

# ECIJA

WELCOME  
TO **MEXICO**



## How to incorporate a Mexican company

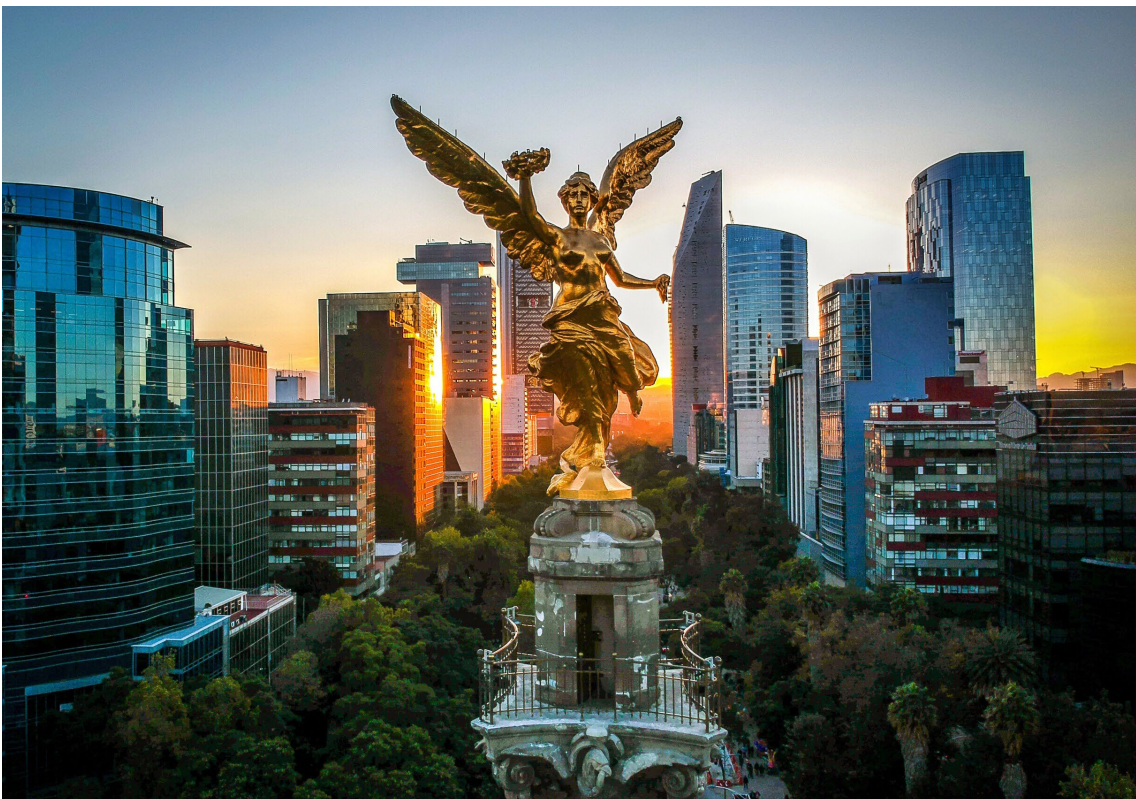
*The process of incorporating a company in Mexico at a glance*

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## Introduction

# Welcome to Mexico



## Your business starts here

When you incorporate a company in Mexico, you will start a journey that will open business opportunities in one of the most dynamic and exciting developing markets in the world.

**We are here to accompany you during your business.**

## Introduction

# About Us



EVERYDEAL  
EVERYTECH  
EVERYWHERE

## About ECIJA Mexico

We are positioned as one of the leading law firms in Mexico, with a team of more than 750 professionals around the world and with presence in 16 countries, reinforcing our full-service offer throughout the Mexican territory, also offering coverage in Europe, China and Latin America.

## Our Practice Areas

- Aviation
- Banking and Finance
- Business, Human Rights & Corporate
- Social Responsibility
- Compliance 360
- Competition and Antitrust
- Corporate M&A
- Dispute Resolution: Litigation and Arbitration
- Energy
- Fashion Law
- Gaming and Gambling
- Health Law
- Intellectual Property
- Immigration Law
- Labor and Social Security
- Privacy and Data Protection
- Project Finance
- Real Estate
- Sports Law
- Tax Law
- TMT

# Steps for Incorporation<sup>1</sup>

## STEP 1



Permit for the use of corporate granted by the Ministry of Economy ("ME").

 Notary Public ("NP"): 3 to 5 days

## STEP 2



Powers of Attorney ("PoA") (Spanish & English) to represent the shareholders/partners at the incorporation.

 ECIJA Mexico ("ECIJA"): 1 day

\* Formalization of the PoA, such as granting before foreign NP, legalization or apostille, translation and formalization by Mexican NP may be required.

## STEP 3



Drafting of corporate by-laws.

 ECIJA: 2 days  
Review and approval by the client: 3 days average

## STEP 4



Incorporation of the company before Mexican NP.

 ECIJA/NP: 2-3 days

<sup>1</sup> This is applicable to SA de CV, S de RL de CV and/or SAPI de CV.



# Incorporation Timeline

STEP	Day 1	Day 2	Day 3	Day 4	Day 5	Day 6	Day 7	Day 8
STEP 1	█							
STEP 2	██████████							
STEP 3	██████████							
STEP 4					████████████████████			

**NOTE:** Once the corporate by-laws have been reviewed and prior to proceeding with Step 4, the information and documentation on the controlling beneficiaries (UBO\*) must be received in its entirety.

*\*A UBO is the person or group of people who: i) directly or using legal mechanisms, reap the benefits of participating within a company; or ii) directly, indirectly, or contingently exercise control over a company.*

*Each regulated entity in Mexico must identify and keep internal files regarding each one of their UBOs.*



# After incorporation

	Activity	Estimated time	Comments
1	Recordation of the company before the Public Registry of Commerce ("PRC").	The PRC may take up to 3 weeks to complete the process after filing.	After filing, the NP may deliver a formal letter atesting that this registry is in process. This letter may serve for opening bank accounts and obtaining e.signature, among others.
2	Assistance and coordination with NP to obtain Taxpayer ID number ("RFC").	3 days	The company must have a domicile in Mexico and have a legal representative in the country.
3	Assistance and coordination with accountants to obtain e.signature.	1 day	Up to 1 month depending on the availability of the Ministry of Finance.
4	National Registry of Foreign Investments (NRFI).		This registry shall be completed within 40 days after the incorporation.  Applicable only for companies with foreign investment.

	Activity	Estimated time	Comments
5	Opening and entries in the corporate books: Shares/Partners Registry Book, Capital Variations Book, Shareholders'/Partners' Meetings Minutes Book and Board of Directors/Managers Meetings Minutes Book.	1 day	
6	Elaboration of share certificates (only for SA de CV and SAPI de CV).	1 day	
7	Recordation of the company before Labour and Social Security authorities (IMSS, INFONAVIT, INFONACOT and AFORE).		As soon as the company hires employees.

Note: Other registries depending on the activities of the company may be required, such as customs and immigration authorities, among others.



# Required Information

## Corporate name

Provide at least 3 suggestions of corporate names to be approved by the ME.

## Corporate purpose

Itemized list of the specific activities to be carried out by the company.

## Information of shareholders/ partners

i) Mexican individuals: full name, official ID, Tax ID number (RFC), CURP and proof of address; ii) Mexican entity: pdf of incorporation deed, PoA and official ID of legal representative, Tax ID number (RFC) and proof of address; iii) foreign individual: official ID, immigration document (as applicable), Tax ID and proof of address; and iv) foreign entity: incorporation deed, PoA and official ID of legal representative, Tax ID and proof of address.

## Address of the company

Address of the company within Mexico.

## Capital stock

Amount and percentage of the capital stock corresponding to each shareholder.

## Management

Sole Administrator/Manager or Board of Directors/Managers. Please send full names, positions (Chairman, Secretary, Treasurer, etc.) and official ID of each member.

## Surveillance

Name of the Statutory Examiner of the company. Please send full name and official ID (mandatory for SA de CV and SAPI de CV and optional for SRL de CV).

## Attorneys-in-fact

Name of attorneys-in-fact and PoAs to be granted by the company, such as: lawsuits and collections, administration, domain, labor matters, negotiable and credit instruments, tax matters and substitution, among others.





LEGAL  
GUIDES

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ECIJA

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