



KINSTELLAR

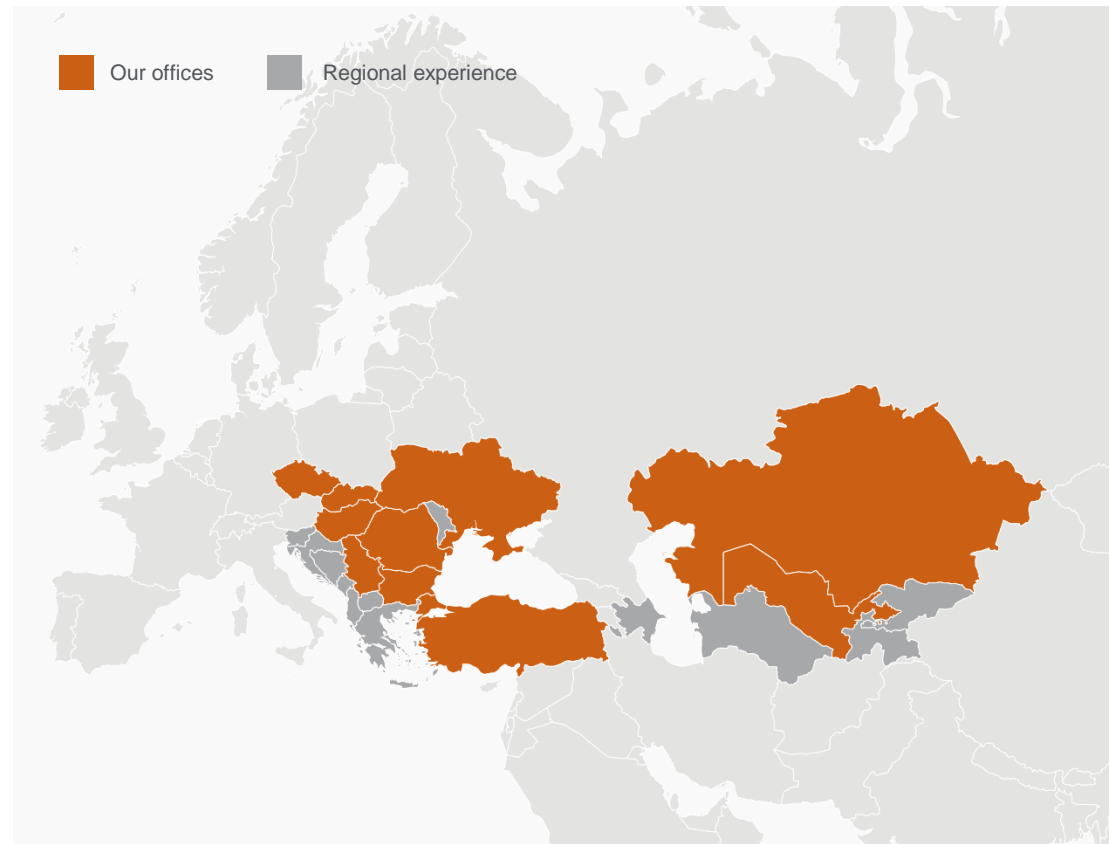
Argentina: Bilateral legal relationships. Basic introduction.

August 2019

Kinstellar: Legal advice in Emerging Europe and Central Asia

Kinstellar is an international law firm. We focus on emerging economies in Central and South Eastern Europe and Central Asia. Our offices are in **Almaty** and **Nur-Sultan** (Kazakhstan), **Belgrade** (Serbia), **Bratislava** (Slovakia), **Bucharest** (Romania), **Budapest** (Hungary), **Istanbul** (Turkey), **Kyiv** (Ukraine), **Prague** (the Czech Republic), **Sofia** (Bulgaria) and **Tashkent** (Uzbekistan).

We have strong experience in providing legal advice to clients in jurisdictions where we do not have a local presence working in joint teams with leading local law firms.



11
offices

250+
lawyers

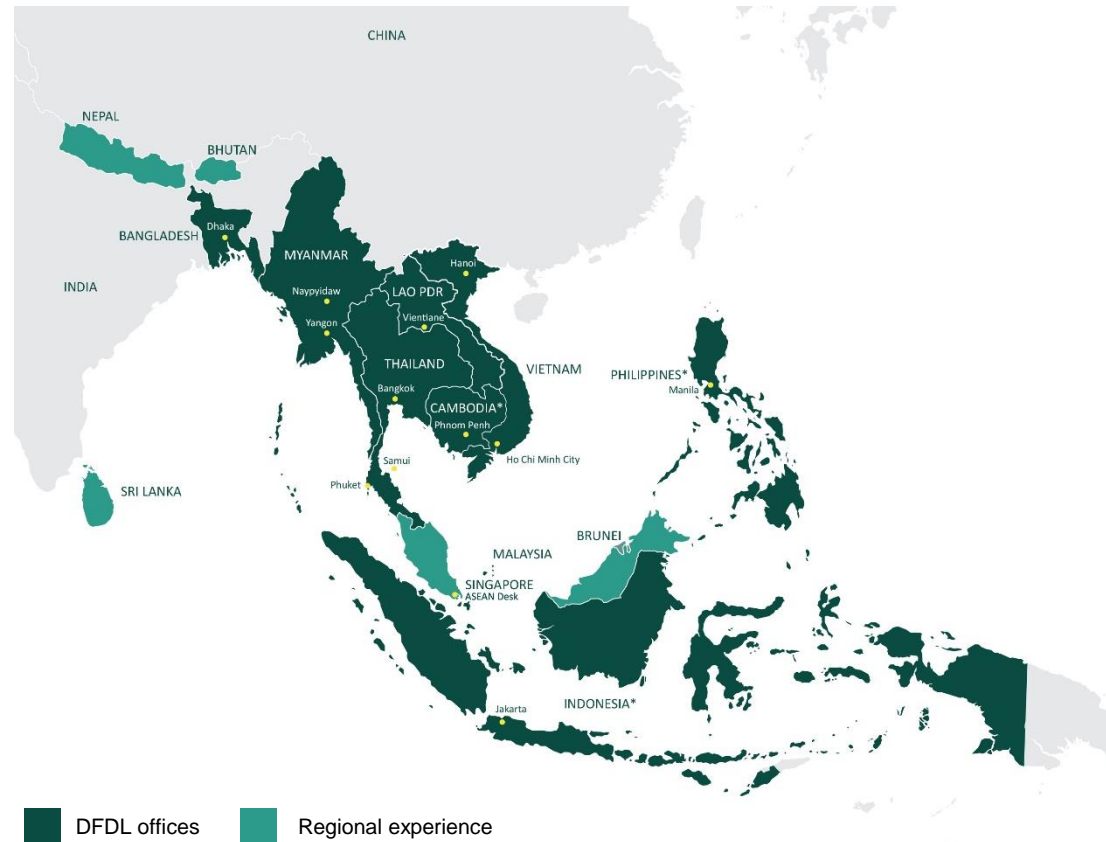
7.000+
matters




DFDL: Legal advice Southeast Asia

DFDL is an international law firm. We focus on emerging economies in Southeast Asia.

DFDL practices in **Bangladesh, Cambodia, Indonesia, Lao PDR, Myanmar, Philippines, Thailand, Vietnam** and **Singapore** (ASEAN Desk).

As a leading international law firm serving the Southeast Asian region, DFDL has also developed 'desks' to serve those clients from Singapore, China and India and which operate or have business in the DFDL Southeast Asian countries.



 13 offices	 9 countries	 150+ advisers
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What We Do

The range and breadth of our specialist practices and sectors set us apart in Emerging Europe and Central Asia.

Sectors

- Asset Solutions
- Aviation
- Automotive & Industrials
- Banks & Financial Institutions
- Energy & Natural Resources
- Industrials
- Infrastructure
- Life Sciences & Healthcare
- Private Equity
- Real Estate
- Technology, Media & Telecommunications

Practices

- Banking, Finance & Capital Markets
- Competition & State Aid
- Compliance, Risk & Sensitive Investigations
- Dispute Resolution
- Employment & Labour Law
- Energy & Natural Resources
- Infrastructure & Projects
- Intellectual Property
- M&A & Corporate
- NPLs & Distressed Assets
- Real Estate, Construction & Planning
- Restructuring & Insolvency
- Tax
- Technology, Media & Telecommunications
- White Collar Crime



Out of Area

But certainly not out of our depth. Quite the contrary.

We have experience in **close teamwork with legal counsel in jurisdictions where we do not have our own office**. Kinstellar Prague would be your **single point of contact** in order to ensure the unified approach.



In **Argentina** we work closely with **Beccar Varela**, one of the Argentina's leading full-service law firms.

Beccar Varela is one of the most renowned regional law firms, with over 145 lawyers specializing in various areas of law. Beccar Varela has a widely acknowledged practice and advises clients both in Argentina and abroad on all the legal aspects of their organizations as well as in the execution of their transactions.

- International Treaties
- Investment
- Enforcement of Decisions / Judicial Cooperation / Arbitration
- Verification of Documents / Apostille
- Most Common Types of Entities
- Establishing a company
- IP protection
- Finance documentation



Business and trade

- The Treaty of Asunción establishing the Common Market of the South (MERCOSUR)
- The Montevideo Treaty establishing the Latin-American Integration Association (ALADI)
- Marrakesh Agreement establishing the World Trade Organization
- ICSID Convention - Convention on the Settlement of Investment Disputes between States and Nationals of other States
- Agreement establishing the Common Fund for Commodities

Transport and logistic

- Convention for the Unification of Certain Rules for International Carriage by Air
- Member state of ICAO (International Civil Aviation Organization) - International Air Services Transit Agreement (as a council member state)
- Customs Convention on the International Transport of Goods under Cover of TIR Carnets - TIR

Energy

- Statute of the International Renewable Energy Agency (IRENA)
- Statute of the International Atomic Energy Agency (IAEA)

IP

- Paris Convention for the Protection of Industrial Property (WIPO)
- The GATT/TRIPs Agreement
- Berne Convention
- International Convention for the Protection of New Varieties of Plants (UPOV)

Finance

- Agreement of the International Monetary Fund (IMF)
- Convention establishing Multilateral Investment Guarantee Agency
- Fifty international bilateral agreements in order to protect foreign investments and avoid double taxation
- Latin American Integration Association (LAIA)
- Organization of American States (OAS)

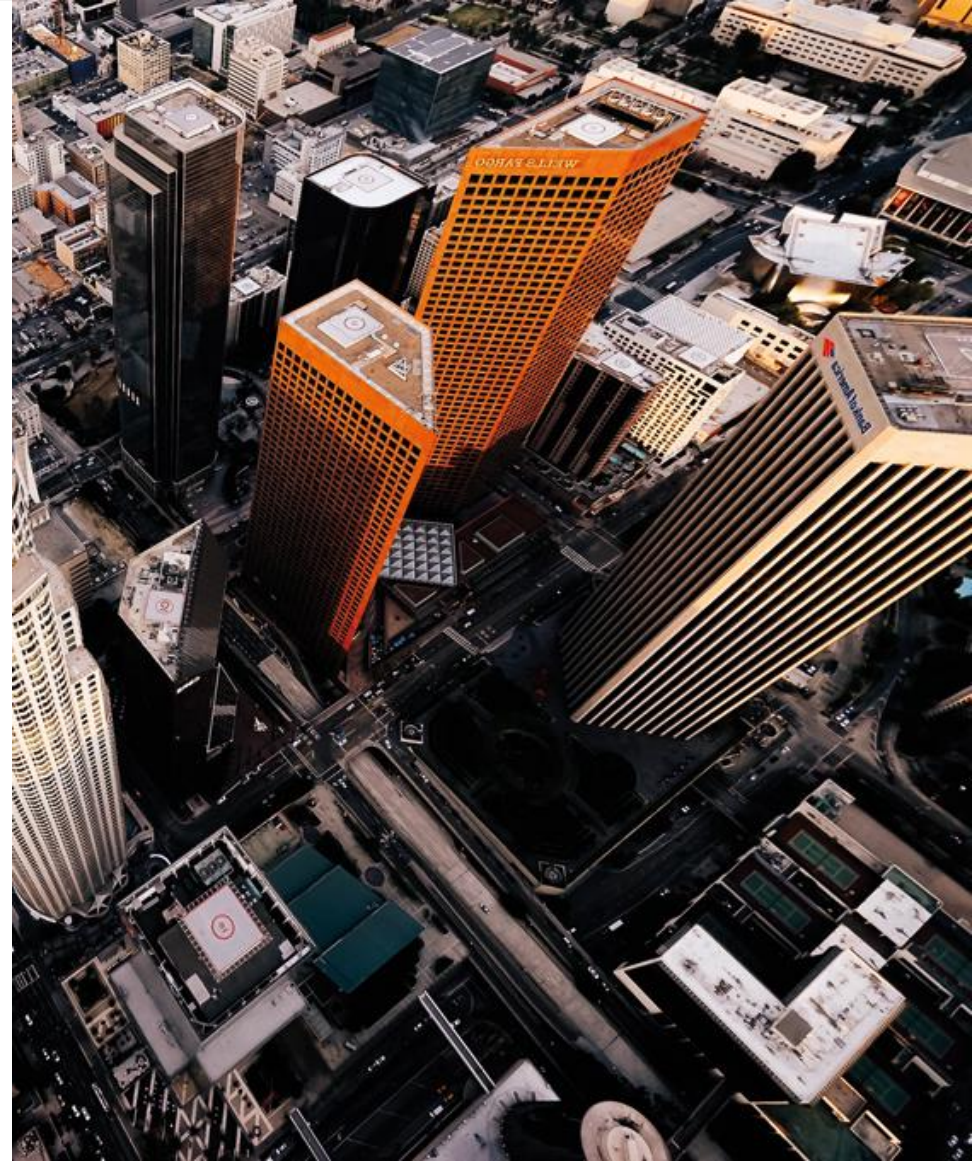
Terrorism and Corruption

- UN International Convention for the Suppression of the Financing of Terrorism
- UN Convention against Corruption

- Agreement between the Czech Republic and the Argentina Republic on the Mutual Promotion and Protection of Investments, 1998
- Agreement between the Government of the Czech Republic and the Government of the Argentina Republic on Economic and Industrial Cooperation, 2008
- Agreement between Ministry of Regional Development of the Czech Republic and the State Office for Tourism of the Argentina Republic, 2005
- Protocol of Understanding between Ministry of Industry and Trade of the Czech Republic and Ministry of Federal Planning, Public Investments and Services of the Argentina Republic, 2004



- With only a few exceptions, a foreign investor is not required to obtain a prior government approval to invest in Argentina
- Foreign exchange regime is much more flexible since 2015
- Insurances for investors to be protected against political risks provided by OPIC and MIGA
- Membership in Mercosur, UN, WTO and other trade organizations that help protect the investments
- Possibility to be liberated from certain taxes under ITL



No bilateral agreement in place

Enforcement of Decisions

- **Judgments in civil and commercial matters:** Foreign judgments will be enforced by the Argentine courts in accordance with rules provided by relevant international treaty.
- If such international treaty is absent, the Argentine courts will enforce foreign judgments, as long as certain requirements are met
 - The National Code of Civil and Commercial Procedure (CPCC), Section 517
- **Mandatory Mediation Procedure**
 - Before filing for a lawsuit, parties must first take mediation (an alternative dispute resolution) to try to resolve their dispute amicably. If the Mediation is unsuccessful, the case may proceed to the court

▪ **Arbitral awards**

- Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 1958)
- Foreign arbitral awards are recognized in Argentina and they are subject to the same requirements applicable to the recognition of foreign judgments.

Judicial Cooperation

- Convention of 15 November 1965 on the Service Abroad of Judicial and Extrajudicial Documents in Civil or Commercial Matters
- Convention of 18 March 1970 on the Taking of Evidence Abroad in Civil or Commercial Matters



Argentina is a party to the Hague Convention on Apostilles

No bilateral agreement in place

For use in front of the Argentine court, the documents must be translated into Spanish by a translator whose signature must be legalized by the Argentine Association of Certified Translators in order to be admitted

Verification of **Argentine documents** for use in the Czech Republic

- Ministry of Foreign Affairs

Verification of **Czech documents** for use in Argentina

- Ministry of Foreign Affairs of the Czech Republic (documents issued by administration)
- Ministry of Justice of the Czech Republic (documents issued by judicial authority or notary)

Most Common Types of Entities

- **Branch of a foreign entity**
- **Corporation (SA)**
 - Single-Shareholder Corporations
 - Simplified Corporations
- **Limited Liability Companies**



Branch of a Foreign Entity

- Any company existing under law of its country of incorporation
- Restrictions by IGJ
- Not necessary to allocate capital to the Argentine branch
- Separate accounting records in Argentina, filing reports.

Corporation (SA)

- Min. 2 shareholders
- No nationality residency requirements (even foreigners may hold up to 100% of the capital)

- Mi. capital: ARS 100,000 (approx. USD 6,600), 25% paid up on such shares at the time of incorporation.

Limited Liability Company (SRL)

- 2-50 partners
- Capital fully subscribed, 25% paid up at the time of incorporation (rest in 2 years)
- Quotas issued for non-monetary assets must be paid in full.
- Partnership quotas must be of equal par value
- 1 or more managers appointed

SHARES

- No restriction
- Counterparties to the transactions, acquisitions etc. may be subject to particular regulatory approvals (Competition, Central Bank etc.)

REAL ESTATE

- There are no legal restrictions on the ownership of real estate by non-residential persons in this jurisdiction, except for few cases such as border and security areas



Argentina benefits from a regime reflecting state of the art developments in intellectual property policy domestically and, with a few exceptions, at international level and has committed to international obligations, all of which results in a robust framework for business.

Principal areas are:

- Patents (not a signatory of the PCT)
- Trade marks (national registration only)
- Designs
- Copyright

Protected by national law driven by incorporated WIPO legislation and other international provisions.

Double standards- regime

- Typically based on US market standards
- LMA standards also quite common in financing operation in Argentina

Securities

- Assignment of rights as a security
 - Including collateral trusts
- Pledges
 - Share pledges, the most of them
 - Mortgages
 - Corporate guaranties
 - Escrow accounts



Questions?





Thank you!

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