

Our services

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Introduction

CMS is a Future Facing firm. With 92 offices in 50 countries and 7,200+ lawyers worldwide, we combine deep local market understanding with a global overview, giving us the ability not only to see what's coming, but to shape it.

In a world of ever-accelerating change where technology is increasingly important in the deployment of global strategies, our clear, business-focused advice helps clients of every size to face the future with confidence. We're immersed in your world. Your interests and priorities are at the heart of what we do.

Our lawyers are genuine experts in their fields, with a grasp of detail that's second to none. Our next-generation mindset is woven into all we do. It means we can anticipate the likely challenges, accelerate our pace and create the space to develop innovative solutions. We're diverse, supportive and inclusive, embracing our corporate social responsibility and creating a culture in which every one of our people, can maximise their potential and thrive.

Colombia

CMS Rodríguez-Azuero is a global law firm, built on deep local roots with more than 45 years of experience advising local and multinational clients.

We provide specialized legal advice with high management skills and a strategic approach at the hands of a team of around 100 local lawyers who are experts in various areas of practice and have in-depth knowledge of the industries our clients operate in.

All the effort and work of our lawyers is always client-centered, has a business-focused advise in the local market or globally across multiple jurisdictions.

The Firm offers a unique combination of deep knowledge, practice and expertise in almost all areas of law including:

Practice Areas

- Banking & Finance
- Commercial
- Antitrust, Competition & Trade
- Compliance
- Corporate / M&A
- Corporate Criminal Law
- Customs Law & Trade
- Dispute Resolution
- Employment & Pensions
- Global Mobility
- Insolvency, Restructuring & Liquidation
- Intellectual Property
- Public Procurement
- Real Estate
- Lifesciences & Healthcare
- Tax
- Technology, Media & Communications (TMC)
- Environmental Law & Sustainability

Sectors

- Energy & Climate Change
- Consumer Products
- Funds
- Hotels & Leisure
- Infrastructure & Projects
- Insurance
- Private Equity

Recognitions



»» *All our requests have been addressed in a diligent, timely and above all in a very professional manner.*

Chambers Latin America

»» *Their key strengths are the availability to resolve doubts, the understanding of the process and the knowledge of the issues. Also, delivering responses in a timely manner.*

Legal 500 Latin America

»» *Shortlisted for the ITR Americas Tax Awards in the category **Diversity & Inclusion Firm of the Year.***

Regional Award

Practice Areas

A low-angle, upward-looking photograph of several modern skyscrapers with glass facades. The buildings are framed by a clear blue sky, creating a sense of height and architectural scale. The perspective draws the eye towards the top of the frame.

Banking & Finance

At CMS Rodríguez-Azuero we understand the dynamics that exist in connection with Banking and Finance, both locally and internationally, covering the full spectrum of banking and finance, regulatory, transactional and capital markets.

Our Banking & Finance team advises local and international financial and banking entities in connection with regulatory matters that affect or may affect their activities in Colombia and abroad, both with regard to supervising and controlling entities and industry associations. We are well-known and widely recognized for providing comprehensive advice that incorporates not only a legal perspective, but also in-depth knowledge of the banking and finance business and industry.

The Firm supports financial institutions in structuring and implementing new products or restructuring existing ones.

The Firm also advises non-regulated companies to prevent them from engaging in transactions that are exclusive to financial institutions, which could result in severe civil and criminal penalties.

It also advises companies and brokers in the insurance sector both in the development of their products and in their relationship with reinsurers and market agents.

The Firm has significant experience in structuring, drafting, negotiating and closing corporate and financing transactions for local and cross-border projects, as well as in the design of robust security packages under Colombian law and in their integration into global security structures.

We have advised local and foreign debtors and lenders, multilateral financial entities and hedge funds, in the design, drafting, negotiation and implementation of credit agreements with different payment structures and guarantees, syndicated loans and other structured financing facilities.

The Firm also has experience in structuring transactions in capital markets, such as the issuance of common and preferred shares, issuance of securities in securitization processes, IPOs and OPAs.

Commercial

Business Advisors delivering smart solutions

The success of any business depends on fruitful relationships with customers and suppliers, based on effective sector-specific contracts.

The CMS Commercial team is best known for its client focus, experience in documenting new and complex business models and advising in day-to-day operations.

Our clients see us as business advisors rather than lawyers who just “paper” a deal. We deliver smart solutions that make sense of and simplify transactions in ways that add value and make practical sense for all parties.

Our services include advising on:

- Supply arrangements.
- Services agreements.
- Distribution agreements.
- Joint venture agreements.
- Any type of commercial or bespoke contract

Antitrust, Competition & Trade

Contemporary economic development in countries with a capital or market structure is critically based on the need to guarantee transparent and dynamic schemes where entrepreneurs compete to gain participation under fair and competitive acts and conditions.

Therefore, competition authorities and regulators monitor mergers and acquisitions, investigate commercial agreements and sanction anticompetitive agreements and practices, review markets and impose fines. These regulations can have serious consequences for all market participants, resulting in frequent disputes regarding compliance with the legal provisions of unfair competition between companies, which can lead to compensation or restrictions on operations or transactions between companies.

At CMS Rodríguez-Azuero we advise our clients in all areas of competition law, including consumer protection, particularly in cases where their interests are affected or at risk by unfair or illegal practices, as well as when they want to explore and make alliances and integrations that do not unfairly affect markets, consortia, distribution agreements, agreements that include horizontal and vertical restrictions, significant market power and its abuse, control of concentrations, private application, inquiries and compliance. We also represent our clients in investigations, litigation or

lawsuits where their actions as competitors are investigated. Practical, and sometimes innovative solutions need to be found in a fast-moving business environment.

The International CMS Antitrust, Competition & Trade Group is one of the largest competition teams in the world. We offer our clients a comprehensive solution to all their needs, including technological applications, in the field of competition law around the world.

Compliance

All companies face risks associated, among others, with money laundering, corruption and transnational bribery, which can have devastating consequences and damages.

Our Compliance team advises local and international clients on a broad spectrum of Compliance-related matters, both locally and globally, where we have more than 400 lawyers with vast experience in Corporate Crime, Compliance and Forensic lawyers.

We advise clients in the development, implementation and improvement of governance frameworks and compliance programs, systems and controls.

We also advise clients on internal investigations, often with cross-border and multijurisdictional components, where it is key to integrate and put to work our global reach, our comprehensive practice and sector groups, and CMS Evidence forensic tools.

We have leading technology in-house, backed by one of the largest dedicated teams of any major law firm. For clients, this means they can save time, money and effort during what can be the most pressing and crucial stage of a contentious matter.

Our team, in close coordination with our Corporate Crime and Forensic lawyers, as well as CMS labour and data protection experts, assist clients with due diligence to assess whether companies' compliance

programs are appropriate to prevent and control identified risks and comply with applicable law. In the context of M&A and real estate transactions, we verify if target companies have adequate compliance systems or if there are specific risks regarding the assets to be acquired, associated with successor liability or "domain extinction".

Corporate / M&A

Understanding your business

Our M&A team consists of experts from all practice areas and sectors. We combine local expertise with a global perspective, allowing us to understand your specific issues for a transaction and providing you with advice within a broad context, saving time and money, and to pinpoint your real commercial issues and risks in a transaction.

Our clients see us as business advisors rather than lawyers who just “paper” a deal. We deliver smart solutions that make sense of and simplify transactions in ways that add value and make practical sense for all parties.

We are also inspired by working closely with entrepreneurs on bright ideas, fostering growth and innovation and helping to support the stars of the future.

Our services include:

- Drafting and negotiating transactional documents for the sale of assets or shares.
- Due diligence.
- Incorporation of companies and branches of foreign companies.
- Corporate governance.
- Assistance in the management of corporate conflicts.
- Corporate reorganization.
- Statutory reforms.
- Dissolution and liquidation of companies.
- Advice on the decision-making process of corporate bodies.
- Shareholders’ Agreements.



Corporate Criminal Law

Due to an increased awareness of criminal risks that is spreading throughout the world, criminal law has taken a central role in corporate development at the national and international level.

In response to this situation, our Corporate Criminal Law team provides advice focused on all matters related to criminal law and procedure, and seeks to create risk prevention programs to avoid criminal situations, or the correct reaction to such situations. With these actions we intend to prevent economic and reputational damage that may be irreparable.

Our team develops policies for the prevention and management of criminal risk, as well as advice related to crimes committed against our clients or during the performance of their activities. In these cases, we provide strategic planning for the management of these situations, as well as representation in any criminal procedure that may arise. We have strategic partnerships with forensic investigators and crisis management public relations firms, which help us support the specific needs of our clients.

Our services include:

- Analysis of internal audits to determine the occurrence of criminal activities.
- Consulting services in compliance matters related to the prevention of corruption, fraud, money laundering and financing of terrorism.
- Consulting services for a crime committed within a company.
- Advice to individuals.
- Advice on the selection of contractors for the provision of forensic investigation services.
- Strategic litigation.
- Drafting of criminal complaints.
- Legal representation of our clients in criminal proceedings.
- Criminal defence services when related to the business development.

As an added value, we are part of the CMS Dispute Resolution team, offering our clients solutions to all their needs in the field around the world.

Customs Law & Trade

Our Customs Law & Trade team offers comprehensive advice to national and foreign companies that, due to the ordinary course of business, export or import goods and services.

Lawyers from the Customs Law & Trade area have participated in various transnational operations that allow them to provide the necessary support to our clients in this type of transaction, preparing operational and strategic alternatives for customs optimization.

Likewise, our team has extensive experience in customs and trade litigation concerning administrative and judicial authorities.

In foreign exchange matters, we provide advice to local and foreign entities that carry out operations in foreign currency.

Our services include:

- Consulting in customs and exchange operations.
- Strategies and models of customs and trade planning.
- Detection and minimization of risks in foreign trade operations.
- Defence and protection in international trade issues.
- Advice on the interpretation and application of Free Trade Agreements.
- Free Trade Zone Regime.
- Anti-dumping practices.
- Customs valuation.
- Tariff classification.
- Apprehensions and seizures.
- Manuals and instructions on Customs and Trade Law.
- Advice on customs regimes.
- Advice in areas with Special Customs Regime.
- Advice and representation in customs and trade litigation.
- Proposal of effective strategies in the event of a possible investigation by the authorities.
- Advice and management in the channelling of currencies and their respective records.
- Preparation and review of exchange declarations.
- Audit and diagnosis of foreign exchange transactions processed by the client.

Dispute Resolution

The strength of CMS Rodríguez-Azuero in the substantial matters handled by the different practice areas enables it to accompany its clients to a high degree when, despite efforts to avoid controversies, it is necessary to address them as plaintiffs or defendants.

In this matter, we empower our clients in civil, commercial, criminal, administrative, tax and insolvency proceedings, both nationally and regionally, as well as in processes before the jurisdiction of competition and consumer protection. Likewise, we advise our clients on matters of constitutional law, especially in constitutional processes of legal norms, guardianships, popular and collective actions.

In recent years we have received special recognition for our activity in proceedings before the Superintendence of Companies, which, acting with jurisdictional powers, has dealt with numerous cases of illegal deposit taking. The particular strength of our Firm in financial law has made us very active participants in the debate and defenders of the victims of these fraud mechanisms.

Additionally, we have extensive experience in arbitration activity in which we have frequently worked as national or international arbitrators, court clerks, representatives of the parties in conflict, as well as investment arbitration advisors for some countries and investors in Latin America.

Our partners actively participate as academics in the most prestigious universities in the country and are authors of renowned books on civil procedure law, trust law, banking and finance.

Our trusted Dispute Resolution team at CMS is one of the largest global teams. We offer our clients a comprehensive solution to all their needs in this field worldwide.

Employment, Labour & Pensions

Regardless of the circumstances, the management of the relationship between companies, employees and the control and/or inspection entities has been a key issue within organizations in order to ensure the successful and efficient achievement of operational goals, but above all, to properly manage their human resources.

Working with CMS Rodríguez-Azuero entails working with a team of expert lawyers who will always accompany you, not only in crisis situations, resolution and legal representation, but also in the timely and adequate design of preventive and improvement strategies. Our labour and social security team advises domestic and international clients on issues that may affect their activities in Colombia and abroad.

Our services include:

- Provide advice in cases related to employment contracts, adaptation of working conditions, workplace regulations, hiring, dismissals, retirement plans, sanctions, internships, policies and measures on occupational hazards and risks, and all issues related to core business in this matter.
- Accompaniment and representation of our clients in collective bargaining, analysis of the collective list of demands, strategic validation of labour strikes and unauthorized cessation of activities. We look for the best alternatives in the negotiation and direct settlement stage, mitigating costs and complying with the highest labour standards.
- We design and organize models of employee benefits according to the balance and sustainability of each business.
- Provide legal representation to clients in legal proceedings, judicial conciliation, as well as proceedings before administrative authorities.
- Best practice reports to verify compliance with labour and social security regulations.
- In mergers and acquisitions, we also perform due diligence.
- Provide advice on due diligence operations and legal representation in matters related to the audit processes carried out by the Unidad de Gestión Pensional y Parafiscales (UGPP) (a special administrative entity in charge of monitoring social security and payroll contributions of employers).
- Provide advice on due diligence operations and legal representation in the processes of real and presumed debt, in pension contributions, before Entidades Administradoras de Pensiones (private financial institutions in charge of administering pension funds and plans).
- Provide advice on due diligence operations and legal representation in disability recovery processes, before Entidades Promotoras de Salud (EPS) (entities in charge of registering affiliates to the public health system and the collection of the contributions that workers and employers must make by law to access the service).
- Advice on pensions, contributions to social security and application of bilateral agreements between Colombia and other countries in pension matters.

Environmental Law & Sustainability

Promoting a conscious and assertive exercise regarding environmental management in our clients' operations is a priority for the Environmental Law & Sustainability practice of CMS Rodríguez Azuero. For this reason, we have a team focused on offering timely, expert and quality legal support to ensure environmental compliance in the different activities carried out by our clients.

Our practice includes environmental law advice from the structuring of new projects, the monitoring of existing ones, the obtaining of environmental permits and authorizations, as well as the protection and defense of those previously obtained.

We are convinced of the transversal importance of sustainability in the development of projects and businesses both in Colombia and in the world, which is why our legal services seek to provide the best strategies to meet these needs, without neglecting the particular and strategic interests of the customer.

Our advice includes, among others, the following:

- Advise and accompany in obtaining environmental authorizations, permits and licenses and attend, with or without representation, environmental sanctioning procedures.
- Accompany technical visits in the evaluation and monitoring stages of projects, works and activities.
- Prepare due diligence and risk analysis of environmental aspects, in processes prior to investment, in the execution of projects and in the context of mergers and acquisitions.
- Provide advice on sustainability matters based on our expertise in environmental and social matters, as well as through joint work with other areas of the Firm.
- Advance or support litigation (protection, popular or annulment actions) and arbitrations with an environmental/social scope for the benefit of the client.
- Accompany the processes of prior consultation and public hearings.
- Advise the client on energy transition regulations, environmental investment benefits, circular economy and extended producer responsibility.
- Guide the client in obtaining certifications in standardized technical regulations for environmental and sustainability issues.
- Conduct training in environmental law and sustainability.
- Advise on compliance with international standards in terms of sustainability, human rights and good practices.

Global Mobility

Acquiring an additional nationality or residency is a profitable investment and a strategic opportunity for resource optimization, professional growth, as well as an alternative to have reactive responses in case of eventual contingencies.

Services

- Inquire the status of your nationality or residency process and provide you with a comprehensive, sensible, and objective overview of the probabilities of success of the process, the timelines, the steps, and the alternatives to follow.
- Provide comprehensive advice for those seeking to acquire another nationality or residency and propose possibilities that best suit each situation, aiming for the optimization of resources and time.
- Provide counsel for investments abroad and provide you with the opportunity to make an investment that allows you to acquire nationality or residency in a European Union country or in the United States.
- Permanent residencies and nationalities in European Union countries with facilities allowed by the cooperation of CMS as a Global Law Firm.
- Tax and pension planning based on knowledge of different legislations through cooperation with CMS Global.
- Design of migratory vehicles for short and long term.
- Support in entry and permanence processes.

Provide advise on immigration procedures such as:

- The application for your ID card
- Passport
- Birth and marriage certificates
- Visa applications
- Appeal of immigration decisions
- Appointments at Consulates and other entities
- Apostilles and legalizations
- Recognition of foreign degrees
- Access to the EU family reunification scheme
- Among other procedures
- Provide tax planning for clients seeking or obtaining other nationalities or residencies, aiming to optimize their resources, constantly monitoring tax changes in other jurisdictions to identify potential tax consequences, offering solutions and designing efficient structures for their investments.
- File of appeals and legal mechanisms to obtain accurate and relevant information about the status of nationality processes in countries such as Spain, Portugal, among others.
- Requests for expediting citizenship processes in countries like Spain and Portugal primarily, with the ease of filing due to the presence of CMS as a Global Law Firm in these jurisdictions.



Insolvency, Restructuring & Liquidation

At CMS Rodríguez-Azuero we advise both debtors and creditors on matters related to the re-profiling and refinancing of their debts, as well as on judicial and extra-judicial, reorganization and liquidation, voluntary and mandatory, local, international and cross-border insolvency proceedings.

In addition to knowing and understanding in detail the particularities, opportunities and challenges of the general insolvency regime under Colombian Law 1116 of 2006, as well as of those provided by Decrees 560 and 772 of 2020 (issued as a reaction to the crisis), we understand the specificities of the different regimes, including those applicable to public, mixed and private entities, financial institutions, commercial and non-commercial activities, companies, branches of foreign companies and trusts. We also have extensive experience representing claims of people affected by illegal crowdfunding, and in liquidation processes carried out as an intervention measure before the Superintendence of Companies.

We work together with our clients proposing alternatives to overcome crises, promoting private negotiation and activating legal mechanisms that allow those affected to participate in the process, structuring complex mechanisms and security packages, as well as universal business transfer schemes, mergers and acquisitions.

Our proven track record in advising clients on insolvency matters includes a broad spectrum of clients and industries that often require bold and creative solutions from specialized professionals.

As a full-service law firm, we work in close coordination with our tax, labour, litigation, financial and arbitration practice areas, as well as with our experts in various sectors including mining, energy, TMC, in order to cover all aspects of the adopted strategy.

Intellectual Property

Intellectual Property is a fundamental asset for the success of a company and its correct management is not limited to obtaining registrations. This is a comprehensive topic that must permeate all processes and interactions of a company with its employees, suppliers and clients, and which can decide the success or failure of a business.

Our focus at CMS Rodríguez-Azuero is to assist our clients in managing their intellectual property assets to help them achieve success in the market. Our team of specialized lawyers is experienced in advising national and multinational clients and providing guidance on the most effective methods to create and develop their IP portfolio to obtain the maximum value from those assets and help them achieve their goals.

We will assist you with the design of an adequate strategy to protect, defend and benefit from your intellectual property rights, not only in Colombia but internationally thanks to our global team of more than 200 lawyers specialized in Intellectual Property in over 40 different countries.

Our lawyers have experience in a wide range of sectors, including new technologies, pharmaceuticals and healthcare industries, agricultural industries, food and consumer products, entertainment, and financial industries.

We protect, enforce your rights and help capitalize and exploit your intellectual property Rights, such as trademarks, industrial designs and models, breeders' rights, patents, copyrights, among others.

We have a very robust practice in breeders' rights in which we have extensive experience not only in prosecution but also in enforcement and protection of rights.



Public Procurement

The quality of public goods and services is increasingly affected by the degree of knowledge of public procurement management tools and the appropriate adoption of contract management best practices and protocols. Also, the successful performance of contracts entered into with the State or with state-owned entities depends greatly on highly specialized knowledge of public procurement and administrative law, Project Finance, anti-corruption regulations, and a deep understanding of how the State and state-owned entities work.

We offer our Clients the following services, among others:

- Drafting of legal memorandums regarding public procurement and administrative law, constitutional law, and fiscal and disciplinary liability.
- Drafting and review of pre-contractual public procurement documents that are part of the public procurement process in Colombia, such as preliminary studies, market studies, terms of reference and risk matrixes.
- Advice, support and representation of Clients in connection with bidding processes undertaken by the State or state-owned entities.
- Advice and support of Clients regarding performance of contracts entered into with the State or state-owned entities.
- Advice and support of Clients regarding termination and liquidation of state or state-owned entities.
- Advise and support of Clients regarding regulations related to infrastructure and public procurement, regulatory and statutory reforms, and definition of public policy for both private, and state and state-owned entities.
- Support and represent Clients in the resolution of disputes through alternative dispute resolution mechanisms, such as direct negotiation, conciliation or mediation.
- Support and represent Clients in friendly settlements.
- Support and represent private companies and advise State entities in contract sanctions procedures, and termination of public contracts.
- Support and represent Clients in constitutional, class and collective actions.
- Support and represent Clients in administrative sanctioning procedures, fiscal and disciplinary liability procedures, and in general, all type of administrative and public law proceedings.

We also have a highly specialized team in infrastructure disputes and contracts entered into with the State and state-owned entities. Our experience includes a great deal of complex litigation before Colombian administrative courts, as well as in arbitration disputes, in which we have successfully represented state and state-owned entities and private parties.

Real Estate

The real estate and construction sector in Colombia has grown significantly in recent years due to incentives for the purchase of residential properties, the arrival of international players, and the growth of mid-sized cities throughout the country.

When looking to invest in the real estate sector in Colombia or when the investment involves the participation of complex investment structures, rely on the Real Estate team at CMS Rodríguez-Azuero to provide you with strategic, efficient and innovative solutions to structure businesses.

We provide advice on the structuring of projects at all stages, with the premise of achieving legal efficiency, risk mitigation and contractual agility, as well as in matters of assets and property, investor linkage, community management and relations with neighbours, insurance management, support in all types of real estate transactions, real estate portfolio management, execution of contracts, real estate leases, horizontal property and litigation related to the operation of the project.

Additionally, the firm offers advice regarding license management, management of partial plans and advice on sanctioning procedures before local, district and national authorities. We offer comparative legal

concepts of urban actions for the identification of generative events, advice on the determination, settlement and calculation of participation in the value added tax and the structuring of equitable distribution systems for costs and benefits.

We also have significant experience advising clients on the review and analysis of concession, construction, design, sales, auditing, management, among other types of contracts.

Lifesciences & Healthcare

Our team has extensive experience with local and foreign companies, in the fields of manufacturing and distribution, related to pharmaceuticals, medical devices and equipment, dietary supplements, food, cosmetics, alcoholic beverages. We also handle procedures for agricultural and livestock products.

Our services include:

- Health registration and modifications to existing registrations.
- Market approval for innovative products.
- Certifications and authorizations for manufacturing and storage facilities.
- Advertising and labelling approvals.
- Functional claims.
- Administrative probes for health regulation infringements.

CMS Rodríguez-Azuero addresses the subject of Health regulations from an efficiency perspective and accompanies the procedures of your company from the start of the project, to post-market issues.

Tax

The tax and foreign team advises local and international clients, both globally and locally, with the assistance of more than 470 lawyers belonging to the areas of Tax Law and Foreign Exchange matters, with a presence in more than 40 countries.

As members of the global tax practice, we actively participate in projects developed by our clients in different countries, which allows us to guarantee a coordinated and efficient execution of tax and exchange issues.

We have extensive and recognized experience advising clients on foreign investment operations in Colombia, Colombian investments abroad, mergers and acquisitions, as well as reliable legal representation against national and local tax authorities and the contentious administrative jurisdiction.

Our services include:

- Local and international tax advice and planning.
- Advice and representation in tax and exchange litigation.
- Due diligence on tax and exchange matters.
- Advice on transfer pricing procedures.
- Tax planning and execution of tax structures for globalization and expansion of projects.
- Accompaniment against tax and exchange authorities.
- Advice to non-profit entities in aspects related to their incorporation and auditing.



Technology, Media & Communications (TMC)

It is becoming increasingly clear that insertion in the digital economy is a necessary step for business development. Therefore, tackling complexity and technological changes to get the most out of them requires a deep knowledge of the technological environment and the issues that surround it.

Our first class team of TMC lawyers has the experience and knowledge in the different legal aspects of information and communication technologies that allow us to offer our clients in-depth and comprehensive advice, to develop their businesses using technologies and facing a constantly changing environment. Our legal experts have the knowledge, skills and experience to provide comprehensive, accurate and relevant advice to the different players in the tech ecosystem, from developers and start-ups with innovative business models to global tech and telecommunications companies. Our goal is to continue providing specialized legal advice to support our clients in the growth of their businesses.

Our advice includes a wide range of matters, such as:

- Regulatory matters regarding telecommunications, technology and television services.
- Participation in public tenders in the technology and telecommunication sectors.
- Management of licenses and authorizations required for the provision of telecommunication services.
- Review, structuring and support of technology service contracts.
- Technology usage policies.
- Support from concept to launch of products and services involving Artificial Intelligence (AI), advising on issues of ownership, data use, data security and risks of discrimination through the use of algorithms.
- Risk assessment for the implementation of disruptive technologies (Internet of Things -IoT-, big data, cloud computing, artificial intelligence, among others) and negotiation with service providers.
- Consulting for e-sports.
- Internet law (digital media, e-mobility platforms, social networks).
- Electronic commerce - development of electronic commerce projects, start-up advice, development of legal documents to operate an e-commerce project.
- Matters related to personal data protection (Colombian Law and GDPR).
- Advertising law and cybersecurity.
- Support in the digital transformation of companies in all sectors.

The CMS Technology, Media & Communications team has expert lawyers in more than 40 countries, that allow us to advise on the launch of international projects.

Sectors

Energy & Climate Change

With more than 450 lawyers around the world, including over 150 partners, the CMS Energy & Climate Change practice is one of the largest in the world. We provide crucial advice to governments and businesses as they engage with the challenge of climate change, global geopolitics, the economy and the regulations of each specific country and shape their responses.

The energy sector in Colombia is complex and entails significant regulatory and contractual challenges that vary depending on whether the matter relates to electricity, where regulations differ for generation, transmission, commercialization and distribution activities, mining, oil and gas, where applicable regulations depend on the specific activity to be carried out within the supply chain, or renewable energy generation.

CMS advises the Colombian Government and private companies, both domestic and foreign, in the structuring, design and implementation of energy projects. The Firm has played a significant role in shaping the legal framework of the energy industry in Colombia, having played key roles as advisor to the Ministry of Mines and Energy and the National Hydrocarbons Agency (ANH, acronym for its Spanish, Agencia Nacional de Hidrocarburos), among other agencies, on various matters critical to the country.

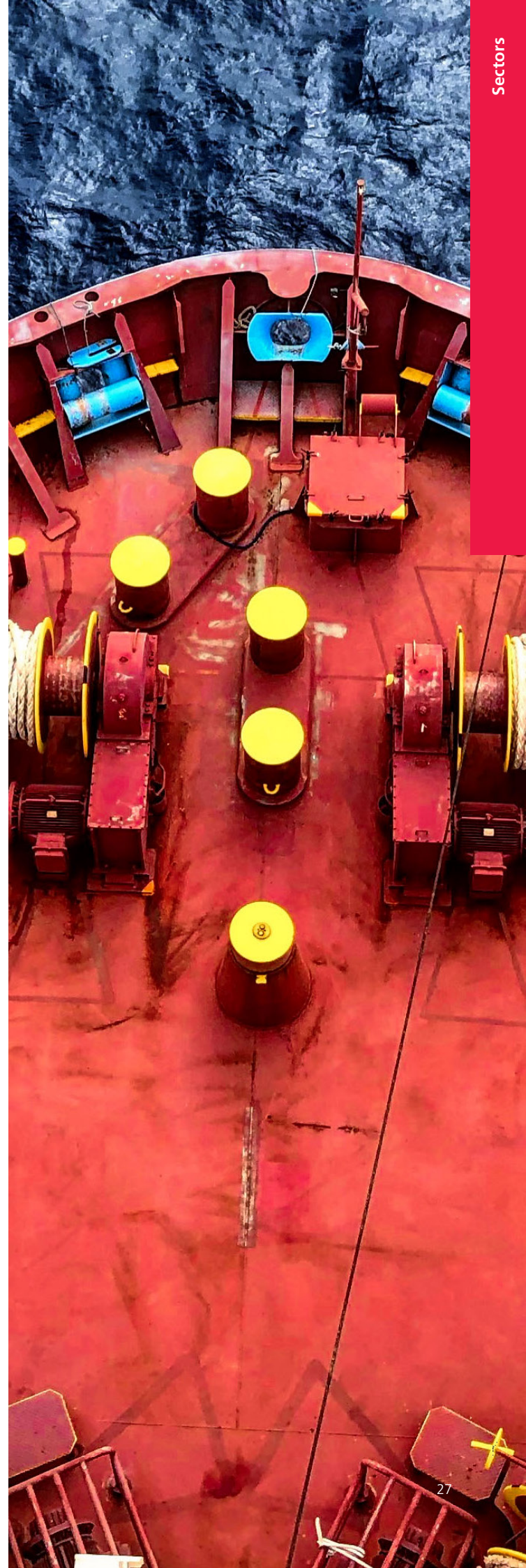
The Firm has participated in advising and supporting clients in relation to the following matters:

- Structuring and negotiation of complex petroleum projects, including:
 - Incorporation of companies in the country.
 - Award of blocks for oil and gas exploration and production.
 - Drafting and negotiation of joint operating agreements (JOAs).
 - Structuring, drafting and negotiation of operation contracts (controlled permeability formwork (CPF) construction, drilling services, engineering procurement construction contracts (EPCs), build, operate, maintain and transfer contracts (BOMTs), associated production services, etc.), Farm Out and Farm In Agreements, among others.
- Acquisition of participations in exploration & production contracts (E&Ps).
- Advice on structuring, acquisition, financing and regulation related to electricity generation projects.
- Negotiation of contracts for access to energy supply infrastructure, including midstream and downstream infrastructure.
- Generation and self-generation energy projects, securing connection points and Power Purchase Agreements (PPAs).

Consumer Products

The consumer products sector faces a series of challenges of various kinds. Matters such as more sales through e-commerce, regulations on consumer protection and personal data, health and environmental regulations, among others, have imposed new requirements that must be considered by the sector. These challenges require comprehensive legal advice of the highest quality.

CMS Rodríguez-Azuero has a team of experts specialized in all relevant areas for a consumer products company, including competition law, intellectual property, health regulations, personal data protection, consumer and labour protection, among other areas which are always at the forefront of regulatory updates.



Funds

In Colombia, there are multiple types of funds managed by investment management companies, fiduciaries and stockbrokers. These are regulated products, which can only be created and managed by the aforementioned entities.

In the last decade, investment in different types of funds in Colombia has grown. Collective investment, private equity and real estate funds (generally called FICs, acronym for its Spanish, Fondo Inmobiliario Colombia) have become one of the preferred investment alternatives in the country.

CMS Rodríguez-Azuero provides professional advice to fund management companies and related entities in the creation, administration, promotion and development of any type of investment fund. Likewise, we advise managers and administrators in asset acquisition processes in accordance with investment policies and applicable legislation.

In addition, the Firm provides advice to institutional investors such as pension funds. The advice we provide is of fundamental importance for clients due to the regulatory requirements faced by this sector in Colombia.

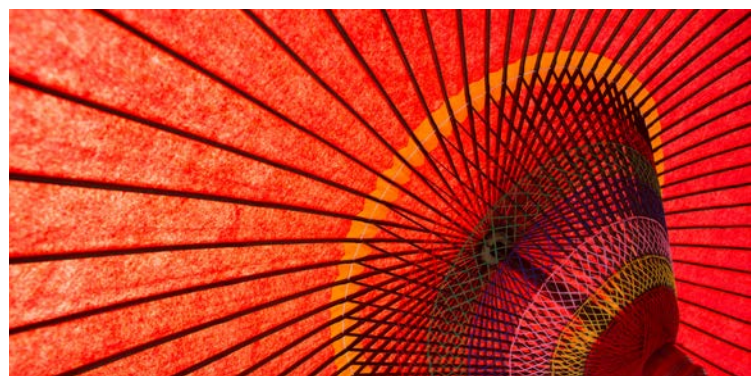
Hospitality, Travel & Leisure

The tourism industry in Colombia has experienced significant growth in recent years. Taking into account the geographical and cultural characteristics of Colombia, tourism seeks to consolidate itself as one of the most relevant and productive sectors of the national economy. In particular, the hotel industry in Colombia has very special potential, not only because of the aforementioned aspects, but also because it has significant tax benefits.

CMS Rodríguez-Azuero and its Partners have advised operators, promoters and investors of several important hotel projects in Colombia. Our Partners have accompanied processes of creation, construction and operation of hotel and leisure projects throughout the country. Specifically, the Firm has extensive experience on advising the structuring, development

and operation of convention centres, shopping centres, relaxation centres and in the creation of legal vehicles and frameworks suitable for long-term exploitation of useful assets. The Firm has also designed and accompanied the operation of financial saving schemes for travel, as well as foreign investment schemes in hotel projects.

CMS Rodríguez-Azuero provides specialized and comprehensive advice to its clients, from the structuring phase of the project to its completion and operation. For the development of hotel and leisure projects, the Firm offers advice to the client on a wide range of topics, including tax, corporate, regulatory, labour, fiduciary and real estate matters.



Infrastructure & Projects

The infrastructure sector is one of the priorities of the Colombian government due to its direct influence on the country's economic growth. Local and foreign investors are actively participating, or are interested in participating, in ambitious infrastructure projects, including roads, railways, and airports, among other projects.

For this purpose, concessionaires, contractors, investors, private companies and state entities must overcome significant challenges associated with the application and interpretation of public procurement regulation and its interaction with private law.

At CMS Rodríguez-Azuero we understand the importance of articulating our specialized expertise with the Firm's full-service offering and, therefore, we offer a unique combination, in a single team of lawyers with true expertise in public procurement and administrative law, infrastructure projects and Project Finance, and anti-corruption regulations.

Our structure allows us to address and truly understand the complexities of each project, and provide all the services required by our Clients, both state and state-owned and private entities.

Our services include, among others:

- Drafting of legal memorandums regarding infrastructure projects, Project Finance and anti-corruption regulations.
- Advice and support of Clients in the structuring and evaluation of infrastructure projects, whether under traditional public works contracts, concession agreements, and public private partnerships (PPPs).
- Performing due diligence on construction or infrastructure projects in connection with investments or M&A deals, joint venture initiatives or financing transactions.
- Advice and support of Clients, both lenders and borrowers, in connection with the financing of construction and infrastructure projects, the design and structuring of security packages, and the drafting and negotiation of all transaction documents.
- Drafting, advising and negotiating EPC, O&M and other material contracts for the development of construction and infrastructure projects.

Likewise, we have significant experience advising and representing both private contractors and state and state-owned entities in disputes before the administrative jurisdiction, arbitration panels and friendly settlement procedures in disputes related to public works contracts, construction projects, road and airport infrastructure projects and energy projects, among others.

Insurance

Business activity in today's world involves the existence of risks of the most diverse nature. Of course, identifying them is possible for those who participate in the agreements to identify the best way to deal with them, whether they are transferred to the counterparty and assumed against the payment of a part of the price or to be transferred to professional insurers, whose purpose is precisely their coverage.

CMS Rodríguez-Azuero is qualified to accompany sector players at the different levels that are recognized in Colombia, that is, reinsurers, insurers, brokers and insurance agents, as well as companies that need to be covered or that are in situations that require the invocation of the respective coverage, in light of loss.

Within the insurance sector and supporting it, the Firm has a particular recognition as a great specialist in guarantees of various kinds, both insurance and banking, fiduciary and mobile assets, to mention some modern ones.

Of course, when a dispute arises, our team works closely with the dispute resolution practice area.



Private Equity

In recent years there has been a clear increase in capital investment of funds or other resource recollection structures to have participation in companies. For example, it is often sought to make them grow and make them more competitive before they are launched into the market. From this point of view, these are investments that are usually made with a time limit and with the purpose of maximizing profitability at the end of that period.

CMS Rodríguez-Azuero has all the areas required to advise our clients in this matter, including expert lawyers in corporate, tax and finance law to mention a few examples.

Our Partners

The background of the slide is an abstract geometric composition. It features several 3D cubes of varying sizes and orientations. Most of the cubes are a bright, saturated yellow. In the bottom right corner, a portion of a cube is visible, colored in a vibrant pink. The cubes are arranged in a way that creates a sense of depth and perspective, with some appearing to be stacked or adjacent to others. The lighting is soft, casting subtle shadows on the surfaces of the cubes and the ground they sit on.



Sergio Rodríguez Azuero

Founding Partner

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Sergio is Founding Partner and head of the Banking & Finance practice and co-leader of the Dispute Resolution area for the Firm. In the Banking & Finance practice he focuses on banking regulation and contracts, securities and capital markets, insurance, and fiduciary law and trusts products. In the Dispute Resolution practice, he works in the areas of litigation and arbitration and alternative dispute resolution.

He is Honorary and Emeritus Professor of Commercial Law and Director of the Postgraduate Program in Finance Law at the Universidad Colegio Mayor de Nuestra Señora del Rosario. He is an arbitrator of the Chamber of Commerce of Bogotá and was a member of its Court of Arbitration. He is a member of the International Academy of Estate and Trust Law, a member of the

Group of Experts of the Ibero-American Institute for Law and Finance and is also a member of the Colombian Academy of Jurisprudence. Thus, he is "Chevalier (Knight) of the Legion of Honour" of the French Government, former President of the Colombian Trust Association and former Director of the Colombian Banking Association.

In addition, Sergio is the author of the books "The responsibility of the trustee" (Dike, 1977), "Banking Contracts – Its significance in Latin America" (Legis, 7th Ed. 2021) and "Trust Agreements – Its significance in Latin America" (Legis, 2nd Ed. 2017) and is a frequent speaker at national and international conferences.



Carlos Andrés Sánchez

Partner

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Carlos Andrés is Partner of the Firm and co-leads the teams of Infrastructure & Projects, Telecommunications and Public Procurement.

He has more than 20 years of experience during which he has participated in the structuring of the most important infrastructure projects in Colombia, as legal advisor to the State, multilateral entities, or sponsors. Likewise, he has participated as legal structuring of relevant infrastructure projects in Latin America and is currently part of the group of legal experts in PPP of UNOPS. As part of this trajectory, he has overseen the structuring of PPP projects (PPP/PFI) for highways, airports, railways, waterways, hospitals, prisons,

museums and libraries, among others.

In the telecommunications sector, he has acted as legal and regulatory advisor to different operators, as well as to the State, which he has also assisted in projects related to the radio electric spectrum and the operation of the dot co domain.



Daniel Rodríguez

Partner

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Daniel is a Partner of the Firm and co-leads the areas of Banking & Finance, Insolvency, Restructuring & Liquidation, Compliance and Corporate Criminal Law, and Energy & Climate Change. He also leads the Public Procurement practice. Daniel is admitted to practice in Colombia and in the states of New York and California in the United States.

With more than 20 years of experience, Daniel has represented sponsors, banks and other lenders, as well as infrastructure and construction companies, EPC contractors, investors, guarantee issuers and borrowers in complex infrastructure transactions and project finance matters. He has extensive experience with the social, environmental and land acquisition complexities related to project finance deals and infrastructure projects.

In addition, he has also been involved in some of the most sensitive local and cross-border white-collar controversies and investigations. Daniel has also advised national and international clients, debtors and creditors in complex local and cross-border insolvency processes.

Daniel has advised both the Colombian government and private companies on regulatory issues and on the structuring, design and implementation of energy-related projects, particularly oil and gas, mining, electricity and renewable energy projects.



Juan Camilo Rodríguez

Partner

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Juan Camilo is Partner and leads the Corporate/M&A and Commercial areas.

In addition, he is a member of the Latin America Committee and the Executive Committee of CMS internationally. He has advised national and multinational clients on matters related to commercial and civil law and family business and estate planning.

He has vast experience leading M&A transactions related to divestitures, equity investments and disposal of assets of major companies. He also led the most important management buy-out to date in the Colombian financial sector. He has advised investor clients in Colombia and abroad, as well as many

multinational companies on issues related to foreign investment in Colombia, shareholder agreements, agency and distribution agreements, corporate governance, competition law, technology transfer agreements and joint venture agreements.

Furthermore, he has more than 20 years of experience advising shareholders of major businesses in the development and implementation of estate planning and has more than 20 years of experience in real estate projects.



Nicole Rios

Partner

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Nicole is Partner for the Firm in the Tax and Customs & International Trade practices. She has focused her professional practice on providing specialized legal services in tax matters.

She advises local and international companies and business groups on tax planning matters, tax structuring in the execution of transactions, tax due diligence services and tax consulting in general.

Nicole advises in the application of double taxation treaties signed by Colombia, advises on transfer pricing matters, advisory on BEPS (Based Erosion and Profit Shifting) and advises in tax matters related to labor consultancy.

Likewise, she advises individuals and family groups in the design, structuring and tax planning for the efficient management of their net worth, protection of family assets, anticipation of succession events, transfer of assets to family members and third parties, incorporation of special purpose vehicles, foundations, trusts and other corporate structures that combine both personal and business assets.



Tatiana Londoño

Partner

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Tatiana is Partner for Human Rights in the Environmental Law & Sustainability – Human Rights Area of the Firm. She is a lawyer from the Pontificia Universidad Javeriana, with a graduate degree in Administrative Law from the same university and a Master's Degree in National Security and Defense from the Colombian Superior War College. She also holds an LLM in International Legal Studies with Certificate in International Human Rights Law from Georgetown University, where she attended as Fulbright and Colfuturo Scholar and she graduated with honors.

Tatiana has more than 20 years' experience in her practice areas, advising entities in the public sector such as the Ministry of Defense and a legislative unit in the National Senate, acting then as Inspector General Delegate for Human Rights and Ethnic Affairs and for the Preventive Oversight of Civil Service. For the past 7 years, she has advised from her private practice

national and international clients in sectors such as extractive, agroindustry, education, and retail, among others, in topics related to due diligence in human rights, both relating to a company's own operations, and to its value chain.

Academically, Tatiana has been professor in Public International Law for undergraduate studies in the Pontificia Universidad Javeriana, and for the past 5 years has taught the module in Business and Human Rights in two master's degrees of the same university, as well as the joint diploma course between the Javeriana and Tirant Lo Blanch. Tatiana has taught other classes in master's, graduate, and training courses in topics related to International Law, Human Rights, and International Humanitarian Law in universities such as the Catholic University of Colombia, Andes University, Guías Colombia and the United Nations Global Compact.



Felipe Molano

Partner

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Felipe is Partner for the Firm in the Corporate /M&A and Commercial practices.

He is a lawyer from Universidad de los Andes, has a specialization in financial legislation from the same university and holds a master's degree in international business law from the National University of Singapore. Professionally trained in the mergers and acquisitions and financial law practices of internationally recognized law firms and companies in the financial sector.

Felipe has more than 13 years of experience and has advised national and international clients, among other matters, in structuring M&A, private equity investments, venture capital, financing and securities market transactions including drafting and negotiating the relevant agreements, such as share purchase agreements, shareholders agreements, trust agreements and other commercial documents and agreements.



CMS Latin America

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*Preseleccionada por Chambers & Partners
para los premios de América Latina en
2018, 2019, 2020 y 2021*

> 55 *Número de socios en la
región*

> 240 *Número de abogados
en la región*



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ciencias de la vida**

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CMS equip:

helping start-ups scale in Latin America



Helping you grow in Latin America

Starting, and building, a successful business takes a good idea, energy and determination plus the right opportunities and the right people.

Working with, and investing in, start-ups excites us here at CMS, particularly in Latin America. Working with entrepreneurs on bright ideas, fostering growth and innovation in the technology sector, and helping to support the stars of the future gets us out of bed in the morning.

As an early-stage business, legal advice may be pushed to the bottom of the priority list, not least due to the issue of cost. However, for a business to scale successfully, especially when investors are involved, having the right foundations is imperative.

Who are we?

- Specialists in advising start-ups and companies operating in the technology sector in each of our Latin American offices, with experience helping businesses grow and globalise.
- A full-service law firm with a strong sector focus in technology, media and telecommunications.
- 5 offices and more than 200 lawyers in Latin America.
- We work with some of the most important players in technology, as well as new and emerging digital disruptors



Sector-focused legal advice at special discounted rates

A 50% discount on our standard hourly rates.*



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Includes an IP Health Check and advice on funding rounds, share schemes, employment and website T&Cs.*



Introductions to relevant industry players

Whether it be like-minded entrepreneurs or investors, we know who you should be talking to.



Added value

Access to exclusive events, workshops and a regular member newsletter.

For more information go to: cms.law/en/collinsight/start-ups

* Consult specific conditions with the relevant office.



George

A product of **REGTECH**

15

Years

21

Current
clients

13

People from
George in
CMS Peru

9

People in
technical
support

74

Operative
unit

Advantages

- Its vision is to be an “all in one compliance” tool.
- It is the standard tool for managing legal compliance in Peru, now in Colombia.
- It is the **Technological Evolution** of the Matrix of Legal Requirements.
- George generates personal **DASHBOARDS** with
- the option to share totally or partially with other George users.
- It has a complete system of alerts and reports.
- It allows validation of compliance management, identifying in real time the legal regulations for the organization and codification of legal language.

It is a legal service provided through an innovative technological platform. It has been in the Peruvian market for more than fifteen years and is now available in Colombia. It is used by leading companies in the mining, energy, and manufacturing fields.

It is a software-based solution, that aims to strengthen corporate management systems for critical regulatory compliance and compliance with obligations of all kinds.

GEORGE identifies in real time the regulations that come into force and provides each company a database regarding the applicability of these regulations in their activity including the actions your company must take to fulfill them, and their importance.

To achieve proper compliance management, GEORGE allows teamwork systems; Assignment of responsibilities; Systematization; Compliance

Management Documentation; Custom Reports; Personalized alerts and coming soon a Mobile application (APP)

GEORGE aims to manage all the information on compliance management in the organizations where it operates and thus be an “all in one compliance” platform.

George is the most efficient and sophisticated solution of its kind on the market, to comply with the identification of legal requirements of certified management systems. It is the ideal tool for compliance and certification of the ISO 14001, 45001 standards and now also the ISO 37001 standard.

Additionally, George is the most complete manager for projects, operating plans, tasks and all kinds of obligations and commitments, ranging from contractual issues to the sophisticated and vital Community Relations Management Systems.

CMS Globally

Combining local expertise with a global perspective

With our unique collaborative structure and our considerable geographic footprint, we provide legal advice that embeds our understanding of local markets in a global context.

Our CMS teams in key business hubs around the world have deep insights into the coming issues relevant for local markets, providing the advice that best meets your needs. At the same time, they collaborate closely with each other across sectors and borders, working as one global team to serve you across multiple jurisdictions.

This depth and breadth of knowledge enables us to anticipate challenges – and our collective experience enables us to meet them in innovative and sector-shaping ways.

92 Offices

50 Countries

7,200 Lawyers

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São Paulo
Silicon Valley *

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