

## IN THIS ISSUE

# THE OMNIBUS LAW

With our newsletter we would like to inform you of recent and significant legal developments.

On June 27, 2024, the National Congress approved the Bases and Starting Point of the Freedom of Argentines Law (Ley de Bases y Puntos de Partida para la Libertad de los Argentinos) (the "**Omnibus Law**"), incorporating several changes to existing laws and creating the Incentive Regime for Large Investments ("**RIGI**", according to its acronym in Spanish).

### 1. Delegation of powers to the Executive Branch

The Omnibus Law declared the public emergency in administrative, economic, financial, and energy matters for a term of 1 year, in accordance with Section 76 of the National Constitution. The Law delegates certain powers on the National Executive for carrying out State reforms, entitling the Executive Branch to restructure and eliminate organizations within the National Government (as defined in Section 8, subsection a) of Law No. 24,156). To that effect, the Executive Branch must follow the delegation principles set forth for the exercise of such legislative delegation, as set forth in section 2 of the Law.

In this regard, the Law requires that the measures adopted by the Executive must (i) *improve the functioning of the State to achieve transparent, agile, efficient, effective, and high-quality public management in the service of the common good*, (ii) *reduce the over-dimensioning of the State structure to reduce the deficit, make spending transparent, and balance public accounts*, and (iii) *ensure the effective internal control of the National Government*.

With the same objective, the Executive is also entitled to modify, transform, merge, split, and reorganize State companies and corporations, as well as public trust funds, excluding only the "Residential Gas Consumption

Subsidy Trust Fund" (Laws No. 25,565 and 27,637).

### 2. Privatizations

Title II, Chapter II of the Omnibus Law approves the privatization of the following companies: (i) Energía Argentina S.A., Intercargo S.A.U., Aguas y Saneamientos Argentinos S.A., Belgrano Cargas y Logística S.A., Sociedad Operadora Ferroviaria S.E. (SOFSE), Corredores Viales S.A., Nucleoeléctrica Argentina S.A., and the Coal, Railway, Port, and Energy Complex managed by Yacimiento Carboníferos Río Turbio.

Regarding the last two cases, the Law establishes that they may only be subject to privatization by means of (i) an employee ownership program, implemented through a class of shares issued for that purpose, and (ii) the incorporation of private capital participation, with the State maintaining control or a majority stake in the companies' capital stock.

In the case of Nucleoeléctrica Argentina S.A., the Law also requires the State to vote in favor of certain strategic decisions, such as (a) expanding the capacity of an existing nuclear power plant, (b) decommissioning a plant for non-technical reasons, whether temporarily or permanently, and (c) incorporating shareholders into the company which is granted control under the terms

of section 33 of Law No. 19,550.

<sup>1</sup>Section 3 of the Omnibus Law lists the organizations of the National Government which can be reformed yet not dissolved.

### **3. Amendments to the Federal Administrative Procedures Law**

The Omnibus Law also amends the Federal Administrative Procedures Law No. 19,549 (“FAPL”). Firstly, it provides that the FAPL will only apply to agencies of the Centralized and Decentralized National Government and to the branches of the Legislative and Judicial Branches, and the Public Prosecutor’s Office, when carrying out materially administrative activities.

Furthermore, it also provides for the supplemental application of Titles I, II, and III of the FAPL to non-State public entities and private persons when exercising public powers conferred by a national law, and to administrative procedures governed by special laws carried out before branches of the National Government, the Legislative, the Judicial, and the Public Prosecutor’s Office.

The amended text of the FAPL expressly excludes all State-owned companies or enterprises where the State has direct or indirect total or majority participation from its scope of application. In these cases, and in the case of *Banco de la Nación Argentina*, their relationship with third parties will be governed by private law.

Moreover, it expressly introduces, as a fundamental principle of administrative procedure, the principle of legitimate expectation, administrative simplification, and good administration. It also introduces as a principle the right of all inhabitants to have administrative procedures proceed and conclude within a reasonable time so that they are not subjected to excessively cumbersome and prolonged procedures, a right which had already been recognized by jurisprudence.

The amended FAPL further establishes that requests for review will not only suspend the term for filing administrative appeals or judicial actions but will also have this effect if the review is intended for the subsequent submission of a defense. The term that must be granted for such review continues to be set in at least 10 administrative business days.

It is further clarified that the filing of claims or administrative appeals interrupts the course of all legal and regulatory deadlines, including those corresponding to expiration and prescription. Such interruption shall remain in effect until an administrative act (i) ends the matter, (ii) declares the procedure expired, or (iii) grants the waiver of the procedure or the right, and becomes final in the administrative jurisdiction.

Regarding administrative silence, it is established that it will be configured after 60 days from the request, without the need to file a request for prompt answer, as previously required.

Another relevant amendment to the FAPL refers to the

regime applying to the Government’s power to revoke its own acts. The law stated that an administrative act that is null and void of absolute nullity cannot be revoked in the administrative jurisdiction if the act was notified, generated rights that are being fulfilled, or its object has been fulfilled, unless the revocation favors the individual and does not harm third parties. In such cases where the Government cannot declare the nullity of the act, only a judge can do so within the framework of a lawsuit. The Government cannot suspend the effects of an act that is null and void of absolute nullity if it cannot be revoked in the administrative jurisdiction. The novelty introduced by the Omnibus Law is the establishment of a statute of limitations to judicially request the annulment of an administrative act of particular scope (affecting specific individuals or entities). For acts affected by absolute nullity, the term is 10 years, and for those affected by relative nullity, it is 2 years.

Furthermore, the law extends the mandatory term to initiate the judicial action after the exhaustion of administrative remedies to 180 court days. It also provides that all direct judicial appeals will have a term of 30 court days for filing, repealing any rule that grants a shorter term. The term to file administrative appeals that can exhaust the administrative route, namely, the “hierarchical” appeal (*recurso jerárquico*) is also extended to 30 administrative business days.

### **4. Concessions of Public Works, Infrastructure, and Public Utilities**

Title III, Chapter II of the Omnibus Law amends several sections of Law No. 17,520 on public works concessions. This reform introduces significant changes to encourage private investment, aiming to provide greater legal security to concessionaires of public works, infrastructure, and public utilities.

In this regard, the law broadens its scope of application, including not only public works concessions but also concessions for infrastructure development and public utilities in general. These concessions can be granted for fixed or variable terms to private or mixed companies or public entities. The purpose of the concessions may include the construction, maintenance, and operation of the respective work, infrastructure, or public service, with repayment achievable through tariffs, tolls, or other remunerations as stipulated by the law.

The procedure for allocating such contracts must be a national and international public bidding.

Similar to Law No. 27,328, which regulates Public-Private Participation Contracts, the new text of the Law on Public Works, Infrastructure, and Public Utilities Concessions stipulates:

- The concession contract and the bidding documentation must clearly establish a control mechanisms and the applicable contractual penalties.
- The means, methods and timing for payment, as well as the procedure for reviewing the amounts or

tariffs to be charged to preserve the economic-financial equation of the concessionaire.

- The power of the Government to amend the contract, up to no more than 20% of the contract value, and subject to the preservation of the economic-financial equation thereof.

- The means to adapt the contract to technological advances and the financing requirements during the life of contract.

- The grounds for termination of the contract and the applicable compensation in the event of early termination. The law expressly states that the limitations of liability established by any regulation, including Laws No. 21,499 and 26,944, and Decree No. 1023/01, shall not apply to such compensation.

- The contract must provide for the possibility of its assignment to a third party that meets conditions similar to the concessionaire, with the consent of the public authority, and only after at least 20% of the original term has elapsed.

The amended text further emphasizes the right of concessionaires to maintain the economic-financial equation of the contract, even in cases where the imbalance may not be attributed to the responsibility of either party. To that effect, the Law requires participants in a bidding process to indicate the net present value and/or the internal rate of return of the contract, which must be in accordance with the parameters set forth in the bidding terms.

Regarding the termination of the contract for reasons of public interest, the new text reiterates that Laws No. 21,499 and 26,944, and Decree No. 1023/01 shall not apply. It imposes certain requirements which must be met by the authorities upon issuing their decision to terminate, which include an explanation in cases where the authority's evaluation is based upon reasons that differ from the public interest manifested at the time of contracting. Additionally, public authorities must identify the objective technical reports upon which they have based their decisions.

Finally, the law provides for the possibility of establishing technical panels for resolving such disputes, and even submitting disputes arising under the concession contract to arbitration. If it is decided to include an arbitration clause with an extension of jurisdiction as a method of dispute resolution, such clause must be approved by the Executive and reported to Congress.

## 5. Energy

The regulations for the energy sector introduced by the Omnibus Law consist in reforms to existing legislation and, according to the explanatory message that accompanied the original bill, are intended to (i) provide an integrated and international vision of the energy sector, considering the natural resources existing and to be developed within the Argentine Republic; and to (ii) apply the principle of subsidiarity, encouraging private participation in the sector.

The new law proposes:

- promoting the free international trade of natural gas, liquefied natural gas, liquefied petroleum gas, propane, butane, oil, and its by-products;
- eliminating restrictions to favor the segmentation of the industry, facilitating that non-producing third parties provide natural gas processing and liquefaction services, and the transportation and storage of hydrocarbons and their by-products;
- further developing the free commercialization, competition, and expansion of the energy markets;
- providing a legal framework for the development of energy infrastructure by the private sector;
- consolidating the administrative authority to control and regulate the energy sector a single autonomous entity; and
- promoting the harmonization of environmental legislation in the hydrocarbons sector.

### 5.1. Amendments to the Federal Hydrocarbons Law No. 17,319 ("FHL") and the Hydrocarbon Sovereignty Law No. 26,741

**Objectives:** The Omnibus Law establishes the maximization of income obtained from the exploitation of hydrocarbon resources as one of its primary objectives, along with securing the country's hydrocarbon needs, which was the only objective of hydrocarbon regulations until the enactment of the Omnibus Law. In line with this shift in paradigm, the Omnibus Law repeals section 1 of Law 26,741, which declared that hydrocarbon self-sufficiency was of public interest and a priority objective.

**Right to freely market production:** Regarding the domestic market, the Omnibus Law sets forth the right to freely market hydrocarbons and establishes that the Executive Branch may not intervene or set prices in any segment of the production chain. For the external market, it provides for the free import and export of hydrocarbons and their by-products, in accordance with the regulations to be issued by the Executive Branch. Even though exports shall be subject to the Secretariat of Energy not objecting the same, the Secretariat of Energy shall only be entitled to object to an export based on technical or economic grounds related to securing supply.

**Upstream:** The Omnibus Law introduces several changes impacting upstream activities. Among other changes, the Omnibus Law:

- Modifies surface fees and eliminates the requirement of an authorization or permit for conducting surface inspection activities.
- Modifies the mechanism for acquiring and the terms applicable to unconventional concessions upon reconversion of conventional concessions.
- Eliminates the criterion of "maximization of production compatible with adequate and economic exploitation of the reservoirs" for determining investments to be made by concessionaires.
- Eliminates the general 10-year extension regime, and requires that a bidding process be carried out upon expiration of a concession period as a

prerequisite for granting new concessions over the same block, albeit authorizing the enforcement authority to grant concessions for terms up to 10 years longer than those established in the FHL, based on well-grounded reasons.

- Accordingly, it provides that upon expiration of the concession period, existing concessions cannot be granted again without calling for a new bidding process, which may be conducted at least 1 year before expiration. It also establishes the absolute nullity of any concession awarded after the end of the original term without conducting a public and open bidding process.

- Establishes a new mechanism for establishing royalties, which shall apply exclusively to concessions granted after the entry into force of the Omnibus Law. According to the new mechanism, during the bidding process, bidders will compete on the value of the royalty, which shall amount to 15% plus an adjustment factor at the sole discretion of the bidder, which can be negative.

- Repeals section 51 of the FHL, which did not allow foreign legal entities to submit bids in contests for obtaining permits and concessions.

**Midstream:** Regarding hydrocarbon transportation, the Omnibus Law:

- - Replaces the “transportation concession” with the “transportation authorization” and creates the “processing authorization”, which grants the right to develop and operate conditioning plants, oil pipelines, and gas pipelines, among others, including natural gas liquefaction plants.

- Incorporates hydrocarbon processing activities to the scope of activities regulated by the hydrocarbons law.

- These authorizations are granted without a public bidding, they do not confer exclusivity rights, and are subject to the principle of open access, subordinated to the satisfaction of the needs of the authorization holder.

- Sets forth the creation of a registry of parties authorized to conduct transportation and/or processing activities.

**Underground storage:** The Omnibus Law creates and regulates underground natural gas storage, establishing that natural gas used in underground storage shall pay royalties upon its first commercialization.

**Sanctions:** Modifies the amount for fines payable upon breaches to the FHL. Such fines were originally set between AR\$10,000 and AR\$10,000,000 pesos, and have now been increased to between 80,000 and 80,000,000 UVAs (“Unidad de Valor Adquisitivo”, an inflation-adjusted measurement unit used by the Argentine Government, which is pegged to the Consumer Price Index).

#### **Amendments to the Natural Gas Law No. 24,076**

**Importation:** Natural gas imports are authorized without prior approval.

**Exportation:** Regarding natural gas exports, it is established that they must be regulated by the Executive Branch as provided in the FHL. The explicit reference that exports must not affect the domestic market supply is eliminated, in line with the amendments to the FHL, the Hydrocarbon Sovereignty Law and the Customs Code (cf. DNU 70/2023).

**Liquefied Natural Gas (LNG):** A special regime applicable to LNG exports is established, guaranteeing firm export conditions, which once authorized cannot be modified for any reason.

**License terms:** Extends the renewal expiration term of licenses for public transportation and distribution of natural gas from 10 to 20 years.

**Storage facilities:** Establishes that, to take the necessary precautions to ensure the supply of non-interruptible services, transporters and distributors will have the authority to acquire, build, operate, maintain, and manage natural gas storage facilities, either by themselves or through third parties, within the limitations established by the Law.

#### **5.3. Unification of regulatory agencies**

The Omnibus Law creates the National Gas and Electricity Regulatory Agency (“*Ente Nacional Regulador del Gas y la Electricidad*”), which, once constituted, will replace and assume the functions of the National Electricity Regulatory Agency (“ENRE”) and the National Gas Regulatory Agency (“ENARGAS”).

#### **5.4. Adjustment of Laws No. 15,336 and Law No. 24,065 on Electric Energy**

The Omnibus Law authorizes the Executive Branch to adjust, for a 1 year period, the regulatory framework for electric energy, according to, among others, the following bases:

- promoting the opening of an international market for trading electric energy;
- guaranteeing the free marketing of electric energy and maximizing competition;
- promoting the economic dispatch of energy transactions based on the hourly economic cost remuneration of the system;
- adjusting tariffs within the energy system based on the actual costs of supply; and
- promoting the development of electrical energy transportation infrastructure through competitive mechanisms.

#### **5.5. Uniform Environmental Legislation according to Law No. 27.007**

The Omnibus Law empowers the Executive Branch to develop, with the agreement of the provinces, harmonized nationwide environmental legislation, in accordance with section 23 of Law No. 27.007.

## 6.6) Incentive Regime for Large Investments (RIGI)

The Omnibus Law approves the Incentive Regime for Large Long-term Investments, a promotional regime that recognizes several incentives and provides guarantees of regulatory, fiscal, customs, and exchange rate stability to projects that qualify thereunder, for a term of 30 years from the Inclusion Date (as defined below). Investment project approval applications must be submitted within 2 years of the law's effective date, with the Executive being able to extend this period by 1 additional year.

**Sectors:** The RIGI will be applicable to large investments in projects in the forestry, tourism, infrastructure, mining, technology, iron and steel, energy, oil, and gas sectors.

### Eligible Special Purpose Vehicles (SPVs):

Beneficiaries under the RIGI shall be corporations ("sociedades anónimas"), single-shareholder corporations ("sociedades anónimas unipersonales"), limited liability companies ("sociedades de responsabilidad limitada"), branches of foreign companies, dedicated branches of an existing company (subject to special regulation), joint ventures and other associative contracts.

**Eligible projects:** Must be a new project (or a new stage of an existing project). The investment project must meet the minimum required investments established by the Executive for each sector, subsector, or production stage (minimum amount which cannot be less than USD 200 million or more than USD 900 million). The Omnibus Law refers to a minimum investment amount (in USD) in computable assets and regulates in detail how to calculate it. Unlike other promotional regimes that required foreign currency inflow to recognize foreign exchange rate benefits, the law does not establish the obligation that the investment must come from abroad or correspond to a foreign currency inflow.

The regulations to be issued by the Executive will establish the minimum investment amount that must be met during the first 2 years of the project. While this percentage may be different for each of the first 2 years, it must be sufficient to reach at least 40% of the minimum investment after the first 2 years as a condition for remaining in the RIGI. Exceptionally, when particular circumstances apply to a sector, subsector, or productive phase, the Executive may reduce this percentage, which cannot be less than 20%.

The project must also be a long-term project, and for this, the ratio between the present value of the expected net cash flow – excluding investments – during the first 3 years from the first disbursement and the net present value of the projected capital investments for the same period, must not be greater than 30%.

The Omnibus Law provides a special scheme for "Strategic Long-term Export Projects," i.e., projects that may position Argentina as a new long-term supplier in global markets where it does not yet have a significant participation, involving capital disbursements in

successive stages with a minimum investment in computable assets per stage equal to or greater than one billion US dollars (USD 1,000,000,000), qualifies as such by the implementing authority.

**Approval process:** The project approval application must, among other things, include certain information about the project, job generation capacity, investment plan, financing scheme, local supplier development plan, and a sworn statement, based on a technical report, that the VPU will not distort the local market. The supplier development plan must contain a commitment to hire local suppliers of goods and/or works for the project equivalent to at least 20% of the total investment amount allocated to payments to suppliers, provided that the local supplier offer is available in market conditions in terms of price and quality (percentage to be maintained during the construction and operation stages).

The RIGI does not foresee the signing of an investment agreement, but there is, nonetheless, bilaterality as it is envisaged that the implementing authority will issue an administrative act approving the investment project and a certificate of inclusion in the regime. Once the project is approved, the inclusion date in the RIGI will be the project submission date (or, if applicable, the submission date of the supplemental documentation requested by the enforcement authority) ("RIGI Inclusion Date").

**Transfer, and creation of lines in respect, of the SPV's equity interest:** (i) the transfer of equity interests in the SPV and (ii) the creation of liens on them (pledge, assignment in guarantee, trust, and/or any other type of guarantee transaction in favor of local or foreign banks or credit institutions), are not subject to prior authorization from the enforcement authority, with the SPV having to inform the authority within 15 calendar days of occurrence.

**Tax benefits:** The following benefits are established:

### Income tax

- Reduced rate of 25%.
- Accelerated depreciation scheme according to asset type.
- Possibility of carrying forward tax losses indefinitely. After 5 years, unused tax losses can be transferred to third parties. Inflation adjustment of tax losses is provided.
- Dividend and profit distribution from the SPV will be taxed at 7%. After the expiration of a term of 7 years from the RIGI Inclusion Date, the rate is reduced to 3.5%.
- The deduction of interest and exchange rate differences is governed by general rules. However, during the first 5 years from the RIGI Inclusion Date, thin capitalization rules provided in Section 85 of the Income Tax Law will not apply.
- Additional benefits are provided for Strategic Long-term Export Projects.

### Value-added tax (VAT)

- Possibility to pay VAT to RIGI project suppliers or the AFIP (in the case of goods imports for the project) through tax credit certificates. The issuance process, requirements, and application conditions for these certificates will be established in the regulation.

#### Tax on bank debits and credits

- Authorizes computing the entire tax paid as a credit in the income tax.

#### Customs benefits:

##### Import duties

- Exempts temporary and definitive imports of new capital goods, spare parts, components, parts, and consumable goods for the project from the payment of import duties, statistical rate, destination verification rate, as well as any other federal or local perception, retention, or advance payment regime.
- The Omnibus Law authorizes suppliers of goods or services with imported merchandise for RIGI projects to request registration in the RIGI solely to enjoy the benefit of exemption from import duties and taxes on the merchandise, including inputs, imported for the supply of goods or provision of services to a RIGI project. If, after obtaining the benefit, the supplier cannot use the imported good for the intended purpose (due to not being awarded, contract termination, or similar cause), it must inform the enforcement authority and request the deallocation of the benefited goods before it can be reallocated to another purpose. Once registered in the RIGI, the supplier must invoice the SPV annually for a percentage of their total invoicing not less than the percentage established in the regulation. If in any year the supplier cannot meet this requirement, the supplier shall be automatically suspended from using the import duty exemption benefit. The process for termination of the benefit is also regulated.

##### Export duties

- Exempts RIGI project exports from the payment of export duties, from the expiration of a 2-year period from the RIGI Inclusion Date for Strategic Long-term Export Projects, and 3 years for other projects.

**Free import and export:** The Omnibus Law recognizes the right of RIGI beneficiaries to import goods for the construction, development, and operation of the project, as well as to freely export the project's goods and prohibits the establishment of supply priorities in favor of local demand.

#### The law also:

- Prohibits the application of prohibitions, direct and quantitative restrictions of an economic nature, maximum amounts, economic quotas on the project's imports and exports.
- Prohibits the application of price controls or

similar measures that alter the value of exported or imported goods.

- RIGI projects will not be affected by restrictions that impact the supply, transportation, and processing of the inputs and materials required for the preparation of exportable products, including, without limitation, requirements to purchase from local suppliers under less favorable economic conditions than market conditions, preference in the purchase of inputs by other users, restrictions affecting the construction or operation of transportation or processing infrastructure dedicated to the project, or that affect the stability of long-term export permits previously granted.

**Exchange rate benefits:** First, the Omnibus Law recognizes the free availability (and therefore the non-application of the obligation to repatriate and settle for Pesos export proceeds) of: (i) 20% of the proceeds of each export as from the expiration of a 2-year period from the SPV's start-up date, (ii) 40% of the export proceeds as from the expiration of a 3-year period from the SPV's start-up date, and (iii) 100% of the export proceeds as from the expiration of a 4-year period from the SPV's start-up date. In the case of Strategic Long-term Export Projects, it recognizes the free availability of 20% of export proceeds as from the expiration of a 1-year period from the SPV's start-up date, 40% after the expiration of a 2-year period from the SPV's start-up date, and 100% from the expiration of a 3-year period from the SPV's start-up date. All of this, without prejudice to the application of more favorable general rules regarding the negotiation and settlement of export collections.

It also states that the SPV shall not be subject to the obligation to transfer to Argentina and settle for Pesos the amounts disbursed under external loans or capital contributions. However, the guarantees regarding the access to the MLC (as defined below) for the repayment of loans, the payment of dividends and the repatriation of investments by non-residents established by the law only apply to external loans and capital contributions that are transferred and settled through the local exchange market ("MLC" according to its Spanish acronym). The law authorizes the issuance of regulations that, like the ones in effect as of this date, establish limitations to access to the MLC if the company has available external liquid assets.

Finally, the law states that regulations that impose restrictions or prior authorizations for the payment of external debt service, dividend payments, or repatriation of investments by non-residents shall not apply to the SPV, provided these correspond to loans or equity contributions transferred to Argentina and settled for Pesos through the MLC after the RIGI Inclusion Date.

**Other guarantees:** the Law grants the VPU: (i) the right to freely dispose of and market the project's production in the domestic and external markets; (ii) protection against expropriation and confiscation of the project's assets; (iii) the right to operate the project without interruptions (except by judicial resolution in a process

that ensures the beneficiary's right to defense); and (iv) unrestricted access to justice and legal remedies for the protection of its rights.

**Stability guarantee:** the Law grants beneficiaries regulatory, fiscal, customs, and foreign exchange stability for 30 years from the RIGI Inclusion Date, with the benefits not being affected by the repeal of the law or the issuance of more restrictive regulations.

In terms of fiscal stability, the law clarifies that the taxes applicable to the SPV will be those in force on the Inclusion Date (with the modifications of the law) and that they will benefit from tax eliminations or reductions after the Inclusion Date. The law defines what constitutes stability and clarifies that fiscal stability does not include the extension of regulations issued for a specific period that existed prior to the Inclusion Date (such as, among others, the "Impuesto PAIS", a tax that applies to certain foreign currency transactions), the termination of exemptions and exceptions due to the expiration of the applicable term, tax supervision systems, social contributions, or increases in the VAT rate.

It also recognizes the SPV's right to reject any tax authority claims for tax payments that exceed what the

beneficiary should pay based on their benefits.

In customs matters, it is established that the customs duties applicable to the SPV will be those in force on the Inclusion Date, with the modifications provided in the Omnibus Law.

Regarding foreign exchange stability, the Law declares the inapplicability of regulations or restrictions that contradict the provisions of the law and authorizes the beneficiary to reject the application of such restrictions by presenting the certificate of inclusion in the RIGI. Furthermore, in the event of a violation of foreign exchange stability, the beneficiary will have the right to continue applying the provisions in force on the Inclusion Date (as modified by the law) by notifying the Central Bank. If the Central Bank considers there is no violation before initiating a foreign exchange criminal proceeding, it must give the beneficiary the opportunity to identify the alleged violation to the RIGI, and the proceeding cannot begin until this issue is resolved.

**Dispute resolution:** a first stage of friendly negotiations for 60 days is provided. If unresolved, the Omnibus Law establishes international arbitration (PCA, ICC, or ICSID) as a dispute resolution mechanism available to RIGI beneficiaries or their shareholders. Furthermore, the law expressly recognizes the benefits granted under the RIGI as a protected investment for the purposes of bilateral investment treaties signed by Argentina.