# WORK SCOPE

**LOT 1**

1. **Advisory services and legal representation in the following practice areas in Mexico**:
   1. Full range legislation and legal matters support under the laws of Mexico, including but not limited to, oil and gas sector (including offshore and shallow water), upstream M&A, farm-ins/outs, production, operational, marketing issues, construction, administrative, commercial, corporate, banking, environmental, transport, customs, employment law, vendor/supply contracts etc.
   2. Contracting and big scale investment projects implementation, including, but not limited to, onshore and offshore drilling and associated works and services contracts.
   3. Host government agreements (PSC, licenses, concessions, service contracts etc.), related regulatory matters, including filings of all required reports to competent authorities; bidding for mineral rights, conversion (migration) of host government agreements; obtaining of all necessary approvals, licenses, permits in the course of oil and gas operations; cost recovery and procurement.
   4. General Corporate matters, including but not limited to, advice and consulting, corporate governance support in regarding internal documents, powers of attorneys, bylaws, and operating agreements as well as board, manager, or members´ resolutions and meeting minutes, as well as general regulatory matters, permitting compliance, anti-corruption and sanctions.
   5. Contracts advice and guidance including but not limited to review, draft, and negotiation of legal agreements.
   6. Corporate tax liability, including compliance with federal and state taxes, income taxes, employment taxes, sales taxes and transactional taxes related to the purchase or sale of a business and tax controversies.

Services shall include but not be limited to legal advice, preparation of reports and memoranda, responses to various queries, drafting of contracts or specific clauses thereof.

1. **Dispute Resolution, Litigation and Administrative Procedures:**
   1. Advice on claims, disputes, settlement, negotiations, international commercial arbitration, or courts proceedings, including enforcement of arbitral awards and court decisions.
   2. Representation of the Company and its affiliated project companies in arbitral and court proceedings related to any matter regarding both claims of the Company or against the Company.
   3. Advice and representation of the Company and its affiliated companies in administrative, civil, labor, and other legal matters before courts and authorities in Mexico.
   4. Representation of the Company and its affiliated companies before governmental agencies in Mexico.
2. **Additional services, including but not limited to:**
   1. A quarterly training session/seminar on a topic to be agreed with the Company.
   2. Legal updates/client alerts on major legal topics relevant to the Company’s business.
   3. Access to Contractor’s legal resources (e.g. Lexis Nexis, Westlaw, Lexgulf, Practical Law Company, etc) upon reasonable request;
   4. Provision of recurring trainee secondments per Company’s requests.
   5. Qualified lawyer secondment to the Company, if the Company so requires for a specific project and/or a period of cover (e.g. maternity/illness). Each Contractor is requested to provide fixed and firm monthly rates for lawyers at a level of 1-4 years PQE. Upon request, Company may procure a secondment based on such rates after prior discussion with the Contractor.
   6. Contractor may provide any other additional services as agreed with the Company.

**LOT 2**

1. **Advisory services and legal representation in the following practice areas:**
   1. Full range support regarding employment and labor law in Mexico.
   2. Representation of the Company in Mexican government agencies.
   3. Drafting, negotiating, registering and renewing collective agreements and internal labor regulations and policies.
   4. Advice and representation of the Company in courts proceedings in Mexico, related to claims of the Company or to against the Company, or enforcement of courts decisions and arbitration awards, etc.

Services shall include but not be limited to legal advice, preparation of reports and memoranda, responses to various queries, drafting of contracts or specific clauses thereof.

**LOT 3**

1. **International advisory services and legal representation in the following areas:**
   1. Energy, Oil and Gas sector (including offshore and shallow water): upstream M&A, farm-ins/outs, host government agreements (PSC, licenses, concessions, service contracts etc.), related regulatory matters, joint operating agreements, production, operational and marketing issues, construction, administrative, commercial, corporate, finance, environmental, transport, customs laws, related full range work/services/supply contracts, etc.
   2. General regulatory matters, permitting compliance, anti-corruption and sanctions.
   3. International contracting, including onshore and offshore drilling contracts and associated contracts for services and supplies related to the oil and gas project.
   4. General corporate matters, including corporate governance support with respect to internal documents, powers of attorneys, bylaws, etc.
2. **Dispute Resolution, Litigation.**
   1. Advice on claims, disputes, settlement, negotiations, international commercial arbitration, or courts proceedings, including enforcement of arbitral awards and court decisions.
   2. Representation of the Company and its affiliated project companies in arbitral and court proceedings related to any matter regarding both claims of the Company or against the Company.
   3. Advice and representation of the Company and its affiliated companies in administrative, civil, labor, and other legal matters before courts and authorities.
   4. Representation of the Company and its affiliated project companies before foreign and international agencies and authorities.
3. **Additional services, including but not limited to:**
   1. A quarterly training session/seminar on a topic to be agreed with the Company.
   2. Legal updates/client alerts on major legal topics relevant to the Company’s business.
   3. Access to Contractor’s legal resources (e.g. Lexis Nexis, Westlaw, Lexgulf, Practical Law Company, etc) upon reasonable request;
   4. Provision of recurring trainee secondments per Company’s requests.
   5. Qualified lawyer secondment to the Company, if the Company so requires for a specific project and/or a period of cover (e.g. maternity/illness). Each Contractor is requested to provide fixed and firm monthly rates for lawyers at a level of 1-4 years PQE. Upon request, Company may procure a secondment based on such rates after prior discussion with the Contractor.
   6. Contractor may provide any other additional services as agreed with the Company.

Services shall include but not be limited to legal advice, preparation of reports and memoranda, responses to various queries, drafting of contracts or specific clauses thereof and may include the matters of Mexican law, English law, US law, and European jurisdictions, cross border matters and applicable international treaties, regulations, and sanctions regimes. The successful bidder should be able to avail of advice and support of its own offices or associated local firms as required by the specifics of the matter.

# ADDITIONAL OF SERVICES

1. Company requires each Contractor to provide additional services, set out in the Scope of Services, but at least:

* Quarterly training sessions.
* Legal updates/client alerts.
* Access to Contractor’s legal library.
* Trainee Secondments; and
* Qualified lawyer secondments.