernán Canosa
Guillermo Juan Luciano
María Florencia Angélico
Robert Stelzer*

CORRESPONDENTS

Besides having an office in the capital of the Province of Buenos Aires, we have correspondents in all the capitals of the Argentine provinces. Additionally, we have correspondents in important cities of Argentine, like Bariloche, Mar del Plata and Rosario.

The firm works together with numerous law firms all over the world. In this sense, we have working understandings with young and driven law firms in Brazil and Uruguay, in most of the European countries (United Kingdom, Germany, France and Spain) and in some of the Asian countries.



PRACTICE AREAS

BUSINESS LAW

Corporate Law
Merger and Acquisitions
Commercial Agreements
International Trade Law and Competition Law

BANKING AND CAPITAL MARKETS

*Loans (Syndicated and others), Project Finance
and Debt Restructuring*
Regulatory Aspects
*Procedure at NSC, Central Bank
and other organizations*
Capital Markets

REAL ESTATE AND CONSTRUCTION TRANSACTIONS

Trusts and Securitizations
Purchase and Sale of Real Estate

LITIGATION, DISPUTE RESOLUTION AND ARBITRATION

Civil and Commercial Litigation
Tax Proceedings
Insolvency and Restructuring
Arbitration
Mediation, Conciliation and Settlement

TAX MATTERS

General Tax Advice
Tax Litigation
Transfer Price Rules
Tax Free Reorganizations

ADMINISTRATIVE LAW AND NATURAL RESOURCES

Administrative Contracts
Administrative Proceeding and Administrative Litigation
Environmental Matters
Natural Resources and Energy
Telecommunications and Broadcasting

LABOR MATTERS – IMMIGRATION

General Labor Advice
Labor Litigation
Immigration

INTELLECTUAL PROPERTY

Trademarks
Patents
Transfer and License of Technology
Copyright and Artistic matters
Internet and Information Technology



BUSINESS LAW

CORPORATE LAW

Our core expertise is the corporate area.

We have advised and carried out complex corporate transactions, such as reorganizations and mergers of local corporations and of branches of foreign companies with activities in Argentina.

We, at Canosa Abogados, carry out all the day-to-day corporate legal aspects of local companies and of foreign companies registered before the Public Registry of Commerce, either as branches of foreign corporations or as partners (shareholders or quotaholders) of local companies.

We carry out all the corporate registrations for reorganizations, mergers and cancellation of companies before the Public Registry of Commerce.

MERGER AND ACQUISITIONS

We have worked in different M&A transactions, such as the purchase, liquidation and winding-up of companies, including companies subject to special regulatory regimes. We provide analysis on corporate, tax, labor, intellectual property and environmental issues on complex merger and acquisition transactions.

We draft the purchase agreements and all the ancillary agreements such as escrow agreements, shareholders agreements, agreement related to warranties and in general all the ancillary transactions for the relevant M&A transaction.

COMMERCIAL AGREEMENTS

In Canosa Abogados we advise our clients on all the matters related to the negotiation, drafting and preparing of commercial agreements such as: distribution agreements, agency agreements, and franchising agreements.

After the execution of these agreements, our attorneys assist our clients with the potential issues that could occur under such agreements, such as the renegotiation and eventual enforcement thereof.

INTERNATIONAL TRADE LAW AND COMPETITION LAW

We are current with all the rules and regulations of the World Trade Organization on international trade matters.

In addition, we draft and prepare international documents such as bill of lading, promissory notes, international purchase agreements and agreements on international transport.

We analyze compliance with international rules on antidumping and anti-subsidies and, additionally, we make all the relevant filings for complying with the competition rules and regulations before the Argentine authorities.

BANKING AND CAPITAL MARKETS

LOANS (SYNDICATED AND OTHERS),

PROJECT FINANCE AND DEBT RESTRUCTURING

In connection with the banking activity, we draft all the documents necessary to close secured and unsecured credit facilities, export and import financings, the organization of financial trust and any other type of trusts and in the development of project finance structures. After the termination of the convertibility system (by which the Argentine peso was pegged to the dollar) we have also collaborated in the restructuring of the financial indebtedness of important local companies.

REGULATORY ASPECTS

In the regulatory aspects, we have advised local financial institutions subject to the authority of the Argentine Central Bank as well as to companies subject to the public offering regime in the relevant compliance with all the applicable reporting requirements. We draft manuals and internal memoranda aimed at complying with the rules on money laundering and corporate governance. We have also worked in the compliance with the requirements of the Sarbanes-Oxley Act to U.S. companies.

PROCEDURE AT NSC, CENTRAL BANK AND OTHER ORGANIZATIONS

We carry out all the day to day filings for companies subject to the supervision of the of the National Securities Commission (Comisión Nacional de Valores), the Buenos Aires Stock Exchange (Bolsa de Comercio de Buenos Aires) and the over-the-counter stock exchange (Mercado Abierto Electrónico).

We are also current with the proceedings and requirements to be filed before the Argentine Central Bank for entering foreign currency in Argentina.



CAPITAL MARKETS

In Canosa Abogados we advise our clients on all the legal issues relating to the capital issuance, securities purchase programs, public offering of stocks and bonds, securitizations, derivatives, risk reduction strategies, transactions relating to stocks and debt certificates, financial trusts, open and closed funds and the regulatory regime of securities.

REAL ESTATE AND CONSTRUCTION TRANSACTIONS

TRUSTS AND SECURITIZATIONS

We have represented companies in different real estate developments, the creation of real estate funds and structuring trusts. In Canosa Abogados we guide our clients in matters of financing and mortgages, administration and real estate loans, trusts and securitization issues.

PURCHASE AND SALE OF REAL ESTATE

We advise on the widest range of purchases and real estate developments. We also have experience on public construction, zoning and planning of real estate projects, construction agreements and real estate leases.

LITIGATION, DISPUTE RESOLUTION AND ARBITRATION

CIVIL AND COMMERCIAL LITIGATION

In Canosa Abogados we have ample experience in civil and commercial litigation. As attorneys of important local and foreign companies, we have worked in litigation relating to the termination of commercial agreements, enforcement of judicial and arbitral rulings and representation of our clients in local and federal courts, including the Argentine Supreme Court.

TAX PROCEEDINGS

We also have experience in administrative and tax proceedings, in which we have defended clients who had claims initiated for tax federal, local authorities and tax recovery claims.

INSOLVENCY AND RESTRUCTURING

In connection with reorganization and bankruptcy proceedings, we have prepared an important amount of creditor's claims and creditor's recovery claims with special attachments. We also have negotiated and prepared out-of-court reorganization agreements (well known as "APE") and debt swap agreements.

ARBITRATION

In Canosa Abogados we have participated on many arbitral proceedings not only commercial arbitration under the rules of arbitration of the International Chamber of Commerce but also local arbitration under the rules of the Buenos Aires Stock Exchange.

MEDIATION, CONCILIATION AND SETTLEMENT

In addition, we provide counsel in all the proceedings of alternative dispute resolution such as mediations and amicus curiae proceedings.

TAX MATTERS

GENERAL TAX ADVICE

Our law firm advises on every aspect of tax law. In this sense, we provide advice that is effective in order to obtain the best suitable structure for each transaction. Additionally, we perform the tax planning aimed to the different investment alternatives to carry out in Argentina.

TAX LITIGATION

We help our clients in all the matters raised in connection with tax litigation, be it before the national, provincial and municipal authorities as well as before the relevant administrative authorities.

TRANSFER PRICE RULES

We provide advice on the whole company structures in order to perform the best implementation of an efficient structure. We file and advise the applications relating to transfer price rules before the federal tax authorities.



TAX FREE REORGANIZATIONS

We have assisted our clients in mergers, spin-offs, and reorganization proceedings within de same economic group in order to make an efficient transaction for a tax law perspective.

ADMINISTRATIVE LAW AND NATURAL RESOURCES

ADMINISTRATIVE CONTRACTS

In Canosa Abogados, we are experienced in the preparation of local and international bids and the negotiation of administrative agreements.

ADMINISTRATIVE PROCEEDING AND ADMINISTRATIVE LITIGATION

Our attorneys have collaborated in many administrative proceedings defending clients' interests before the Federal Government and the provincial governments.

ENVIRONMENTAL MATTERS

In Canosa Abogados we perform environmental audits on the fulfillment of the national, provincial and municipal regulations applicable to companies carrying out activities in Argentina. In addition, we make all the filings to obtain the relevant authorizations and certifications and we advice on the drafting of manuals and programs for the fulfillments of the environmental laws.

NATURAL RESOURCES AND ENERGY

Our attorneys have acted in a wide variety of issues related to environmental protection. We advised our clients on regulatory matters, tariff policies, purchase, transport and export agreements of oil and gas. We can plan and structure joint ventures, file for the attainment of tax benefits, and the filing for the registry of mining rights in Argentina.

TELECOMMUNICATIONS AND BROADCASTING

In Canosa Abogados we have vast experience in the business of the telecommunications and its regulations: voice, video and data communication such as fixed, mobile and satellite telecommunications, services of data transmissions, paging and trunking.

LABOR MATTERS – IMMIGRATION

GENERAL LABOR ADVICE

In Canosa Abogados we have worked in solving labor matters that affect almost every business or industry, including gastronomy, retail and other services. We help our clients in the negotiation and drafting of individual labor and union agreements, social security plans, labor termination agreements and other aspects related to the security at work.

LABOR LITIGATION

We also provide advice and work on labor litigation.

IMMIGRATION

We perform the registrations for exiles who want to settle down at Argentina, even if they are investors or employee of local or foreign companies.

INTELLECTUAL PROPERTY

TRADEMARKS

In the trademark realm, we share with our clients our expertise on registrability and we analyze together the results of our searches.

In addition, in Canosa Abogados we design the filing, registration and classification strategies.

In many opportunities, we have filed trademarks solicitations, objections, negotiated agreements and responded to observations of the registration authority. We also provide advice on the renewal, registration of licenses and amendments of names and transfer of titles.

PATENTS

We provide an excellent service on identification and protection of rights over inventions, utility models, models and industrial designs. In addition, we provide advice with experts in matters such as novelty, patentability and infringements.



TRANSFER AND LICENSE OF TECHNOLOGY

In Canosa Abogados we provide advice on the intellectual property protection. We also specialize on transfer agreements and technology licenses, international franchising agreements, license and registering the software.

Our attorneys assist the clients on judicial matters and dispute resolutions of intellectual property infractions and protection against the piracy.

COPYRIGHT AND ARTISTIC MATTERS

In Canosa Abogados we have represented many companies related to the artistic industry.

Our attorneys have also collaborated in the negotiation of agreements, acquisitions, tax issues, advertising, licenses, trademarks and other author's rights. In addition, we have experience in licenses of use.

Finally, we also advice on infringement of author's rights, unlawful use of intellectual works and illegal imitations.

INTERNET AND INFORMATION TECHNOLOGY

The attorneys in Canosa Abogados provide complete advice to internet and information technology undertakings, such as the design of the corporate and tax structure, the preparation of the license agreements, the distribution agreements and the other operational agreements. We advice on the management of the brand, domain name, intellectual property and the negotiation of strategic alliances.



PUBLICATIONS

MAY 2009

Javier Canosa has contributed with the Argentine Chapter of Getting the Deal Through - Banking Regulation 2009, (published in April 2009; contributing editor Craig Wasserman).

View this publication.

You can find all updated publications on our web site:
www.canosa.com.ar

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