

*Where the Law is a way of living*

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[www.bergsteinlaw.com](http://www.bergsteinlaw.com)

## Profile and Philosophy

Why Bergstein Abogados? Because of its hard work, personalized attention, the capacity and integrity of its attorneys, the seniority of the team, its fast delivery times, and its high ethical standards strongly identified with Jewish values.

Based in Montevideo, Uruguay, Bergstein is a full-service law firm whose practice covers virtually all areas of the law, including corporate, tax and transfer pricing, litigation, arbitration, capital markets, banking, project finance, labor, real estate, oil and gas, environmental, life science, free zones, agri-business, e-commerce and internet law.

The clientele includes both national and international companies of worldwide reputation, including several top Fortune 500 companies and some of the largest Latin American conglomerates. Many of Bergstein's clients are leaders in fields such as banking, construction, consumer goods, credit cards, electronics, energy, information technology, medical engineering, mining, pharmaceuticals, smart-phones, and telecommunications. The firm has assisted many international organizations in their set-up process in Uruguay. Because of its responsiveness and clear understanding of the clients' needs for concise and right to the point

advice, many of the large global law firms use Bergstein to complete their legal coverage in South America.

The firm combines 55 years of experience, with the drive and energy of a young group of outstanding professionals. The talent, dedication and experience of the firm's attorneys are its most important asset. The vast majority of its professionals are active in academia, and several have completed international studies abroad and have been trained at some of the most prominent international law firms in the US and Europe. All of them are culturally attuned to the firm's client's business environment and many are bilingual.

Independent publications consistently rank Bergstein among the top firms in the country, highlighting its quality service, the precise and prompt advice and the ethical rules which guide the firm's activity.

The firm includes a strong accounting department which is responsible for the accounting records, payroll, tax and social security filings on behalf of many of the firm's clients.

Bergstein is the local member firm of TAGLaw, an international association of independent law firms.



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## Corporate – M&A

The firm routinely advises clients on virtually all aspects of the law affecting corporations, partnerships, joint ventures, and non-profit entities: this includes mergers and acquisitions, spin-offs, incorporation of companies under all forms of legal structures, capital increases and capital reduction procedures, negotiation stock purchase agreements, joint ventures and shareholders agreements, and the filing and maintenance of necessary government licenses

and certificates. On a day-to-day basis the firm reviews all types of commercial agreements, including distributorship, agency and franchising agreements. The firm has a recognized expertise in all matters regarding termination and non-renewal of any of such business relationships. The firm has conducted due diligence work in virtually the entire spectrum of industries.

## Taxation

The tax practice of the firm includes: international tax planning; structure transactions, including mergers, acquisitions, divestitures, and spin-offs, to ensure maximum tax efficiency; tax due diligence; structure of pass-through entities for operational, investment and other purposes; international tax services to create tax-efficient

operations, structures and financing; advise on all aspects of transfer pricing; representation in tax disputes; tax advice on the tax implications of operations through Uruguay's free zones; advise on employment tax issues, including employee stock ownership plans and international trading operations.

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## Dispute Resolution

Litigation has been Bergstein's initial core. The firm has represented clients in numerous matters which became leading cases in their fields, involving issues such as unfair competition, antitrust, parallel imports, trademark protection, moral damages, international bankruptcy proceedings and abusive termination of distribution agreements. The firm's litigation attorneys handle all type of civil actions, including

enforcement of foreign judgments and arbitral awards, product liability, insurance claims, and bankruptcy proceedings. Bergstein's litigation group also provides employers with comprehensive assistance as to labor relations, negotiations with unions, employees' indemnities and labor disputes. The firm's practice has been unanimously recognized by international publications as a "leading name in litigation".

## Infrastructure and Project Financing

Bergstein Abogados have a vast experience in structuring project financing in a wide range of industries. The firm advises clients throughout all the project stages, from drafting bidding terms and conditions to negotiating and signing contracts. Bergstein Abogados provides clients

with comprehensive advice on all aspects related to project financing, including construction and operation of pulp mills, wind power plants and, in general, projects linked to water, wind, power, oil, gas and telecommunications industries.

## Labor & Employment

Bergstein assists companies with employment-related litigation and guides them on the correct application of labor and employment legislation as well as on individual and collective labor rights. Legal advice includes day-to-day counseling as regards all aspects of employment relationships, including salaries council ("*consejos de salarios*"), negotiation in collective conflicts, drafting and underwriting of agreements with

unions, labor contract transfer, vacation payments, thirteenth salary, over time, severance payment calculation, treatment of expatriates, advice to foreign companies, structuring of compensations, pension plans, shareholding or profit sharing plans, and participation in due diligence processes in transactions such as mergers and acquisitions.

## Banking & Capital Markets

Bergstein Abogados have a vast experience in capital markets as well as in financing and banking law. The firm have advised commercial banks, investment funds and national and foreign companies throughout all the stages of the structuring of a financing operation, from analyzing the situation of the company, its industry and the market, to selecting the best alternative and drafting and negotiating each of

the necessary documents for an expedite and efficient implementation, including any filings before competent regulatory agencies. Bergstein abogados developed a very fluid relationship with markets' regulatory agencies and usually collaborates with them in designing new products and regulations that may help improve the market.

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## Administrative Law - Public-Private Partnership Projects

Because of the significant presence of the state in Uruguay's economy, the firm is constantly called upon to represent clients before the Government, with particular emphasis on proceedings before the Central Bank of Uruguay, the Superintendence of Insurance and Reinsurance, the Internal Comptroller of the Nation (“Auditoría Interna de la Nación”), and the “Telecommunications Regular Entity”.

Those proceedings include representation in public bids and government procurement procedures, applications for licenses in the telecommunications sector excluded from the scope of ANTEL (the state-owned telecommunications company) monopoly, and filings on behalf of reinsurance companies with the registry carried by the Superintendence of Insurance and Reinsurance.

## Intellectual Property

Bergstein has maintained an intellectual property department almost since its inception. Up to recent times, such a practice has been rather specialized in scope, essentially focused on highly visible complex litigation (and leading cases), especially regarding grey market matters,

parallel imports, competition law implications of intellectual property protection, counterfeited products at customs level, and corporate name protection. In more recent years, the practice has been extended to cover intellectual property portfolio management.

## Telecommunications

Bergstein's telecommunications practice covers all of the areas of telecommunications laws in Uruguay, including: legal assistance in competitive proceedings for the award of communications frequencies, regulatory advice, consumer protection actions, unfair competition and antitrust representation, misleading publicity,

and legal advice as regards the scope of the national provider exclusivity. Our lawyers have extensive experience in the area of technology, internet and media, and monitor closely the trends of the industry, offering our clients alternative and innovative solutions and market insight.

## Mining, Oil & Gas, Renewable Energies

Bergstein's mining group has deep experience in the financing of mining and energy matters. The firm renders comprehensive advice to clients regarding all stages of mining and energy projects, including exploration, acquisition, permits obtaining, sector-specific and environmental approvals, financing, execution and closure of projects. Bergstein has assisted

clients with all aspects of renewable energy development and acquisition. Our attorneys have worked in the renewable energy sector in several public bids and have extensive experience with all types of renewable energy. The firm routinely works on matters involving wind, ethanol, biofuels, biomass and other renewable energy projects.

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## Competition/Antitrust

Bergstein Abogados has a first-class practice in competition law, covering the full range of transactional and litigious work. It has established itself as a key player in the market, offering a broad range of antitrust advice, including administrative and judicial dispute representation and trade protection counsel. Bergstein Abogados have handled a significant number of

procedures before the Uruguayan antitrust authority (“Comisión de la Promoción y Defensa de la Competencia”) including many of the most complex and relevant matters submitted by said authority. The practice group works as a team that is well trained in timely detecting antitrust issues while handling both transactional and day-to-day advice to the firm's clients.

## Data Protection

Bergstein advises clients to think of personal information first and foremost as a business asset, and not as a burden. Bergstein's goal is to increase the value of this asset. In the firm's experience, this approach toward privacy

governance -including full compliance and best practices- strengthens credibility with customers and employees alike, and yields the long-term competitive advantages that flow from increased goodwill and employee loyalty.

## Life Sciences

Bergstein Abogados have advised many of the industry's most sophisticated life sciences companies. The firm supports clients throughout the product lifecycle, from research and development through to launch, to ensure a maximum effect will be reached while adhering to

local and international regulations. Our clients are both public and private companies of the life science industry sectors from therapeutics to drug delivery and formulation to medical technology and medical devices.

## Real Estate & Agri – Business

Real Estate is one of the major practice areas of the firm. The practice area was established in 1972. The practice has followed the trends of the real estate sector in Uruguay, and has remained active since its inception. Initially developed with

the growth of Punta del Este and thereafter Colonia, in more recent times the practice group has expanded its practice to include rural real estate transactions and infrastructure projects with substantial real estate components.

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## Insurance

Bergstein has a select group of lawyers specializing in the field of insurance and reinsurance. The team leverages this profound knowledge and experience to provide advice and representation to both the insurer and the

insured alike. Work in the field includes litigation and consulting services on issues related to all of the stages of claims management, legal opinions on coverage limits, subrogation, study and structuring of insurance policy conditions.

## Accounting & Outsourcing Services

In order to provide our clients with a comprehensive one-window service, Bergstein maintains an accounting department fully committed with the values of the firm. The firm offers a complete range of accounting services, including receivables, payables and payroll management, preparation and filing of annual sworn Corporate Income Tax (IRAE) and Net Equity Tax (IP) statements with the

Tax Office, preparation of contribution form and payment to the Social Security Office. The accounting department is routinely advising the clients on Tax auditing process. Bergstein Abogados prepares financial statements in accordance with investors and other third parties requirements. Our firm will also prepare custom financial reports for internal managerial use.

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