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Related Practices

Business Reorganizations

Mergers and Acquisitions

FOREIGN BUSINESSES AND CROSS-BORDER STRUCTURING

RBS supports foreign corporations conducting business in Canada, advising upon the most appropriate structure for their investment and assisting with the establishment of Canadian operations.

The Foreign Businesses and Cross-border Structuring Group provides as little or as much involvement and guidance as clients desire. Its suite of services includes incorporating a subsidiary, advising on government compliance (such as employment standards issues), handling real property and/or business purchases, assisting with lease negotiations, dealing with franchising issues, and applying for trademarks and other intellectual property protection. As required, this group works with the firm's employment lawyers to review clients' proposed employment contracts or develop templates and employment handbooks for clients.

Whether the transaction is a greenfields operation or the acquisition of an existing business or facility, The lawyers at RBS have the essential experience required to meet clients' legal needs.

Many foreign companies choose to establish Canadian operations through a British Columbia corporation, due to British Columbia's flexible corporate legislation. Corporations incorporated pursuant to British Columbia's *Business Corporations Act* are not required to have directors resident in Canada. Therefore, foreign corporations can appoint directors from their management ranks who are best suited to supervise the operations of their Canadian subsidiaries, rather than select one or more nominee Canadian residents who might not normally participate in the management of their business.

The Foreign Businesses and Cross-border Structuring Group is also accustomed to working with clients' US advisors to guide US corporations seeking to establish unlimited liability companies (ULCs), limited liability partnerships (LLPs), limited partnerships (LPs) and conventional corporations in British Columbia. It coordinates with clients' US advisors with respect to establishing holding "blocker" companies in



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other jurisdictions.

The Foreign Businesses and Cross-border Structuring Group advises foreign companies across the globe that are acquiring or establishing businesses in Canada. It incorporates and organizes subsidiary corporations and registers foreign corporations and partnerships carrying on business or holding property directly in British Columbia. The firm's lawyers advise on the relative advantages and disadvantages of creating federally versus provincially incorporated corporations in British Columbia.

The Foreign Businesses and Cross-border Structuring Group also advises Canadian clients wishing to establish businesses abroad. Its lawyers coordinate with clients' local and foreign accountants and lawyers to establish the most suitable structure for clients' needs, and address contract requirements such as transfer pricing arrangements.

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